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Registration number 3805401

Bibby Distribution Limited

**Directors' Report and Financial Statements
for the Year Ended 31 December 2009**

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Bibby Distribution Limited

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Bibby Distribution Limited
Company Information

Directors	P A Cullingford
	I A Speak
	M J Bibby
	J Haymer
	A J Paterson
	S Potter (resigned 1 February 2010)
	A J Mohan (resigned 21 January 2010)
	P A Byrne
Secretary	Bibby Bros. & Co (Management) Limited
Registered office	105 Duke Street
	Liverpool
	L1 5JQ
Auditors	Deloitte LLP
	Chartered Accountants and Statutory Auditors
	Liverpool
	United Kingdom

Bibby Distribution Limited
Directors' Report for the Year Ended 31 December 2009

The directors present their report and the audited financial statements for the year ended 31 December 2009.

Business review and principal activities

Bibby Distribution Limited ("the Company") is a wholly-owned subsidiary of Bibby Distribution Services (Holdings) Limited

The Company's principal activities continue to be contract distribution, warehousing, transport and freight forwarding. The directors are not, at the date of this report, aware of any likely changes in the Company's activities in the next year.

The Company seeks investment opportunities, both organically and through acquisition in existing and new business areas with a view to implementing its policy of expansion and business growth.

As shown in the profit and loss account on page 7, the Company's turnover has decreased by 4.0% from the prior year due to the general economic downturn and the profit on ordinary activities before taxation has increased because of efficiency measures introduced during the year. Return on Capital Employed (ROCE) as measured by Profit before Tax divided by Opening Shareholders' Funds is 58.6% (2008 49.8%). Employee numbers increased from 2,240 to 2,266.

The balance sheet on page 8 of the financial statements shows that the net assets of the Company increased by 4.6% at the year end due to an improvement in profit after tax in the year.

Post balance sheet events

No events have occurred since the year end which require reporting or disclosing in the financial statements.

Principal risks and uncertainties

Competitive pressure in the logistics market is a continuing risk for the Company. To manage this risk the Company strives to maintain efficient utilisation of its operating assets and exercise strong cost control at all times.

The Company is financed principally by an overdraft facility from its bankers and is therefore exposed to interest rate movement. The Company monitors its exposure to interest rate risk. The Company does not hold or issue derivatives or other financial instruments for speculative purposes.

The Company is a major user of diesel fuel and is therefore exposed to movements in the price of fuel. This risk is mitigated wherever possible by means of a fuel price regulator agreement with its customers to pass on any changes in fuel prices.

Bibby Distribution Limited

Directors' Report for the Year Ended 31 December 2009

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Corporate Governance

The Company strives to maintain the highest standards in corporate governance and bases its actions on the principles of openness, integrity and accountability. Audit and Remuneration committees exist within Bibby Line Group Limited, which also cover the activities of the Company.

Environment

The Company recognises the importance of its environmental responsibilities. The Company consumes resources and it produces waste, both of which have an effect on the environment. During the year we have looked at ways of reducing the impact of both activities through recycling and reducing energy consumption.

Directors' responsibilities statement

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). 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 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, 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 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 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.

Bibby Distribution Limited
Directors' Report for the Year Ended 31 December 2009

continued

Employment policies

The Company is committed to the continuing development of effective employee communication, consultation and involvement, including the regular publication of company magazines

The policy of the Company is to give full and fair consideration to applications for employment made by disabled persons. If any employee becomes disabled whilst employed by the Company, every effort is made to find suitable continuing employment, with re-training as necessary. Disabled persons share equally in the opportunities available for training, career development and promotion.

The Company participates in a defined benefit pension scheme operated by Bibby Line Group Limited. The Company also made contributions to a number of private money purchase schemes.

Dividends

During the course of the year an interim dividend in respect of 2009 of £4,674,000 (2008 £1,204,000) was paid with £2,337,000 per ordinary share (2008 - £602,000 per ordinary share).

