

TD WATERHOUSE HOLDINGS (UK) LIMITED

Report and Accounts

31 October 2009

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TD WATERHOUSE HOLDINGS (UK) LIMITED

Registered No 4144250

DIRECTORS

C Bradley
A Rigby

SECRETARY

J Lader

REGISTERED OFFICE

Exchange Court
Duncombe Street
Leeds
West Yorkshire
LS1 4AX

TD WATERHOUSE HOLDINGS (UK) LIMITED

DIRECTORS' REPORT

The directors present their annual report and the audited financial statements for the year ended 31 October 2009

RESULTS AND DIVIDENDS

There have been no financial transactions in the year. The directors do not recommend the payment of a dividend.

PRINCIPAL ACTIVITIES AND REVIEW OF THE BUSINESS

The Company acts as a holding company for TDWSCH Holding Company Limited.

DIRECTORS AND THEIR INTERESTS

The directors of the company during the year were as follows:

C J Bradley
A M Rigby

None of the directors held any disclosable interest in the shares of the company.

On behalf of the Board

Director



C. J. Bradley

Date

28/7/10

TD WATERHOUSE HOLDINGS (UK) LIMITED

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE ACCOUNTS

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 those 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 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 proper accounting records which disclose with reasonable accuracy at any time the financial position of the Company and to 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.



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

TD WATERHOUSE HOLDINGS (UK) LIMITED

BALANCE SHEET As at 31 October 2009

	<i>Note</i>	<i>2009</i> <i>£000</i>	<i>2008</i> <i>£000</i>
FIXED ASSETS			
Investment in subsidiaries	4	1,000	1,000
CURRENT ASSETS			
Debtors	5	46	46
CREDITORS: amounts falling due within one year	6	(12)	(12)
NET CURRENT ASSETS		34	34
TOTAL ASSETS LESS CURRENT LIABILITIES		1,034	1,034
CAPITAL AND RESERVES			
Called up share capital	7	33,000	33,000
Profit and loss account		(31,966)	(31,966)
TOTAL SHAREHOLDERS' FUNDS		1,034	1,034

The notes on 1 to 8 form an integral part of the financial statements

DIRECTORS DECLARATION

For the year ended 31 October 2009, the company was entitled to exemption under s480 of the CA 2006

No notice has been deposited with the company under s476 of that Act requiring an audit to be carried out


The directors acknowledge their responsibility for

- ensuring the company keeps accounting records which comply with s386,
- preparing financial statements 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 or loss for the financial year in accordance with s394, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the company

Approval by the board

Director

Date


C J Bradley
28/7/10

TD WATERHOUSE HOLDINGS (UK) LIMITED

Notes to the Accounts

Year ended 31 October 2009

1. ACCOUNTING POLICIES

Basis of preparation

The accounts are prepared under the historical cost convention and in accordance with applicable accounting standards

Fixed asset investments

Fixed asset investments are recognised at cost less any provision for impairment

Cash flow statement

The Company has not produced a cash flow statement. In accordance with Financial Reporting Standard 1 (revised 1996), the Company is claiming exemption as a cash flow statement is included within the financial statements of its ultimate parent undertaking, for which accounts are publicly available

Related party transactions

In accordance with Financial Reporting Standard 8, the company has not presented details of related party transactions with fellow group undertakings, as the company is a subsidiary of a group where greater than 90% of the voting rights are controlled within the group and the group's parent financial statements are publicly available

Group accounts

The Company has not produced group financial statements as under Section 228 of the Companies Act 1985 group financial statements are not required, the company being a wholly owned subsidiary undertaking of another corporate body. Accordingly these financial statements present information about the Company as an individual undertaking and not about its group

2. DIRECTORS' EMOLUMENTS

The Directors did not receive any emoluments in respect of their services to the Company during the year

3. EMPLOYEE INFORMATION

The company did not employ any staff during the year

4. INVESTMENT IN SUBSIDIARIES

	£000
Cost	
At 1 November 2008 and 31 October 2009	33,000
Provision	
At 1 November 2008 and 31 October 2009	32,000
Net book value	
At 31 October 2008 and 31 October 2009	1,000

TD WATERHOUSE HOLDINGS (UK) LIMITED

Notes to the Accounts

Year ended 31 October 2009

During the year, the Company's investments in subsidiaries consisted of the following wholly owned subsidiary undertaking which is incorporated in Great Britain and registered in Scotland

- TDWSCH Holding Company Limited

The shareholding represents ordinary (equity) shares

5. DEBTORS

	<i>2009</i> <i>£000</i>	<i>2008</i> <i>£000</i>
Due from TDWSCH Holding Company Limited	46	46
	<u>46</u>	<u>46</u>

6 CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	<i>2009</i> <i>£000</i>	<i>2008</i> <i>£000</i>
Due to Aitken Campbell & Company Limited	12	12
	<u>12</u>	<u>12</u>

7. SHARE CAPITAL

	<i>2009</i> <i>£000</i>	<i>2008</i> <i>£000</i>
Authorised		
33,000,000 ordinary shares of 100p each	33,000	33,000
	<u>33,000</u>	<u>33,000</u>
	<i>2008</i> <i>£000</i>	<i>2007</i> <i>£000</i>
Alloted, called up and fully paid		
33,000,000 ordinary shares of 100p each	33,000	33,000
	<u>33,000</u>	<u>33,000</u>

TD WATERHOUSE HOLDINGS (UK) LIMITED

Notes to the Accounts

Year ended 31 October 2009

8. PARENT UNDERTAKING AND CONTROLLING PARTY

The company's ultimate UK parent undertaking in the period was TD Waterhouse Investor Services (UK) Limited, a company incorporated in England

TD Waterhouse Holdings (UK) Limited is included within the UK consolidated accounts of TD Waterhouse Investor Services (UK) Ltd

The company's ultimate parent company and controlling party is The Toronto-Dominion Bank, which is incorporated in Canada. Copies of the group financial statements may be obtained from

Finance and Control Division
The Toronto-Dominion Bank
PO Box 1
Toronto Dominion Centre
King St W and Bay St
Toronto
Ontario M5K 1A2
Canada