

REGISTERED NUMBER: 03766047 (England and Wales)

**ABBREVIATED ACCOUNTS**  
**FOR THE YEAR ENDED 30 SEPTEMBER 2008**  
**FOR**  
**RSR LTD**

TUESDAY



\*AMVBIBXS\*

A42

28/07/2009

168

COMPANIES HOUSE

**CONTENTS OF THE ABBREVIATED ACCOUNTS**  
**FOR THE YEAR ENDED 30 SEPTEMBER 2008**

	<b>Page</b>
<b>Company Information</b>	<b>1</b>
<b>Report of the Directors</b>	<b>2</b>
<b>Report of the Independent Auditors on the Abbreviated Accounts</b>	<b>4</b>
<b>Abbreviated Profit and Loss Account</b>	<b>5</b>
<b>Abbreviated Balance Sheet</b>	<b>6</b>
<b>Cash Flow Statement</b>	<b>7</b>
<b>Notes to the Cash Flow Statement</b>	<b>8</b>
<b>Notes to the Abbreviated Accounts</b>	<b>9</b>

**RSR LTD**

**COMPANY INFORMATION**  
**FOR THE YEAR ENDED 30 SEPTEMBER 2008**

**DIRECTORS:** DR B REES-SMITH  
MRS J REES-SMITH

**SECRETARY:** G BECK

**REGISTERED OFFICE:** AVENUE PARK INDUSTRIAL ESTATE  
PENTWYN  
CARDIFF  
SOUTH GLAMORGAN  
CF23 8HE

**REGISTERED NUMBER:** 03766047 (England and Wales)

**AUDITORS:** HODGE BAKSHI  
CHARTERED ACCOUNTANTS &  
REGISTERED AUDITORS  
CHURCHGATE HOUSE  
CHURCH ROAD  
CARDIFF  
CF14 2DX

## **RSR LTD**

### **REPORT OF THE DIRECTORS** **FOR THE YEAR ENDED 30 SEPTEMBER 2008**

The directors present their report with the accounts of the company for the year ended 30 September 2008.

#### **PRINCIPAL ACTIVITY**

The principal activity of the company in the year under review was that of manufacturing and distributing medical diagnostic kits.

#### **REVIEW OF BUSINESS**

The company has shown growth in sales and as a result increase in profits during the year ended 30th September 2008. In spite of adverse economic climate, the business has maintained its growth and anticipates better profits in forthcoming year.

#### **DIVIDENDS**

An interim dividend of £40000 per share was paid on 24 June 2008. The directors recommend that no final dividend be paid.

The total distribution of dividends for the year ended 30 September 2008 will be £4,000,000.

#### **DIRECTORS**

The directors shown below have held office during the whole of the period from 1 October 2007 to the date of this report.

DR B REES-SMITH

MRS J REES-SMITH

The directors of the company hold 100% shareholding of the parent company, Dixondale Limited. Details of the shareholding in parent company are fully disclosed in the director's report of the parent company.

#### **STATEMENT OF DIRECTORS' RESPONSIBILITIES**

The directors are responsible for preparing 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. In preparing these 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;
- 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.

**RSR LTD**

**REPORT OF THE DIRECTORS**  
**FOR THE YEAR ENDED 30 SEPTEMBER 2008**

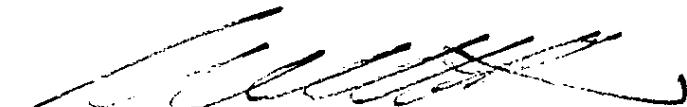
**STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS**

So far as the directors are aware, there is no relevant audit information (as defined by Section 234ZA of the Companies Act 1985) of which the company's auditors are unaware, and each director has taken all the steps that he or she ought to have taken as a director in order to make himself or herself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

**AUDITORS**

The auditors, HODGE BAKSHI, will be proposed for re-appointment at the forthcoming Annual General Meeting.

**ON BEHALF OF THE BOARD:**

A handwritten signature in black ink, appearing to be 'G Beck', written over a horizontal line.

G BECK - Secretary

5 June 2009



CHARTERED ACCOUNTANTS  
AND  
CHARTERED TAX ADVISERS  
**REPORT OF THE INDEPENDENT AUDITORS TO  
RSR LTD  
UNDER SECTION 247B OF THE COMPANIES ACT 1985**

We have examined the abbreviated accounts set out on pages five to fifteen, together with the financial statements of RSR Ltd for the year ended 30 September 2008 prepared under Section 226 of the Companies Act 1985.

