Baldwin UV Limited (formerly Nordson UV Limited)

Report and Financial Statements

30 June 2010

Company number 1197368

Baldwin UV Limited (formerly Nordson UV Limited)

Registered No 1197368

Directors

S K H Weisser
D G Nixon
M T Becker
L F Richards
P G Keogh

Secretary

Clarks Nominees Limited

Auditor

Grant Thornton UK LLP
Chartered Accountants
Statutory Auditors
Churchill House
Chalvey Road East
Slough
Berkshire
SL1 2LS

Bankers

Fortis Bank
5 Aldermanbury Square
London
EC2V 7HR

Solicitors

Clarks Legal LLP
One Forbury Square
The Forbury
Reading
RG1 3EB

Registered office

816 Leigh Road
Trading Estate
Slough
Berkshire
SL1 4BD

Directors' report

The directors present their report and financial statements for the 8 month period ended 30 June 2010

Results and dividends

The retained profit for the year, after taxation, amounted to £12,386,750 (2009 loss of £368,586) The directors do not recommend the payment of any dividends (2009 £nil)

Research and development

Research and development expenditure is incurred on the development of new products and or making improvements to existing products

Principal activities and review of the business

The company is principally engaged in the manufacture and distribution of specialised print drying equipment

The company's key financial and other performance indicators during the year were as follows

	8 months to 30 June 2010	*Year to 31 October 2009*	*Change*
	£'000	*£'000*	*%*
Turnover	3,190	5,460	-42%
Total operating profit	11,033	17	64,624%
Profit/(loss) after tax	12,386	(369)	3,456%
Dividend received	1,600	-	
Loans repayable to parent company forgiven	11,293	-	
Shareholder's funds/(deficit)	1,1684	(10,703)	116%
Current assets as % of current liabilities	145%	16%	129%
Average number of employees	39	43	-9%

The company experienced a growth in order intake during the period to 30 June 2010 and although Gross Margin percentage decreased as a result of product mix, the controls previously put in place for OPEX benefitted the overall position

The Directors are satisfied with the results, look forward to increased sales opportunities offered by the Baldwin Global network, and believe the company will return to profitability in the forthcoming year

The financial statements have been prepared on a going concern basis as the ultimate parent company, Baldwin Technology Company, Inc , has agreed to provide ongoing financial support

On 30 June 2010, 100% of the company's ordinary share capital was transferred from Nordson Corporation Inc to Baldwin Technology Company, Inc Following this transfer, the directors consider the company's ultimate parent undertaking and controlling party to be Baldwin Technology Company, Inc

On 1 July 2010 the company changed its name from Nordson UV Limited to Baldwin UV Limited

Directors' report (continued)

Principal risks and uncertainties

The company's operations expose it to a variety of financial risks that include competitive and legislative risk Senior management of the company and parent company are responsible for setting policies to monitor financial risks The principal risks and uncertainties are threefold namely -

- *Competitive risks*

The global market for specialised print drying equipment is highly competitive and the company strives to distinguish itself from its competitors The global economic crisis continues to have a major impact with customers unable to obtain finance from the banks Whilst Europe and Asia saw a slowdown in activity, in the US market there were robust sales as manufacturers added UV to their conventional presses in an attempt to improve their utilisation by sourcing UV capacity

The weakness of sterling has enabled the company to be more competitive in Asia and Europe and resulted in improved margins in the US

The management will continue their strategies of offering best in class service, delivery and after-sales support as well as investing in cost reduction and quality enhancement programmes Initiatives to attract business in the emerging markets will continue as management see these areas as major contributors to sales in the near future

- *Legislative risks*

In UK and Europe, UV equipment has to be manufactured to EU standards that are subject to continuous revision The company invests considerable sums in research and development in order to meet the changes brought about by legislation including WEEE & RoHS compliance and changing employment law

- *Credit risk*

There is a risk of financial loss to the company arising from the failure of customers to pay debts due The company manages these situations through stringent credit control procedures The directors are of the view that the risk is at an acceptable low level

Future developments

The directors aim to continue to develop lower cost feature rich versions of the traditional product range and markets whilst seeking accelerated growth from new products and markets

