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1. GENERAL INFORMATION

Senior plc is a company incorporated in the United Kingdom under the Companies Act 1985. The address of the registered office is given on page 84. The nature of the Group's operations and its principal activities are set out in Note 4 and in the Operating and Financial Review ("OFR") on pages 10 to 23.

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates (the functional currency). These Financial Statements are presented in Pounds Sterling, which is the Company's functional and the Group's presentation currency.

2. SIGNIFICANT ACCOUNTING POLICIES

BASIS OF ACCOUNTING

These Financial Statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") adopted by the European Union and they therefore comply with Article 4 of the EU IAS Regulation. They have been prepared on the historical cost basis, except for the revaluation of certain properties and financial instruments. They have also been prepared on the going concern basis as set out in the OFR on pages 10 to 23.

In the current year, the Group has adopted IFRIC 14, "IAS 19 – The Limit on a Defined Benefit Asset, Minimum Funding Requirements and their Interaction". The adoption of this Interpretation has not led to any changes in the Group's accounting policies and does not have an impact on these Financial Statements. The Group's accounting policy for share-based compensation arrangements has always been in compliance with IFRIC 11, "IFRS 2 – Group and Treasury Share Transactions". IAS 39 (Amendment)/ IFRS 7 (Amendment) Reclassification of Financial Assets was effective from 1 July 2008, but does not have an impact on these Financial Statements. IFRIC 12, "Service Concession Arrangements" was also effective in 2008, but is not relevant to the Group's operations.

At the date of authorisation of these Financial Statements, the following standards and interpretations which have not been applied in these Financial Statements were in issue but are not yet effective:

IFRS 1 (Amendment)/IAS 27 (Amendment) Cost of an Investment in a Subsidiary, Jointly Controlled Entity or Associate. Effective for periods commencing on or after 1 January 2009. Endorsed by the EU.

IFRS 1 (Amendment) First time Adoption of Financial Reporting Standards. Effective for periods commencing on or after 1 July 2009.

IFRS 2 (Amendment) Share-based Payment Vesting Conditions and Cancellations. Effective for periods commencing on or after 1 January 2009. Endorsed by the EU.

IFRS 3 (Revised) Business Combinations. Effective for periods commencing on or after 1 July 2009.

IFRS 8 Operating Segments. Effective for periods commencing on or after 1 January 2009. Endorsed by the EU.

IAS 23 (Revised) Borrowing Costs. Effective for periods commencing on or after 1 January 2009. Endorsed by the EU.

IAS 1 (Revised) Presentation of Financial Statements. Effective for periods commencing on or after 1 January 2009. Endorsed by the EU.

IAS 27 (Amendment) Consolidated and Separate Financial Statements. Effective for periods commencing on or after 1 July 2009.

IAS 32 (Amendment) Financial Instruments: Presentation and IAS 1 (Amendment) Presentation of Financial Statements Puttable Financial Instruments and Obligations Arising on Liquidation. Effective for periods commencing on or after 1 January 2009. Endorsed by the EU.

IAS 39 (Amendment) Eligible Hedged Items. Effective for periods commencing on or after 1 July 2009.

Improvements to IFRS – as published in May 2008. Mostly effective for periods commencing on or after 1 January 2009. Endorsed by the EU.

IFRIC 13 Customer Loyalty Programmes. Effective for periods commencing on or after 1 July 2008. Endorsed by the EU.

IFRIC 15 Agreements for the Construction of Real Estate. Effective for periods commencing on or after 1 January 2009.

IFRIC 16 Hedges of a Net Investment in a Foreign Operation. Effective for periods commencing on or after 1 October 2008.

IFRIC 17 Distributions of Non-cash Assets to Owners. Effective for periods commencing on or after 1 January 2009.

IFRIC 18 Transfers of Assets from Customers. Effective from 1 July 2009.

The Directors anticipate that the adoption of these standards and interpretations in future periods will not have a material impact on these Financial Statements, except for additional disclosures, when the relevant standards come into effect.

The separate Financial Statements of the Company are presented as required by the Companies Act 1985. As permitted by the Act, the separate Financial Statements have been prepared in accordance with IFRS. They have been prepared on the historical cost basis except for the revaluation of certain financial instruments. The principal accounting policies adopted are the same as those set out below, except in respect of investments in subsidiaries, which are stated at cost less, where appropriate, provisions for impairment.

The principal accounting policies under IFRS are set out below.

BASIS OF CONSOLIDATION

The Consolidated Financial Statements incorporate the Financial Statements of Senior plc and the entities controlled by it (its subsidiaries) made up to 31 December. Control is achieved when Senior plc has the power to govern the financial and operating policies of an invested entity so as to obtain benefits from its activities.

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2. SIGNIFICANT ACCOUNTING POLICIES *continued*

On acquisition, the assets and liabilities and contingent liabilities, that meet the conditions for recognition under IFRS 3, of a subsidiary are measured at their fair values at the date of acquisition. Any excess of the cost of acquisition over the fair values of the identifiable net assets acquired is recognised as goodwill. Any deficiency of the cost of acquisition below the fair value of the identifiable net assets acquired (i.e. discount on acquisition) is credited to the profit and loss account in the period of acquisition. The interest of minority shareholders is stated at the minority's proportion of the fair values of the assets and liabilities recognised. Subsequently, any losses applicable to the minority interest in excess of the minority interest are allocated against the interests of the parent.

The results of subsidiaries acquired or disposed of during the year are included in the Consolidated Income Statement from the effective date of acquisition or up to the effective date of disposal, as appropriate.

Where necessary, adjustments are made to the financial statements of subsidiaries to bring the accounting policies used into line with those used by the Group.

All intra-Group transactions, balances, income and expenses are eliminated on consolidation.

GOODWILL

Goodwill arising on consolidation is initially measured at cost and represents the excess of the cost of acquisition over the Group's interest in the net fair value of the identifiable assets and liabilities and contingent liabilities of a subsidiary, associate or jointly controlled entity at the date of acquisition. If the Group's interest in the net fair value of the acquiree's identifiable assets, liabilities and contingent liabilities exceeds the cost of the acquisition, the excess is recognised immediately through the Income Statement.

Goodwill is recognised as an asset and reviewed for impairment at least annually. Any impairment is recognised immediately through the Income Statement and is not subsequently reversed.

Goodwill acquired in a business combination is allocated, at acquisition, to the cash-generating units (CGUs) that are expected to benefit from that business combination. CGUs to which goodwill has been allocated are tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the CGU is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the CGU and then to the other assets of the unit pro rata on the basis of the carrying amount of each asset in the unit. An impairment loss recognised for goodwill is not reversed in a subsequent period.

On disposal of a subsidiary, associate or jointly controlled entity, the attributable amount of goodwill is included in the determination of the profit or loss on disposal.

Goodwill arising on acquisitions prior to the date of transition to IFRS has been retained at the previous UK GAAP amount subject to being tested for impairment at that date. Goodwill written off to reserves under UK GAAP prior to 1998 has not been reinstated and is not included in determining any subsequent profit or loss on disposal.

REVENUE RECOGNITION

Revenue is measured at the fair value of the consideration received or receivable and represents amounts receivable for goods and services provided in the normal course of business, net of discounts, VAT and other sales-related taxes.

Sales of goods are recognised when goods are delivered in accordance with the terms and conditions of the sale.

Revenue from construction contracts is recognised in accordance with the Group's accounting policy on construction contracts, as outlined below.

Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable.

Dividend income from investments is recognised when the shareholders' legal rights to receive payment have been established.

CONSTRUCTION CONTRACTS

Where the outcome of a construction contract can be estimated reliably, revenue and costs are recognised by reference to the stage of completion of the contract activity at the balance sheet date. This is normally calculated in accordance with the proportion that contract costs incurred for work performed to date bear to the estimated total contract costs, except where this would not be representative of the stage of completion. Variations in contract work and claims are included to the extent that it is probable that they will be recovered from the customer.

Where the outcome of a construction contract cannot be estimated reliably, contract revenue is only recognised to the extent that contract costs incurred will probably be recoverable.

When it is probable that total contract costs will exceed total contract revenue, the expected loss is recognised as an expense immediately.

LEASING

Leases are classified as finance leases whenever the terms of the lease substantially transfer all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

Assets held under finance leases are recognised as assets of the Group at their fair value or, if lower, at the present value of the minimum lease payments, each determined at the inception of the lease. The corresponding liability to the lessor is included in the Balance Sheet as a finance lease obligation. Lease payments are apportioned between finance charges and a reduction of the lease obligation in order to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are charged directly to the Income Statement.

Rentals payable under operating leases are expensed on a straight-line basis over the term of the relevant lease.

Benefits received and receivable as incentives to enter into an operating lease are also spread on a straight-line basis over the lease term.

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2. SIGNIFICANT ACCOUNTING POLICIES continued**FOREIGN CURRENCIES**

Transactions in currencies other than Pounds Sterling are recorded at the rates of exchange prevailing on the date of the transaction. At each balance sheet date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the balance sheet date. Non-monetary items carried at fair value that are denominated in foreign currencies are translated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated. Gains and losses arising on retranslation are included in net profit or loss for the period, except for exchange differences arising on non-monetary assets and liabilities where the changes in fair value are recognised directly in equity, subject to meeting the requirements under IAS 21.

In order to hedge its exposure to certain foreign exchange risks, the Group enters into forward contracts (see section below on Derivative financial instruments and hedging for details of the Group's accounting policies in respect of such derivative financial instruments).

On consolidation, the assets and liabilities of the Group's overseas operations are translated at exchange rates prevailing on the balance sheet date. Income and expense items are translated at the average exchange rates for the period. Exchange rate differences arising, if any, are classified as equity and transferred to the Group's translation reserve. Such translation differences are recognised as income or expense in the period in which the operation is disposed of.

Goodwill and fair value adjustments arising on the acquisition of a foreign entity are treated as assets and liabilities of the foreign entity and translated at the closing rate.

The exchange rates for the major currencies applied in the translation of results were as follows:

	Average rates 2008	Average rates 2007	Year-end rates 2008	Year-end rates 2007
US dollar	1.85	2.00	1.44	1.99
Euro	1.26	1.46	1.03	1.36

GOVERNMENT GRANTS

Government grants received for items of a revenue nature are recognised as income over the period necessary to match them with the related costs and are deducted in reporting the related expense.

Government grants relating to investment in property, plant and equipment are deducted from the initial carrying value of the related capital asset.

OPERATING PROFIT

Operating profit is stated after charging restructuring costs, and before investment income and finance costs, as they relate to external borrowings and retirement benefit obligations.

BORROWING COSTS

Borrowing costs are recognised in the Income Statement in the period in which they are incurred.

RETIREMENT BENEFIT COSTS

Payments to defined contribution retirement schemes are charged as an expense as they fall due. Payments made to state-managed retirement benefit schemes are dealt with as payments to defined contribution schemes where the Group's obligations under the schemes are equivalent to those arising in a defined contribution retirement scheme.

For defined benefit retirement schemes, the cost of providing benefits is determined using the Projected Unit Method, with full actuarial valuations being carried out on a triennial basis, and updated at each balance sheet date. Actuarial gains and losses are recognised in full in the period in which they occur. They are recognised outside the Income Statement and are presented in the Statements of Recognised Income and Expense.

Past service cost is recognised immediately to the extent that the benefits are already vested. Otherwise, it is amortised on a straight-line basis over the period until the benefits become vested.

The retirement benefit obligation recognised in the Balance Sheet represents the present value of the defined benefit obligation as adjusted for unrecognised past service costs, and as reduced by the fair value of scheme assets. Any net asset resulting from this calculation is limited to the past service cost plus the present value of available refunds and reductions in future contributions to the plan.

TAXATION

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the Income Statement because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Group's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

Deferred tax liabilities are recognised for taxable temporary differences arising on investments in subsidiaries and associates, and interests in joint ventures, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

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2. SIGNIFICANT ACCOUNTING POLICIES *continued*

The carrying value of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the deferred tax asset to be recovered.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the Income Statement, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity.

PROPERTY, PLANT AND EQUIPMENT

Land and buildings held for use in the production or supply of goods or services, or for administrative purposes, are stated in the Balance Sheet at their historic cost, or at modified historic cost, being a revaluation undertaken in 1988 which has been taken as the effective cost on transition to IFRS. Land and buildings were revalued to fair value at date of revaluation.

The Group does not intend to conduct annual revaluations.

Fixtures, plant and equipment are stated at cost less accumulated depreciation and any recognised impairment loss.

