REGISTRAR OF COMPANIES

The Armourers Hall Company Limited

Annual Report and Financial Statements

31 March 2010

Company Registration Number
2800134 (England and Wales)

Legal and administrative information

Directors	DEH Chapman Prof CJ Humphreys Sir Timothy Ruggles-Brise Bt
Secretary	Cdre CW Waite
Registered office	Armourers' Hall 81 Coleman Street London EC2R 5BJ
Registered number	2800134 (England and Wales)
Auditors	Buzzacott LLP 12 New Fetter Lane London EC4A 1AG
Bankers	National Westminster Bank 94 Moorgate London EC2M 6XT
Fund Manager	Rathbone Investment Management Limited 159 New Bond Street London W1S 2UD

Contents

Reports

Financial Statements

The directors present their report with the financial statements of the company for the year ended 31 March 2010

Principal activity

The principal activity of the company is managing the operating activities of the properties owned by the company The directors intend to continue that activity for the foreseeable future

Review of business

A summary of the results of the year's trading is given on page 5 of the accounts The directors are satisfied with the performance of the business in the year

Directors

The following directors served throughout the year

Director	
JS Haw	Resigned 25 June 2009
DEH Chapman	
Prof CJ Humphreys	
Sir Timothy Ruggles-Brise Bt	Appointed 25 June 2009

Directors' responsibilities

The directors are responsible for preparing the directors' report and financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice)

Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period In preparing these financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgements and estimates that are reasonable and prudent,
- state whether applicable United Kingdom Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements, and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business

Directors' responsibilities (continued)
The directors are responsible for keeping adequate accounting records that disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006 They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities

Each of the directors confirms that

- so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware, and
- the director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006

In preparing the above report, the directors have taken advantage of special exemptions applicable to small companies provided by Part 15 of the Companies Act 2006

Signed on behalf of the board of directors

DEH Chapman DEH Chapman

Director

Approved by the board on 10 June 2010

Independent auditor's report to the members of The Armourers Hall Company Limited

We have audited the financial statements of The Armourers Hall Company Limited for the year ended 31 March 2010, which comprise the profit and loss account, the statement of total recognised gains and losses, the balance sheet, the principal accounting policies and the related notes The financial reporting framework that has been applied in their preparation is applicable law and the Financial Reporting Standard for Smaller Entities (effective April 2008) (United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities)

This report is made solely to the company's members, as a body, in accordance with Chapter 3 Part 16 of the Companies Act 2006 Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed

Respective responsibilities of the directors and auditors

As explained more fully in the statement of directors' responsibilities set out in the directors' report, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view Our responsibility is to audit the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland) Those standards require us to comply with the Auditing Practices Board's (APB's) Ethical Standards for Auditors

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error This includes an assessment of whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the directors, and the overall presentation of the financial statements

Opinion on financial statements

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 31 March 2010 and of its loss for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities, and
- have been prepared in accordance with the requirements of the Companies Act 2006

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us, or
- the financial statements are not in agreement with the accounting records and returns, or
- certain disclosures of directors' remuneration specified by law are not made, or
- we have not received all the information and explanations we require for our audit, or
- the directors were not entitled to prepare the financial statements and the directors' report in accordance with the small companies' regime

Buzzacott LLP

11th June 2010

Cliff Cooper, Senior Statutory Auditor
for and on behalf of Buzzacott LLP, Statutory Auditor
12 New Fetter Lane
London
EC4A 1AG

Profit and loss account Year to 31 March 2010

	Notes	2010 £	2009 (as restated) £
Turnover	1	**319,230**	323,752
Administrative expenses		**(441,963)**	(558,585)
Loss on ordinary activities		**(122,733)**	(234,833)
Other operating income	3	**89,015**	143,113
Gain (loss) on sale of investments		**25,403**	274
Loss on ordinary activities before taxation		**(8,315)**	(91,446)
Tax on loss on ordinary activities	6	**(5,844)**	—
Loss on ordinary activities after taxation		**(14,159)**	(91,446)

All of the company's activities derived from continuing operations during the above two financial periods

Statement of historical cost profits and losses Year to 31 March 2010

	Notes	2010 £	2009 (as restated) £
Loss on ordinary activities before taxation		**(8,315)**	(91,446)
Difference between the historical cost gains (losses) on investments and the actual gains (losses) calculated on carrying value	13	**(114,526)**	(2,042)
Historical cost loss for the year before taxation		**(122,841)**	(93,488)
Historical cost loss for the year after taxation		**(128,685)**	(93,488)

Statement of total recognised gains and losses Year to 31 March 2010

	2010 £	2009 (as restated) £
Loss for the financial year on ordinary activities	**(14,159)**	(91,446)
Unrealised gain (loss) on listed investments	**279,741**	(236,886)
Corporation tax provision	—	38,000
Unrealised gain (deficit) on revaluation of properties	**170,000**	(640,000)
Total recognised gain (loss) relating to the year	**435,582**	(930,332)
Prior year adjustment (note 17)	**7,379**	15,399
Total gain (loss) recognised since last annual report	**442,961**	(914,933)
Reconciliation		
Opening capital and reserves	**1,362,380**	2,292,712
Total recognised gain (loss) relating to the year	**435,582**	(930,332)
Closing capital and reserves	**1,797,962**	1,362,380