Directors of the company

The directors who served the company during the year were as follows

S K H Weisser - appointed 30 June 2010
D G Nixon - appointed 30 June 2010
M T Becker - appointed 2 March 2011
L F Richards - appointed 2 March 2011
P G Keogh - appointed 10 January 2011

J P Jordan - appointed 30 June 2010, resigned 16 February 2011
E P Campbell (Chairman) - resigned 30 January 2010
G Thaxton - resigned 30 June 2010
J W Ainsworth – Resigned 10 January 2011

Directors' qualifying third party indemnity provisions

The company has granted an indemnity to one or more of its directors against liability in respect of proceedings brought by third parties, subject to the conditions set out in the Companies Act 2006 Such qualifying third party indemnity provision remains in force as at the date of approving the directors' report

Directors' report (continued)

Directors' statement as to disclosure of information to the auditor

The directors who were members of the board at the time of approving the directors' report are listed on page 1 Having made enquires of fellow directors and of the company's auditor, each of these directors confirm that

- to the best of each director's knowledge and belief, there is no information relevant to the preparation of their report of which the company's auditor is not aware, and

- each director has taken all the steps a director might reasonably be expected to have taken to be aware of relevant audit information and to establish that the company's auditor is aware of that information

Auditor

Grant Thornton UK LLP have expressed willingness to continue in office In accordance with section 485(4) of the Companies Act 2006, a resolution to appoint Grant Thornton UK LLP as auditor will be put to the members at the Annual General Meeting

On behalf of the Board

D G Nixon
Director

Date 30/3/2011

Statement of directors' responsibilities in respect of the financial statements

The directors are responsible for preparing the directors' report and the financial statements in accordance with applicable law and regulations

Company law requires the directors to prepare financial statements for each financial year Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law) Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs and profit or loss of the company for that period In preparing these financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgments and estimates that are reasonable and prudent,
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements, and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act 2006 They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities

Independent auditor's report

to the shareholders of Baldwin UV Limited (formerly Nordson UV Limited)

We have audited the financial statements of Baldwin UV Limited (formerly Nordson UV Limited) for the period ended 30 June 2010 which comprise the profit and loss account, the balance sheet and the related notes The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice)

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006 Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed

Respective responsibilities of directors and auditors
As explained more fully in the Directors' Responsibilities Statement set out on page 5, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland) Those standards require us to comply with the Auditing Practices Board's (APB's) Ethical Standards for Auditors

Scope of the audit of the financial statements
A description of the scope of an audit of financial statements is provided on the APB's website at www frc org uk/apb/scope/private cfm

Opinion on financial statements
In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 30 June 2010 and of its profit for the period then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006

Opinion on other matter prescribed by the Companies Act 2006
In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements

Matters on which we are required to report by exception
We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us, or
- the financial statements are not in agreement with the accounting records and returns, or
- certain disclosures of directors' remuneration specified by law are not made, or
- we have not received all the information and explanations we require for our audit

Grant Thornton UK LLP

John Corbishley
Senior Statutory Auditor
for and on behalf of Grant Thornton UK LLP
Statutory Auditor, Chartered Accountants
Slough
Date 31/3/2011.

Profit and loss account
for the period ended 30 June 2010

	Notes	*8 months to 30 June 2010* £	*Year to 31 October 2009* £
Turnover	2	3,190,187	5,459,849
Cost of sales		(2,371,821)	(3,769,376)
Gross profit		818,366	1,690,473
Administrative expenses		(1,078,479)	(1,673,473)
Other operating income	6	11,293,008	-
Operating profit	3	11,032,895	17,000
Income from shares in group undertakings		1,600,000	-
Interest receivable and similar income	7	-	1,082
Interest payable and similar charges	8	(250,226)	(459,785)
Profit/(loss) on ordinary activities before taxation		12,382,669	(441,703)
Tax on profit/(loss) on ordinary activities	9	4,081	73,117
Profit/(loss) on ordinary activities after taxation		12,386,750	(368,586)

