

AVERY WEIGH-TRONIX UK LIMITED

Report and Financial Statements

For the period ended 30 November 2008

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AVERY WEIGH-TRONIX UK LIMITED

DIRECTORS' REPORT

For the period ended 30 November 2008

The directors present their annual report on the affairs of the company, together with the financial statements for the period ended 30 November 2008.

PRINCIPAL ACTIVITY AND BUSINESS REVIEW

The company has been dormant, as defined in section 249AA of the Companies Act 1985, throughout the period.

DIRECTORS AND THEIR INTERESTS

The directors of the company during the period and to the date of signing were as follows:

G G Bowe	(resigned 25 September 2008)
C Cramer	(resigned 25 September 2008)
G. Hudson	(appointed 25 September 2008)
G. Udall	(appointed 25 September 2008)
E. Ufland	(appointed 25 September 2008)

No director held any interest in shares that require disclosure under Schedule 7 of the Companies Act 1985.

99 Gresham Street
London
EC2V 7NG

By order of the Board,



G. Hudson
Director

Date 20/1/09

EVERY WEIGH-TRONIX UK LIMITED

BALANCE SHEET 30 November 2008

	Note	30 November 2008 £	29 March 2008 £
FIXED ASSETS			
Investments	2	52,699,183	52,699,183
CURRENT ASSETS			
Debtors – amounts falling due within one year	3	1	1
NET ASSETS		52,699,184	52,699,184
CAPITAL AND RESERVES			
Called up share capital	4	1	1
Capital contribution	5	52,699,183	52,699,183
SHAREHOLDERS' FUNDS		52,699,184	52,699,184

In preparing these unaudited accounts advantage has been taken of the exemption under section 249AA(1) of the companies Act 1985. Members have not required the company to obtain an audit under section 249B(2).

Company law requires the directors to prepare financial statements for each financial period 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 and which comply with the provisions of the Companies Act 1985. 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. They are also responsible for safeguarding the assets of the company and hence taking reasonable steps for the prevention and detection of fraud and other irregularities.

The financial statements were approved by the board of directors on 20/1/2009 and signed on its behalf by:



G. Hudson
Director

AVERY WEIGH-TRONIX UK LIMITED

BALANCE SHEET 30 November 2008

1. ACCOUNTING POLICIES

The principal accounting policies are summarised below. They have all been applied consistently throughout the period and the preceding period.

BASIS OF ACCOUNTING

The financial statements are prepared under the historical cost convention and in accordance with applicable UK accounting standards.

CASHFLOW STATEMENTS

The Company is a wholly owned subsidiary of A V Co 1 Limited and is included in the consolidated financial statements of A V Co 1 Limited, which are publicly available. Consequently, the Company has taken advantage of the exemption of preparing a cash flow statement under the terms of FRS1 (revised 1996).

INVESTMENTS

Investments held as fixed assets are stated at cost less provisions for permanent diminution in value. As permitted by Section 228 of the Companies Act 1985, consolidated financial statements have not been prepared as the Company is itself a subsidiary and its parent undertaking is established in the United Kingdom.

EVERY WEIGH-TRONIX UK LIMITED

BALANCE SHEET 30 November 2008

2. FIXED ASSETS INVESTMENTS

The fixed assets investment comprises:

	30 November 2008 £	29 March 2008 £
Shares in subsidiary undertaking Cost and NBV at 30 November 2008	52,699,183	52,699,183

The principal subsidiaries of the Company are shown below. The Company, directly or indirectly, owns 100% of the ordinary share capital of all of the companies, with the exception of Avery India Limited, of which the Company indirectly owns 58.27% (2007: 58.27%) of the ordinary share capital. Avery India Limited owns 100% of the ordinary share capital of Salter India Private Limited.

Company Name	Country of Incorporation	Status
Weigh-Tronix UK Limited	United Kingdom	Holding Company
Avery Weigh-Tronix International Limited	United Kingdom	Holding Company
Avery Weigh-Tronix Limited	United Kingdom	Operating Company
Avery Malaysia Sdn Bhd	Malaysia	Operating Company
Berkel (Ireland) Limited	Ireland	Operating Company
Avery India Limited	India	Operating Company
Avery Weigh-Tronix France S.A.S	France	Operating Company
Avery Weigh-Tronix BV	The Netherlands	Holding Company
Schember Ges. mbH	Austria	Operating Company
Salter India Private Limited	India	Operating Company
Avery Weigh-Tronix Private Limited	India	Operating Company
Avery Weigh-Tronix (Suzhou) Co Limited	China	Operating Company

All operating subsidiaries are engaged in the manufacture, sale and service of weighing and other metrology equipment.

3. DEBTORS

	30 November 2008 £	29 March 2008 £
Amount owned by parent undertaking falling due within one year	1	1

AVERY WEIGH-TRONIX UK LIMITED

BALANCE SHEET 30 November 2008

4. CALLED UP SHARE CAPITAL

	30 November 2008 £	29 March 2008 £
Authorised 1,000 ordinary shares of £1 each	<u>1,000</u>	<u>1,000</u>
Allotted, called-up and fully paid 1 ordinary shares of £1 each	<u>1</u>	<u>1</u>

5. RESERVES

	Capital contribution reserve £
At 29 March 2008 and 30 November 2008	<u>52,699,183</u>

6. RELATED PARTY TRANSACTIONS

The company has taken advantage of the exemption under Financial Reporting Standard 8 "Related Party Disclosures" from disclosing related party transaction with other entities that are part of the A V Co 1 Limited group.

7. ULTIMATE PARENT COMPANY

The immediate parent undertaking of the Company is SWT Holdings BV, a company incorporated in The Netherlands. The company's ultimate parent company is Illinois Tool Works Inc, which is incorporated in the State of Delaware, United States of America.

A V Co 1 Limited, a company incorporated in the United Kingdom, is the parent of the smallest group, of which Avery Weigh-Tronix UK Limited is a member and for which consolidated accounts are prepared. Copies of the accounts of A V Co 1 Limited are available from the Company Secretary at 99 Gresham Street, London, EC2V 7NG.