

COMPANY NUMBER: 3105626

ROLLS-ROYCE CAPITAL LIMITED

**Annual Report
for the year ended 31 December 2009**

Directors on
29th June 2010

M Brady
M N Morris
A B Shilston

Secretaries

D J Goma
M Gregory

SATURDAY



A02 *A4FCJNP0* 203
25/09/2010
COMPANIES HOUSE

Registered Office 65 Buckingham Gate, London, SW1E 6AT

ROLLS-ROYCE CAPITAL LIMITED

REPORT OF THE DIRECTORS

The directors present their Annual Report for the year ended 31 December 2009

DIRECTORS RESPONSIBILITY FOR FINANCIAL STATEMENTS

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations

Company law requires the directors to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice)

Under company law the directors must not approve the financial statements unless they are satisfied that they 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 UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements,
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and 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 have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

ACTIVITY

The Company did not trade on its own account during the year but acted as agent on behalf of Rolls-Royce plc in the arrangement and provision of financial services in support of the Aerospace Group, its subsidiaries and affiliates.

DIRECTORATE

The directors of the Company during the year were as follows

M Brady	(Appointed 21 April 2008)
M N Morris	(Appointed 25 May 2007)
A B Shilston	

ROLLS-ROYCE CAPITAL LIMITED

EMPLOYEES

The Company is part of the Rolls-Royce Group. The Group's policy is to provide, wherever possible, employment opportunities and training for disabled people, to care for employees who become disabled and to make the best possible use of their skills and potential. It also operates an equal opportunities policy, details of which are available to all employees.

There are various forms of communication across the Group, each adapted to the particular needs of the individual businesses. The Group consults with employees and their elected representatives on a comprehensive range of topics, which relate to its overall business objectives. Management and employee representatives hold regular meetings at every location to discuss problems and opportunities.

By Order of the Board



M Gregory
Secretary
29th June 2010

ROLLS-ROYCE CAPITAL LIMITED

PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 31 DECEMBER 2009

The Company did not trade on its own account during the year and all expenses have been borne by the ultimate parent company. The Company did not receive any income or incur any expenditure during the year and consequently has made neither profit nor loss.

BALANCE SHEET AT 31 DECEMBER 2009

	<u>note</u>	<u>2009</u> £	<u>2008</u> £
Current Assets			
Debtors	4	1	1
Net Assets		1 ==	1 ==
Capital and Reserves			
Called up share capital	5	1	1
Equity shareholders funds		1 ==	1 ==

For the year ended 31 December 2009 the Company was entitled to exemption from audit under section 480 of the Companies Act 2006. No members have required the Company to obtain an audit of its accounts for the year in question in accordance with section 476.

The directors acknowledge their responsibility for

- a) Ensuring that the Company keeps accounting records, which comply with section 386 of Companies Act 2006,
- b) Preparing accounts which give a true and fair view of the state of affairs of the Company as at the end of its financial year, and of its profit and loss for the financial year in accordance with section 396 of the Companies Act 2006, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the Company.

These financial statements were approved by the Board of Directors on 29th June 2010, and signed on its behalf by



M N Morris
Director

The notes on page 6 form part of these financial statements

ROLLS-ROYCE CAPITAL LIMITED

NOTES TO THE FINANCIAL STATEMENTS

1. Principal Accounting Policies

Basis of Preparation

These financial statements have been prepared on the historical cost basis and in accordance with applicable accounting standards

Cash Flow Statements

Under Financial Reporting Standard 1, the Company is exempt from the requirement to prepare a cash flow statement on the grounds that it is a wholly owned subsidiary undertaking

2 Staff Numbers and Costs

The average number of employees, including directors, employed by the Company during the period was as follows

	<u>2009</u>	<u>2008</u>
United Kingdom	22	30
The actual number employed at 31 December	29	26

3. Directors Remuneration

None of the directors received any separate remuneration from the Company in respect of their services to the Company

4. Debtors - amounts falling due within one year £

Amount owed by parent undertaking	1
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5. Share Capital

	<u>2009</u> £	<u>2008</u> £
Ordinary Shares of £1 each		
Authorised	100,000	100,000
Issued and Fully Paid	1	1

6 Ultimate Holding Companies

Rolls-Royce Group plc, a company registered in England and Wales, is the ultimate holding company and heads the largest group in which the results of the company are consolidated
Rolls-Royce plc, a company registered in England and Wales, is the immediate holding company and heads the smallest group in which the results of the company are consolidated
Copies of both companies' consolidated financial statements can be obtained from 65 Buckingham Gate, London SW1E 6AT