Balance sheet 31 March 2010

	Notes	2010 £	2010 £	2009 (as restated) £	2009 (as restated) £
Fixed assets					
Tangible fixed assets	7	**129,382**		160,875	
Investments	8	**4,287,370**		3,812,226	
			4,416,752		3,973,101
Current assets					
Stock		**1,700**		2,360	
Debtors	9	**31,124**		47,674	
Cash at bank and in hand		**122,884**		101,142	
		155,708		151,176	
Creditors amounts falling due within one year	10	**(49,822)**		(37,221)	
Net current assets			**105,886**		113,955
Total assets less current liabilities			**4,522,638**		4,087,056
Creditors Amounts falling due after more than one year	11		**(2,724,676)**		(2,724,676)
Total net assets			**1,797,962**		1,362,380
Capital and reserves					
Called up share capital	12		**1,000,002**		1,000,002
Revaluation reserve	13		**367,859**		(196,408)
Profit and loss account			**430,101**		558,786
Shareholder's funds			**1,797,962**		1,362,380

The directors have taken advantage of special exemptions conferred by Part 15 of the Companies Act 2006 applicable to small companies and the Financial Reporting Standard for Smaller Entities (effective April 2008) in the preparation of the financial statements and have done so on the grounds that, in their opinion, the company qualified as a small company

Approved by, and signed on behalf of,
the board of directors by

DEH Chapman DEH Chapman

Director

Approved on 10 June 2010

Accounting convention

The financial statements are prepared under the historical cost convention modified by the revaluation of fixed assets and in accordance with applicable accounting standards

The financial statements have been prepared in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008)

Cash flow

The financial statements do not include a cash flow statement because the company, as a small company, is exempt from the requirement to prepare such a statement under the Financial Reporting Standard for Smaller Entities (effective April 2008)

Investment properties

In accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008) investment properties are revalued annually and the aggregate surplus or deficit is transferred to a revaluation reserve No depreciation is provided in respect of freehold investment properties

The directors consider that this accounting policy results in the financial statements giving a true and fair view

Listed investments

Investments are shown at market value based on the middle market price quoted on the London Stock Exchange

Depreciation

Depreciation is provided on a straight line basis on all tangible fixed assets, excluding investment properties, at rates calculated to write off the cost, less estimated residual value, of each asset evenly over its expected useful life, as follows

Hall improvements – over 10 years

Investment income

Investment income is recognised on an accruals basis

Deferred taxation

Deferred taxation is provided in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more, or right to pay less, tax in the future have occurred at the balance sheet date

Pensions

The Company operates a defined contribution pension scheme for certain employees Contributions are charged to the profit and loss account as they become payable in accordance with the rules of the scheme

Stocks

Stocks are stated at the lower of cost and net realisable value

1 Turnover

Turnover represents the invoiced value of amounts received and receivable in respect of the letting of the Company's properties

2 Loss on ordinary activities

	2010 £	2009 £
This is stated after charging		
Auditors' remuneration		
Audit fee	**5,875**	8,050
Other services	**2,701**	3,000
Depreciation of tangible fixed assets	**31,493**	31,493

3 Other operating income

	2010 £	2009 £
Income from fixed income and Government Securities	**88,686**	139,311
Other interest receivable	**329**	3,802
	89,015	143,113

4 Staff costs

Staff costs were as follows.

	2010 £	2009 £
Wages and salaries	**134,882**	133,758
Pensions costs	**13,639**	14,686
Social security costs	**15,438**	15,020
	163,959	163,464

The company has four full time employees (2009 – four)

5 Directors emoluments

None of the directors received any emoluments in respect of their services as directors during the year (2009 - £nil)

6 Tax on loss on ordinary activities

	2010 **£**	2009 £
On loss on ordinary activities		
Corporation tax at 21% (2009 21%) payable on profits	**5,844**	—

Factors affecting current tax charge for the year

The difference between the result for the year at the standard rate of corporation tax and the actual tax charge are explained below

	2010 **£**	2009 (as restated) £
Loss on ordinary activities before taxation	**(8,315)**	(91,446)
Corporation tax 21% (2009 21%)	**(1,746)**	(19,203)
Effects of		
Non deductable expenses	—	3,345
Depreciation in excess of capital allowances	**3,697**	2,455
Current year excess expenses	—	13,461
Utilisation of excess expenses brought forward	**(28,313)**	—
Difference between accounting and tax treatment of investments	**32,218**	(58)
Other	**(12)**	—
Current tax charge for the year	**5,844**	—