Depreciation is charged to write off the cost of an asset on a straight-line basis over the estimated useful life of the asset, and is charged from the time an asset becomes available for its intended use. Annual rates are as follows:

Freehold land	nil
Freehold buildings	2%
Improvements to leasehold buildings	according to remaining lease term
Plant and equipment	5% – 33%

Assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets or, where shorter, over the term of the relevant lease.

The gain or loss arising on the disposal or retirement of an asset is determined as the difference between the sale proceeds and the carrying amount of the asset at disposal and is recognised in income.

OTHER INTANGIBLE ASSETS

Other intangible assets include computer software and customer relationships acquired in a business combination. Computer software is measured initially at purchase cost and the cost of customer relationships acquired in a business combination is generally based on fair market values. Intangible assets are amortised on a straight-line basis over their estimated useful lives, being between three and five years.

INTERNALLY GENERATED INTANGIBLE ASSETS – RESEARCH AND DEVELOPMENT EXPENDITURE

An internally generated intangible asset arising from the Group's development activities is recognised if all of the following conditions are met:

- i An asset is created that can be separately identified;
- ii It is probable that the asset created will generate future economic benefits; and
- iii The development cost of the asset can be measured reliably.

Internally generated intangible assets are amortised on a straight-line basis over their useful lives.

Development work is also carried out on a funded basis. In such circumstances the costs are accumulated in inventory and are recognised when the related billings are made. Any amounts held in inventory are subject to normal inventory valuation principles. Otherwise expenditure on research and development activities is recognised as an expense in the period in which it is incurred.

IMPAIRMENT OF TANGIBLE AND INTANGIBLE ASSETS EXCLUDING GOODWILL

At each balance sheet date, the Group reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where the asset does not generate cash flows that are independent from other assets, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs.

The recoverable amount is the higher of the fair value less the costs to sell and the value in use. In assessing the value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. An impairment loss is recognised as an expense immediately, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised as income immediately, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

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2. SIGNIFICANT ACCOUNTING POLICIES *continued*

INVENTORIES

Inventories are stated at the lower of cost and net realisable value. Costs comprise direct materials and, where applicable, direct labour costs and an appropriate allocation of production overheads. Cost is calculated using the first-in, first-out method. Net realisable value represents the estimated selling price less the estimated costs of completion and the costs to be incurred in marketing, selling and distribution.

FINANCIAL INSTRUMENTS

Financial assets and liabilities are recognised when the Group becomes a party to the contractual provisions of the relevant instrument and derecognised when it ceases to be a party to such provisions.

Financial instruments are classified as cash and cash equivalents, bank overdrafts and loans, obligations under finance leases, trade receivables, trade payables, deferred consideration receivable, other receivables and other payables.

Non-derivative financial assets are categorised as "loans and receivables" and non-derivative financial liabilities are categorised as "other financial liabilities". Derivative financial assets and liabilities that are not designated and effective as hedging instruments are categorised as "financial assets at fair value through profit or loss" and "financial liabilities at fair value through profit or loss", respectively. The classification depends on the nature and purpose of the financial assets and liabilities and is determined at the time of initial recognition.

TRADE RECEIVABLES

Trade receivables do not carry any interest and are stated at their nominal value as reduced by appropriate allowances for estimated irrecoverable amounts. These are recognised in the Income Statement when there is objective evidence that the asset is impaired. Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or financial reorganisation, and default or delinquency in payments are considered indicators that the asset is impaired. The carrying amount of the asset is reduced through the use of an allowance account. When a trade receivable is considered uncollectible, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against the allowance account. Changes in the carrying amount of the allowance account are recognised in the Income Statement.

CASH AND CASH EQUIVALENTS

Cash and cash equivalents comprise cash at bank and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value.

NON-DERIVATIVE FINANCIAL LIABILITIES

Non-derivative financial liabilities are stated at amortised cost using the effective interest method. For borrowings, their carrying value includes accrued interest payable, as well as unamortised issue costs.

EQUITY INSTRUMENTS

Equity instruments issued by the Company are recorded at the value of the proceeds received, net of direct issue costs.

DERIVATIVE FINANCIAL INSTRUMENTS AND HEDGING

The Group's activities expose it primarily to the financial risks of changes in foreign currency exchange rates and interest rates. The Group uses foreign exchange contracts and interest rate swap contracts to hedge these exposures. The use of financial derivatives is governed by the Group's Treasury Policy as approved by the Board of Directors, which provides written principles on the use of derivatives. The Group does not use derivative financial instruments for speculative purposes.

Certain derivative instruments do not qualify for hedge accounting. These are categorised as at fair value through profit or loss and are stated at fair value, with any resultant gain or loss recognised in the Income Statement.

The Group designates certain hedging instruments in respect of foreign currency risk as either cash flow hedges or hedges of net investments in foreign operations. At the inception of the hedge relationship, the Group documents the relationship between the hedging instrument and the hedged item, along with its risk management objectives and strategy for undertaking various hedging transactions. The Group also documents, both at hedge inception and on an ongoing basis, whether the hedging instrument that is used in a hedging relationship is highly effective in offsetting changes in fair values or cash flows of the hedged item.

Changes in the fair value of derivative financial instruments that are designated and are effective as a cash flow hedge are recognised directly in equity and the ineffective portion is recognised immediately in the Income Statement. If the cash flow hedge of a firm commitment or forecasted transaction results in the recognition of an asset or a liability, then, at the time the asset or liability is recognised, the associated gains or losses on the derivative that had previously been recognised in equity are included in the initial measurement of the asset or liability. For hedges that do not result in the recognition of an asset or a liability, amounts deferred in equity are recognised in the Income Statement in the same period in which the hedged item affects net profit or loss.

For an effective hedge of an exposure to changes in fair value, the hedged item is adjusted for changes in fair value attributable to the risk being hedged with the corresponding entry in the Income Statement. Gains or losses from remeasuring the derivative are also recognised in the Income Statement. If the hedge is effective, these entries will offset in the Income Statement.

Changes in the fair value of derivative financial instruments that do not qualify for hedge accounting are recognised in the income statement as they arise.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or no longer qualifies for hedge accounting. At that time, any cumulative gain or loss on the hedging instrument recognised in equity is retained in equity until the forecasted transaction occurs. If a hedged transaction is no longer expected to occur, the net cumulative gain or loss recognised in equity is transferred to the Income Statement for the period.

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2. SIGNIFICANT ACCOUNTING POLICIES *continued*

Hedges of net investments in foreign operations are accounted for similarly to cash flow hedges. Any gain or loss on the hedging instrument relating to the effective portion of the hedge is recognised in equity. The gain or loss relating to the ineffective portion is recognised immediately in the Income Statement.

Gains and losses accumulated in equity are recognised in the Income Statement on disposal of the foreign operation.

Derivatives embedded in other financial instruments or other host contracts are treated as derivatives when their risks and characteristics are not closely related to those host contracts.

PROVISIONS

Provisions for restructuring costs are recognised when the Group has a detailed formal plan for the restructuring and the plan has been communicated to the affected parties. Provisions are measured at the Directors' best estimate of the expenditure required to settle the obligation at the balance sheet date. They are not discounted to present value if the effect is not material.

SHARE-BASED PAYMENTS

The Group has applied the requirements of IFRS 2 Share-based payments. In accordance with the transitional provisions, IFRS 2 has been applied to all grants of equity instruments after 7 November 2002 that were unvested as of 1 January 2005.

The Group has issued equity-settled and cash-settled share-based payments to certain employees. The fair value (excluding the effect of non-market related conditions), as determined at the grant date, is expensed on a straight-line basis over the vesting period, based on the Group's estimate of the number of shares that will eventually vest and adjusted for the effect of non-market related conditions.

Fair value is measured by use of a Black-Scholes model for the share option plans, and a binomial model for the share awards under the 2005 Long Term Incentive Plan.

The liability in respect of equity-settled amounts is included in equity, whereas the liability in respect of cash-settled amounts is included in current and non-current liabilities as appropriate.

SEGMENTAL ANALYSIS

Under IFRS, segmental detail is presented according to a primary segment and a secondary segment. The Group's primary segmental analysis is based on the industries that it serves, Aerospace and Flexonics. The secondary analysis is presented according to geographic markets comprising North America, Europe (split between the UK and Rest of Europe) and the Rest of World. This is consistent with the way the Group manages itself and with the format of the Group's internal financial reporting.

CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the process of applying the Group's accounting policies, management has made a number of judgements. Estimates and assumptions concerning the future are also made by the Group. These are continually evaluated and are based on historical experience and other factors that are considered to be relevant. The resulting accounting estimates will, by definition, seldom equal the related actual results.

The key assumptions concerning the future and other key sources of estimation uncertainty and judgements at the balance sheet date that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are as follows:

GOODWILL

The Group reviews the carrying values of its goodwill balances by carrying out impairment tests at least on an annual basis. These tests require estimates to be made of the value in use of its CGUs which are dependent on estimates of future cash flows and long-term growth rates of the CGUs. The carrying amount of goodwill at 31 December 2008 was £184.0m (2007 – £114.3m). Further details on these estimates are set out in Note 13.

FAIR VALUE OF INTANGIBLE ASSETS ACQUIRED ON ACQUISITION

On acquisition of a business, the Group reviews the potential for recognising intangible assets and to date has recognised amounts in respect of customer relationships acquired. The fair values of these intangible assets are dependent on estimates of attributable future revenues, profitability and cash flows. The carrying amount at 31 December 2008 of intangible assets in respect of customer relationships acquired was £15.7m (2007 – £10.7m).

INCOME TAXES

In determining the Group provisions for income tax and deferred tax it is necessary to consider transactions in a small number of key tax jurisdictions for which the ultimate tax determination is uncertain. To the extent that the final outcome differs from the tax that has been provided, adjustments will be made to income tax and deferred tax provisions held in the period the determination is made. The carrying amount of net current tax and deferred tax liabilities at 31 December 2008 was £8.0m (2007 – £9.0m) and £8.4m (2007 – £3.2m), respectively. Further details on these estimates are set out in Notes 10 and 22.

RETIREMENT BENEFIT OBLIGATIONS

The asset or liability recognised in respect of retirement benefit obligations is dependent on a number of estimates including those relating to mortality, inflation, salary increases, expected return on plan assets and the rate at which liabilities are discounted. Any change in these assumptions would impact the retirement benefit obligation recognised. The carrying amount of retirement benefit obligations at 31 December 2008 was a liability of £51.2m (2007 – £36.3m). Further details on these estimates are set out in Note 36.

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3. REVENUE

An analysis of the Group's revenue is as follows:

	Year ended 2008 £m	Year ended 2007 £m
Sale of goods	551.2	459.3
Revenue from construction contracts	11.2	11.4
Total	562.4	470.7

4. BUSINESS AND GEOGRAPHICAL SEGMENTS

BUSINESS SEGMENTS

Segment information for revenue, operating profit and a reconciliation to entity net profit is presented below.

	Aerospace Year ended 2008 £m	Flexonics Year ended 2008 £m	Eliminations/ central costs Year ended 2008 £m	Total Year ended 2008 £m	Aerospace Year ended 2007 £m	Flexonics Year ended 2007 £m	Eliminations/ central costs Year ended 2007 £m	Total Year ended 2007 £m
External revenue	312.4	250.0	–	562.4	245.9	224.8	–	470.7
Inter-segment revenue	0.5	0.1	(0.6)	–	0.3	0.2	(0.5)	–
Total revenue	312.9	250.1	(0.6)	562.4	246.2	225.0	(0.5)	470.7
Adjusted operating profit (see Note 9)	44.3	25.9	(5.7)	64.5	33.4	17.4	(5.8)	45.0
Loss on sale of fixed assets	–	–	–	–	(0.3)	(0.4)	–	(0.7)
Release of provision from previous acquisition	–	–	–	–	–	0.5	–	0.5
Amortisation of intangible assets from acquisitions	(4.7)	–	–	(4.7)	(3.3)	–	–	(3.3)
Operating profit	39.6	25.9	(5.7)	59.8	29.8	17.5	(5.8)	41.5
Investment income				2.7				1.0
Finance costs				(11.2)				(8.2)
Profit before tax				51.3				34.3
Tax				(12.1)				(6.4)
Profit after tax				39.2				27.9

Segment information for assets, liabilities, additions to property, plant and equipment and intangible assets and depreciation and amortisation is presented below.