This report is made solely to the company, in accordance with Section 247B of the Companies Act 1985. Our work has been undertaken so that we might state to the company those matters we are required to state to it in a special 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, for our work, for this report, or for the opinions we have formed.

**Respective responsibilities of directors and auditors**

The directors are responsible for preparing the abbreviated accounts in accordance with Section 246A of the Companies Act 1985. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated accounts prepared in accordance with Section 246A(3) of the Act to the Registrar of Companies and whether the abbreviated accounts have been properly prepared in accordance with that provision and to report our opinion to you.

**Basis of opinion**

We conducted our work in accordance with Bulletin 2006/3 "The Special Auditor's Report on Abbreviated Accounts in the United Kingdom" issued by the Auditing Practices Board. In accordance with that Bulletin we have carried out the procedures we consider necessary to confirm, by reference to the financial statements, that the company is entitled to deliver abbreviated accounts and that the abbreviated accounts are properly prepared.

**Opinion**

In our opinion the company is entitled to deliver abbreviated accounts prepared in accordance with Section 246A(3) of the Companies Act 1985, and the abbreviated accounts have been properly prepared in accordance with that provision.

CHARTERED ACCOUNTANTS &  
REGISTERED AUDITORS

Date: 12 June 09

**Partners**

Pankaj Bakshi FCA CTA  
Khurshed Bamji  
BSc(Hons) FCA (ICAI) FCCA

**Consultant**

Steve Woods FCA

Tel: (029) 2052 9529

Fax: (029) 2052 1666

Email [psb@hodgebakshi.com](mailto:psb@hodgebakshi.com)

Website

<http://www.hodgebakshi.com>

Churchgate House  
Church Road  
Whitchurch  
Cardiff  
CF14 2DX



CHARTERED  
TAX ADVISERS



Registered to carry on  
audit work and regulated for  
a range of investment  
business by the Institute  
of Chartered Accountants  
in England and Wales.

Registered with The Chartered  
Institute of Taxation as a firm  
of Chartered Tax Advisors.

**RSR LTD****ABBREVIATED PROFIT AND LOSS ACCOUNT**  
**FOR THE YEAR ENDED 30 SEPTEMBER 2008**

		2008	2007
	Notes	£	£
<b>GROSS PROFIT</b>		<b>6,227,999</b>	<b>4,414,971</b>
Administrative expenses		<u>1,783,685</u>	<u>1,678,193</u>
<b>OPERATING PROFIT</b>	<b>3</b>	<b>4,444,314</b>	<b>2,736,778</b>
Interest receivable and similar income		<u>56,691</u>	<u>34,239</u>
<b>PROFIT ON ORDINARY ACTIVITIES</b>			
<b>BEFORE TAXATION</b>		<b>4,501,005</b>	<b>2,771,017</b>
Tax on profit on ordinary activities	4	<u>1,177,723</u>	<u>674,357</u>
<b>PROFIT FOR THE FINANCIAL YEAR</b>			
<b>AFTER TAXATION</b>		<u><b>3,323,282</b></u>	<u><b>2,096,660</b></u>

**CONTINUING OPERATIONS**

None of the company's activities were acquired or discontinued during the current year or previous year.

**TOTAL RECOGNISED GAINS AND LOSSES**

The company has no recognised gains or losses other than the profits for the current year or previous year.

The notes form part of these abbreviated accounts

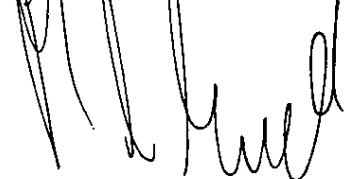
**RSR LTD****ABBREVIATED BALANCE SHEET**  
**30 SEPTEMBER 2008**

