

**Company Registration No. 05845142**

**Amsair Aircraft Limited**

**Report and Financial Statements**

**Year ended 30 June 2009**



# **Amsair Aircraft Limited**

## **Report and financial statements 2009**

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# **Amsair Aircraft Limited**

## **Report and financial statements 2009**

### **Officers and professional advisers**

#### **Directors**

Lord Sugar (resigned 30 June 2009)  
Lady Sugar (resigned 30 June 2009)  
C T Sandy  
L J Baron  
A N Cohen  
D P Sugar  
S Sugar  
C Littner (appointed 1 July 2009)

#### **Secretary**

C T Sandy

#### **Registered Office**

West Wing  
Sterling House  
Langston Road  
Loughton  
Essex  
IG10 3TS

#### **Bankers**

Lloyds TSB Bank plc  
City Office  
11-15 Monument Street  
London  
ECV 9JA

#### **Solicitors**

Herbert Smith  
Exchange House  
Primrose Street  
London  
EC2A 2HS

#### **Auditors**

Deloitte LLP  
Chartered Accountants  
London

# **Amsair Aircraft Limited**

## **Directors' report**

The directors present their annual report and the audited financial statements for the year ended 30 June 2009.

This Directors' report has been prepared in accordance with the special provisions relating to small companies under S417 of the Companies Act 2006.

### **Review of business and future prospects**

The company is principally engaged in the business of chartering aircraft. Its current contract with Twinjet will continue to 30 June 2010 and will produce income to help defray operating costs.

The directors do not recommend the payment of a dividend. The profit on ordinary activities after taxation for the year was £337,849 (Profit 2008- £489,275).

### **Financial instruments**

The directors considered the risks attached to the company's financial instruments which principally comprise operating debtors and operating creditors and loans to and from other group companies. The directors have taken a prudent approach in their consideration of the various risks attached to the financial instruments of the company. The company's exposure to price risk, credit risk, liquidity risk and cash flow risk is not material for the assessment of assets, liabilities and the financial statements.

The director's policy on hedging is to hedge all financial risks where it is feasible and cost effective to do so. The Company had no hedged transactions during the year.

### **Going concern**

The directors have reviewed the current and projected financial position of the company, making reasonable assumptions about future trading. The company has received a letter from Amshold Group Limited stating that it will continue to provide financial support.

On the basis of this review, and after making due enquiries, the directors have a 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 the report and financial statements.

### **Indemnities**

The directors and officers of the company, use the policy taken out by Amshold Group Limited, the ultimate parent company for indemnity insurance.

### **Directors**

The directors who held office throughout the year and subsequently, except as noted are listed below:

Lord Sugar	(resigned 30 June 2009)
Lady Sugar	(resigned 30 June 2009)
C T Sandy	
L J Baron	
A N Cohen	
D P Sugar	
S Sugar	
C Littner	(appointed 1 July 2009)

## **Amsair Aircraft Limited**

### **Directors' report (continued)**

#### **Information to auditors**

Each of the persons who is a director at the date of approval of this annual 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 s418 of the Companies Act 2006.

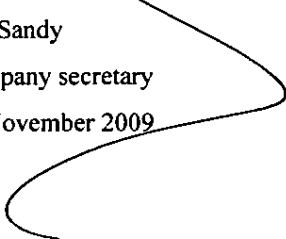
#### **Auditors**

A resolution to re-appoint Deloitte LLP will be proposed at the forthcoming Annual General Meeting.

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



C T Sandy  
Company secretary  
10 November 2009



## **Amsair Aircraft Limited**

### **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). 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 then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- 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.

## **Independent auditors' report to the members of Amsair Aircraft Limited**

We have audited the financial statements of Amsair Aircraft limited for the year ended 30 June 2009 which comprise the profit and loss account, the balance sheet and the related notes 1 to 14. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

This report is made solely to the company's members, as a body, in accordance with sections 495 and 496 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 Statement of Directors Responsibilities, 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.