	Assets Year ended 2008 £m	Liabilities Year ended 2008 £m	Additions to PPE and intangibles Year ended 2008 £m	Depreciation and amortisation Year ended 2008 £m	Assets Year ended 2007 £m	Liabilities Year ended 2007 £m	Additions to PPE and intangibles Year ended 2007 £m	Depreciation and amortisation Year ended 2007 £m
Aerospace	374.4	56.8	17.1	13.8	237.4	35.4	10.9	10.1
Flexonics	156.1	53.0	7.4	9.5	140.5	47.7	8.5	7.7
Sub total continuing operations	530.5	109.8	24.5	23.3	377.9	83.1	19.4	17.8
Unallocated corporate amounts	18.9	263.4	–	0.1	15.2	160.1	0.1	0.1
Total	549.4	373.2	24.5	23.4	393.1	243.2	19.5	17.9

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4. BUSINESS AND GEOGRAPHICAL SEGMENTS continued

GEOGRAPHICAL SEGMENTS

The Group's operations are principally located in North America and Europe.

The following table provides an analysis of the Group's sales by geographical market, irrespective of the origin of the goods/services. The carrying values of segment assets and additions to property, plant and equipment and intangible assets, are analysed by the geographical area in which the assets are located.

	Sales revenue Year ended 2008 £m	Segment assets Year ended 2008 £m	Additions to PPE and intangibles Year ended 2008 £m	Sales revenue Year ended 2007 £m	Segment assets Year ended 2007 £m	Additions to PPE and intangibles Year ended 2007 £m
North America	338.4	376.1	16.2	267.3	235.8	13.1
UK	55.8	63.2	1.1	50.3	61.4	1.7
Rest of Europe	128.7	71.8	5.6	115.5	58.7	3.4
Rest of World	39.5	19.4	1.6	37.6	22.0	1.2
Sub total continuing operations	562.4	530.5	24.5	470.7	377.9	19.4
Unallocated corporate amounts	–	18.9	–	–	15.2	0.1
Total	562.4	549.4	24.5	470.7	393.1	19.5

The carrying values of segment assets all relate to continuing operations.

5. TRADING PROFIT AND PROFIT FOR THE PERIOD

Trading profit for continuing operations can be analysed as follows:

	Year ended 2008 £m	Year ended 2007 £m
Revenue	562.4	470.7
Cost of sales	(427.9)	(369.0)
Gross profit	134.5	101.7
Distribution costs	(3.5)	(3.7)
Administrative expenses	(71.2)	(55.8)
Trading profit	59.8	42.2

Profit for the period has been arrived at after charging/(crediting):

	Year ended 2008 £m	Year ended 2007 £m
Net foreign exchange losses/(gains)	1.4	(0.6)
Research and development costs	8.6	8.2
Depreciation of property, plant and equipment	18.1	14.1
Amortisation of intangible assets included in administration expenses	5.3	3.8
Cost of inventories recognised as expense	427.9	369.0
Net change in carrying amount of allowance for doubtful receivables	(0.1)	(0.1)
Staff costs (see Note 6)	162.4	139.5
Auditors' remuneration for audit services (see below)	0.6	0.6

All research and development costs were expensed during the year.

Amounts payable to Deloitte LLP and their associates by the Company and its subsidiary undertakings in respect of non-audit services were £0.2m (2007 – £0.2m).

Auditors' remuneration for audit services to the Company was £0.1m (2007 – £0.1m).

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5. TRADING PROFIT AND PROFIT FOR THE PERIOD continued

A more detailed analysis of auditors' remuneration on a worldwide basis is provided below:

	£m	2008 %	£m	2007 %
Audit services				
– statutory audit	0.6	75	0.6	75
	0.6	75	0.6	75
Non-audit services				
– tax compliance services	0.1	12	0.1	12
– tax advisory services	0.1	13	0.1	13
	0.2	25	0.2	25
	0.8	100	0.8	100

A description of the work of the Audit Committee is set out on pages 26 and 27 and includes an explanation of how auditor objectivity and independence is safeguarded when non-audit services are provided by the auditors.

6. STAFF COSTS

The average monthly number of employees (including Directors) was:

	Group Year ended 2008 Number	Group Year ended 2007 Number	Company Year ended 2008 Number	Company Year ended 2007 Number
Production	4,984	4,903	–	–
Distribution	61	61	–	–
Sales	309	287	–	–
Administration	468	433	19	18
	5,822	5,684	19	18

	Year ended 2008 £m	Year ended 2007 £m	Year ended 2008 £m	Year ended 2007 £m
Their aggregate remuneration comprised:				
Wages and salaries	139.2	118.6	2.0	1.9
Social security costs	17.1	14.4	0.2	0.2
Other pension costs – defined contribution (see Note 36a)	3.4	2.8	–	–
Other pension costs – defined benefit (see Note 36e)	1.8	2.2	0.2	0.2
Share-based payments	0.9	1.5	0.4	0.5
	162.4	139.5	2.8	2.8

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7. INVESTMENT INCOME

	Year ended 2008 £m	Year ended 2007 £m
Interest on bank deposits	0.4	0.3
Foreign currency derivatives	2.1	0.6
Others	0.2	0.1
Total income	2.7	1.0

The Company earned investment income of £7.5m (2007 – £9.6m) on financial assets all of which relate to the "Loans and receivables" category.

8. FINANCE COSTS

	Year ended 2008 £m	Year ended 2007 £m
Interest on bank overdrafts and loans	3.1	3.0
Interest on other loans	6.1	4.3
Foreign currency derivatives	0.2	–
Interest on obligations under finance leases	0.1	0.1
Net finance cost of retirement benefit obligations (Note 36e)	1.7	0.8
Total finance costs	11.2	8.2

The Company incurred finance costs of £8.9m (2007 – £7.3m) on financial liabilities all of which relate to the "Other financial liabilities" category.

9. ADJUSTED OPERATING PROFIT AND ADJUSTED PROFIT BEFORE TAX

The provision of adjusted operating profit and adjusted profit before tax, derived in accordance with the table below, has been included to identify the performance of operations, from the time of acquisition or until the time of disposal, prior to the impact of gains or losses arising from the sale of fixed assets, release of a provision from a previous acquisition and amortisation of intangible assets acquired on acquisitions.

	Year ended 2008 £m	Year ended 2007 £m
Operating profit	59.8	41.5
Loss on sale of fixed assets	–	0.7
Release of provision from previous acquisition	–	(0.5)
Amortisation of intangible assets from acquisitions	4.7	3.3
Adjustments to operating profit	4.7	3.5
Adjusted operating profit	64.5	45.0
Profit before tax	51.3	34.3
Adjustments to profit as above before tax	4.7	3.5
Adjusted profit before tax	56.0	37.8

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10. TAX CHARGE

	Year ended 2008 £m	Year ended 2007 £m
Current tax:		
UK Corporation Tax	–	–
Foreign tax	9.8	5.6
Adjustments in respect of prior periods	(0.2)	(0.1)
	9.6	5.5
Deferred tax (Note 22):		
Current year	3.6	1.9
Adjustments in respect of prior periods	(1.1)	(1.0)
	2.5	0.9
	12.1	6.4
Attributable to:		
Continuing operations	12.1	6.4

With effect from 1 April 2008, the UK Corporation Tax rate was reduced to 28%. This reduction has had no significant impact upon these Financial Statements and is not expected to affect the Group's effective tax rate in the foreseeable future.

UK Corporation Tax is calculated at an effective rate of 28.5% (2007 – 30%) of the estimated assessable profit for the year.

Taxation for other jurisdictions is calculated at the rates prevailing in the respective jurisdictions.

The charge for the year on profit from continuing operations can be reconciled to the profit per the Income Statement as follows:

	Year ended 2008 £m	Year ended 2008 %	Year ended 2007 £m	Year ended 2007 %
Profit before tax from continuing operations	51.3		34.3	
Tax at the UK Corporation Tax rate of 28.5% (2007 – 30%)	14.6		10.3	
Tax effect of income/expenses that are non taxable/deductible in determining taxable profit	(0.2)		(0.7)	
Tax effect of unrelieved tax losses	0.5		–	
Tax effect of movements in temporary differences not previously recognised	(1.2)		(0.9)	
Effect of different tax rates of subsidiaries operating in other jurisdictions	(0.3)		(1.2)	
Adjustments to tax charge in respect of prior periods	(1.3)		(1.1)	
Tax expense and effective tax rate for the year	12.1	23.6	6.4	18.7

In addition to the amount charged to the Income Statement, tax relating to unrealised foreign exchange gains/losses amounting to £1.0m (2007 – £0.8m) has been credited directly to equity via hedging and translation reserves (see Note 29), and tax relating to deductible temporary differences amounting to £0.5m (2007 – £1.3m credited) has been charged directly to equity via retained earnings (see Note 30).

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11. DIVIDENDS

	Year ended 2008 £m	Year ended 2007 £m
Amounts recognised as distributions to equity holders in the period:		
Final dividend for the year ended 31 December 2007 of 1.700p (2006 – 1.381p) per share	6.7	5.4
Interim dividend for the year ended 31 December 2008 of 0.900p (2007 – 0.700p) per share	3.6	2.7
	10.3	8.1
Proposed final dividend for the year ended 31 December 2008 of 1.700p (2007 – 1.700p) per share	6.8	6.6

The proposed final dividend is subject to approval by shareholders at the Annual General Meeting and has not been included as a liability in these Financial Statements.

12. EARNINGS PER SHARE

The calculation of the basic and diluted earnings per share is based on the following data:

	Year ended 2008 m	Year ended 2007 m
Number of shares		
Weighted average number of ordinary shares for the purposes of basic earnings per share	395.0	389.0
Effect of dilutive potential shares:		
Share options	6.0	9.5
Weighted average number of ordinary shares for the purposes of diluted earnings per share	401.0	398.5

	Year ended 2008		Year ended 2007	
	Earnings £m	EPS pence	Earnings £m	EPS pence
Earnings and earnings per share				
Profit for the period	39.2	9.92	27.9	7.17
Adjust:				
Loss on sale of fixed assets net of tax of £nil (2007 – £0.3m)	–	–	0.4	0.10
Release of provision from acquisition net of tax of £nil (2007 – £0.2m)	–	–	(0.3)	(0.08)
Amortisation of intangible assets from acquisitions net of tax of £1.9m (2007 – £1.3m)	2.8	0.71	2.0	0.52
Adjusted earnings after tax	42.0	10.63	30.0	7.71
Earnings per share				
– basic		9.92p		7.17p
– diluted		9.78p		7.00p
– adjusted		10.63p		7.71p
– adjusted and diluted		10.47p		7.53p

The effect of dilutive shares on the earnings for the purposes of diluted earnings per share is £nil (2007 – £nil).

The denominators used for all basic, diluted and adjusted earnings per share are as detailed in the "Number of shares" table above.

The provision of an adjusted earnings per share, derived in accordance with the table above, has been included to identify the performance of operations, from the time of acquisition or until the time of disposal, prior to the impact of the following items:

- gains or losses arising from the sale of fixed assets
- release of provision from previous acquisition
- amortisation of intangible assets acquired on acquisitions.

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13. GOODWILL

	Group Year ended 2008 £m	Group Year ended 2007 £m
COST		
At 1 January	114.3	111.0
Exchange differences	39.8	(0.4)
Recognised on acquisition of subsidiaries	29.8	4.1
Other changes	0.1	(0.4)
At 31 December	184.0	114.3
ACCUMULATED IMPAIRMENT LOSSES		
At 1 January and at 31 December	-	-
CARRYING AMOUNT AT 31 DECEMBER	184.0	114.3

The amount shown for other changes in 2008 represents an increase in respect of Absolute Manufacturing acquired in December 2007, and in 2007 represents a reduction in the deferred consideration payable in respect of Sterling Machine, upon expiry of the warranty period in January 2008.

Goodwill acquired in a business combination is allocated, at acquisition, to the cash-generating units ("CGUs") that are expected to benefit from that business combination. As noted in the OFR on pages 10 to 23, the Aerospace Division consists of 14 operating companies and the Flexonics Division consists of 11 operating companies. Each of these operating companies is considered an individual CGU. Goodwill has been allocated to 15 of these individual CGUs – 10 in Aerospace and 5 in Flexonics. The table below highlights the carrying amount of goodwill allocated to the CGUs that are considered significant in comparison with the total carrying amount of goodwill. Where the carrying amount of goodwill allocated to a CGU is individually not considered significant, it is aggregated in the table below. The carrying amount of goodwill of the aggregated Aerospace CGUs is considered significant and the recoverable amounts for these units are based on some of the same key assumptions.

