

Company Registration No. 3337575

Amshold Securities Limited

Report and Financial Statements

30 June 2008

50



Amshold Securities Limited

Report and financial statements 2008

Contents	Page
Officers and professional advisers	1
Directors' report	2
Independent auditors' report	4
Profit and loss account	6
Balance sheet	7
Notes to the accounts	8

Amshold Securities Limited

Report and financial statements 2008

Officers and professional advisers

Directors

Sir Alan Sugar DSc (Chairman)
Colin Sandy CTA

Secretary

Colin Sandy CTA

Registered Office

Brentwood House
169, Kings Road
Brentwood
Essex
CM14 4EF

Auditors

Deloitte & Touche LLP
Chartered Accountants
London

Amshold Securities Limited

Directors' report

The directors have pleasure in presenting their annual report and the audited financial statements for the year ended 30 June 2008. The directors' report has been prepared in accordance with the special provisions relating to small companies under section 246(4) of the Companies Act 1985.

Principal activities

The maintenance and administration of loan notes

Results

The company continues to administer the guaranteed floating rate loan notes, which expire in 2009 and 2010 and the unguaranteed floating rate loan notes that expire in 2059 and 2060. The company made a profit after tax of £12,889 (2007: profit after tax £22,294).

Dividends

No dividend was paid during the year (2007: £nil).

Statement of directors' responsibilities

The directors are responsible for preparing the Annual 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 the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). The financial statements are required by law to 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 judgments and estimates that are reasonable and prudent,
- state whether applicable UK Accounting Standards have been followed, and
- 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 proper 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 1985. 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.

Amshold Securities Limited

Directors' report (continued)

Auditors

Each of the persons who is a director at the date of approval of this report 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/she ought to have taken as a director in order to make himself/herself 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 s234ZA of the Companies Act 1985

A resolution to re-appoint Deloitte & Touche LLP as the Company's auditor will be proposed at the forthcoming Annual General Meeting

Approved by the Board of Directors
and signed on behalf of the Board



Colin Sandy
Secretary

19th November 2008



Independent auditors' report to the members of Amshold Securities Limited

We have audited the financial statements of Amshold Securities Limited for the year ended 30 June 2008 which comprise the profit and loss account, the balance sheet and the related notes 1 to 17. These financial statements have been prepared under the accounting policies set out therein.

This report is made solely to the company's members, as a body, in accordance with section 235 of the Companies Act 1985. 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 auditors' 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 directors and auditors

The directors' responsibilities for preparing the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you whether in our opinion the information given in the Directors' Report is consistent with the financial statements.

In addition we report to you if, in our opinion, the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed.

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it.

Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.


We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Independent auditors' report to the members of Amshold Securities Limited (continued)

Opinion

In our opinion

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 30 June 2008 and of its profit for the year then ended,
- the financial statements have been properly prepared in accordance with the Companies Act 1985, and
- the information given in the Directors' Report is consistent with the financial statements



Deloitte & Touche LLP

Chartered Accountants and Registered Auditors

London

United Kingdom

19 November 2008

Amshold Securities Limited

Profit and loss account Year ended 30 June 2008

	Notes	2008 £	2007 £
Operating profit	2	14,896	20,421
Interest receivable and similar income	4	5,045,619	4,581,326
Interest payable and similar charges	5	<u>(5,044,679)</u>	<u>(4,579,905)</u>
Profit on ordinary activities before taxation	6	15,836	21,842
Tax on profit on ordinary activities	8	<u>(2,947)</u>	<u>452</u>
Profit for the financial year		<u><u>12,889</u></u>	<u><u>22,294</u></u>

All amounts relate to continuing activities

There were no recognised gains or losses in either year other than the profit for the financial year, consequently no statement of total recognised gains or losses has been presented