All of the activities of the company are classed as continuing

The company has no recognised gains and losses other than the loss for the year

The accompanying notes form part of these financial statements

Balance sheet
at 30 June 2010

	Notes	30 June 2010 £	31 October 2009 £
Fixed assets			
Tangible assets	10	410,802	454,676
Investments	11	517,541	517,541
		928,343	972,217
Current assets			
Stocks	12	1,398,706	1,120,770
Debtors	13	1,035,954	1,120,633
Cash at bank and in hand		1,046	1,235
		2,435,706	2,242,638
Creditors amounts falling due within one year	14	(1,680,109)	(13,917,665)
Net current assets/(liabilities)		755,597	(11,675,027)
Net assets/(liabilities)		1,683,940	(10,702,810)
Capital and Reserves			
Called up share capital	18	1,984,414	1,984,414
Share premium account	19	45,504	45,504
Capital redemption	19	5,600	5,600
Profit and loss account	19	(351,578)	(12,738,328)
Equity shareholders' funds/(deficit)	19	1,683,940	(10,702,810)

These financial statements were approved and authorised for issue by the directors and are signed on their behalf by

D G Nixon
Director

Date 30/3/2011
Company registration number 1197368

The accompanying notes form part of these financial statements

Notes to the financial statements

at 30 June 2010

1. Principal accounting policies

Basis of preparation

The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards The directors have reviewed the accounting policies and consider them to be the most appropriate for the company

The financial statements are prepared for the company only as the directors have elected to not prepare consolidated financial statements as the company is exempt from preparing and delivering group financial statements under section 401 of the Companies Act 2006

Fundamental accounting concept

The financial statements have been prepared on a going concern basis as the parent company, Baldwin Technology Company, Inc , has guaranteed to provide financial support to enable the company to continue to meet its obligations as they fall due for a period of at least twelve months from the date of signature of these financial statements

Cash flow statement

The company has not prepared a statement of cash flows as permitted by FRS 1 (Revised 1996) 'Cash Flow Statements' on the basis that it was a fully owned subsidiary throughout the period and the consolidated financial statements are publicly available

Tangible fixed assets

Tangible fixed assets are stated at cost less accumulated depreciation Such cost includes costs directly attributable to making the asset capable of operating as intended

Depreciation

Depreciation is provided on all tangible fixed assets, at rates calculated to write off the cost, less estimated residual value based on prices prevailing at the date of acquisition of each asset evenly over its expected useful life, as follows

Leasehold improvements	-	the shorter of 5 years or the remainder of the lease term
Plant and machinery	-	20% - 33 33%

Research and development

Pure and applied research expenditure is not capitalised and is written off in the year of expenditure through the profit and loss account There is no development expenditure that is capitalised during the year

Stocks

Stocks are stated at the lower of cost and net realisable value Cost includes all costs incurred in bringing each product to its present location and condition as follows

Raw materials	-	purchase cost on a first-in, first-out basis
Work in progress and finished goods	-	cost of direct materials and labour plus attributable overheads based on a normal level of activity

Net realisable value is based on estimated selling price less any further costs expected to be incurred to completion and disposal

Notes to the financial statements
at 30 June 2010

1. Principal accounting policies (continued)
Deferred taxation

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more, tax, with the following exception

- deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date

Revenue recognition

Revenue is recognised to the extent that the company obtains the right to consideration in exchange for its performance Revenue is measured at the fair value of the consideration received, excluding discounts, rebates, VAT and other sales taxes or duty The following criteria must also be met before revenue is recognised

Sale of goods

Revenue from the sale of goods is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer, usually on dispatch of the goods

Rendering of services

Revenue from the installation of equipment is recognised on completion of installation

Interest income

Revenue is recognised as interest accrues using the effective interest method

Foreign currencies

Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction or at the contracted rate if the transaction is covered by a forward foreign currency contract Monetary assets and liabilities denominated in foreign currencies are retranslated at the rate of exchange ruling at the balance sheet date, or if appropriate at the forward contract rate All differences are taken to the profit and loss account

Operating leases

Rentals payable under operating leases are charged in the profit and loss account on a straight line basis over the lease term