	Group Year ended 2008 £m	Group Year ended 2007 £m
Aerospace		
– Capo Industries	40.9	-
– AMT	37.4	27.1
– Jet Products	17.9	13.0
– Sterling Machine	14.5	10.5
– BWT	15.0	15.0
– Bird Bellows	12.0	12.0
– Other Aerospace CGUs	17.2	14.9
	154.9	92.5
Flexonics		
– Pathway	18.7	13.5
– Other Flexonics CGUs	10.4	8.3
	29.1	21.8
Total	184.0	114.3

The Group tests goodwill annually for impairment, or more frequently if there are indications that goodwill might be impaired. The 2008 goodwill impairment review was undertaken as at 31 December 2008. The recoverable amounts of all the CGUs are determined from value in use calculations. The calculations for all the CGUs use cash flow forecasts derived from the most recent financial budgets and visions per individual unit, as approved by management for the next three years; a detailed budget covers the next financial year which is supplemented by forecasts of performance for the two years after that. These forecasts have been revised further, where appropriate, to take account of the current economic environment, resulting in more conservative estimates about the future. This includes revising volumes in line with updated guidance from our customers, but also includes a reduction in capital expenditure levels and incorporates anticipated savings from headcount reductions and other cost control measures as set out in the OFR on pages 10 to 23. Cash flows thereafter have been extrapolated based on estimated growth rates. These growth rates do not exceed the long-term average growth rates for the relevant markets. The cash flow forecasts for each CGU have also been adjusted to reflect risks specific to each CGU. The pre-tax rate used to discount the forecast cash flows for all CGUs is 10.3%. This is based on the Group's weighted average pre-tax cost of capital and is the measurement used by management in assessing investment appraisals.

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13. GOODWILL continued

The key assumptions used in the value in use calculations for all Aerospace CGUs are the forecast build rates for aircraft, forecast gross margins and long-term average growth rates. Forecast build rates for aircraft are in line with guidance available at the time from manufacturers such as Boeing and Airbus and have since been adjusted further for more recent market updates from these manufacturers. Forecast gross margins are set individually by each CGU and reflect past experience, notably the most recently achieved margins, but also factor in expected efficiency improvements to counteract inflationary increases in underlying costs. They are also adjusted to incorporate anticipated savings from headcount reductions and other cost control measures implemented in light of the current economic environment. Cash flows extrapolated beyond the initial forecast period of three years are based on growth rates of 2.5% per annum which does not exceed the long-term average growth rate forecasts for the Aerospace market as included in market outlooks from Boeing and Airbus. For Capo Industries, which was acquired during the year, the initial forecast period is expanded a further two years to reflect the medium-term plan of management, with cash flows beyond this term being extrapolated based on growth rates of 2.5% per annum as noted above. Management believes that any reasonably possible change in any of these key assumptions would not cause the carrying amount of Capo Industries, AMT, Jet Products, Sterling Machine, BWT, Bird Bellows and all other aggregated Aerospace CGUs to exceed the recoverable amount of those units and aggregated units, respectively.

The key assumptions used in the value in use calculations for Pathway are the forecast orders and forecast gross margins. Forecast orders are based on the orders secured and quote activity at the time of setting the budget and also reflect past experience with build up of orders and quote success rates. Forecast gross margins reflect past experience, notably the most recently achieved margins, but also factor in expected efficiency improvements to counteract inflationary increases in underlying costs. They are also adjusted to incorporate anticipated savings from headcount reductions and other cost control measures implemented in light of the current economic environment. Cash flows extrapolated beyond the initial forecast period of three years are based on growth rates of 1.5% per annum which does not exceed the long-term average growth rate forecasts for power generation and energy markets as noted by the International Energy Agency. Management believes that any reasonable possible change in the key assumptions on which Pathway's recoverable amount is based would not cause Pathway's carrying amount to exceed its recoverable amount.

No significant goodwill is associated with CGUs operating in land vehicle markets where, as noted in the OFR, the Group experienced a contraction in demand in the latter part of 2008. With the exception of the military and defence business within Aerospace, which to date has had limited exposure to the current economic conditions, the potential for impairment losses in the future associated with CGUs has increased.

No impairment charges were recognised in 2008 (2007 – £nil).

14. OTHER INTANGIBLE ASSETS

	Group Year ended 2008	Group Year ended 2008	Group Year ended 2008	Group Year ended 2007	Group Year ended 2007	Group Year ended 2007	Company Year ended 2008	Company Year ended 2007
	Customer relationships £m	Computer software £m	Total £m	Customer relationships £m	Computer software £m	Total £m	Computer software £m	Computer software £m
COST								
At 1 January	15.2	5.5	20.7	15.2	4.9	20.1	0.1	0.1
Additions	–	0.7	0.7	–	0.5	0.5	–	–
Acquired on acquisition of subsidiaries	5.1	–	5.1	0.2	–	0.2	–	–
Disposals	–	–	–	–	–	–	–	–
Exchange differences	7.7	2.2	9.9	(0.2)	0.1	(0.1)	–	–
At 31 December	28.0	8.4	36.4	15.2	5.5	20.7	0.1	0.1
AMORTISATION								
At 1 January	4.5	4.3	8.8	1.2	3.8	5.0	0.1	0.1
Charge for the year	4.7	0.6	5.3	3.3	0.5	3.8	–	–
Disposals	–	–	–	–	–	–	–	–
Exchange differences	3.1	1.6	4.7	–	–	–	–	–
At 31 December	12.3	6.5	18.8	4.5	4.3	8.8	0.1	0.1
CARRYING AMOUNT AT 31 DECEMBER	15.7	1.9	17.6	10.7	1.2	11.9	–	–

The carrying amount of the Group's customer relationships includes an amount of £9.8m (2007 – £9.6m) and £5.7m (2007 – £nil) in respect of customer contracts acquired as part of the acquisitions of AMT in 2006 and Capo Industries in 2008, respectively. These are to be amortised over the next 2.8 years (2007 – 3.8 years) and 4.0 years, respectively.

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15. INVESTMENTS IN SUBSIDIARIES

A list of the significant investments in subsidiaries, including the name, country of incorporation, and proportion of ownership interest is given on page 82.

	Company Year ended 2008 £m	Company Year ended 2007 £m
At 1 January	179.0	111.8
Additional investment in subsidiaries	–	87.0
Impairment of investment in subsidiaries	–	(19.8)
At 31 December	179.0	179.0

In 2007 additional investment in subsidiaries included £87.0m recapitalisation of subsidiary by means of the capitalisation of part of an interest bearing loan due from the subsidiary.

16. PROPERTY, PLANT AND EQUIPMENT**A) GROUP**

	Year ended 2008 Freehold land and buildings £m	Year ended 2008 Leasehold land and buildings £m	Year ended 2008 Plant and equipment £m	Year ended 2008 Total £m	Year ended 2007 Freehold land and buildings £m	Year ended 2007 Leasehold land and buildings £m	Year ended 2007 Plant and equipment £m	Year ended 2007 Total £m
COST OR VALUATION								
At 1 January	46.6	1.4	193.4	241.4	43.2	1.4	179.9	224.5
Additions	3.5	0.2	20.1	23.8	2.2	–	16.8	19.0
Acquired on acquisition	0.5	–	5.7	6.2	–	–	2.0	2.0
Exchange differences	15.6	0.4	63.4	79.4	1.2	–	3.5	4.7
Disposals	(0.9)	–	(8.0)	(8.9)	–	–	(8.8)	(8.8)
At 31 December	65.3	2.0	274.6	341.9	46.6	1.4	193.4	241.4
ACCUMULATED DEPRECIATION AND IMPAIRMENT								
At 1 January	10.7	0.9	136.2	147.8	9.4	0.9	126.6	136.9
Charge for the year	1.4	0.1	16.6	18.1	1.0	–	13.1	14.1
Exchange differences	3.4	0.3	42.2	45.9	0.3	–	2.7	3.0
Eliminated on disposals	(0.5)	–	(7.8)	(8.3)	–	–	(6.2)	(6.2)
At 31 December	15.0	1.3	187.2	203.5	10.7	0.9	136.2	147.8
CARRYING AMOUNT AT 31 DECEMBER	50.3	0.7	87.4	138.4	35.9	0.5	57.2	93.6

The carrying amount of the Group's land and buildings and plant and equipment includes an amount of £2.6m (2007 – £2.0m) in respect of assets held under finance leases.

Some land and buildings were revalued in 1988 and this valuation has been treated as the deemed cost under IFRS 1.

At 31 December 2008, the Group had entered into contractual commitments for the acquisition of property, plant and equipment amounting to £5.8m (2007 – £5.7m).

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16. PROPERTY, PLANT AND EQUIPMENT continued

B) COMPANY

	Year ended 2008 Plant and equipment £m	Year ended 2007 Plant and equipment £m
COST		
At 1 January	0.5	0.5
Additions	–	0.1
Disposals	(0.1)	(0.1)
At 31 December	0.4	0.5
ACCUMULATED DEPRECIATION		
At 1 January	0.3	0.3
Charge for the year	0.1	0.1
Eliminated on disposals	(0.1)	(0.1)
At 31 December	0.3	0.3
CARRYING AMOUNT AT 31 DECEMBER	0.1	0.2

17. INVENTORIES

	Group Year ended 2008 £m	Group Year ended 2007 £m
Raw materials	33.2	28.1
Work-in-progress	45.2	37.2
Finished goods	21.2	14.1
	99.6	79.4

An amount of £0.9m (2007 – £0.9m) has been charged in respect of inventory write-downs.

18. CONSTRUCTION CONTRACTS

	Group Year ended 2008 £m	Group Year ended 2007 £m
Contracts in progress at 31 December:		
Amounts due from contract customers included in current assets	1.5	2.9
Amounts due to contract customers included in trade and other payables	–	–
	1.5	2.9
Current costs incurred plus recognised profits less recognised losses to date	11.2	11.4
Less: progress billings	(9.7)	(8.5)
	1.5	2.9

At 31 December 2008, retentions held by customers for contract work amounted to £0.4m (2007 – £0.4m). Advances received from customers for contract work amounted to £nil (2007 – £nil).

At 31 December 2008, amounts of £nil (2007 – £0.2m) included in trade and other receivables and arising from construction contracts are due for settlement after more than 12 months.

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19. TRADE AND OTHER RECEIVABLES

Trade and other receivables at 31 December comprise the following:

	Group Year ended 2008 £m	Group Year ended 2007 £m	Company Year ended 2008 £m	Company Year ended 2007 £m
Non-current assets				
Deferred consideration on disposal of Hose operations	2.5	2.5	–	–
Trade receivables	–	0.2	–	–
Other receivables	0.8	0.8	–	–
Due from subsidiaries	–	–	48.2	75.0
	3.3	3.5	48.2	75.0
Current assets				
Trade receivables	83.4	70.8	–	–
Current tax recoverable	0.6	0.8	2.6	1.0
Value added tax	1.0	0.8	0.1	0.1
Currency derivatives	0.4	0.8	7.2	0.3
Prepayments and accrued income	6.9	4.5	1.0	0.8
Other receivables	0.4	0.9	0.4	0.7
Deferred consideration on disposal of Hose operations	–	0.1	–	–
Due from subsidiaries	–	–	47.0	2.1
	92.7	78.7	58.3	5.0
Total trade and other receivables	96.0	82.2	106.5	80.0

CREDIT RISK

The Group's principal financial assets are bank balances and cash, and trade receivables, which represent the Group's maximum exposure to credit risk in relation to financial assets. The credit risk on liquid funds and derivative financial instruments is limited because the counterparties are banks with high credit ratings assigned by international credit rating agencies.

The Group's credit risk is primarily attributable to its trade receivables. The amounts presented in the Balance Sheet are net of allowances for doubtful receivables. There are no other credit or impairment losses for other classes of financial assets.

Further disclosures on credit risk are included in the OFR on pages 10 to 23.

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19. TRADE AND OTHER RECEIVABLES continued

The average credit period taken on sales of goods is 59 days. An allowance has been made for estimated irrecoverable amounts from the sale of goods of £1.9m (2007 – £2.0m). In determining the recoverability of trade receivables, the Group considers any change in the credit quality of the trade receivable from the date credit was initially granted up to the reporting date. The Group has no significant concentration of credit risk, with exposure spread over a large number of counterparties and customers. Accordingly, the Directors believe that there is no further credit provision risk required in excess of the allowance for doubtful receivables.