Disclosure of information to auditors

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditors are unaware, and each director has taken all steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

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

Bibby Distribution Limited
Directors' Report for the Year Ended 31 December 2009

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Going concern

The company's business activities, together with the factors likely to affect the company's development, performance and position are set out in the Business Review. The Company has considerable financial resources together with long-term contracts with a number of customers and suppliers across different industries. As a consequence, the directors believe the Company is well placed to manage its business risks successfully despite the current uncertain economic outlook. The company meets its day to day working capital requirements by managing its debtors and creditors. The company's forecasts and projections taking into account possible changes in trading performance, show the company should be able to operate within its current facilities. Post year end the Company has secured a new bank loan facility of £10 million to facilitate its investment opportunities in the forthcoming year.

After making enquiries, the directors have reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing these accounts.

Bibby Distribution Limited
Directors' Report for the Year Ended 31 December 2009

continued

Directors

The directors who held office during the year were as follows

- P A Cullingford
- I A Speak
- M J Bibby
- J Haymer
- A J Paterson
- S Potter (resigned 1 February 2010)
- A J Mohan (resigned 21 January 2010)
- P A Byrne

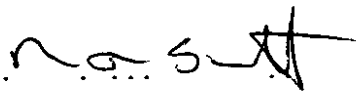
Directors indemnities

The Company has made qualifying third party indemnity provisions for the benefit of its directors, which were made during the year and remain in force at the date of this report

Auditors

The auditors, Deloitte LLP, will be proposed for re-appointment in accordance with section 487 of the Companies Act 2006.

Approved by the Board on 29 April 2010 and signed on its behalf by



Bibby Bros & Co (Management) Limited
Company Secretary

Independent Auditors' Report to the Members of

Bibby Distribution Limited

We have audited the financial statements of Bibby Distribution Limited for the year ended 31 December 2009 which comprise the Profit and Loss Account, the Balance Sheet and the Statement of Total Recognised Gains and losses and the related notes 1 to 25

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of 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 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

As explained more fully in the Directors' Responsibilities Statement set out on page 3, 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.

**Independent Auditors' Report to the Members of
Bibby Distribution Limited**

continued

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 December 2009 and of its profit for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; 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



William Smith

Senior Statutory Auditor

for and on behalf of
Deloitte LLP
Chartered Accountants and Statutory Auditors

Liverpool
United Kingdom

29 April 2010

Bibby Distribution Limited
Profit and Loss Account for the Year Ended 31 December 2009

	Note	2009 £ 000	2008 £ 000
Turnover	2	172,879	180,042
Cost of sales		(135,415)	(144,988)
Gross profit		<u>37,464</u>	<u>35,054</u>
Administrative expenses		(30,780)	(29,300)
Profit on ordinary activities		<u>6,684</u>	<u>5,754</u>
Interest receivable - bank interest		13	92
Interest payable and similar charges	6	(17)	(173)
Profit on ordinary activities before taxation	3	<u>6,680</u>	<u>5,673</u>
Tax on profit on ordinary activities	7	(1,825)	(1,485)
Profit for the financial year	19	<u><u>4,855</u></u>	<u><u>4,188</u></u>

All results derive wholly from continuing operations


The company has no recognised gains or losses for the year other than the results above and accordingly no statement of total recognised gains and losses has been prepared

The notes on pages 11 to 24 form an integral part of these financial statements

Bibby Distribution Limited
Balance Sheet as at 31 December 2009

		2009	2008
	Note	£ 000	£ 000
Fixed assets			
Intangible assets	9	456	76
Tangible assets	10	<u>9,277</u>	<u>10,556</u>
		9,733	10,632
Current assets			
Stocks	11	353	626
Debtors and deferred tax	12	48,905	47,498
Deferred tax	12	2,871	3,549
Cash at bank and in hand		<u>7,577</u>	<u>6,930</u>
		59,706	58,603
Creditors: Amounts falling due within one year	13	<u>(36,251)</u>	<u>(35,718)</u>
Net current assets		23,455	22,885
Total assets less current liabilities		33,188	33,517
Creditors: Amounts falling due after more than one year	14	(20,218)	(20,493)
Provisions for liabilities	16	<u>(1,398)</u>	<u>(1,633)</u>
Net assets		<u>11,572</u>	<u>11,391</u>
Capital and reserves			
Called up share capital	18	-	-
Profit and loss reserve	19	<u>11,572</u>	<u>11,391</u>
Shareholders' funds	20	<u>11,572</u>	<u>11,391</u>