		2008		2007	
	Notes	£	£	£	£
<b>FIXED ASSETS</b>					
Tangible assets	6		255,488		265,844
<b>CURRENT ASSETS</b>					
Stocks	7	542,551		438,437	
Debtors	8	2,942,045		2,171,217	
Cash at bank and in hand		2,278,620		2,114,184	
		5,763,216		4,723,838	
<b>CREDITORS</b>					
Amounts falling due within one year	9	2,831,213		1,125,473	
<b>NET CURRENT ASSETS</b>			2,932,003		3,598,365
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>			3,187,491		3,864,209
<b>CREDITORS</b>					
Amounts falling due after more than one year	10		2,300,000		2,300,000
<b>NET ASSETS</b>			887,491		1,564,209
<b>CAPITAL AND RESERVES</b>					
Called up share capital	13		100		100
Profit and loss account	14		887,391		1,564,109
<b>SHAREHOLDERS' FUNDS</b>	19		887,491		1,564,209

These abbreviated accounts have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to medium-sized companies.

The financial statements were approved by the Board of Directors on 5 June 2009 and were signed on its behalf

By:



DR B REES-SMITH - Director

The notes form part of these abbreviated accounts



**RSR LTD****CASH FLOW STATEMENT**  
**FOR THE YEAR ENDED 30 SEPTEMBER 2008**

	Notes	2008 £	2007 £
Net cash inflow from operating activities	1	5,189,261	2,997,974
Returns on investments and servicing of finance	2	56,691	34,239
Taxation		(824,058)	(450,000)
Capital expenditure	2	(203,432)	(158,900)
Equity dividends paid		(4,000,000)	(2,000,000)
Increase in cash in the period		<u>218,462</u>	<u>423,313</u>
<hr/>			
Reconciliation of net cash flow to movement in net funds	3		
Increase in cash in the period		<u>218,462</u>	<u>423,313</u>
Change in net funds resulting from cash flows		<u>218,462</u>	<u>423,313</u>
Movement in net funds in the period		218,462	423,313
Net funds at 1 October		<u>2,036,460</u>	<u>1,613,147</u>
Net funds at 30 September		<u>2,254,922</u>	<u>2,036,460</u>

The notes form part of these abbreviated accounts

**RSR LTD****NOTES TO THE CASH FLOW STATEMENT**  
**FOR THE YEAR ENDED 30 SEPTEMBER 2008****1. RECONCILIATION OF OPERATING PROFIT TO NET CASH INFLOW FROM OPERATING ACTIVITIES**

	2008	2007
	£	£
Operating profit	4,444,314	2,736,778
Depreciation charges	213,788	158,979
Profit on disposal of fixed assets	-	(13,218)
Increase in stocks	(104,114)	(22,841)
(Increase)/Decrease in debtors	(770,828)	35,922
Increase in creditors	1,406,101	102,354
<b>Net cash inflow from operating activities</b>	<b>5,189,261</b>	<b>2,997,974</b>

**2. ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN THE CASH FLOW STATEMENT**

	2008	2007
	£	£
<b>Returns on investments and servicing of finance</b>		
Interest received	56,691	34,239
<b>Net cash inflow for returns on investments and servicing of finance</b>	<b>56,691</b>	<b>34,239</b>
 <b>Capital expenditure</b>		
Purchase of tangible fixed assets	(203,432)	(186,900)
Sale of tangible fixed assets	-	28,000
<b>Net cash outflow for capital expenditure</b>	<b>(203,432)</b>	<b>(158,900)</b>

**3. ANALYSIS OF CHANGES IN NET FUNDS**

	At 1.10.07 £	Cash flow £	At 30.9.08 £
Net cash:			
Cash at bank and in hand	2,114,184	164,436	2,278,620
Bank overdraft	(77,724)	54,026	(23,698)
	<b>2,036,460</b>	<b>218,462</b>	<b>2,254,922</b>
 Total	<b>2,036,460</b>	<b>218,462</b>	<b>2,254,922</b>

The notes form part of these abbreviated accounts

**NOTES TO THE ABBREVIATED ACCOUNTS**  
**FOR THE YEAR ENDED 30 SEPTEMBER 2008**

**1. ACCOUNTING POLICIES**

**Accounting convention**

The financial statements have been prepared under the historical cost convention.

**Turnover**

Turnover represents net invoiced sales of goods, excluding value added tax.

**Tangible fixed assets**

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

Plant and machinery	- 25% on cost
Fixtures and fittings	- 25% on cost
Motor vehicles	- 25% on cost
Computer equipment	- 33% on cost

**Stocks**

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

**Deferred tax**

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

**Research and development**

Expenditure on research and development is written off in the year in which it is incurred.

