

Registered number
4202686

Alliance Fund Managers (Holdings) Limited

Annual report and financial statements

for the year ended 31 March 2007



Alliance Fund Managers (Holdings) Limited
Annual report and financial statements
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Alliance Fund Managers (Holdings) Limited
Directors and company information

Directors

Mr M O'Connor
Mr R Swainson

Secretary

Mrs L Greenhalgh

Auditors

PricewaterhouseCoopers LLP
8 Princes Parade
St Nicholas Place
Liverpool
L3 1QJ

Bankers

Barclays Bank plc
North West Larger Business Centre
1 Marsden Street
Manchester
M2 1HW

Solicitors

Davies Wallis Foyster
5 Castle Street
Liverpool
L69 2RU

Registered office

5th Floor
Cunard Building
Pier Head
Liverpool
L3 1DS

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Alliance Fund Managers (Holdings) Limited
Report of the directors
for the year ended 31 March 2007

The directors present their report and the audited financial statements of the Company for the year ended 31 March 2007

This report has been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies

Principal activities

The Company is limited by guarantee, with the sole guarantor being the Merseyside Special Investment Fund Limited

The Company was incorporated on 20 April 2001, formed as a buyout vehicle for the purchase of Alliance Fund Managers Limited, which was previously known as BCE Fund Managers Limited

Financial Results

The loss for the year of £21,713 (2006 loss £45,426) has been transferred to reserves

Dividends

The directors do not recommend the payment of a dividend (2006 Nil)

Directors

The directors who served during the year ended 31 March 2007 were as follows

Mr M O'Connor
Mr R Swainson

No director of the Company has any interest in the Company within the meaning of the Companies Act 1985. Their interest in the share capital of the ultimate parent company, Merseyside Special Investment Fund Limited, are shown in that Company's financial

Statement of directors' responsibilities in respect of the Annual Report and the financial

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.

Alliance Fund Managers (Holdings) Limited
Report of the directors
for the year ended 31 March 2007
continued

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 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, in which case there should be assumptions or qualifications as necessary

The directors confirm that they have complied with the above requirements in preparing the financial statements

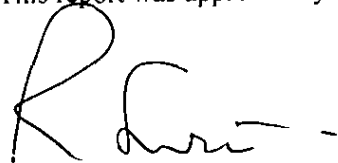
The directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities

Auditors and the provision of information to auditors

PricewaterhouseCoopers LLP are the incumbent auditors. A resolution to re-appoint the auditors, PricewaterhouseCoopers LLP, will be proposed at the Annual General Meeting

The directors who held office as 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 that each director has taken all steps that ought to have been taken as a director to be aware of any relevant audit information and to establish that the Company's auditors are aware of that information

This report was approved by the board on 23 July 2007



R Swainson
Director

Alliance Fund Managers (Holdings) Limited

Independent auditors' report to the members of Alliance Fund Managers (Holdings) Limited

We have audited the financial statements of Alliance Fund Managers (Holdings) Limited for the year ended 31 March 2007 which comprise the profit and loss account, the balance sheet and the related notes. These financial statements have been prepared under the accounting policies set out therein.

Respective responsibilities of directors and auditors

The director's 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). This report, including the opinion, has been prepared for and only for the company's members as a body in accordance with Section 235 of the Companies Act 1985 and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

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 United Kingdom Companies Act 1985. We report to you whether in our opinion the information given in the Directors' Report is consistent with the financial statements. We also 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 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.

Alliance Fund Managers (Holdings) Limited

Independent auditors' report to the members of Alliance Fund Managers (Holdings) Limited (continued)

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.

Opinion

In our opinion -

- the financial statements give a true and fair view, in accordance with the United Kingdom Generally Accepted Accounting Practice of the state of the company's affairs as at 31 March 2007 and of its loss 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



PricewaterhouseCoopers LLP
Chartered Accountants and Registered Auditors
Liverpool

13 August 2007

Alliance Fund Managers (Holdings) Limited
Profit and Loss Account
for the year ended 31 March 2007

	Notes	2007 £	2006 £
Operating Costs	3	(22,713)	(45,426)
Loss on ordinary activities before taxation	4	<u>(22,713)</u>	<u>(45,426)</u>
Tax on loss on ordinary activities	5	-	-
Loss for the financial year		<u><u>(22,713)</u></u>	<u><u>(45,426)</u></u>

All operations are continuing

There is no difference between the loss on the ordinary activities before taxation and the loss for the year stated above and their historical cost equivalents

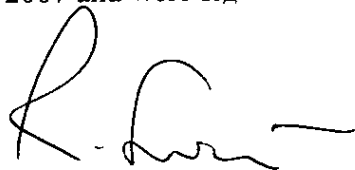
There are no recognised gains or losses other than those shown above and therefore no separate statement of total recognised gains and losses has been presented

The notes on pages 8 to 10 form an integral part of these financial statements

Alliance Fund Managers (Holdings) Limited
Balance Sheet
as at 31 March 2007

	Notes	2007 £	2006 £
Fixed assets			
Intangible assets	6	-	22,713
Investments	7	<u>70,000</u>	<u>70,000</u>
		70,000	92,713
 Creditors: amounts falling due within one year	 8	 (297,130)	 (297,130)
 Net liabilities		 <u>(227,130)</u>	 <u>(204,417)</u>
 Capital and reserves			
Profit and loss account	10	<u>(227,130)</u>	<u>(204,417)</u>
Equity Shareholders' funds	11	<u>(227,130)</u>	<u>(204,417)</u>