Notes to the financial statements
at 30 June 2010

1. Principal accounting policies (continued)
Pension costs and other post-retirement benefits

The company operates a defined contribution pension scheme which has an underpin that a member's benefits earned pre April 1997, for contracted staff, will not be less than a minimum guaranteed pension The contribution rates are such that the underpin is not expected to be triggered However, the existence of the underpin gives a defined benefit element to the scheme, and under FRS 17 "Retirement Benefits" this element of the scheme therefore meets the definition of a defined benefit scheme

Management have accounted for benefits accrued in the scheme prior to April 1997 as defined benefit pension scheme benefits Benefits accrued post April 1997 are accounted for as defined contribution pension scheme benefits

Defined benefit scheme

Scheme assets are measured at fair values Scheme liabilities are measured on an actuarial basis using the projected unit method and are discounted at appropriate high quality corporate bond rates The net surplus or deficit, adjusted for deferred tax, is presented separately from other net assets on the balance sheet A net surplus is only recognised to the extent that it is recoverable by the company

The current service costs and costs from settlements and curtailments are charged against operating profit Past service costs are spread over the period until the benefit increases vest Interest on the scheme liabilities and the expected return on scheme assets are included in other finance costs Actuarial gains and losses are reported in the statement of total recognised gains and losses

Defined contribution scheme

Contributions are charged in the profit and loss account as they become payable in accordance with the rules of the scheme

2. Turnover
Turnover relates entirely to the principal, continuing activity of the company In the opinion of the directors, the disclosure of turnover by geographical area would be seriously prejudicial to the interests of the company and therefore has not been disclosed

Notes to the financial statements
at 30 June 2010

3. Operating profit
This is stated after charging

		8 months to 30 June 2010 £	Year to 31 October 2009 £
Auditor's remuneration	- audit services	16,500	17,000
	- Taxation	2,500	2,500
Net loss on foreign currency translation		8,898	64,915
Depreciation of owned fixed assets		28,683	60,695
Operating lease rentals	- land and buildings	198,959	298,443
	- plant and machinery and motor vehicles	33,840	53,050
Research and development expenditure		362,444	520,120

4. Staff costs

	8 months to 30 June 2010 £	Year to 31 October 2009 £
Wages and salaries	925,972	1,665,436
Social security costs	95,289	163,406
Other pension costs (note 20)	80,585	101,014
	1,101,846	1,929,856

The weekly average number of employees during the year was as follows

	8 months to 30 June 2010 No	Year to 31 October 2009 No
Administration	8	10
Manufacturing	31	33
	39	43

Notes to the financial statements
at 30 June 2010

5. Directors' emoluments

	8 months to 30 June 2010	*Year to 31 October 2009*
	£	£
Emoluments	106,015	128,005
Company pension contributions	36,927	58,515

During the period 1 director (year to 31 October 2009 1) participated in a defined benefit pension scheme The scheme of which the director was a member was operated by another group company

The other director of the company during the period (prior to the acquisition of the company by Baldwin Technology Company, Inc was also a director or officer of other companies within the Nordson Corporation Inc group This director's services to the company did not occupy a significant amount of his time As such the director does not consider that he received any remuneration for services to the company for the period ended 30 June 2010 and the year ended 31 October 2009

6. Other operating income

	8 months to 30 June 2010	*Year to 31 October 2009*
	£	£
Loans repayable to parent company forgiven	11,293,008	-

As a result of the acquisition of the company by Baldwin Technology Company, Inc on 30 June 2010 all amounts owed to company's previous ultimate parent company Nordson Corporation, Inc were forgiven

Notes to the financial statements
at 30 June 2010

7. Interest receivable

	8 months to 30 June 2010	*Year ended 31 October 2009*
	£	*£*
Other interest receivable and similar income	-	1,082

8. Interest payable and similar charges

	8 months to 30 June 2010	*Year ended 31 October 2009*
	£	*£*
Intercompany interest	200,312	313,181
Bank loans and overdrafts	49,914	118,604
FRS 17 finance charges (note 20)	-	28,000
	250,226	459,785

9. Taxation on profit/(loss) on ordinary activities

(a) Tax on profit/(loss) on ordinary activities

The tax charge is made up as follows

	8 months to 30 June 2010	*Year ended 31 October 2009*
	£	*£*
Current tax		
Current year corporation tax	-	(28,570)
Adjustment in respect of prior periods	(4,081)	(44,547)
Total current tax (note 9(b))	(4,081)	(73,117)