The financial statements of Bibby Distribution Limited, registered number 3805401, were approved by the board of directors and authorised for issue on 31 March 2010


P A Cullingford
Director

The notes on pages 11 to 24 form an integral part of these financial statements

Bibby Distribution Limited

Notes to the Financial Statements for the Year Ended 31 December 2009

1 Accounting policies

Accounting convention and basis of consolidation

The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards

(a) Tangible fixed assets and depreciation

Fixed assets are stated in the balance sheet at cost less depreciation provided to date. Depreciation is provided in equal annual instalments over the estimated useful life of the assets, on the original cost of the asset less the estimated residual value of the asset.

The rates of depreciation are as follows

Freehold land	Nil
Freehold buildings	2% on a straight line basis
Short leasehold land & buildings	The life of the lease
Vehicles & equipment	Varying rates from 5% - 25%

Residual value is calculated on prices prevailing at the date of acquisition or revaluation

(b) Intangible fixed assets

Goodwill arising on the purchase of a business is considered separately for each acquisition. In the case where goodwill is considered to have continuing value it is amortised on a straight line basis over its useful economic life through the profit and loss account at rates varying between 5 and 10 years. In those cases where the goodwill is considered to have no continuing value it is accounted for immediately by write off through the profit and loss account.

(c) Assets held under operating leases

Payments made under operating leases are charged to the profit and loss account on a straight line basis over the term of the lease.

(d) Deferred taxation

Deferred tax is recognised, without discounting, in respect of all timing differences between the treatment of certain items for taxation and accounting purposes, which have arisen but not reversed by the balance sheet date, except as required by FRS 19.

Deferred tax is measured at the rates that are expected to apply in the periods when the timing differences are expected to reverse, based on the tax rates and law enacted at the balance sheet date.

Bibby Distribution Limited

Notes to the Financial Statements for the Year Ended 31 December 2009

continued

(e) Stocks

Stocks comprise fuel and are stated at the lower of weighted average cost and net realisable value

(f) Turnover

Turnover represents the total amount receivable in the ordinary course of business for services provided excluding value added tax. Income is recognised at the time the relevant services are provided by the business to its customer. All turnover relates to continuing operations.

(g) Pension costs

Bibby Distribution Limited is a member of the Bibby Line Group Pension Scheme, a defined benefit scheme, but is unable to identify its share of the underlying assets and liabilities of the Scheme on a consistent and reasonable basis. Therefore, as required by FRS 17 'Retirement Benefits', Bibby Distribution Limited continues to account for the scheme as if it were a defined contribution scheme. As a result, the amount charged to the profit and loss account represents the contributions payable to the Scheme in respect of the accounting period. Differences between the amounts charged to the profit and loss account and payments made to the pension scheme are treated as assets or liabilities. The disclosure required by FRS 17 has been incorporated in note 23.

(h) Cash flows

A statement of Group cash flows has been included in the consolidated accounts presented by the parent undertaking. No statement is therefore presented in these accounts, in accordance with the exemption contained in FRS 1 (revised).

(i) Related party transactions

Under FRS 8, the Company is exempt from disclosing intra Group related party transactions, with subsidiaries where 100% of the voting rights are controlled by the ultimate parent undertaking, Bibby Line Group Limited.

(j) Current tax

Current tax including 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.

(k) Going concern basis

The accounts have been prepared on the going concern basis as discussed in the directors' report.