7 Tangible fixed assets

	Hall £	Hall improvements £	**Total** **£**
Cost or valuation			
At 1 April 2009	1	314,929	**314,930**
Depreciation			
At 1 April 2009	—	154,055	**154,055**
Charge for year	—	31,493	**31,493**
At 31 March 2010	—	185,548	**185,548**
Net book value at 31 March 2010	1	129,381	**129,382**
Net book value at 31 March 2009	1	160,874	**160,875**

8 Investments

At 31 March 2010 investments comprised

	2010 £	2009 £
Fixed income and Government securities	**2,487,370**	2,182,226
Investment properties	**1,800,000**	1,630,000
	4,287,370	3,812,226

Fixed income and Government Securities

	2010 £	2009 £
At valuation		
At 1 April 2009	**1,909,034**	2,403,808
Disposals	**(1,266,340)**	(449,726)
Purchases	**1,552,623**	191,838
Surplus (deficit) on revaluation	**279,741**	(236,886)
At 31 March 2010	**2,475,058**	1,909,034
Cash held by investment managers	**12,312**	273,192
	2,487,370	2,182,226
Cost of fixed income and government securities at 31 March 2010	**2,407,199**	2,235,442

Investment properties

	2010 £	2009 £
At valuation		
At 1 April 2009	**1,630,000**	2,270,000
Surplus (deficit) on revaluation	**170,000**	(640,000)
At 31 March 2010	**1,800,000**	1,630,000

The investment property was valued at its open market value for existing use, in accordance with the Appraisal and Valuation Manual of The Royal Institute of Chartered Surveyors on 31 March by DTZ Debenham Tie Leung, professionally qualified chartered surveyors

9 Debtors

	2010 £	2009 (as restated) £
Trade debtors	**12,894**	18,670
Investment income receivable	**6,483**	16,082
Prepayments and accrued income	**10,671**	12,338
Other debtors	**1,076**	584
	31,124	47,674

10 Creditors: amounts falling due within one year

	2010 £	2009 (as restated) £
Corporation tax	**5,844**	—
Other creditors	**17,321**	17,807
Accruals and deferred income	**14,274**	15,104
Other taxes and social security costs	**5,105**	4,310
Due to parent undertaking	**7,278**	—
	49,822	37,221

11 Creditors: amounts falling due after more than one year

	2010 £	2009 £
Amounts due to parent undertaking	**2,724,676**	2,724,676

12 Called up share capital

	2010 £	2009 £
Authorised		
5,000,000 ordinary shares of £1 each	**5,000,000**	5,000,000
Allotted, called up and fully paid		
1,000,002 ordinary shares of £1 each	**1,000,002**	1,000,002

13 Revaluation reserve

	2010 £	2009 (as restated) £
At 1 April 2009	**(196,408)**	678,436
Changes in the year	**564,267**	(874,844)
At 31 March 2010	**367,859**	(196,408)

13 Revaluation reserve (continued)

	2010 £	2009 (as restated) £
Changes in the year		
Arising on revaluation of 73 Moorgate	**170,000**	(640,000)
Arising on revaluation of listed investments	**279,741**	(236,886)
Arising on profit/(loss) realised during the year	**114,526**	2,042
	564,267	(874,844)

14 Reconciliation of movements in shareholder's funds

	2010 £	2009 (as restated) £
Opening shareholders' funds at 1 April 2009	**1,362,380**	2,292,712
Loss for the year	**(128,685)**	(55,488)
Movement on revaluation reserve	**564,267**	(874,844)
Closing shareholder's funds at 31 March 2010	**1,797,962**	1,362,380

15 Pension commitments

The company operates a defined contribution scheme for certain employees Premiums paid in the year amounted to £13,639 (2009 £14,686)

There are no outstanding or prepaid contributions at 31 March The assets of the scheme are held separately from those of the company

The company is a wholly owned subsidiary of The Worshipful Company of Armourers and Brasiers, a company incorporated by Royal Charter in 1453

16 Related parties and ultimate parent company

The company is a wholly owned subsidiary of the Worshipful Company of Armourers and Brasiers, a company incorporated by Royal Charter in 1453

During the year the parent company charged £68,285 (2009 £67,113) for overheads and was charged £30,000 (2009 £30,000) for use of the premises

17 Prior year adjustments

	2009 Shareholder's funds £	2008 Shareholder's funds £
Shareholder's funds at 1 April 2009		
As previously reported	**1,355,001**	2,277,313
Prior year adjustments	**7,379**	15,399
As restated	**1,362,380**	2,292,712

In previous years, the accounts have included a creditor relating to reserves set aside as a staff sickness fund As no liability existed in relation to this balance the prior year creditor balance has been adjusted

At 31 March 2009 a deferred tax asset of £13,214 was recognised in the accounts Under the requirements of the FRSSE, deferred tax should not be recognised on revaluation gains and losses unless the company has entered into a binding agreement to sell the asset In accordance with these requirements, the prior year deferred tax balance has been adjusted

In addition, the balance on the revaluation reserve has been adjusted to properly reflect the difference between the market value of investments and their original cost The profit and loss account reserve has been correspondingly adjusted