

Schedule 3
FORM ECSRC - Q

(Select One)

Quarterly Report
For the period ended

—

_____ **31 March 2010** _____

TRANSITION REPORT _____

(Applicable where there is a change in reporting issuer's financial year)

For the transition period from _____ to _____

Issuer Registration Number: _____ **002415** _____

S. L. HORSFORD & COMPANY LIMITED

(Exact name of reporting issuer as specified in its charter)

ST. KITTS

(Territory or jurisdiction of incorporation)

P O Box 45
Independence Square West
Basseterre

(Address of principal executive Offices)

(Reporting issuer's:

Telephone number (including area code): _ **(869) 465 2616**

Fax number: **465 1042** _____

Email address: **headoffice@horsfords.com**

_____ **NONE** _____

(Former name, former address and former financial year, if changed since last report)

(Provide information stipulated in items 1 to 8 hereunder)

Indicate the number of outstanding shares of each of the reporting issuer's classes of common stock, as of the date of completion of this report. 29 April 2010

CLASS	NUMBER
ORDINARY SHARES	30,148,430

SIGNATURES

Name of Chief Executive Officer:
W. Anthony Kelsick

Name of Director:
Donald Kelsick

Signature

Signature

Date

Date

S L HORSFORD & COMPANY LIMITED

And its Subsidiary Companies

QUARTERLY REPORT

October 2009 – March 2010

The Company continues to feel the economic pinch as the recession continues. Sales of \$65,581,399 were 14.5% less than 2009. However, by means of effective working capital management, and control of expenses, the net profit of \$6,238,920 was only 3.5% less than 2009.

Working capital is adequate. Liquidity is higher than usual but will reduce over the coming months as construction of the supermarket in Nevis progresses. This will also result in a change in capital mix. Estimated cost of the supermarket is \$11 million financed by bank loans and internally generated funds.

Loan repayments were made as they fell due.

Disclosure of Risk Factors

There are no known risk factors unique to the Company.

Legal Proceedings

There were no outstanding legal proceeding against the Company

Changes in Securities and Use of Funds

There have been no changes in the rights of the shareholders.

No new securities were issued.

There are no restrictions on the payment of dividends. However, the Company must seek the consent of its bankers, the Royal Bank of Canada, before making a dividend payment.

Submission of Matters to a Vote of Security Holders

No matters were voted on by security holders

Other Information

None

INFORMATION TO BE INCLUDED IN THE REPORT

1. **Financial Statements**

Provide quarterly Financial Statements in accordance with International Accounting Standards. The format of the financial statements should be similar to those provided with the registration statement. Include the following:

- (a) (Condensed Balance Sheet as of the end of the most recent financial year and just concluded quarter.
- (b) Condensed Statement of Income for the interim three, six and nine months of the current financial year and corresponding period in the previous financial year.
- (c) Condensed Statement of Cash Flows for the interim three, six and nine months of the current financial year and the corresponding period in the previous financial year.
- (d) Examples of financial data items to be included in constructing financial statements for various types of businesses are provided in Parts A-D. These items are meant to serve as guidelines only.
- (e) By way of *Notes to Condensed Financial Statements*, provide explanation of items in the financial statements and indicate any deviations from generally accepted accounting practices.

2. **Management's Discussion and Analysis of Financial Condition and Results of Operations**

Discuss reporting issuer's financial condition, changes in financial condition and results of operations during the reporting period. Discussion of material changes should be from the end of the preceding financial year to the date of the most recent interim quarterly report. The broad areas of discussions should centre around liquidity, capital resources and results of operations. Discussions of liquidity and capital resources may be combined whenever the two topics are interrelated.

(a) **Liquidity**

Identify any known trends or commitments, demands, events that will result in or that are reasonably likely to result in the reporting issuer's liquidity increasing or decreasing in any material way. If a deficiency is identified, indicate the course of action that the reporting issuer has taken or proposes to take to remedy the deficiency.

(b) **Capital Resources**

Describe the reporting issuer's material commitments for capital expenditures as of the end of the latest fiscal period, and indicate the general purposes of such commitments and the anticipated source of funds needed to fulfil such commitments. Describe any material trends, favourable or unfavourable in the reporting issuer's capital resources and any expected change in mix. The discussion should consider changes between equity, debt and any off-balance sheet financing arrangements.