Amshold Securities Limited

Balance sheet 30 June 2008

	Notes	£	2008 £	£	2007 £
Fixed assets					
Investments	7		8		8
Current assets					
Debtors	10	82,097,981		40,461,027	
Investments	11	6,119,853		6,493,775	
Cash at bank and in hand		6,557,647		48,150,450	
		<u>94,775,481</u>		<u>95,105,252</u>	
Creditors: amounts falling due within one year	12	<u>(94,708,689)</u>		<u>(95,051,349)</u>	
Net current assets			<u>66,792</u>		<u>53,903</u>
Total assets less current liabilities and net assets			<u>66,800</u>		<u>53,911</u>
Capital and reserves					
Called up share capital	13		1		1
Profit and loss account	14		66,799		53,910
Shareholders' funds	15		<u>66,800</u>		<u>53,911</u>

These financial statements were approved by the Board of Directors on 19th November 2008

Signed on behalf of the Board of Directors

Colin Sandy

Director

Amshold Securities Limited

Notes to the accounts Year ended 30 June 2008

1. Accounting policies

The financial statements have been prepared in accordance with applicable United Kingdom accounting standards and under the historical cost convention. The principal accounting policies set out below have remained unchanged from the previous year.

Foreign currencies

Transactions in foreign currencies are translated at the exchange rate ruling at the date of the transaction. Monetary assets and liabilities are translated at the rates of exchange ruling at the balance sheet date. All exchange differences are dealt with through the profit and loss account.

Current taxation

Current tax, including UK corporation tax and foreign tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred taxation

Deferred taxation is provided in full on timing differences that result in an obligation at the balance sheet date to pay more tax, or a right to pay less tax, at a future date, at rates expected to apply when they crystallise based on current tax rates and law. Timing differences arise from the inclusion of income and expenditure in taxation computations in periods different from those in which they are included in the financial statements.

Deferred tax assets are recognised to the extent that it is regarded, as more likely than not that they will be recovered. Deferred tax assets and liabilities are not discounted.

Financial liabilities and equity

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the group after deducting all of its liabilities.

Exemption from preparing group accounts

The financial statement contains information about Amshold Securities Limited as an individual company and does not contain consolidated financial information as the parent of a group. The company is exempt under section 228 of the Companies Act 1985 from the requirement to prepare consolidated financial statements, as it is a wholly owned subsidiary of Amshold Limited (see note 17).

Investments

Investments are held at cost less provision for impairment in value.

2. Operating profit

	2008 £	2006 £
Administrative expenses	1,078	(7,379)
Other income	13,818	27,800
	<u>14,896</u>	<u>20,421</u>

Amshold Securities Limited

Notes to the accounts Year ended 30 June 2008

3 Staff costs

No directors received remuneration during the year (2007 £nil) There were no employees during the year (2007 none)

4. Interest receivable and similar income

	2008 £	2006 £
Interest receivable – bank	940	1,421
Interest receivable on investments backing loan notes (see note 11)	5,044,679	4,579,905
	<u>5,045,619</u>	<u>4,581,326</u>

5. Interest payable and similar charges

	2008 £	2007 £
Interest payable on loan notes and related finance charges (see note 11)	5,044,679	4,579,905
	<u>5,044,679</u>	<u>4,579,905</u>

6. Profit on ordinary activities before taxation

Profit on ordinary activities before taxation is after charging

	2008 £	2007 £
Auditors' remuneration – audit of the company's annual accounts	2,350	3,819
– tax services	-	3,525
	<u>2,350</u>	<u>3,525</u>

7. Investments

	2008 £	2007 £
Investments in subsidiary companies	8	8
	<u>8</u>	<u>8</u>

Name	% Owned	Principal activity
ACL (1997) Limited	100%	Closure of former Amstrad activities
Amshold Investment Limited	100%	Dormant
Amshold Trustees Limited	100%	Dormant
Amstrad Consumer Electronics Company	100%	Dormant