	Group Year ended 2008 £m	Group Year ended 2007 £
Movements in allowance for doubtful receivables:		
At 1 January	2.0	2.1
Provision for impairment	1.2	0.5
Amounts written off as uncollectible	(0.2)	(0.3)
Amounts recovered	(1.5)	(0.3)
Exchange differences	0.4	–
At 31 December	1.9	2.0
Ageing analysis of past due but not impaired trade receivables:		
Up to 30 days past due	9.3	9.9
31 to 60 days past due	2.4	2.0
61 to 90 days past due	1.0	0.6
91 to 180 days past due	0.8	0.4
Total past due but not impaired	13.5	12.9
Not past due	69.9	58.1
Total trade receivables	83.4	71.0
Less: non current trade receivables	–	(0.2)
Current trade receivables	83.4	70.8

There are no items past due in any other class of financial assets except for trade receivables.

The Directors consider that the carrying amount of trade and other receivables approximates their fair value. The maximum exposure to credit risk at the reporting date is the fair value of each class of receivable above. The Group does not hold any collateral as security.

For the Company, the carrying amount of amounts due from subsidiaries approximates their fair value. There are no past due or impaired receivable balances (2007 – £nil).

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20. BANK OVERDRAFTS AND LOANS

	Group Year ended 2008 £m	Group Year ended 2007 £m	Company Year ended 2008 £m	Company Year ended 2007 £m
Bank overdrafts	1.2	3.8	1.4	1.3
Bank loans	20.2	25.0	10.6	25.0
Other loans	129.4	71.0	128.5	70.4
	150.8	99.8	140.5	96.7

The borrowings are repayable as follows:

On demand or within one year	1.2	41.5	1.4	39.0
In the second year	–	–	–	–
In the third to fifth years inclusive	20.2	25.0	10.6	25.0
After five years	129.4	33.3	128.5	32.7
	150.8	99.8	140.5	96.7

Less: amount due for settlement within 12 months
(shown under current liabilities)

	(1.2)	(41.5)	(1.4)	(39.0)
Amount due for settlement after 12 months	149.6	58.3	139.1	57.7

ANALYSIS OF BORROWINGS BY CURRENCY:

31 December 2008

	Total £m	Sterling £m	Euros £m	US dollars £m	Others £m
Bank overdrafts	1.2	–	0.9	–	0.3
Bank loans	20.2	18.6	1.6	–	–
Other loans	129.4	–	0.9	128.5	–
	150.8	18.6	3.4	128.5	0.3

An analysis of the Company's borrowings is as follows: Bank overdrafts Sterling £1.4m, Bank loans Euros £1.6m and Sterling £9.0m and Other loans US dollars £128.5m.

31 December 2007

	Total £m	Sterling £m	Euros £m	US dollars £m	Others £m
Bank overdrafts	3.8	–	0.6	3.0	0.2
Bank loans	25.0	21.0	4.0	–	–
Other loans	71.0	–	0.6	70.4	–
	99.8	21.0	5.2	73.4	0.2

An analysis of the Company's borrowings is as follows: Bank overdrafts Sterling £1.3m, Bank loans Euros £4.0m and Sterling £21.0m and Other loans US dollars £70.4m.

The weighted average interest rates paid were as follows:

	Year ended 2008 %	Year ended 2007 %
Bank overdrafts	5.40	6.03
Bank loans	4.76	6.15
Other loans	6.46	6.23

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20. BANK OVERDRAFTS AND LOANS continued

Bank loans and overdrafts of £21.4m (2007 – £28.8m) are arranged at floating rates, thus exposing the Group to cash flow interest rate risk. Other borrowings are mainly arranged at fixed interest rates and expose the Group to fair value interest rate risk. Interest rate swaps of £10.2m had been taken out at the end of 2006 to convert interest from floating rates to fixed rates with an effective start date of April 2007. This swap was cancelled in October 2007. No interest rate swaps had been taken out since then.

The Directors estimate the fair value of the Group's borrowings to be as follows:

	Group Year ended 2008 £m	Group Year ended 2007 £m	Company Year ended 2008 £m	Company Year ended 2007 £m
Bank overdrafts	1.2	3.8	1.4	1.3
Bank loans	20.2	25.0	10.6	25.0
Other loans	121.2	71.1	120.3	70.5
	142.6	99.9	132.3	96.8

The fair value of Other loans has been determined by applying a make-whole calculation using the prevailing treasury bill yields plus the applicable credit spread for the Group.

The other principal features of the Group's borrowings are as follows:

Bank overdrafts are repayable on demand. The effective interest rates on bank overdrafts are determined based on appropriate LIBOR rates plus applicable margin.

The Group's and the Company's main loans are unsecured guaranteed loan notes in the US private placement market and revolving credit facilities.

- Loan notes of \$120m, 2008 £83.3m (2007 – £nil) were taken out in October 2008. Notes of \$25m carry interest at the rate of 6.42% and are due for repayment in October 2015. Notes of \$75m carry interest at the rate of 6.84% and are due for repayment in October 2018. Notes of \$20m carry interest at the rate of 6.94% and are due for repayment in October 2020.
- Loan notes of \$30m, 2008 £20.8m (2007 – £15.1m) were taken out in January 2007 and are due for repayment in January 2017. The loan notes carry interest at the rate of 5.85% per annum.
- Loan notes of \$35m, 2008 £24.4m (2007 – £17.6m) were taken out in October 2007 and are due for repayment in October 2014. The loan notes carry interest at the rate of 5.93% per annum.
- Loan notes of \$75m, 2008 £nil (2007 – £37.7m) were taken out in October 1998 and were repaid in October 2008. The loan notes carried interest at the rate of 6.52% per annum.

The Group also has two revolving credit facilities: a committed £80m syndicated multi-currency facility maturing in July 2012 and a committed \$23m single bank (£16.0m) facility maturing in August 2011. As at 31 December 2008, £20.2m was drawn by the Group under the first facility, comprising £18.6m and €1.7m (£1.6m). As at 31 December 2008, £10.6m was drawn by the Company under the first facility, comprising £9.0m and €1.7m (£1.6m). As at 31 December 2007, £25.0m was drawn by the Group and the Company under the first facility, comprising £21.0m and €5.5m (£4.0m).

The \$23m (£16.0m) facility existed at 31 December 2007, and the maturity has been extended from August 2010 to August 2011. There were no amounts drawn under this facility as at 31 December 2008. As at 31 December 2007 \$6m (£3.0m) was drawn under this facility.

In January 2008, a new £20m bilateral 364 day facility, with an option to extend by one year, was established with the Group's principal UK clearing bankers. The facility was cancelled in October 2008 following the raising of the \$120m loan notes.

As at 31 December 2008, the Group had available £75.8m (2007 – £63.5m) of undrawn committed borrowing facilities in respect of which all conditions precedent had been met.

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21. FINANCIAL INSTRUMENTS

Disclosures on capital and financial risk management and related sensitivity analyses are included in the OFR on pages 10 to 23.

CATEGORIES OF FINANCIAL INSTRUMENTS

	Group Year ended 2008 £m	Group Year ended 2007 £m	Company Year ended 2008 £m	Company Year ended 2007 £m
Carrying value of financial assets:				
Cash and cash equivalents	11.9	8.7	1.1	1.0
Deferred consideration receivable	2.5	2.6	–	–
Trade receivables	83.4	71.0	–	–
Other receivables	1.2	1.7	0.4	0.7
Due from subsidiaries	–	–	95.2	77.1
Loans and receivables at amortised cost	99.0	84.0	96.7	78.8
Currency derivatives used for hedging	0.4	0.8	–	0.3
Currency derivatives at fair value through profit and loss	–	–	7.2	–
Total financial assets	99.4	84.8	103.9	79.1
Carrying value of financial liabilities:				
Bank overdrafts and loans	150.8	99.8	140.5	96.7
Obligations under finance leases	1.7	1.5	–	–
Trade payables	49.2	47.8	0.3	0.4
Other payables	53.4	36.1	3.5	2.9
Due to subsidiaries	–	–	–	3.5
Other financial liabilities at amortised cost	255.1	185.2	144.3	103.5
Currency derivatives used for hedging	41.2	2.5	–	–
Currency derivatives at fair value through profit and loss	0.1	–	0.1	–
Total financial liabilities	296.4	187.7	144.4	103.5
Undiscounted contractual maturity of other financial liabilities:				
Amounts payable:				
On demand or within one year	132.8	155.4	24.1	75.5
In the second to fifth years inclusive	35.7	9.5	33.2	7.7
After five years	161.2	39.2	160.9	38.7
	329.7	204.1	218.2	121.9
Less: future finance charges	(74.6)	(18.9)	(73.9)	(18.4)
Other financial liabilities at amortised cost	255.1	185.2	144.3	103.5

Amounts drawn under the committed syndicated multi-currency facility are shown as payable within one year in the above contractual maturity analysis. However, the facility matures in 2012. The carrying amount is a reasonable approximation of fair value for the financial assets and liabilities noted above except for bank overdrafts and loans, disclosure of which are included within Note 20.

An ageing analysis of trade, deferred consideration and other receivables is as disclosed within Note 19.

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21. FINANCIAL INSTRUMENTS continued

FORWARD FOREIGN EXCHANGE CONTRACTS

The Group enters into forward foreign exchange contracts to hedge the exchange risk arising on the operation's trading activities in foreign currencies and on the Group's net investments outside the UK. At the balance sheet date, total notional amounts and fair values of outstanding forward foreign exchange contracts that the Group and the Company have committed are given below:

	Group Year ended 2008 £m	Group Year ended 2007 £m	Company Year ended 2008 £m	Company Year ended 2007 £m
Notional amounts:				
Foreign exchange contracts – cash flow hedges	57.9	61.6	–	21.0
Foreign exchange contracts – net investment hedges	140.9	118.9	–	–
Foreign exchange contracts – held for trading	1.4	–	49.3	–
Total	200.2	180.5	49.3	21.0
Less: amounts maturing within 12 months	(187.4)	(175.0)	(49.3)	(21.0)
Amounts maturing after 12 months	12.8	5.5	–	–
Contractual maturity:				
Cash flow hedges balances due within one year:				
Outflow	42.7	54.4	–	20.7
Inflow	39.6	55.3	–	21.0
Cash flow hedges balances due between one and two years:				
Outflow	12.6	5.1	–	–
Inflow	11.3	5.0	–	–
Cash flow hedges balances due between two and three years:				
Outflow	0.2	–	–	–
Inflow	0.2	–	–	–
Net investment hedges balances due within one year:				
Outflow	140.9	118.9	–	–
Inflow	109.4	117.4	–	–
Held for trading balances due within one year:				
Outflow	1.4	–	42.1	–
Inflow	1.3	–	49.2	–
Fair values:				
Foreign exchange contracts – cash flow hedges	(7.8)	0.5	–	0.3
Foreign exchange contracts – net investment hedges	(31.8)	(1.9)	–	–
Foreign exchange contracts – held for trading	(0.1)	–	7.1	–
Total (liability)/asset	(39.7)	(1.4)	7.1	0.3

These fair values are based on market values of equivalent instruments at the balance sheet date, comprising £1.6m (2007 – £1.1m) assets included in trade and other receivables, of which £1.2m (2007 – £0.3m) is within prepayments and accrued income, and £41.3m (2007 – £2.5m) is included in trade and other payables. The fair value of currency derivatives that are designated and effective as cash flow hedges amounting to £6.3m loss (2007 – £0.2m gain) has been deferred in equity. The fair values for the Company comprise £7.2m (2007 – £0.3m) assets included in trade and other receivables and £0.1m (2007 – £nil) included in trade and other payables.

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21. FINANCIAL INSTRUMENTS continued

An amount of £3.2m loss (2007 – £0.4m gain) has been transferred to the Income Statement in respect of contracts which matured during the period. There was no ineffectiveness to be recorded from foreign exchange cash flow hedges and net investment hedges. A loss of £0.1m (2007 – £nil) has been recognised in the Income Statement in respect of foreign exchange contracts held for trading. For the Company, a net gain of £10.6m (2007 – £nil) has been recognised in its Income Statement in respect of foreign exchange contracts held for trading.

Most of the hedged forecast transactions denominated in foreign currency are expected to occur at various dates during the next 15 months. However, there are a few forecast transactions that are expected to occur at various dates between the next 15 months and two years. Amounts deferred in equity are recognised in the Income Statement in the same period in which the hedged item effect net profit or loss, which is generally within 12 months from the balance sheet date.