Bibby Distribution Limited

Notes to the Financial Statements for the Year Ended 31 December 2009

continued

2 Turnover

Turnover represents amounts receivable for services provided in the normal course of business net of VAT. Revenue is recognised at the point the service is delivered to the customer.

The Directors are of the opinion that there is only one business, that of contract distribution, warehousing and transport and freight forwarding. All turnover is derived in the United Kingdom.

3 Profit on ordinary activities before taxation

Profit on ordinary activities before taxation is stated after charging/(crediting)

	2009	2008
	£ 000	£ 000
Hire of plant and machinery (operating leases)	4,135	6,429
Hire of other assets (operating leases)	5,713	4,810
Auditors' remuneration - audit services	37	29
Profit on sale of fixed assets	(6)	(93)
Depreciation of owned tangible fixed assets	2,330	2,557
Amortisation of intangible fixed assets	94	62
Impairment of intangible fixed assets	-	105

Bibby Distribution Limited

Notes to the Financial Statements for the Year Ended 31 December 2009

continued

4 Particulars of employees

The average number of persons employed by the company (including directors) during the year, analysed by category, was as follows:

	2009	2008
	No.	No.
Warehouse staff	849	721
Drivers and distribution staff	827	917
Managerial and administrative staff	590	602
	<u>2266</u>	<u>2240</u>

The aggregate payroll costs of these persons were as follows

	2009	2008
	£ 000	£ 000
Wages and salaries	55,023	52,542
Social security costs	5,263	5,122
Other pension costs	629	633
	<u>60,915</u>	<u>58,297</u>

5 Directors' emoluments

No emoluments were paid to the directors during the year (2008 -£nil) in respect of their services to the company

6 Interest payable and similar charges

	2009	2008
	£ 000	£ 000
Interest on bank borrowings	<u>17</u>	<u>173</u>

Bibby Distribution Limited

Notes to the Financial Statements for the Year Ended 31 December 2009

. continued

7 Taxation

Analysis of current period tax charge

	2009	2008
	£ 000	£ 000
Current tax		
Corporation tax charge	1,177	-
Corporation tax - prior year adjustment	(30)	34
Group relief payable	-	2,298
UK Corporation tax	<u>1,147</u>	<u>2,332</u>
Deferred tax		
Deferred tax - current period	637	(649)
Deferred tax adjustment relating to previous years	41	(198)
Total deferred tax	<u>678</u>	<u>(847)</u>
Total tax on profit on ordinary activities	<u>1,825</u>	<u>1,485</u>

Factors affecting current period tax charge

The current tax assessed on the profit on ordinary activities for the year is lower than (2008 - higher than) the standard rate of corporation tax in the UK of 28.00% (2008 - 28.50%)

The differences are reconciled below

	2009	2008
	£ 000	£ 000
Profit on ordinary activities before taxation	<u>6,680</u>	<u>5,673</u>
Standard rate corporation tax charge	1,870	1,617
Differences between capital allowances for the year and depreciation	(637)	649
Expenses not deductible for tax purposes	32	49
Group relief claimed	(88)	(17)
Prior year corporation tax adjustment	(30)	34
Total current tax for the year	<u>1,147</u>	<u>2,332</u>

Bibby Distribution Limited

Notes to the Financial Statements for the Year Ended 31 December 2009

continued

8 Dividends

	2009	2008
	£ 000	£ 000
Equity dividends paid £2,337,000 per share (2008 - £602,000)	<u>4,674</u>	<u>1,204</u>

Bibby Distribution Limited

Notes to the Financial Statements for the Year Ended 31 December 2009

continued

9 Intangible fixed assets

	Goodwill £ 000
Cost	
As at 1 January 2009	617
Additions (see note 17)	474
As at 31 December 2009	<u>1,091</u>
Amortisation	
As at 1 January 2009	541
Charge for the year	94
As at 31 December 2009	<u>635</u>
Net book value	
As at 31 December 2009	<u>456</u>
As at 31 December 2008	<u>76</u>