The financial statements on pages 6 to 10 were approved by the board of directors on 23 July 2007 and were signed on its behalf by



R Swainson
Director

Alliance Fund Managers (Holdings) Limited
Notes to the financial statements
for the year ended 31 March 2007

1 Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the Company's financial statements

Basis of Accounting

The financial statements have been prepared under the historical cost convention and in accordance with the Companies Act 1985 and applicable accounting standards
The accounts have been prepared on a going concern basis as the company's only liability (see note 8) is a loan from the parent company (see note 13) who have undertaken not to enforce the repayment terms of the loan and to support the company, until and when the company's finances improve

The Company is exempt by virtue of s 228 of the Companies Act 1985 from the requirements to prepare group accounts. These financial statements present information about the company as an individual undertaking and not about its group

The Company is exempt from the requirements of FRS1(Revised) 'Cash Flow Statements' to prepare a cash flow statement as it is a wholly owned subsidiary undertaking of Merseyside Special Investment Fund Limited, and its cash flows are included with the published consolidated financial statements of that company

2 Goodwill

On acquisition of a business, fair values are ascribed to the net assets acquired
Goodwill arises when the fair value of the consideration given for the business exceeds such net assets. Goodwill arising on the acquisition of a business is capitalised as an asset and amortised over its useful economic life, considered to be 5 years

3 Operating Costs

The Company has no employees (2006 Nil)
The directors received no remuneration in respect of qualifying services (2005 Nil)
Audit fees of £520 (2006 £520) are borne by the subsidiary company, Alliance Fund Managers Limited

4	Loss on ordinary activities before taxation	2007	2006
		£	£

Loss on ordinary activities before taxation is stated after charging

Amortisation of goodwill	<u>22,713</u>	<u>45,426</u>
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5(a)	Taxation	2007	2006
		£	£

UK corporation tax	<u>-</u>	<u>-</u>
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Alliance Fund Managers (Holdings) Limited
Notes to the financial statements
for the year ended 31 March 2007
(continued)

5 (b) Factors affecting tax charge for year

The tax assessed for the period is higher (2006 higher) than the standard rate of corporation tax in the UK (30%) The differences are explained below

	2007 £	2006 £
Loss on ordinary activities before tax	<u>(22,713)</u>	<u>(45,426)</u>
Loss on ordinary activities multiplied by standard rate of Corporation tax in the UK of 30%(2005 30%)	<u>(6,814)</u>	<u>(13,628)</u>
<i>Effects of</i>		
Expenses not deductible for tax purposes	<u>6,814</u>	<u>13,628</u>
Current tax charge for the period	<u><u>-</u></u>	<u><u>-</u></u>

6 Intangible fixed assets

Goodwill

Cost
At 1 April 2006 and at 31 March 2007 £ 227,130

Amortisation
At 1 April 2006 204,417
Provided during the year 22,713
At 31 March 2007 227,130

Net book value
At 31 March 2007 -
At 31 March 2006 22,713

Goodwill of £227,130 arose out of the purchase of Alliance Fund Managers Limited (formerly BCE Fund Managers Limited)

7 Investments

**Investments in
subsidiary
undertakings
£**

At 1 April 2006 and at 31 March 2007 70,000

This represents the cost of the purchase of the entire share capital of Alliance Fund Managers Limited (formerly BCE Fund Managers Limited)

8 Creditors: amounts falling due within one year

	2007 £	2006 £
Amounts owed to group undertakings	<u><u>297,130</u></u>	<u><u>297,130</u></u>

This is an interest free loan from the guarantor company, repayable on demand

Alliance Fund Managers (Holdings) Limited
Notes to the financial statements
for the year ended 31 March 2007
(continued)

9 Share capital

This Company does not have share capital and is limited by guarantee. The liability of the member, Merseyside Special Investment Fund Limited, is limited to a minimum of £1 and a maximum of £100.

10 Reserves

Profit and Loss Account
£

At 1st April 2006	(204,417)
Loss for the year	(22,713)
At 31 March 2007	<u>(227,130)</u>

11 Reconciliation of movements in shareholders' funds

2007
£

2006
£

Shareholders' funds at the start of year	(204,417)	(158,991)
Loss for the financial year	(22,713)	(45,426)
Shareholders' funds at the end of year	<u>(227,130)</u>	<u>(204,417)</u>

12 Related Party Transactions

The Company, being a wholly owned subsidiary, has taken advantage of the exemptions afforded by FRS 8 'Related Party Disclosures' not to disclose transactions with other companies in the group headed by Merseyside Special Investment Fund Limited.

13 Parent Company

Alliance Fund Managers (Holdings) Limited is a wholly owned subsidiary undertaking (by guarantee) of Merseyside Special Investment Fund Limited and its results are included in the consolidated accounts of that company, copies of which can be obtained from 5th Floor, Cunard Building, Pier Head, Liverpool, L3 1DS.

The Parent Company has undertaken to provide support to enable the Company to meet its current obligations as they fall due.