INTEREST RATE SWAP CONTRACTS

The Group and Company use interest rate swaps as appropriate to mitigate the risk of rising interest rates and balance the structure between fixed and variable debt. The interest rate swap entered into in 2006 was closed-out as of 22 October 2007 and no further swaps have been entered into since. The interest rate swap was settled on a quarterly basis and the difference between fixed and floating interest was settled on a net basis. The interest rate swap was designated and effective as a cash flow hedge. The interest swaps and interest on the loan occurred simultaneously and the amount deferred in equity was recognised in profit and loss over the period. No amounts were charged against hedged interest payments in 2008 (2007 – £nil).

22. DEFERRED TAX LIABILITIES AND ASSETS

The following are the major deferred tax liabilities and (assets) recognised by the Group and movements thereon during the current and prior reporting period:

	Accelerated tax depreciation £m	Unrealised FX gains £m	Goodwill amortisation £m	Retirement benefit obligations £m	Other temporary differences £m	Tax losses £m	Total £m
At 1 January 2007	7.0	2.6	2.7	(0.5)	(5.4)	(3.2)	3.2
Charge/(credit) to income	0.6	–	0.5	–	(0.9)	0.7	0.9
Credit to equity	–	–	–	–	(1.3)	–	(1.3)
Exchange differences	0.3	0.2	(0.1)	(0.1)	0.3	(0.2)	0.4
At 1 January 2008	7.9	2.8	3.1	(0.6)	(7.3)	(2.7)	3.2
Charge/(credit) to income	1.7	–	1.6	0.2	(1.2)	0.2	2.5
Charge to equity	–	–	–	–	1.9	–	1.9
Exchange differences	3.3	–	1.7	(0.1)	(3.3)	(0.8)	0.8
As 31 December 2008	12.9	2.8	6.4	(0.5)	(9.9)	(3.3)	8.4

Certain deferred tax assets and liabilities have been offset. The following is the analysis of the deferred tax balances (after offset) for financial reporting purposes:

	Group Year ended 2008 £m	Group Year ended 2007 £m
Deferred tax liabilities	8.8	3.3
Deferred tax assets	(0.4)	(0.1)
	8.4	3.2

At the balance sheet date, the Group has unused tax losses of £26.0m (2007 – £23.1m) available for offset against future profits. A deferred tax asset has been recognised in respect of £10.3m (2007 – £9.3m) of such losses. No deferred tax asset has been recognised in respect of the remaining £15.7m (2007 – £13.8m) due to the unpredictability of future profit streams. Included in unrecognised tax losses are losses of £0.4m (2007 – £2.0m) that will expire within five years (2007 – seven years). Other losses may be carried forward indefinitely.

At the balance sheet date, the aggregate amount of temporary differences associated with undistributed earnings of subsidiaries for which deferred tax liabilities have not been recognised was £225.5m (2007 – £175.3m). No liability has been recognised in respect of these differences because the Group is in a position to control the timing of the reversal of the temporary differences and it is probable that such differences will not reverse in the foreseeable future.

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22. DEFERRED TAX LIABILITIES AND ASSETS continued

In addition, at the balance sheet date, the Group has deductible temporary differences, for which no deferred tax asset has been recognised, in respect of retirement benefit obligations of £47.1m (2007 – £32.9m), share-based payments of £0.6m (2007 – £4.2m), accelerated book depreciation of £4.4m (2007 – £3.7m) and other temporary differences of £8.9m (2007 – £0.8m). The Company has deductible temporary differences, for which no deferred tax asset has been recognised, in respect of retirement benefit obligations of £37.3m (2007 – £30.5m), share-based payments of £0.3m (2007 – £2.8m), accelerated book depreciation of £0.5m (2007 – £0.5m) and other temporary differences of £1.0m (2007 – £1.0m). Deferred tax assets have not been recognised in respect of these differences due to the unpredictability of both the timing of the reversal of these temporary differences and of the future profit streams in the entities concerned.

At the balance sheet date, the Group and Company have £5.0m (2007 – £5.0m) of surplus ACT previously written off, for which no deferred tax asset has been recognised as it is unlikely to be recovered in the foreseeable future due to the anticipated ongoing level of dividend payments and UK earnings. The Group also has £14.4m (2007 – £14.4m) of unused capital losses available for offset against future capital gains for which no deferred tax asset has been recognised as no such capital gains are anticipated to arise in the foreseeable future. The Company has £15.6m (2007 – £15.6m) of such unused capital losses.

23. OBLIGATIONS UNDER FINANCE LEASES

	Minimum lease payments		Present value of minimum lease payments	
	Group Year ended 2008 £m	Group Year ended 2007 £m	Group Year ended 2008 £m	Group Year ended 2007 £m
Amounts payable under finance leases:				
Within one year	0.3	0.3	0.2	0.2
In the second to fifth years inclusive	1.5	1.1	1.2	0.8
After five years	0.3	0.5	0.3	0.5
	2.1	1.9	1.7	1.5
Less: future finance charges	(0.4)	(0.4)	–	–
Present value of lease obligations	1.7	1.5	1.7	1.5
Less: amount due for settlement within 12 months (shown under current liabilities)			(0.2)	(0.2)
Amount due for settlement after 12 months			1.5	1.3

It is the Group's policy to lease certain of its buildings and fixtures and equipment under finance leases. The most significant lease, representing approximately 76% (2007 – 78%) of the Group's obligations, expires in 2014. For the year ended 31 December 2008, the average effective borrowing rate was 6.2% (2007 – 6.2%). Interest rates are fixed at the contract date. All leases are on a fixed repayment basis and no arrangements have been entered into for contingent rental payments.

The fair value of the Group's lease obligations approximates their carrying amount.

The Group's obligations under finance leases are secured by the lessors' charges over the leased assets.

An analysis of the present value of lease obligations by currency is as follows: Euros £1.3m (2007 – £1.2m) and US dollars £0.4m (2007 – £0.3m).

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24. TRADE AND OTHER PAYABLES

Trade and other payables at 31 December comprise the following:

	Group Year ended 2008 £m	Group Year ended 2007 £m	Company Year ended 2008 £m	Company Year ended 2007 £m
Non-current liabilities				
Due to subsidiaries	–	–	–	3.5
	–	–	–	3.5
Current liabilities				
Trade payables	49.2	47.8	0.3	0.4
Social security and PAYE	7.1	5.4	0.1	0.1
Value Added Tax	0.8	0.7	–	–
Currency derivatives	41.3	2.5	0.1	–
Other payables and accruals	53.4	36.1	3.5	2.9
	151.8	92.5	4.0	3.4
	151.8	92.5	4.0	6.9

The Directors consider that the carrying amount of trade payables approximates to their fair value.

The average credit period taken for trade purchases is 56 days.

25. ISSUED SHARE CAPITAL

	Group and Company	
	Year ended 2008 £m	Year ended 2007 £m
Authorised:		
500 million ordinary shares of 10p each	50.0	50.0
Issued and fully paid:		
398.3 million ordinary shares of 10p each	39.8	39.1

At 31 December 2007, the issued and fully paid up share capital was 390.8 million ordinary shares of 10p each.

5,842,117 shares were issued during 2008 at an average price of 22.06p per share under share option plans raising £1.3m. 1,676,231 shares were issued during 2008 under the 2005 Long Term Incentive Plan.

The Company has one class of ordinary shares which carry no right to fixed income.

26. SHARE PREMIUM ACCOUNT

	Group and Company	
	Year ended 2008 £m	Year ended 2007 £m
Balance at 1 January	11.3	11.2
Movement in year	0.7	0.1
Balance at 31 December	12.0	11.3

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27. EQUITY RESERVE

	Group and Company	
	Year ended 2008	Year ended 2007
	£m	£m
Balance at 1 January	1.6	0.8
Transfer to retained earnings reserve	(0.7)	–
Movement in year	0.8	0.8
Balance at 31 December	1.7	1.6

The transfer to retained earnings reserve is in respect of equity-settled share-based payments that vested during the year.

The movement in the year includes £0.9m (2007 – £0.8m) in respect of the share-based payment charge for the year, and £0.1m (2007 – £nil) release in respect of the shares issued in the year under the 2005 Long Term Incentive Plan.

28. DISTRIBUTABLE RESERVE

	Group and Company	
	Year ended 2008	Year ended 2007
	£m	£m
Balance at 1 January	19.4	19.4
Movement in year	–	–
Balance at 31 December	19.4	19.4

This reserve represents additional distributable reserves.

29. HEDGING AND TRANSLATION RESERVES

A) GROUP

	Hedging reserve Year ended 2008	Translation reserve Year ended 2008	Total Year ended 2008	Hedging reserve Year ended 2007	Translation reserve Year ended 2007	Total Year ended 2007
	£m	£m	£m	£m	£m	£m
Balance at 1 January	(1.2)	(3.2)	(4.4)	1.3	(7.2)	(5.9)
Exchange differences on translation of overseas operations	–	59.9	59.9	–	3.2	3.2
Change in fair value of hedging derivatives	(50.2)	–	(50.2)	(2.5)	–	(2.5)
Tax on items taken directly to equity	–	1.0	1.0	–	0.8	0.8
Balance at 31 December	(51.4)	57.7	6.3	(1.2)	(3.2)	(4.4)

B) COMPANY

	Hedging reserve Year ended 2008	Translation reserve Year ended 2008	Total Year ended 2008	Hedging reserve Year ended 2007	Translation reserve Year ended 2007	Total Year ended 2007
	£m	£m	£m	£m	£m	£m
Balance at 1 January	0.3	(0.9)	(0.6)	(0.2)	(0.4)	(0.6)
Exchange differences on translation	–	0.6	0.6	–	(0.5)	(0.5)
Change in fair value of hedging derivatives	(0.3)	–	(0.3)	0.5	–	0.5
Balance at 31 December	–	(0.3)	(0.3)	0.3	(0.9)	(0.6)

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30. RETAINED EARNINGS

	Group Year ended 2008 £m	Group Year ended 2007 £m	Company Year ended 2008 £m	Company Year ended 2007 £m
Balance at 1 January	84.3	64.0	56.7	65.4
Dividends paid	(10.3)	(8.1)	(10.3)	(8.1)
Net profit/(loss) for the year	39.2	27.9	(3.4)	1.1
Pension actuarial loss	(15.0)	(0.8)	(10.0)	(1.7)
Transfer from equity reserve	0.7	–	0.7	–
Tax on deductible temporary differences	(0.5)	1.3	–	–
Balance at 31 December	98.4	84.3	33.7	56.7

In accordance with Section 230 of the Companies Act 1985, the Company has not presented its own Income Statement.

31. OWN SHARES

	Group and Company	
	Year ended 2008 £m	Year ended 2007 £m
Balance at 1 January	1.4	1.4
Movement in the year	–	–
Balance at 31 December	1.4	1.4

The own shares reserve represents the cost of shares purchased in the market and held by the Senior plc Employee Benefit Trust to satisfy options under the Group's share option schemes (see Note 35).

32. ACQUISITIONS**A) CAPO INDUSTRIES, INC.**

On 25 January 2008, the Group acquired 100% of the issued share capital of Capo Industries, Inc. ("Capo Industries"), a manufacturer of highly engineered, complex super-alloy components primarily for the aero-engine market, based in Chino near Los Angeles, California, USA. The cash consideration was £44.6m, including costs, of which £0.5m is payable in 2009. The acquisition was funded by the Group's existing debt facilities and a new £20.0m short-term facility.

Set out below is a summary of the net assets acquired and details of the fair value adjustments translated at the acquisition date exchange rate:

	Carrying values pre-acquisition £m	Fair value £m
Intangible assets	–	5.1
Property, plant and equipment	5.4	6.2
Inventories	3.8	3.8
Trade and other receivables	1.9	1.9
Trade and other payables	(2.2)	(2.2)
Net assets acquired	8.9	14.8
Goodwill		29.8
Total consideration		44.6
Consideration satisfied by:		
Cash		44.0
Directly attributable costs		0.1
Net cash outflow		44.1
Deferred consideration		0.5
Total consideration		44.6

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32. ACQUISITIONS continued

The intangible assets acquired as part of the acquisition relate to customer contracts, the fair value of which is dependent on estimates of attributable future revenues, profitability and cash flows. The excess of the total consideration over the fair value of the net assets acquired is recognised as goodwill and represents the premium paid in anticipation of future profitability from assets that are not capable of being separately identified and separately recognised such as the assembled workforce.

Capo Industries contributed £19.9m revenue and £2.6m (before £0.3m inventory mark-up) to the Group's operating profit from the date of acquisition to 31 December 2008.

If the above acquisition had been completed on 1 January 2008, Group revenue for the year ended 2008 would have been £563.7m and Group operating profit would have been £59.9m.