(c) **Results of Operation.**

Describe any unusual or infrequent events or transactions or any significant economic changes that materially affected the amount of reported income from continuing operations and in each case indicate the extent the income was so affected. Describe any known trends or uncertainties that have had or that the reporting issuer reasonably expects will have a material favourable or unfavourable impact on net sales or revenues or income from continuing operations. If the reporting issuer knows of events that will cause a material change in the relationship between costs and revenues (such as price increases, costs of labour or materials), the changes in relationship should be disclosed.

Profit for the three months

3. Disclosure of Risk Factors.

Provide a discussion of the risk factors that may have an impact on the results from operations or on the financial conditions. Avoid generalised statements and only include factors that are unique to the company. Typical risk factors include untested products, cash flow and liquidity problems, dependence on a key supplier or customer, management inexperience, nature of business, absence of a trading market (specific to the securities of the reporting issuer), etc. Indicate if any risk factors have increased or decreased in the time interval between the previous and current filing.

4. Legal Proceedings.

A legal proceeding need only be reported in the ECSRC - Q filed for the quarter in which it first became a reportable event and in subsequent quarterly reports in which there have been material developments. Subsequent Form ECSRC - Q filings in the same financial year in which a legal proceeding or a material development is reported should reference any previous reports in that year. Where proceedings have been terminated during the period covered by the report, provide similar information, including the date of termination and a description of the disposition thereof with respect to the reporting issuer and its subsidiaries.

5. Changes in Securities and Use of Proceeds.

- (a) Where the rights of the holders of any class of registered securities have been materially modified, give the title of the class of securities involved. State briefly the general effect of such modification upon the rights of holders of such securities.
- (b) Where the use of proceeds of a security issue is different from that which is stated in the registration statement, provide the following:
 - Offer opening date (provide explanation if different from date disclosed in the registration statement)
 - Offer closing date (provide explanation if different from date disclosed in the registration statement)
 - Name and address of underwriter(s)
 - Amount of expenses incurred in connection with the offer
 - Net proceeds of the issue and a schedule of its use
 - Payments to associated persons and the purpose for such payments
- (b) Report any working capital restrictions and other limitations upon the payment of dividends.

6. Defaults Upon Senior Securities.

- (a) If there has been any material default in the payment of principal, interest, a sinking or purchase fund instalment, or any other material default not satisfied within 30 days, with respect to any indebtedness of the reporting issuer or any of its significant subsidiaries exceeding 5 percent of the total assets of the reporting issuer and its consolidated subsidiaries, identify the indebtedness. Indicate the nature of the default. In the case of default in the payment of principal, interest, or a sinking or purchase fund instalment, state the amount of the default and the total arrears on the date of filing this report.
- (b) If any material arrears in the payment of dividends has occurred or if there has been any other material delinquency not satisfied within 30 days, give the title of the class and state the amount and nature of the arrears or delinquency.

7. Submission of Matters to a Vote of Security Holders.

If any matter was submitted during the period covered by this report to a vote of security holders, through the solicitation of proxies or otherwise, furnish the following information:

- (a) The date of the meeting and whether it was an annual or special meeting.

- (b) If the meeting involved the election of directors, the name of each director elected at the meeting and the name of each other director whose term of office as a director continued after the meeting.
- (c) A brief description of each other matter voted upon at the meeting and state the number of votes cast for or against as well as the number of abstentions as to each such matter, including a separate tabulation with respect to each nominee for office.
- (d) A description of the terms of any settlement between the registrant and any other participant.
- (e) Relevant details of any matter where decision was taken otherwise than at a meeting of such security holders.

8. Other Information.

The reporting issuer may, at its option, report under this item any information, not previously reported in a Form ECSRC - MC report (related to disclosure of material information), with respect to which information is not otherwise called for by this form. If disclosure of such information is made under this item, it need not be repeated in a Form ECSRC - MC report which would otherwise be required to be filed with respect to such information or in a subsequent Form ECSRC - Q report.