**Foreign currencies**

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of transaction. Exchange differences are taken into account in arriving at the operating result.

**Pension costs and other post-retirement benefits**

The company operates a defined contribution pension scheme. Contributions payable to the company's pension scheme are charged to the profit and loss account in the period to which they relate.

**2. STAFF COSTS**

	2008	2007
	£	£
Wages and salaries	2,723,445	2,295,327
Social security costs	289,064	231,780
Other pension costs	132,272	127,229
	<u>3,144,781</u>	<u>2,654,336</u>

**RSR LTD****NOTES TO THE ABBREVIATED ACCOUNTS - continued**  
**FOR THE YEAR ENDED 30 SEPTEMBER 2008****2. STAFF COSTS - continued**

The average monthly number of employees during the year was as follows:

2008	2007
99	97
<u>99</u>	<u>97</u>

**3. OPERATING PROFIT**

The operating profit is stated after charging/(crediting):

	2008	2007
	£	£
Depreciation - owned assets	213,788	158,980
Profit on disposal of fixed assets	-	(13,218)
Auditors' remuneration	7,000	7,000
Rent	256,000	255,500
	<u>256,000</u>	<u>255,500</u>
Directors' emoluments	76,561	154,091
Directors' pension contributions to money purchase schemes	-	3,000
	<u>-</u>	<u>3,000</u>

The number of directors to whom retirement benefits were accruing was as follows:

Money purchase schemes	1	1
	<u>1</u>	<u>1</u>

**4. TAXATION****Analysis of the tax charge**

The tax charge on the profit on ordinary activities for the year was as follows:

	2008	2007
	£	£
Current tax:		
UK corporation tax	1,177,723	674,357
	<u>1,177,723</u>	<u>674,357</u>
Tax on profit on ordinary activities	1,177,723	674,357
	<u>1,177,723</u>	<u>674,357</u>

UK corporation tax has been charged at 29% (2007 - 30%).

**RSR LTD****NOTES TO THE ABBREVIATED ACCOUNTS - continued**  
**FOR THE YEAR ENDED 30 SEPTEMBER 2008****4. TAXATION - continued****Factors affecting the tax charge**

The tax assessed for the year is lower than the standard rate of corporation tax in the UK. The difference is explained below:

	2008 £	2007 £
Profit on ordinary activities before tax	<u>4,501,005</u>	<u>2,771,017</u>
Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 29% (2007 - 30%)	1,305,291	831,305
Effects of:		
Depreciation & Balancing charge	61,999	47,696
(Profit)/loss on disposal of fixed assets	-	(3,965)
Additional R & D Claim	(158,376)	(168,211)
Effect of capital allowances	(34,777)	(35,271)
Disallowable items	3,586	2,803
Current tax charge	<u>1,177,723</u>	<u>674,357</u>

**5. DIVIDENDS**

	2008 £	2007 £
Ordinary shares of £1 each		
Final	-	2,000,000
Interim	<u>4,000,000</u>	<u>-</u>
	<u>4,000,000</u>	<u>2,000,000</u>

**NOTES TO THE ABBREVIATED ACCOUNTS - continued  
FOR THE YEAR ENDED 30 SEPTEMBER 2008****6. TANGIBLE FIXED ASSETS**

	<b>Plant and machinery £</b>	<b>Fixtures and fittings £</b>	<b>Motor vehicles £</b>	<b>Computer equipment £</b>	<b>Totals £</b>
<b>COST</b>					
At 1 October 2007	765,482	141,659	215,962	30,083	1,153,186
Additions	180,653	19,525	-	3,254	203,432
At 30 September 2008	946,135	161,184	215,962	33,337	1,356,618
<b>DEPRECIATION</b>					
At 1 October 2007	637,731	128,225	101,052	20,334	887,342
Charge for year	137,844	10,951	53,991	11,002	213,788
At 30 September 2008	775,575	139,176	155,043	31,336	1,101,130
<b>NET BOOK VALUE</b>					
At 30 September 2008	170,560	22,008	60,919	2,001	255,488
At 30 September 2007	127,751	13,434	114,910	9,749	265,844