Bibby Distribution Limited

Notes to the Financial Statements for the Year Ended 31 December 2009

continued

10 Tangible fixed assets

	Freehold land and buildings £ 000	Owned vehicles & equipment £ 000	Short leasehold land & buildings £ 000	Total £ 000
Cost				
As at 1 January 2009	3,991	18,241	3,080	25,312
Additions	-	1,351	137	1,488
Disposals	-	(1,976)	(60)	(2,036)
As at 31 December 2009	<u>3,991</u>	<u>17,616</u>	<u>3,157</u>	<u>24,764</u>
Depreciation				
As at 1 January 2009	80	11,838	2,838	14,756
Eliminated on disposals	-	(1,539)	(60)	(1,599)
Charge for the year	<u>67</u>	<u>2,024</u>	<u>239</u>	<u>2,330</u>
As at 31 December 2009	<u>147</u>	<u>12,323</u>	<u>3,017</u>	<u>15,487</u>
Net book value				
As at 31 December 2009	<u>3,844</u>	<u>5,293</u>	<u>140</u>	<u>9,277</u>
As at 31 December 2008	<u>3,911</u>	<u>6,403</u>	<u>242</u>	<u>10,556</u>

The net book value of land included in freehold land and buildings which is not depreciated is £650,952 (2008 - £650,952)

11 Stocks and work in progress

	2009 £ 000	2008 £ 000
Consumables - fuel	<u>353</u>	<u>626</u>

Bibby Distribution Limited

Notes to the Financial Statements for the Year Ended 31 December 2009

continued

12 Debtors and deferred tax

Debtors - amounts falling due within one year

	2009	2008
	£ 000	£ 000
Trade debtors	18,132	17,734
Amounts owed by parent undertaking	27,786	26,713
Other debtors	310	201
Prepayments and accrued income	2,677	2,850
	<u>48,905</u>	<u>47,498</u>

The deferred tax asset is made up as follows

	2009	2008
	£ 000	£ 000
Fixed asset timing differences	<u>2,871</u>	<u>3,549</u>
		2009
		£ 000
Balance as at 1 January 2009		3,549
Amount charged to profit & loss in the year		(678)
Balance as at 31 December 2009		<u>2,871</u>

A deferred tax asset has been recognised based on the directors' estimate of the profit of the Company between 2010 and 2012, which indicates that the asset can reasonably be expected to be recoverable over that timeframe

Bibby Distribution Limited

Notes to the Financial Statements for the Year Ended 31 December 2009

continued

13 Creditors: Amounts falling due within one year

	2009	Restated 2008
	£ 000	£ 000
Bank loans	-	1,420
Trade creditors	1,306	2,704
Amounts owed to group undertakings	12,955	12,539
Corporation tax	1,316	1,721
Social security and other taxes	2,747	2,106
Other creditors	2,621	591
Accruals and deferred income	15,306	14,637
	<u>36,251</u>	<u>35,718</u>

During the year the directors have reclassified certain liabilities from trade creditors to accruals to better reflect the nature of the liabilities £13,966,000 (2008 - £11,662,749)
As a results the priod year comparibles have been restated

14 Creditors: Amounts falling due after more than one year

	2009	2008
	£ 000	£ 000
Bank loans and overdrafts	-	275
Amounts owed to group undertakings	20,218	20,218
	<u>20,218</u>	<u>20,493</u>

15 Maturity of borrowings

Bank loans & overdrafts

Amounts repayable

	2009	2008
	£ 000	£ 000
In one year or less on demand	-	1,420
Between one and two years	-	275
Between two and five years	-	-
	<u>-</u>	<u>1,695</u>

Bibby Distribution Limited

Notes to the Financial Statements for the Year Ended 31 December 2009

continued

16 Provision for liabilities

	Vacant property provisions £ 000
As at 1 January 2009	1,633
Utilised during the year	(965)
Provided during the year	730
As at 31 December 2009	<u>1,398</u>

£576,000 (2008 -£1,440,000) of the amount provided is due to be paid during 2010, the remainder will be paid by 2017

17 Acquisitions

On the 5th of August 2009 the trade and selected assets of Data Driven Logistics was acquired for £473,925. There were no identifiable assets and liabilities acquired in the acquisition.