Part A

Relevant Financial Data Items for Commercial and Industrial Companies

Item Descriptions

- Cash and Cash Items
- Marketable securities
- Notes and Accounts Receivables-Trade
- Allowances for doubtful accounts
- Inventory
- Total Current Assets
- Intangible Assets
- Property Plant and Equipment
- Accumulated Depreciation
- Other Assets (explain)
- Total Assets
- Accounts Payable
- Total Current Liabilities
- Other Liabilities (explain)
- Bonds, mortgages and similar debt
- Preferred stock-mandatory redemption
- common stock
- other stockholder's equity
- Total liabilities and stockholder's equity
- net sales of tangible products
- total revenues
- cost of tangible goods sold
- total costs and expenses applicable to sales and revenues
- other costs and expenses
- provision for doubtful accounts and notes
- Interest and amortisation of debt discount
- Income before taxes and other items
- income tax expense
- income/loss continuing operations
- Discontinued operations
- extraordinary items
- Cumulative effect-changes in accounting principles
- net income or loss
- earnings per share -primary
- earnings per share - fully diluted

Part B

Relevant Financial Data Items for Bank Holding Companies and Banks

Item Descriptions

- Cash and due from banks
- interest bearing deposits
- Borrowings from the ECCB, Inter-bank Market activity and other bank borrowings
- trading account assets
- investment and mortgage backed securities held for sale
- Investments: to provide schedule of type, rates, maturity and place – (whether domestic/regional or foreign)
- loans
- allowances for losses
- Fixed Assets
- total assets
- other liabilities
- Total deposits
- short-term borrowings
- long-term debt
- preferred stock-mandatory redemption
- preferred stock-no mandatory redemption
- common stocks
- other stockholder's equity
- total liabilities and stockholder's equity
- contingent accounts
- interest and fees on loans
- interest and dividends on investments
- other interest income
- total interest income
- interest expense on deposits
- total interest expense
- net interest income
- provision for loan losses
- investment securities gains/losses
- other expenses
- income/loss before income tax
- income/loss before extraordinary items
- extraordinary items
- cumulative changes in accounting principles
- net income or loss
- earnings per share-primary
- earnings per share- fully diluted

Part C

Relevant Financial Items for Broker-Dealers Holding Companies

Items Description

- Cash and cash items
- receivables from brokers and dealers, customers and others
- securities purchased under resale agreements
- financial instruments owned
- fixed assets
- total assets
- short term borrowings including commercial paper
- payable to customers, brokers/dealers (including clearing brokers) and others
- securities sold under agreements to repurchase
- long-term debt
- preferred stock-mandatory redemption
- preferred stock - no mandatory redemption
- common stock
- other stockholder's equity
- total liabilities and stockholder's equity
- revenue from trading activities
- interest and dividends
- commissions
- interest expense
- other sources of revenue
- compensation and employee related expense
- income/loss before income tax
- income/loss before extraordinary items
- extraordinary items, less tax
- cumulative change in accounting principles
- net income or loss
- earnings per share- primary
- earnings per share - fully diluted

Part D

Relevant Financial Data Items for Public Utility and Utility Holding Companies

Item Descriptions

- total net utility plant
- other property and investments
- total current assets
- total deferred charges
- balancing amount for total assets
- total assets
- common stock
- capital surplus, paid in,
- retained earnings
- total common stockholders equity
- preferred stock subject to mandatory redemption
- preferred stock not subject to mandatory redemption
- long term debt, net
- short term notes
- notes payable
- commercial paper
- long term debt-- current portion
- preferred stock-- current portion
- obligation under capital leases
- obligation under capital leases--current portion
- balancing amount for capitalisation and liabilities
- total capitalisation and liabilities
- gross operating revenue
- other operating expense
- total operating expense
- operating income (loss)
- other income (loss), net
- income before interest charges
- total interest charges
- net income
- preferred stock dividends
- earnings available for common stock
- common stock dividends
- total annual interest charges on all bonds
- cash flow from operations
- earnings per share –primary
- earnings per share -fully diluted

S.L. Horsford Group of Companies
Consolidated Balance Sheet as at March 2010

	NOTES	March 2010 EC\$	September 2010 EC\$
CURRENT ASSETS			
Cash at bank & on hand		655,605	544,575
Accounts Receivable		24,046,654	27,568,139
Inventories		<u>38,529,602</u>	<u>35,957,415</u>
TOTAL CURRENT ASSETS		<u>63,231,861</u>	<u>64,070,129</u>
CURRENT LIABILITIES			
Loans & Bank Overdrafts		15,158,211	16,931,872
Accounts Payable & Accruals		12,850,764	10,105,379
Provision for Taxation		<u>(904,396)</u>	<u>2,813,503</u>
TOTAL CURRENT LIABILITIES		<u>27,104,579</u>	<u>29,850,754</u>
WORKING CAPITAL			
Investment in Associated Companies		36,127,282	34,219,375
Available for sale Investments		10,857,668	10,857,668
Fixed Assets	Note 1	825,460	825,460
		<u>84,497,032</u>	<u>54,219,984</u>
TOTAL		<u><u>132,307,442</u></u>	<u><u>100,122,487</u></u>
FINANCED BY:			
Share Capital		30,148,430	30,148,430
Reserves	Note 2	76,390,999	49,248,381
Current Year Profits		<u>6,238,920</u>	<u></u>
SHAREHOLDERS' FUNDS		<u>112,778,349</u>	<u>79,396,811</u>
LOANS NON-CURRENT		17,415,192	18,611,775
DEFERRED TAX		2,113,901	2,113,901
FUNDS EMPLOYED		<u><u>132,307,442</u></u>	<u><u>100,122,487</u></u>