B) ABSOLUTE MANUFACTURING, INC.

On 10 December 2007, the Group acquired 100% of the issued share capital of Absolute Manufacturing, Inc., a manufacturer of precision machined parts principally for the aerospace industry, based in Arlington, Washington State, USA. The cash consideration was £7.0m, including costs. The acquisition was funded by the Group's existing debt facilities.

Set out below is a summary of the net assets acquired and details of the fair value adjustments translated at the acquisition date exchange rate:

	Carrying values pre-acquisition £m	Fair value £m
Intangible assets	0.6	0.2
Property, plant and equipment	1.4	2.0
Inventories	0.9	0.9
Trade and other receivables	0.3	0.3
Trade and other payables	(0.2)	(0.6)
Net assets acquired	3.0	2.8
Goodwill		4.2
Total consideration		7.0
Consideration satisfied by:		
Cash paid		6.9
Directly attributable costs		0.1
Net cash outflow arising on acquisition		7.0

Goodwill of £4.1m was recognised in the Financial Statements for the year ended 31 December 2007, based on provisional fair values allocated to the net assets. Completion of the fair value exercise has resulted in an increase in goodwill of £0.1m.

The intangible assets acquired as part of the acquisition relate to customer contracts, the fair value of which is dependent on estimates of attributable future revenues, profitability and cash flows. The excess of the total consideration over the fair value of the net assets acquired is recognised as goodwill and represents the premium paid in anticipation of future profitability from assets that are not capable of being separately identified and separately recognised such as the assembled workforce.

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33. NOTES TO THE CASH FLOW STATEMENT**A) RECONCILIATION OF OPERATING PROFIT TO NET CASH FROM OPERATING ACTIVITIES**

	Group Year ended 2008 £m	Group Year ended 2007 £m	Company Year ended 2008 £m	Company Year ended 2007 £m
Operating profit/(loss) from continuing operations	59.8	41.5	(3.4)	(3.7)
Adjustments for:				
Depreciation of property, plant and equipment	18.1	14.1	0.1	0.1
Amortisation of intangible assets	5.3	3.8	–	–
Share options	0.9	1.5	0.4	0.5
Loss on disposal of property, plant and equipment	–	0.7	–	–
Release of provision from previous acquisition	–	(0.5)	–	–
Pension payments in excess of service cost	(5.2)	(3.0)	(5.0)	(2.8)
Operating cash flows before movements in working capital	78.9	58.1	(7.9)	(5.9)
Decrease/(increase) in inventories	7.6	(8.7)	–	–
Decrease/(increase) in receivables	10.0	(10.0)	0.3	(0.2)
(Decrease)/increase in payables	(5.4)	8.4	(0.4)	0.2
Decrease/(increase) in receivables from subsidiaries	–	–	0.7	(0.3)
Working capital currency movements	0.8	0.7	–	–
Cash generated by operations	91.9	48.5	(7.3)	(6.2)
Income taxes(paid)/received	(8.8)	(6.2)	1.1	1.7
Interest paid	(8.5)	(7.0)	(8.1)	(6.8)
Net cash from/(used in) operating activities	74.6	35.3	(14.3)	(11.3)
Cash and cash equivalents comprise:				
Cash	11.9	8.7	1.1	1.0
Bank overdrafts	(1.2)	(3.8)	(1.4)	(1.3)
Total	10.7	4.9	(0.3)	(0.3)

Cash and cash equivalents held by the Group and the Company (which are presented as a single class of assets on the face of the Balance Sheets) comprise cash at bank and other short-term highly liquid investments with a maturity of three months or less. The Directors consider that the carrying amount of cash and cash equivalents approximates their fair value.

B) FREE CASH FLOW

Free cash flow, a non-statutory item, highlights the total net cash generated by the Group prior to corporate activity such as acquisitions, disposals, financing and transactions with shareholders. It is derived as follows:

	Group Year ended 2008 £m	Group Year ended 2007 £m
Net cash from operating activities	74.6	35.3
Interest received	1.7	0.8
Proceeds on disposal of property, plant and equipment	0.6	1.9
Purchases of property, plant and equipment – cash	(23.8)	(19.0)
Purchase of intangible assets	(0.7)	(0.5)
Free cash flow	52.4	18.5

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33. NOTES TO THE CASH FLOW STATEMENT continued

C) ANALYSIS OF GROUP NET DEBT

	At 1 January 2008 £m	Cash flow £m	Exchange movement £m	At 31 December 2008 £m
Cash	8.7	1.0	2.2	11.9
Overdrafts	(3.8)	3.1	(0.5)	(1.2)
Cash and cash equivalents	4.9	4.1	1.7	10.7
Debt due within one year	(37.7)	42.7	(5.0)	–
Debt due after one year	(58.3)	(60.2)	(31.1)	(149.6)
Finance leases	(1.5)	0.2	(0.4)	(1.7)
Forward exchange contract losses	(2.2)	13.0	(44.7)	(33.9)
Total	(94.8)	(0.2)	(79.5)	(174.5)

The forward exchange contract losses shown above are reported as £33.9m (2007 – £2.7m) in current liabilities within trade and other payables and £nil (2007 – £0.5m) in current assets within trade and other receivables.

34. OPERATING LEASE ARRANGEMENTS

THE GROUP AND THE COMPANY AS LESSEE

	Group Year ended 2008 £m	Group Year ended 2007 £m	Company Year ended 2008 £m	Company Year ended 2007 £m
Minimum lease payments under operating leases recognised in the Consolidated Income Statement for the year	5.1	4.4	0.2	0.2

At 31 December, the Group and the Company had outstanding commitments for future minimum lease payments under non-cancellable operating leases, which fall due as follows:

	Group Year ended 2008 £m	Group Year ended 2007 £m	Company Year ended 2008 £m	Company Year ended 2007 £m
Within one year	5.2	3.9	0.2	0.2
In the second to fifth years inclusive	15.7	11.0	0.4	0.6
After five years	11.7	9.8	–	–
	32.6	24.7	0.6	0.8

Operating lease payments principally represent rentals payable by the Group for certain of its manufacturing properties. The leases with the three largest outstanding commitments, representing 59% (2007 – 54%) of the Group's commitment, respectively expire in 2018 (with rentals fixed for 4.5 years), in 2026 (with rentals fixed for three years) and in 2009 (with a 10 year extension presently being negotiated).

The Company has guaranteed £1.4m (2007 – £1.4m) of annual lease commitments of certain current and previous subsidiary entities.

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35. SHARE-BASED PAYMENTS

The Group recognised total expenses of £0.9m (2007 – £1.5m) related to share-based payments, of which £0.9m (2007 – £0.8m) related to equity-settled share-based payments, and £nil (2007 – £0.5m) related to social security costs on share-based payments. At 31 December 2008, the Group had a liability of £0.1m (2007 – £0.9m) arising from share-based payments of which £0.1m (2007 – £0.7m) related to social security costs. The Company recognised total expenses of £0.4m (2007 – £0.5m) related to equity-settled share-based payments. At 31 December 2008 the Company had a liability of £nil (2007 – £0.4m) related to social security costs.

The disclosures below are in respect of both Group and Company.

A) 1999 EXECUTIVE SHARE OPTION PLAN**EQUITY-SETTLED SHARE OPTION PLANS**

Under the 1999 Executive Share Option Plan, options normally only became exercisable if the Group's adjusted earnings per share grew by not less than 4% per annum compound above the growth in the UK Retail Price Index (RPI) over a period of three or more financial years commencing in January of the year of grant. They lapse if not exercised within six years of the date of grant. Options are exercisable at a price equal to the average of the closing mid-market price of the Company's shares in the three days prior to the date of grant. The 1999 Plan is closed for new awards. The following options were outstanding as at 31 December 2008 and 2007:

	Year ended 2008		Year ended 2007	
	Number of share options	Weighted average exercise price	Number of share options	Weighted average exercise price
Outstanding at 1 January	5,830,853	21.97p	6,578,113	23.10p
Granted	–	–	–	–
Exercised	(5,590,959)	21.97p	–	–
Forfeited	–	–	(138,201)	21.97p
Expired	–	–	(609,059)	34.12p
Outstanding at 31 December	239,894	–	5,830,853	21.97p
Exercisable at 31 December	239,894	21.97p	5,830,853	21.97p

The weighted average share price at the date of exercise for share options exercised during the period was 97.42p (2007 – nil).

The options outstanding at 31 December 2008 had an exercise price of 21.97p per share, and a weighted average remaining contractual life of 0.2 years. The options outstanding at 31 December 2007 had an exercise price of 21.97p per share, and a weighted average remaining contractual life of 1.2 years.

CASH-SETTLED SHARE OPTION PLANS

Under the 1999 Executive Share Option Plan, shadow options were granted to certain employees. These are subject to the same general terms and conditions as the above equity-settled options, however, on exercise the holder is entitled to receive an amount equal to the difference between the exercise price and the then market value of the shares in relation to which the shadow option is exercised. No shadow options were granted during the year, however 249,864 shadow share options were exercised under the 1999 Executive Share Option Plan during 2008.

The weighted average share price at the date of exercise for share options exercised during the period was 95.15p (2007 – nil). There were no shadow share options outstanding at 31 December 2008. Shadow share options outstanding at 31 December 2007 of 249,864 shares had an exercise price of 21.97p, and a weighted average remaining contractual life of 1.2 years.

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35. SHARE-BASED PAYMENTS continued**B) 2005 LONG TERM INCENTIVE PLAN**

1,598,123 and 217,821 shares were awarded under the 2005 Long Term Incentive Plan on 13 March 2008 and 2 April 2008 respectively. Awards under this plan have a three year vesting period, subject to earnings per share (EPS) and total shareholder return (TSR) performance conditions being met. Half the awards have an attaching performance target for EPS growth over the three year performance period of at least 5% per annum above the RPI. The other half of the awards begin to vest if the Company's TSR falls in the top half of a comparator group at the end of the three year performance period. Vesting levels increase with higher performance. The awards are settled by delivering shares to the participants.

The estimated fair values for the awards granted in the year with EPS conditions are 88.10p and 93.50p per share, which are essentially the closing share prices the day preceding the date of grant of 95.00p and 101.00p per share less an allowance for dividends foregone over the three year vesting period. The estimated fair values for the awards granted in the year with TSR conditions are 45.30p and 48.10p per share, reflecting an adjustment of 51% to the fair value of the awards with EPS conditions due to the stringent TSR condition.

These fair values were calculated by applying a binomial option pricing model. This model incorporates a technique called "bootstrapping", which models the impact of the TSR condition. The model inputs at the date of grant were the share prices of 95.00p and 101.00p respectively, a risk-free interest rate of 3.9% per annum, expected volatility of 35.0% per annum, net dividend yield of 2.5% per annum, and the performance conditions as noted above. Expected volatility was determined by calculating the historical volatility of the Company's share price over the previous three years.

The following share awards were outstanding as at 31 December 2008 and 2007:

	Year ended 2008	Year ended 2007
	Number of shares	Number of shares
Outstanding at 1 January	4,045,048	2,926,698
Granted	1,815,944	1,200,549
Exercised	(1,676,231)	–
Forfeited	(122,351)	(82,199)
Outstanding at 31 December	4,062,410	4,045,048

C) SAVINGS-RELATED SHARE OPTION PLAN

The Company operates a Savings-Related Share Option Plan for eligible employees across the Group. There are no performance criteria for this arrangement and options are issued to all participants in accordance with the HM Revenue & Customs rules for such savings plans. No such options have been awarded since 2 April 2007.

The following options were outstanding as at 31 December 2008 and 2007:

	Year ended 2008		Year ended 2007	
	Number of share options	Weighted average exercise price	Number of share options	Weighted average exercise price
Outstanding at 1 January	2,207,693	73.21p	1,151,484	24.87p
Granted	–	–	2,116,900	79.50p
Exercised	(251,158)	24.18p	(866,018)	24.97p
Forfeited	(418,690)	79.50p	(185,393)	71.83p
Expired	–	–	(9,280)	39.99p
Outstanding at 31 December	1,537,845	79.50p	2,207,693	73.21p
Exercisable at 31 December	–	–	250,530	24.04p

The weighted average share price at the date of exercise for share options exercised during the period was 96.95p (2007 – 104.71p). The options outstanding at 31 December 2008 had an exercise price of 79.50p per share, and a weighted average remaining contractual life of 2.0 years. The options outstanding at 31 December 2007 had exercise prices ranging from 24.04p to 79.50p per share, and a weighted average remaining contractual life of 2.2 years.