	Book and fair value £000
Net assets	-
Purchase consideration satisfied in	
Cash	474
Goodwill	<u>474</u>

18 Share capital

	2009 £	2008 £
Allotted, called up and fully paid		
Equity		
2 Ordinary Shares shares of £1 each	<u>2</u>	<u>2</u>

Bibby Distribution Limited

Notes to the Financial Statements for the Year Ended 31 December 2009

continued

19 Reserves

	Profit and loss reserve £ 000
Balance at 1 January 2009	11,391
Profit for the year	4,855
Dividends paid	<u>(4,674)</u>
Balance at 31 December 2009	<u>11,572</u>

20 Reconciliation of movements in shareholders' funds

	2009 £ 000	2008 £ 000
Profit attributable to members of the company	4,855	4,188
Dividends	<u>(4,674)</u>	<u>(1,204)</u>
	181	2,984
Opening shareholders' funds	<u>11,391</u>	<u>8,407</u>
Closing shareholders' funds	<u>11,572</u>	<u>11,391</u>

21 Capital commitments

Expenditure contracted for but not provided in the financial statements

	2009 £ 000	2008 £ 000
Capital Commitments	<u>618</u>	<u>213</u>

Bibby Distribution Limited

Notes to the Financial Statements for the Year Ended 31 December 2009

continued

22 Operating lease commitments

As at 31 December 2009 the company had annual commitments under non-cancellable operating leases as follows

Operating leases which expire

	Other		Property	
	2009	2008	2009	2008
	£ 000	£ 000	£ 000	£ 000
Within one year	531	522	272	287
Within two and five years	3,540	4,118	3,012	2,924
Over five years	49	49	564	1,154
	<u>4,120</u>	<u>4,689</u>	<u>3,848</u>	<u>4,365</u>

23 Pension costs

The Company participates in the Bibby Line Group Pension Scheme (the "Scheme"), a defined benefit pension scheme. The assets of the Scheme are held separately from those of the sponsoring and participating employers and are invested by an insurance company. The company is unable to identify its share of the underlying assets and liabilities of the scheme as a significant number of the members who are deferred or pensioners within the scheme relate to businesses that are no longer part of the group. The Scheme was closed to new entrants from 1 April 2000. The contributions made by the Company over the financial year to this Scheme have been £388,649 (2008-£382,061).

The Company also participates in various defined contribution schemes for its employees. The contributions made by the Company over the financial year to such schemes have been £132,080 (2008- £251,050).

FRS 17 Disclosures

As noted above and under accounting policies (note 1) the Company participates in the Scheme. As part of the information disclosed under FRS 17 in the ultimate holding company's accounts, a net deficit of £12,806,000 (2008 - £7,931,000) is noted. Further information can be found in the financial statements of the ultimate holding company.

Bibby Distribution Limited

Notes to the Financial Statements for the Year Ended 31 December 2009

continued

24 Related Party Disclosures

Bibby Distribution Limited made sales to System Group Limited to the value of £261,876 (2008 £210,382) At the balance sheet date the amount owed by System Group Limited to Bibby Distribution Limited was £16,876 (2008 £20,023)

25 Ultimate Controlling Party

The Company is a wholly-owned subsidiary undertaking of Bibby Distribution Services (Holdings) Limited, which is a wholly owned subsidiary of Bibby Line Group Limited, both of which are incorporated in the United Kingdom.

Bibby Distribution Services (Holdings) Limited is the parent undertaking of the smallest Group which consolidates these accounts, and of which the Company is a member

Bibby Line Group Limited is the ultimate parent undertaking of the largest Group which incorporates these accounts, and of which the Company is a member

Both sets of consolidated accounts may be obtained from 105 Duke Street, Liverpool, L1 5JQ