S.L. Horsford Group of Companies
Income Statement for the period October 2009 to March 2010

	October 2009 to March-10	October 2009 to December. 2009	October 2008 to March 2009
	EC\$	EC\$	EC\$
SALES	<u>65,581,399</u>	<u>33,994,746.00</u>	<u>76,582,354</u>
Gross Margin	14,583,461	7,607,750.00	15,795,203
Other Income	<u>7,231,156</u>	<u>3,662,710.00</u>	<u>7,153,540</u>
GROSS REVENUE	<u>21,814,617</u>	<u>11,270,460.00</u>	<u>22,948,743</u>
EXPENSES			
Building and Insurance	1,868,895	894,861.00	2,124,842
Office	812,117	376,089.00	910,203
Employment	7,328,711	3,644,914.00	7,269,608
Selling	2,084,326	1,029,626.00	2,400,672
Depreciation	1,487,988	741,867.00	1,422,782
Interest	1,097,052	551,492.00	1,655,690
Other	<u>896,608</u>	<u>378,825.00</u>	<u>697,616</u>
TOTAL EXPENSES	<u>15,575,697</u>	<u>7,617,674.00</u>	<u>16,481,413</u>
NET INCOME	<u>6,238,920</u>	<u>3,652,786.00</u>	<u>6,467,330</u>

CHANGES IN EQUITY POSITION FOR THE PERIOD

OCTOBER 2009 TO DECEMBER 2009

1. CAPITAL RESERVES

The Fixed Asset Revaluation performed by the firm Williams Architectural in 2009 was recognized in October 2009. This resulted in an increase in the Capital Reserve as follows:-

S.L. Horsford – Parent Co.	-	\$27,933,590.40
Ocean Cold Storage		<u>\$ 414,964.56</u>
<u>TOTAL Movement</u>		<u>\$28,348,554.98</u>

2. RESERVES

Balance at September 2009		\$49,248,381.00
Dividends Paid		(1,205,937.20)
Capital Reserve Movement		<u>28,348,554.98</u>
Balance at December 2009		<u>76,390,998.78</u>

Sherillia Massicot FCCA

Group Management Accountant

February 2010

2009 was

ows:-

CHANGES IN EQUITY POSITION FOR THE PERIOD

OCTOBER 2009 TO DECEMBER 2009

1. CAPITAL RESERVES

The Fixed Asset Revaluation performed by the firm Williams Architectural in 2009 was recognized in October 2009. This resulted in an increase in the Capital Reserve as follows:-

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Ocean Cold Storage	<u>\$ 414,964.56</u>
<u>TOTAL Movement</u>	<u>\$28,348,554.98</u>

2. RESERVES

Balance at September 2009	\$49,248,381.00
Dividends Paid	(1,205,937.20)
Capital Reserve Movement	<u>28,348,554.98</u>
Balance at December 2009	<u>76,390,998.78</u>

Sherillia Massicot FCCA

Group Management Accountant

February 2010

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S L HORSFORD & CO LTD & ITS SUBSIDIARIES

CHANGES IN EQUITY POSITION FOR THE PERIOD

OCTOBER 2009 TO MARCH 2010

1. CAPITAL RESERVES

The Fixed Asset Revaluation performed by the firm Williams Architectural in 2009 was recognized in October 2009. This resulted in an increase in the Capital Reserve as follows:-

S.L. Horsford – Parent Co. -	\$27,933,590.40
Ocean Cold Storage	\$ <u>414,964.56</u>
<u>TOTAL Movement</u>	<u>\$28,348,554.98</u>

2. RESERVES

Balance at September 2009	\$49,248,381.00
Dividends Paid	(\$1,205,937.20)
Capital Reserve Movement (See 1 above)	<u>\$28,348,554.98</u>
<u>Balance at December 2009</u>	<u>\$76,390,998.78</u>