(b) Factors affecting current tax charge

The tax assessed for the period is different to the standard rate of corporation tax in the UK of 28% (year ended 31 October 2009 28%) The differences are reconciled below

	8 months to 30 June 2010	*Year ended 31 October 2009*
	£	*£*
Profit/(loss) on ordinary activities before taxation	12,382,669	(441,703)
Profit/(loss) on ordinary activities by rate of tax of 28% (year ended 31 October 2009 28%)	3,467,147	(123,677)
Expenses not deductible for tax purposes	60,427	2,799
Loan forgiveness not taxable	(3,162,042)	-
Intercompany dividend	(448,000)	-
Other timing differences	(5,600)	-
Capital allowances in advance of depreciation	6,895	4,617
Losses not recognised	81,173	87,691
Adjustment in respect of prior periods	(4,081)	(44,547)
Total current tax (note 9(a))	(4,081)	(73,117)

Notes to the financial statements
at 30 June 2010

9 Taxation on profit/(loss) on ordinary activities (continued)

(c) Deferred tax

	8 months to 30 June 2010 £	*Year ended 31 October 2009* £
Amounts not recognised		
Short term timing differences	(1,011,049)	(909,818)
Losses	(298,992)	(228,893)
Deferred taxation	(1,310,041)	(1,138,711)

Unrecognised tax losses

Deferred tax assets have not been recognised in respect of the company's losses and short-term timing differences, as the company has been loss-making for some time

10. Tangible fixed assets

	Leasehold improvements £	*Plant and machinery* £	*Total* £
Cost			
At 1 November 2009	671,116	640,153	1,311,269
Additions	388	4,517	4,905
Disposals	-	(31,744)	(31,744)
At 30 June 2010	671,504	612,926	1,284,430
Depreciation			
At 1 November 2009	281,142	575,451	856,593
Provided during the period	23,794	4,889	28,683
Disposals	-	(11,648)	(11,648)
At 30 June 2010	304,936	568,692	873,628
Net book value			
At 30 June 2010	366,568	44,234	410,802
At 31 October 2009	389,974	64,702	454,676

Notes to the financial statements
at 30 June 2010

11 Fixed asset investments

	Interest in group undertakings £
Cost	
At 1 November 2009 and 30 June 2010	5,629,000
Impairment	
At 1 November 2009 and 30 June 2010	5,111,459
Net book value	
At 30 June 2010	517,541
At 31 October 2009	517,541

Interests in group undertakings

Name of undertaking	*Country of incorporation or registration*	*Description of shares held*	*Proportion of nominal value of issued shares held*
Spectral Technology Limited	England and Wales	100,000 £1 ordinary shares	100%
Primarc Limited	England and Wales	15,000 £1 ordinary shares	100%
ACT Spectral Limited	England and Wales	2 £1 ordinary shares	100%
Colordry Limited	England and Wales	10,000 £1 ordinary shares	100%
Wallace Knight Limited	England and Wales	177,780 10p ordinary shares	100%

All of the above companies operate principally in England and Wales

The principal business activities of these subsidiaries are

(a) Primarc Limited – Manufacturers of ultra-violet lamps and transformers
(b) ACT Spectral Limited, Spectral Technology Limited, Colordry Limited and Wallace Knight Limited – dormant throughout the period

Notes to the financial statements
at 30 June 2010

12. Stocks

	30 June 2010 £	31 October 2009 £
Raw materials and consumables	614,995	532,286
Work in progress	713,223	346,723
Finished goods	70,488	241,761
	1,398,706	1,120,770

The directors are of the opinion that the difference between purchase price or production cost of stocks and their replacement cost is not material

13. Debtors

	30 June 2010 £	31 October 2009 £
Trade debtors	705,571	466,834
VAT receivable	43,796	21,343
Amounts owed by group undertakings	-	401,817
Amounts owed by subsidiary undertakings	35,843	29,143
Prepayments and accrued income	250,744	201,496
	1,035,954	1,120,633