### **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 30 June 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.

## **Independent auditors' report to the members of Amsair Aircraft Limited (continued)**

### **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.

*Andrew Clark FCA*

Andrew Clark (Senior Statutory Auditor)  
for and on behalf of Deloitte LLP  
Chartered Accountants and Statutory Auditors  
London, United Kingdom

10 November 2009

# Amsair Aircraft Limited

## Profit and loss account Year ended 30 June 2009

	Notes	2009 £	2008 £
Turnover	2	1,024,769	1,670,327
Cost of sales		(1,499,711)	(1,008,452)
<b>Gross (loss)/profit</b>		<b>(474,942)</b>	<b>661,875</b>
Administrative expenses		(56,310)	(53,960)
<b>Operating (loss)/profit</b>		<b>(531,252)</b>	<b>607,915</b>
Interest receivable and similar income	4	149	745
Interest payable and similar charges	5	(179,792)	(457,908)
<b>(Loss)/profit on ordinary activities before taxation</b>	6	<b>(710,895)</b>	<b>150,752</b>
Tax credit on (loss)/profit on ordinary activities	7	1,048,744	338,523
<b>Profit on ordinary activities after taxation</b>	12	<b>337,849</b>	<b>489,275</b>

There are no recognised gains or losses other than the profit on ordinary activities after taxation shown above, consequently no statement of total recognised gains and losses has been presented.

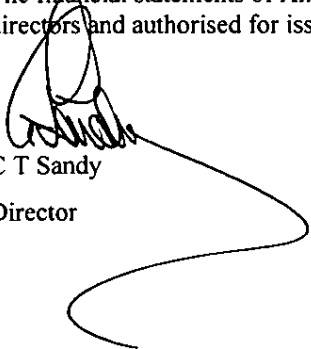
The results derive from the company's continuing activities.

# Amsair Aircraft Limited

## Balance sheet 30 June 2009

	Notes	2009 £	2008 £
<b>Fixed assets</b>			
Tangible fixed assets	8	<u>8,487,016</u>	<u>9,072,680</u>
<b>Current assets</b>			
Debtors	9	403,169	85,064
Cash at bank and in hand		<u>49,133</u>	<u>1,164</u>
		<u>452,302</u>	<u>86,228</u>
<b>Creditors: amounts falling due within one year</b>			
Trade creditors		43,819	55,230
Amounts owed to group undertakings		6,745,790	7,459,231
Accruals and deferred income		<u>139,236</u>	<u>103,208</u>
		<u>6,928,845</u>	<u>7,617,669</u>
<b>Net current liabilities</b>		<u>(6,476,543)</u>	<u>(7,531,441)</u>
<b>Total assets less current liabilities</b>		<u>2,010,473</u>	<u>1,541,239</u>
<b>Provisions for liabilities</b>	10	<u>(562,932)</u>	<u>(431,547)</u>
		<u>1,447,541</u>	<u>1,109,692</u>
<b>Capital and reserves</b>			
Called up share capital	11	1	1
Profit and loss account		<u>1,447,540</u>	<u>1,109,691</u>
<b>Shareholders' funds</b>	12	<u>1,447,541</u>	<u>1,109,692</u>

The financial statements of Amsair Aircraft Limited, registered number 05845142 were approved by the board of directors and authorised for issue on 10 November 2009. Signed on behalf of the Board of Directors

  
C T Sandy  
Director

# Amsair Aircraft Limited

## Notes to the accounts Year ended 30 June 2009

### 1. Accounting policies

The financial statements are prepared in accordance with United Kingdom accounting standards. The particular accounting policies adopted by the directors are described below, and have been consistently applied in the current and prior years.

#### Accounting convention

The financial statements are prepared under the historical cost convention.

#### Going Concern

The financial statements are prepared on a historical cost convention basis and prepared on a going concern basis as discussed in the directors report on page 2.

#### Tangible fixed assets

Tangible fixed assets are stated at cost, less provision for impairment.