**7. STOCKS**

	<b>2008 £</b>	<b>2007 £</b>
Stock of Raw Material	542,551	438,437

**8. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	<b>2008 £</b>	<b>2007 £</b>
Trade debtors	1,826,658	1,278,695
Other debtors	112,367	90,499
Due from Group Companies	985,046	784,587
Prepayments	17,974	17,436
	2,942,045	2,171,217

**RSR LTD****NOTES TO THE ABBREVIATED ACCOUNTS - continued  
FOR THE YEAR ENDED 30 SEPTEMBER 2008****9. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	2008	2007
	£	£
Bank loans and overdrafts (see note 11)	23,698	77,724
Trade creditors	397,740	119,098
Tax	1,017,723	664,058
Social security and other taxes	134,501	-
Due to group undertakings	1,207,523	215,405
Accrued Expenses	37,800	36,960
Directors' loan accounts	12,228	12,228
	<u>2,831,213</u>	<u>1,125,473</u>

**10. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR**

	2008	2007
	£	£
Due to group undertaking	<u>2,300,000</u>	<u>2,300,000</u>

**11. LOANS**

An analysis of the maturity of loans is given below:

	2008	2007
	£	£
Amounts falling due within one year or on demand:		
Bank overdrafts	<u>23,698</u>	<u>77,724</u>

**12. OPERATING LEASE COMMITMENTS**

The following operating lease payments are committed to be paid within one year:

	Land and buildings	
	2008	2007
	£	£
Expiring:		
In more than five years	<u>256,000</u>	<u>256,000</u>

**RSR LTD****NOTES TO THE ABBREVIATED ACCOUNTS - continued**  
**FOR THE YEAR ENDED 30 SEPTEMBER 2008****13. CALLED UP SHARE CAPITAL**

Authorised:				
Number:	Class:	Nominal value:	2008	2007
		£1	£	£
1,000	Ordinary		<u>1,000</u>	<u>1,000</u>
Allotted, issued and fully paid:				
Number:	Class:	Nominal value:	2008	2007
		£1	£	£
100	Ordinary		<u>100</u>	<u>100</u>

**14. RESERVES**

	<b>Profit and loss account</b>
	<b>£</b>
At 1 October 2007	1,564,109
Profit for the year	3,323,282
Dividends	<u>(4,000,000)</u>
At 30 September 2008	<u>887,391</u>

**15. ULTIMATE PARENT COMPANY**

The company's ultimate parent undertaking is Dixondale Limited, a company incorporated in England and Wales.

**16. CONTINGENT LIABILITIES**

Counter indemnity given by the company's bankers, HSBC Bank for £20,000 to H M Customs and Excise.

**17. TRANSACTIONS WITH DIRECTORS**

During the year ended 30 September 2008, the directors maintained the interest free loan account with the company, the movements in accounts were as follows:

	As at 30.09.07	Maximum during the year	As at 30.09.08
	£	£	£
Dr B R Smith	7,224	7,224	7,224
Mrs J R Smith	5,004	5,004	5,004



**RSR LTD****NOTES TO THE ABBREVIATED ACCOUNTS - continued**  
**FOR THE YEAR ENDED 30 SEPTEMBER 2008****18. RELATED PARTY DISCLOSURES**

The company is 100% controlled by Dr B R Smith and Mrs J R Smith.

During the year, R S R Limited paid rent amounting to £248,200 (2007-£248,200) to Dixondale Limited.

Included in the amounts due to group undertaking is £3,172,587 (2007-£2,180,470) owed to Dixondale Limited and £334,936 (2007-£336,843) to Lotein Limited a company within the group.

Included in amounts due from group undertakings is £984,033(2007- £783,767) due from Cosmic Corporation Limited a subsidiary of Dixondale Limited and £1,013 (2007-£820) from AV7 Limited a company in which the directors hold interest.

**19. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS**

	<b>2008</b>	<b>2007</b>
	<b>£</b>	<b>£</b>
Profit for the financial year	<b>3,323,282</b>	2,096,660
Dividends	<b>(4,000,000)</b>	(2,000,000)
	<hr/>	<hr/>
<b>Net (reduction)/addition to shareholders' funds</b>	<b>(676,718)</b>	96,660
Opening shareholders' funds	<b>1,564,209</b>	1,467,549
	<hr/>	<hr/>
<b>Closing shareholders' funds</b>	<b>887,491</b>	1,564,209
	<hr/>	<hr/>