14. Creditors amounts falling due within one year

	30 June 2010 £	31 October 2009 £
Bank overdraft	-	3,810,203
Loan repayable to parent company	-	8,627,028
Trade creditors	657,027	367,148
Amounts payable to group undertakings	-	14,407
Amounts owed to subsidiary undertakings	588,449	540,847
Other taxation and social security	48,591	49,155
Accruals and deferred income	386,042	508,877
	1,680,109	13,917,665

Notes to the financial statements
at 30 June 2010

15. Commitments under operating leases
At 30 June 2010 the company had annual commitments under non-cancellable operating leases as set out below

	30 June 2010		31 October 2009	
	Land and buildings	*Other*	*Land and buildings*	*Other*
	£	£	£	£
Operating leases which expire				
Within one year	-	15,948	-	13,599
In two to five years	298,443	26,820	298,443	26,896
	298,443	42,768	298,443	40,495

16. Capital commitments
The company had no capital commitments at 30 June 2010 or 31 October 2009

17. Related party transactions
The company is a wholly owned subsidiary of a parent undertaking As the company is included in the parent undertaking's group financial statements (see note 21), the company has taken advantage of the exemption available under FRS 8 'Related Party Disclosures' not to disclose transactions with members within the group

18 Share capital

	Authorised	
	30 June 2010	*31 October 2009*
	£	£
2,038,888 Ordinary shares of £1 each	2,038,888	2,038,888

	Allotted, called up and fully paid			
	30 June 2010		*31 October 2009*	
	No	£	*No*	£
Ordinary shares of £1 each	1,984,414	1,984,414	1,984,414	1,984,414

Notes to the financial statements
at 30 June 2010

19. Reconciliation of shareholders' funds/(deficit) and movement on reserves

	Share capital	*Share premium*	*Capital redemption reserve*	*Profit and loss*	*Total capital and reserves*
	£	*£*	*£*	*£*	*£*
At 1 November 2008	1,984,414	45,504	5,600	(12,369,742)	(10,334,224)
Retained deficit for the year	-	-	-	(368,586)	(368,586)
At 31 October 2009	1,984,414	45,504	5,600	(12,738,328)	(10,702,810)
Retained profit for the period	-	-	-	12,386,750	12,386,750
At 30 June 2010	1,984,414	45,504	5,600	(351,578)	1,683,940

Notes to the financial statements
at 30 June 2010

20. Pension obligations

Defined benefit scheme

During the period, the company operated a defined contribution pension scheme which has an underpin that a member's benefits earned pre April 1997, for contracted staff, will not be less than a minimum guaranteed pension The contribution rates are such that the underpin is not expected to be triggered However, the existence of the underpin gives a defined benefit element to the scheme, and under FRS 17 "Retirement Benefits" this element of the scheme therefore meets the definition of a defined benefit scheme

A full actuarial valuation of the benefits accrued in the scheme pre April 1997 was carried out at 6 April 2009 and updated to 31 October 2009 by a qualified actuary, independent of the scheme's sponsoring employer The major assumptions used by the actuary are shown below

During the period, the company paid contributions at a rate of £2,500 per month

On 30 June 2010 the assets and liabilities of the scheme were transferred to Nordson (UK) Limited for nil consideration No update to the previous actuarial valuation was performed prior to transfer

Present values of scheme liabilities, fair value of assets and surplus

	30 June 2010 *£'000*	*31 October 2009* *£'000*
Fair value of scheme assets	-	1217
Present value of scheme liabilities	-	1,036
Surplus in scheme	-	181

The scheme rules do not allow the company to reduce its future contributions as a result of the surplus, and therefore the surplus has not been recognised in the company's balance sheet Accordingly, the potential deferred tax liability relating to this surplus has also not been recognised

Reconciliation of opening and closing balances of the present value of the scheme liabilities

	8 months ended 30 June 2010 *£'000*	*Year ended 31 October 2009* *£'000*
Scheme liabilities at start of period	1,036	872
Interest cost	-	65
Actuarial losses	-	137
Benefits paid and death in service insurance premiums	-	(38)
Transferred on 30 June 2010	(1,036)	-
Scheme liabilities at end of the period/year	-	1,036