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36. RETIREMENT BENEFIT SCHEMES

The Group operates a number of pension plans in the UK, North America and Europe. These include both defined contribution arrangements and defined benefit arrangements. The largest defined benefit arrangement for the Group and Company, the Senior plc Pension Plan, is a funded scheme in the UK, providing benefits based on final pensionable emoluments for the employees of the Group and Company. This plan was closed to new employees from April 2008. The latest full actuarial valuation was carried out as at 6 April 2007 and, for the purposes of accounting under IAS 19, this valuation has been rolled forward to 31 December 2008.

In addition, the Group operates two defined benefit schemes in the USA. Separate disclosure is made for the funded UK and US defined benefit arrangements. In both the UK and the USA the assets of funded schemes are held in separate trustee administered funds managed by independent financial institutions and have pension costs assessed by consulting actuaries using the projected unit method. The Trustees are required to act in the best interests of the plans' beneficiaries. For the Senior plc Pension Plan in the UK, the Trustee is Senior Trustee Limited. The appointment of the Directors to the Board is determined by the plan's Trust documentation. There is a policy that at least one-third of all Directors should be nominated by members of the plan. Currently there are two member nominated Directors and four Directors that have been nominated by the Company, of which the Chairman and one other Director are viewed as independent. The investment strategy for the plan is decided locally by the Trustees. The primary investment objective is for the plan to be able to meet benefit payments as they fall due. This objective is implemented by setting strategic asset allocations using a "horizon based" approach. Under this approach, all benefit cash flows expected to fall in the next 11 years (the horizon period) are met by investment in low risk assets such as fixed interest and index-linked bonds. Cash flows after the horizon period are met by investment in more volatile assets which are expected to deliver a higher return (than bonds) in the longer term. In setting this strategy, the Trustees consider a wide range of asset classes, the risk and rewards of a number of possible asset allocation options, the sustainability of each asset class within each strategy, and the need for appropriate diversification between different asset classes. The Trustees continue to review their investment strategy and have also implemented a switching mechanism to secure any outperformance of equities relative to bonds, by selling equities to buy bonds.

The Group also has a small number of unfunded post-retirement plans, including a closed healthcare scheme in the US. Separate disclosure is provided for these arrangements.

a) Defined Contribution Schemes

The Group has a number of different defined contribution and government sponsored arrangements in place in the countries in which it operates. None of these are individually material to the Group and the aggregate cost of such schemes for the period was £3.4m (2007 – £2.8m).

b) Defined Benefit Schemes

The amount included in the Balance Sheet arising from the Group's obligations in respect of its defined benefit schemes is set out below. The Company's defined benefit scheme obligations are set out in the "UK plans funded" column below.

	31 December 2008				31 December 2007			
	UK plans funded £m	US plans funded £m	Unfunded plans £m	Total £m	UK plans funded £m	US plans funded £m	Unfunded plans £m	Total £m
Present value of defined benefit obligations	(162.8)	(31.1)	(4.6)	(198.5)	(172.8)	(21.3)	(3.8)	(197.9)
Fair value of plan assets	125.5	21.8	–	147.3	142.3	19.3	–	161.6
Plan deficit per Balance Sheet	(37.3)	(9.3)	(4.6)	(51.2)	(30.5)	(2.0)	(3.8)	(36.3)

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36. RETIREMENT BENEFIT SCHEMES continued

c) Movements in the present value of defined benefit obligations were as follows:

	31 December 2008				31 December 2007			
	UK plans funded	US plans funded	Unfunded plans	Total	UK plans funded	US plans funded	Unfunded plans	Total
	£m	£m	£m	£m	£m	£m	£m	£m
At 1 January	172.8	21.3	3.8	197.9	172.1	21.8	3.5	197.4
Current service costs	1.2	0.5	0.1	1.8	1.4	0.5	0.3	2.2
Interest cost	10.1	1.4	0.1	11.6	9.0	1.2	0.2	10.4
Contributions by plan participants	0.7	–	–	0.7	0.7	–	–	0.7
Actuarial (gains)/losses	(14.9)	0.3	(0.5)	(15.1)	(3.5)	(1.1)	(0.2)	(4.8)
Benefits paid	(7.1)	(0.9)	(0.2)	(8.2)	(6.9)	(0.8)	(0.3)	(8.0)
Exchange differences	–	8.5	1.3	9.8	–	(0.3)	0.3	–
At 31 December	162.8	31.1	4.6	198.5	172.8	21.3	3.8	197.9

d) Movements in the fair value of plan assets were as follows:

	31 December 2008				31 December 2007			
	UK plans funded	US plans funded	Unfunded plans	Total	UK plans funded	US plans funded	Unfunded plans	Total
	£m	£m	£m	£m	£m	£m	£m	£m
At 1 January	142.3	19.3	–	161.6	141.3	18.6	–	159.9
Expected return on plan assets	8.3	1.6	–	9.9	8.2	1.4	–	9.6
Actuarial (losses)/gains	(24.9)	(5.2)	–	(30.1)	(5.2)	(0.4)	–	(5.6)
Contributions from employer	6.2	0.6	–	6.8	4.2	0.7	–	4.9
Contributions by plan participants	0.7	–	–	0.7	0.7	–	–	0.7
Benefits paid	(7.1)	(0.9)	–	(8.0)	(6.9)	(0.8)	–	(7.7)
Exchange differences	–	6.4	–	6.4	–	(0.2)	–	(0.2)
At 31 December	125.5	21.8	–	147.3	142.3	19.3	–	161.6

e) Amounts recognised in income in respect of these defined benefit schemes are as follows:

	31 December 2008				31 December 2007			
	UK plans funded	US plans funded	Unfunded plans	Total	UK plans funded	US plans funded	Unfunded plans	Total
	£m	£m	£m	£m	£m	£m	£m	£m
Current service cost included within operating profit	1.2	0.5	0.1	1.8	1.4	0.5	0.3	2.2
Interest cost	10.1	1.4	0.1	11.6	9.0	1.2	0.2	10.4
Expected return on plan assets	(8.3)	(1.6)	–	(9.9)	(8.2)	(1.4)	–	(9.6)
Included within finance costs	1.8	(0.2)	0.1	1.7	0.8	(0.2)	0.2	0.8
	3.0	0.3	0.2	3.5	2.2	0.3	0.5	3.0

Of the current service cost for the year, £1.0m (2007 – £1.3m) has been included in cost of sales, and £0.8m (2007 – £0.9m) has been included in administrative expenses.

Actuarial losses of £15.0m (2007 – £0.8m) have been recognised in the Statements of Recognised Income and Expense. The cumulative amount of actuarial losses recognised in the Statement of Recognised Income and Expense as at 31 December 2008 is £16.9m (2007 – £1.9m).

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36. RETIREMENT BENEFIT SCHEMES continued

f) Assets and assumptions in funded plans

	UK plans funded		US plans funded	
	2008 £m	2007 £m	2008 £m	2007 £m
Fair value of plan assets				
Equities and active currency	53.9	75.7	7.6	13.5
Bonds	47.3	13.7	13.8	5.5
Gilts	24.2	52.8	–	–
Properties and other	0.1	0.1	0.4	0.3
Total	125.5	142.3	21.8	19.3
Actual return on plan assets	(16.6)	3.0	(3.6)	1.0
Major assumptions (per annum %)				
Inflation	2.8%	3.2%	n/a	n/a
Increase in salaries	3.8%	4.2%	4.0%	4.0%
Increase in pensions	2.7%	3.1%	0.0%	0.0%
Increase in deferred pensions	2.8%	3.2%	0.0%	0.0%
Rate used to discount plan liabilities	6.4%	5.9%	6.1%	6.2%
Expected return on assets at 31 December	5.1%	5.8%	7.5%	8.0%
Life expectancy of a male aged 65 in 2008	20.8	20.8	17.7	17.7
Life expectancy of a male aged 65 in 2028	21.9	21.9	17.7	17.7

Benefits under the US funded plans are not linked to inflation.

The expected rate of return on assets is calculated as a weighted average rate of return on each asset class. Where such rates are not available in the market, the expected rate of return for each asset class is calculated by giving consideration to inflation, the risk-free rate of return (based on government gilts/securities), and the risk premium (expected return in excess of the risk-free rate). The market provides implied forecasts of both the inflation rate and the risk-free rate. The risk premium is based primarily on historical data adjusted to reflect any systemic changes that have occurred in the relevant markets.

For the UK plan, the expected return on each asset class is as follows:

	2008 %	2007 %
Equities and active currency	6.6	7.4
Bonds	4.5	4.5
Gilts	3.1	3.9
Total	5.1	5.8

For the UK plan, the estimated impact on the plan deficit at 31 December 2008 for changes in assumptions is as follows:

	Increase in plan deficit £m
0.5% decrease in the discount rate	13.0
One year increase in life expectancy	4.0
0.5% increase in inflation	8.5

For the UK plan, the Group has agreed with the Trustees to fund the plan deficit over a 10 year period. The estimated amounts of contributions expected to be paid during 2009 to the UK plan is £6.3m (£4.9m of which is additional to normal contributions to fund the past service deficit) and to the USA funded plans is £2.3m (£1.3m of which is discretionary).

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36. RETIREMENT BENEFIT SCHEMES continued

g) Other post-retirement liabilities

This balance comprises an unfunded German pension plan £2.7m (2007 – £2.4m), unfunded closed pension and post-retirement healthcare plans in the USA £0.5m (2007 – £0.4m) and provision for post-retirement payments in France of £1.4m (2007 – £1.0m).

The closed pension and post-retirement healthcare plans in the US have been valued on a projected unit method with the following assumptions: discount rate 6.1%, and annual healthcare cost trend rate of 8.7%, reducing to 4.5% in 2028. The effect of a 1% increase or decrease in the healthcare cost trend rate is negligible to the Group's results. The German plan has been subject to formal actuarial valuation on a projected unit method with the following assumptions: discount rate 6.3%, salary growth 2.0% and inflation 1.5%. In France, the provision arises from a legal obligation to make payments to retirees in the first two years post-retirement. Hence, it is not subject to discounting to the same extent as the other longer term post-retirement liabilities.

h) History of experience gains and losses

	2008	2007	2006	2005	2004
	£m	£m	£m	£m	£m
UK plan funded					
Present value of defined benefit obligations	(162.8)	(172.8)	(172.1)	(165.7)	(150.9)
Fair value of plan assets	125.5	142.3	141.3	134.4	117.2
Plan deficit	(37.3)	(30.5)	(30.8)	(31.3)	(33.7)
Experience gain/(loss) on plan liabilities	0.1	12.8	(2.2)	0.3	6.1
Experience (loss)/gain on plan assets	(24.9)	(5.2)	0.7	11.1	1.8
US plan funded					
Present value of defined benefit obligations	(31.1)	(21.3)	(21.8)	(23.2)	(19.8)
Fair value of plan assets	21.8	19.3	18.6	18.3	15.6
Plan deficit	(9.3)	(2.0)	(3.2)	(4.9)	(4.2)
Experience gain/(loss) on plan liabilities	0.1	0.3	0.1	(0.1)	(0.8)
Experience (loss)/gain on plan assets	(5.2)	(0.4)	1.4	(0.1)	(0.3)
Unfunded plans					
Present value of defined benefit obligations	(4.6)	(3.8)	(3.5)	(3.7)	(3.5)
Fair value of plan assets	–	–	–	–	–
Plan deficit	(4.6)	(3.8)	(3.5)	(3.7)	(3.5)
Experience gain/(loss) on plan liabilities	–	–	–	–	–

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37. RELATED PARTY TRANSACTIONS

Transactions between the Company and its subsidiaries, which are related parties, are set out below. These eliminate on consolidation.

	Year ended 2008 £m	Year ended 2007 £m
TRANSACTIONS IN YEAR		
Management charges	0.5	0.3
Pension recharges	0.2	0.3
Dividends receivable	–	21.5
Gains on foreign exchange contracts held for trading	10.7	–
Interest receivable	7.5	9.5
Interest payable	(0.4)	(0.2)
BALANCES AT YEAR-END		
Investments in subsidiaries	179.0	179.0
Amounts due from subsidiaries	95.2	77.2
Fair value of currency derivative assets	7.2	–
Amounts due to subsidiaries	–	3.5

The management and interest charges are made on terms equivalent to those that prevail in arm's length transactions.

The remuneration of the Directors, who are the key management personnel of the Group, is set out in the Remuneration Report on pages 28 to 35.