Depreciation is calculated to write off the cost, less estimated residual values, of tangible fixed assets over their estimated useful lives. Depreciation is not charged on assets in the course of construction. A full month's charge is made in the month of acquisition and none in the month of disposal. The annual depreciation rates and methods are as follows:

Aircraft engines	-	straight-line basis over 10,000 flying hours
Aircraft frames	-	straight-line basis over 17.5 years

#### Foreign exchange

Transactions denominated in foreign currencies are translated into sterling at the rates ruling at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are translated at the rates ruling at that date. These translation differences are dealt with in the profit and loss account.

#### 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 items of income and expenditure in taxation computations in periods different from those in which they are included in financial statements. Deferred tax is not provided on timing differences arising from the revaluation of fixed assets where there is no binding contract to dispose of these assets. 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.

#### Cashflows

As the company is a wholly-owned subsidiary, the cash flows of the company are included in the consolidated cashflow statement of its parent undertaking. Consequently the company is exempt under the provisions of Financial Reporting Standard 1 (Revised) - "Cash Flow Statements", from publishing a separate cash flow statement

# Amsair Aircraft Limited

## Notes to the accounts Year ended 30 June 2009

### 2. Turnover

Turnover comprises chartering income receivable by the company, wholly arising in the United Kingdom and is recognised when the legal right to the revenue is earned.

### 3. Staff costs

The directors received no emoluments during the year, (2008: nil).

The average number of employees in the year was nil, (2008: nil).

### 4. Interest receivable and similar income

	2009 £	2008 £
Bank interest	149	745

### 5. Interest payable and similar charges

	2009 £	2008 £
(Gain)/loss on exchange	(555)	2,770
Bank charges and interest	136	191
Interest payable to group undertaking	180,211	454,947
	179,792	457,908

Interest is payable on the amount owed to other group companies at variable rates based on Bank of England base rates.

### 6. (Loss)/profit on ordinary activities before taxation

(Loss)/profit on ordinary activities before taxation is stated after charging:

	2009 £	2008 £
Depreciation on owned assets	585,664	625,234
Auditors' remuneration – fee for the statutory audit of the company's annual accounts	3,000	3,900
- other non-audit services	450	-

# Amsair Aircraft Limited

## Notes to the accounts Year ended 30 June 2009

### 7. Tax credit on profit/(loss) on ordinary activities

#### (i) Analysis of tax credit on ordinary activities

	2009 £	2008 £
United Kingdom corporation tax at 28% (2008: 29.5%)	-	504,177
Total current tax credit	1,180,129	-
Deferred taxation	(131,385)	(165,654)
	<u>1,048,744</u>	<u>338,523</u>

#### (ii) Factors affecting tax (charge)/credit for the current year

The tax assessed for the year is lower than that resulting from applying the standard rate of corporation tax in the UK: 28% (2008: 29.5%). The differences are explained below:

	2009 £	2008 £
(Loss)/profit on ordinary activities before tax	(710,895)	150,752
Tax at 28% (2008: 29.5%) thereon:	199,051	(44,476)
Effects of:		
Capital allowances in excess of depreciation	131,385	193,222
Group relief received at 100% of loss	849,693	355,432
Current tax credit for year	<u>1,180,129</u>	<u>504,178</u>

### 8. Tangible fixed assets

	Aircraft £
<b>Cost</b>	
At 1 July 2008 and 30 June 2009	<u>10,273,054</u>
<b>Depreciation</b>	
At 1 July 2008	1,200,374
Charge for the year	<u>585,664</u>
At 30 June 2009	<u>1,786,038</u>
<b>Net book value</b>	
At 30 June 2009	<u>8,487,016</u>
At 30 June 2008	<u>9,072,680</u>

# Amsair Aircraft Limited

## Notes to the accounts Year ended 30 June 2009

### 9. Debtors

Amounts falling due within one year:

	2009 £	2008 £
Trade debtors	8,576	-
Other debtors	2,048	-
Prepayments and accrued income	392,545	85,064
	<u>403,169</u>	<u>85,064</u>

### 10 Provisions for liabilities and charges

(i) Movement in deferred tax

	2009 £	2008 £
Deferred taxation movement for the year:		
Current year charge	131,385	165,655
	<u>131,385</u>	<u>165,655</u>

(ii) Analysis of deferred tax:

	2009 £	2008 £
At 1 July	431,547	265,892
Capital allowances in excess of depreciation	131,385	165,655
	<u>562,932</u>	<u>431,547</u>
At 30 June		

### 11 Called up share capital

	2009 £	2008 £
Authorised, called up, allotted and fully paid:		
Ordinary shares of £1 each	1	1
	<u>1</u>	<u>1</u>

### 12 Reconciliation of movement in shareholders' funds

	2009 £	2008 £
At 30 June 2008	1,109,692	620,417
Profit for the year	337,849	489,275
	<u>1,447,541</u>	<u>1,109,692</u>
At 30 June 2009		

# Amsair Aircraft Limited

## Notes to the accounts Year ended 30 June 2009

### 13. Ultimate parent company and controlling party

At 30 June 2009, the ultimate controlling party was Lord Sugar. Following his appointment as a Government advisor, Lord Sugar resigned as a director of all group companies on 30 June 2009.

The immediate parent company is Amsair Limited, a company incorporated in Great Britain and registered in England and Wales. The ultimate parent company is Amshold Group Limited, a company incorporated in Great Britain which is the parent undertaking of the largest and smallest group which includes the company and for which group financial statements are prepared. Copies of the group financial statements of Amshold Group Limited are available from Companies House, Crown Way, Maindy, Cardiff CF14 3UZ.

### 14. Related party transactions

The company has taken advantage of the exemption from related party disclosure in accordance with Paragraph 3(c) of Financial Reporting Standard No. 8.

At year end, company's parent company, Amshold Limited, owed 100% of Amsprop Limited, which in turn owned 100% of Amsprop Estates Limited.

Transactions with these entities were as follows:

(a) Hire of aircraft by Amsprop Estates Limited:	£156,966 (20088: £243,672)
(b) Hire of aircraft by Amshold Limited:	£156,966 (20088: £243,672)

The above transactions were carried out on an arms length basis under normal terms.

## **Amsair Aircraft Limited**

### **Additional unaudited information**

The additional information on the following page has been prepared from the accounting records of the company. While it does not form part of the audited statutory financial statements, it should be read in conjunction with them.

## Amsair Aircraft Limited

### Additional unaudited information Detailed profit and loss account Period ended 30 June 2009

	2009 £	2008 £
<b>Turnover</b>		
Charter income	1,024,769	1,670,327
	<u>1,024,769</u>	<u>1,670,327</u>
<b>Cost of sales</b>		
Direct cost of sales – aircraft	312,921	188,596
Aircraft running costs	601,126	194,622
Depreciation	585,664	625,234
	<u>1,499,711</u>	<u>1,008,452</u>
<b>Gross (loss)/profit</b>	<u>(474,942)</u>	<u>661,875</u>
<b>Administrative expenses</b>		
Postage and stationery	-	60
Audit and accountancy fees	3,450	3900
Professional fees	2,860	-
Intercompany management charge	50,000	50,000
	<u>(56,310)</u>	<u>(53,960)</u>
<b>Operating (loss)/profit</b>	<u>(531,252)</u>	<u>607,915</u>
<b>Interest receivable and similar income</b>		
Money market and deposit interest receivable	149	745
<b>Interest payable and similar charges</b>		
Intercompany interest	(180,211)	(454,947)
Bank overdraft interest, corporation tax interest and finance interest	(136)	(191)
Profit/(Loss) on Exchange	555	(2,770)
<b>(Loss)/Profit on ordinary activities before taxation</b>	<u>(710,895)</u>	<u>150,752</u>