Notes to the financial statements
at 30 June 2010

20. Pension obligations (continued)

Reconciliation of opening and closing balances of the fair value of scheme assets

	8 months ended 30 June 2010 £'000	*Year ended 31 October 2009 £'000*
Fair value of scheme assets at start of period	1,217	1,112
Expected return on scheme assets	-	37
Actuarial gains	-	76
Contributions by the company	-	30
Benefits paid and death in service insurance premiums	-	(38)
Transferred on 30 June 2010	(1,217)	-
Fair value of scheme assets at end of period/year	-	1,217

The actual return on the scheme assets during the year ended 31 October 2009 was £113,000

Total expense recognised in profit and loss account

	8 months ended 30 June 2010 £'000	*Year ended 31 October 2009 £'000*
Interest costs	-	65
Expected return on scheme assets	-	(37)
Total expense recognised in profit and loss	-	28

Statement of total recognised gains and losses

	8 months ended 30 June 2010 £'000	*Year ended 31 October 2009 £'000*
Difference between expected and actual return on scheme assets	-	76
Experience losses arising on the scheme liabilities	-	(32)
Effects of changes in the demographic and financial assumptions underlying the present value of the scheme liabilities	-	(105)
Total actuarial gains and losses (before restriction due to some of the surplus not being recognisable)	-	(61)
Effect of limit on amount of the surplus recognised due to some of the surplus not being recognisable	-	61
Total amount recognised in statement of total recognised gains and losses	-	-

Notes to the financial statements
at 30 June 2010

20. Pension obligations (continued)

Assets

	2010 *£'000*	*2009* *£'000*
Equity	357	357
Bonds	87	87
Other (property, cash, etc)	309	309
Secure growth	464	464
Total assets	1,217	1,217

None of the fair value of the assets shown above include any of the company's financial instruments or any property occupied by, or other assets used by, the company

Assumptions

	2009 *% per annum*
Rate of discount	5 40%
Allowance for revaluation of deferred pensions of RPI or 5% per annum if less	Fixed rate
Allowance for commutation of pension for cash at retirement	None

The mortality assumptions adopted at 31 October 2009 imply the following life expectancies (years)

Male retiring at age 65 in 2009	23 0
Female retiring at age 65 in 2009	25 5
Male retiring at age 65 in 2029	25 0
Female retiring at age 65 in 2029	27 4

Expected long term rates of return
The long term expected rate of return on cash, bonds and property is based on the rate of return on gilts with an appropriate deduction The long term expected rate of return on equities is based on the rate of return on gilts

The expected long term rates of return applicable for each period are as follows

	31 October 2009 *% per annum*
Equity	4 80
Bonds	2 80
Other (property, cash, etc)	2 80
Secure growth	2 80
Overall for scheme	3 35

Defined contribution scheme
The company participates in a defined contribution scheme, where the assets for the scheme are held separately from those of the company There was £6,797 of unpaid pension contributions outstanding at 30 June 2010 (31 October 2009 £5,900) which is included within accruals

Notes to the financial statements
at 30 June 2010

21. Ultimate parent company

The ultimate parent undertaking and controlling party of this company during the period was Nordson Corporation Inc , a company incorporated in the United States of America Up to 30 June 2010, the smallest and largest group, of which Baldwin UV Limited was a member, and for which group financial statements were prepared was Nordson Corporation Inc

Copies of Nordson Corporation Inc 's financial statements can be obtained from 28601 Clemens Road, Westlake, Ohio 44145, United States of America

On 30 June 2010, 100% of the company's ordinary share capital was transferred from Nordson Corporation Inc to Baldwin Technology Company, Inc , a company incorporated in the United States of America Following this transfer, the directors consider the company's ultimate parent undertaking and controlling party to be Baldwin Technology Company, Inc From 30 June 2010, the smallest and largest group of which Baldwin UV Limited was a member and for which group financial statements are prepared is Baldwin Technology Company, Inc

Copies of Baldwin Technology Company, Inc 's financial statements can be obtained from 2 Trap Falls Road, Suite 402, Shelton, Connecticut 06484, United States of America