Amshold Securities Limited

Notes to the accounts Year ended 30 June 2008

8. Tax on profit on ordinary activities

	2008 £	2007 £
Current taxation		
United Kingdom Corporation tax		
Current tax on income for the period at 29.5% (2007: 30%)	(3,799)	(6,552)
Adjustment in respect of prior years	852	7,004
Total current taxation	<u>(2,947)</u>	<u>452</u>

The standard rate of tax for the year, based on the UK standard rate of corporation tax is 29.5% (2007: 30%)
The actual tax (charge)/credit of the current and the previous year differs from the standard rate for the reasons set out in the following reconciliation

	2008 £	2007 £
Profit on ordinary activities before tax	<u>15,836</u>	<u>21,842</u>
Tax on profit on ordinary activities before tax at 29.5% (2007: 30%)	(4,672)	(6,552)
Factors affecting (charge)/credit for the year:		
Marginal relief	873	-
Prior year income tax recoverable	-	9,248
Other prior period adjustments	852	(2,244)
Current tax (charge)/credit for the year	<u>(2,947)</u>	<u>452</u>

9. Dividends

No dividend was paid during the year (2007: £nil)

10. Debtors

	2008 £	2007 £
Other debtors	3,231	2,410
Amounts owed by group undertakings	<u>82,094,750</u>	<u>40,458,617</u>
	<u>82,097,981</u>	<u>40,461,027</u>

Amshold Securities Limited

Notes to the accounts Year ended 30 June 2008

11. Investments

The current asset investments are all cash deposits on fixed (six month) terms at Lloyds TSB Bank plc that secure the loan notes issued. The deposits and loan notes are as follows

	2008 £	2007 £
Cash deposits at Lloyds TSB Bank Plc	6,119,853	6,493,775
	2008 £	2007 £
Loan notes secured by deposits		
Floating rate loan notes 2009	4,720,079	5,035,179
Floating rate loan notes 2010	1,399,114	1,456,646
Unsecured loan notes	660	1,950
	6,119,853	6,493,775

12. Creditors: amounts falling due within one year

	2008 £	2007 £
Secured loan notes (see note 11)	6,119,193	6,491,825
Unsecured loan notes	84,694,984	84,696,274
Corporation tax	1,035	1,325
Accruals and deferred income	169,572	131,078
Amounts owed to group undertakings	3,723,905	3,723,905
Other taxes and social security costs	-	6,942
	94,708,689	95,051,349

The secured and unsecured loan notes are redeemable twice a year on demand by any loan note holder. Secured loan notes are guaranteed by Lloyds TSB Bank plc. The unsecured loan notes are principally held by Amshold Limited, the company's immediate parent company.

13. Called up share capital

	2008 £	2007 £
Authorised:		
7 ordinary shares of 14 2/7p each	1	1
Allotted, issued, called up and fully paid		
7 ordinary shares of 14 2/7p each	1	1

Amshold Securities Limited

Notes to the accounts Year ended 30 June 2008

14. Profit and loss account

	Profit and loss account £
At 1 July 2007	53,910
Retained profit for the period	12,889
At 30 June 2008	<u>66,799</u>

15. Reconciliation of movements in equity shareholders' funds

	2008 £	2007 £
Shareholders' funds at 1 July	53,911	31,617
Profit for the financial period	12,889	22,294
Shareholders' funds at 30 June	<u>66,800</u>	<u>53,911</u>

16. Related party transactions

The company has taken advantage of the exemption conferred by FRS 8 'Related Party Disclosures' not to disclose transactions with companies 90% or more of whose voting rights are controlled by the group

17. Ultimate parent company

As at 30 June 2008 the immediate parent company was Amshold Limited, a company registered in Jersey. The ultimate parent company was Amshold Group Limited, a company incorporated in Great Britain and registered in England and Wales. The largest and smallest group in which the results of Amshold Securities Limited are consolidated is that headed by Amshold Group Limited. Copies of the accounts can be obtained from the Registrar of Companies, Companies House, Crown Way, Mandy, Cardiff, CF14 3UZ. The ultimate controlling party is Sir Alan Sugar.