

COMPANY REGISTRATION NUMBER 22906

**The Owners of the Middlesbrough Estate
Limited**

Financial statements

30 September 2011



The Owners of the Middlesbrough Estate Limited

Financial statements

Year ended 30 September 2011

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The Owners of the Middlesbrough Estate Limited

Officers and professional advisers

The board of directors	Andrew R Cunningham Nick On Peter Q P Couch Mark Greenwood Nicholas M F Jopling
Company secretary	Michael P Windle
Registered office	Citygate St James' Boulevard Newcastle Upon Tyne NE1 4JE
Auditor	PricewaterhouseCoopers LLP Chartered Accountants & Statutory Auditor 89 Sandyford Road Newcastle Upon Tyne NE1 8HW
Bankers	Barclays Bank Plc Barclays House 71 Grey Street Newcastle Upon Tyne NE99 1JP
Solicitors	Dickinson Dees LLP St Ann's Wharf 112 Quayside Newcastle Upon Tyne NE99 1SB

The Owners of the Middlesbrough Estate Limited

The directors' report

Year ended 30 September 2011

The directors present their report and the financial statements of the company for the year ended 30 September 2011

Principal activities

The company is non trading and is expected to remain so for the foreseeable future

Directors

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

Andrew R Cunningham

Nick On

Peter Q P Couch

Mark Greenwood

Nicholas M F Jopling

Peter Q P Couch was appointed as a director on 16 December 2010

Mark Greenwood was appointed as a director on 16 December 2010

Nicholas M F Jopling was appointed as a director on 16 December 2010

Directors' responsibilities

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 of the company and of the profit or loss of the company for that period. In preparing those financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgements and estimates that are reasonable and prudent,
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business

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

The Owners of the Middlesbrough Estate Limited

The directors' report *(continued)*

Year ended 30 September 2011

In so far as the directors are aware

- there is no relevant audit information of which the company's auditor is unaware, and
- the directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information

Small company provisions

This report has been prepared in accordance with the special provisions for small companies under Part 15 of the Companies Act 2006

Signed by order of the directors



Michael P Windle
Company Secretary

Approved by the directors on 16 December 2011

The Owners of the Middlesbrough Estate Limited

Independent auditor's report to the shareholders of The Owners of the Middlesbrough Estate Limited

Year ended 30 September 2011

We have audited the financial statements of The Owners of the Middlesbrough Estate Limited for the year ended 30 September 2011, 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) as applicable to financial statements prepared in accordance with the small companies regime of the Companies Act 2006.

Respective responsibilities of directors and auditors

As explained more fully in the Directors' Responsibilities Statement set out in the directors' report, 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 Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the directors, and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the financial statements to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

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 September 2011 and of its loss for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, and
- have been prepared in accordance with the 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.

The Owners of the Middlesbrough Estate Limited

**Independent auditor's report to the shareholders of
The Owners of the Middlesbrough Estate Limited (continued)**

Year ended 30 September 2011

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, or
- the directors were not entitled to prepare financial statements and the directors' report in accordance with the small company regime



**Mark Menton (Senior Statutory Auditor)
For and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Newcastle Upon Tyne**

16 December 2011

The Owners of the Middlesbrough Estate Limited

Profit and loss account

Year ended 30 September 2011

	Note	2011 £	2010 £
Turnover		—	—
Administrative expenses		(1,686,546)	—
Loss on ordinary activities before taxation		<u>(1,686,546)</u>	<u>—</u>
Tax on loss on ordinary activities	3	—	—
Loss for the financial year		<u>(1,686,546)</u>	<u>—</u>

All of the activities of the company are classed as discontinuing

The company has no recognised gains or losses other than the results for the year as set out above

The notes on pages 8 to 9 form part of these financial statements

The Owners of the Middlesbrough Estate Limited

Balance sheet

30 September 2011

	Note	2011 £	2010 £
Current assets			
Debtors	5	–	1,686,546
Total assets		–	1,686,546
Capital and reserves			
Called-up equity share capital	7	496,752	496,752
Share premium account	8	600	600
Other reserves	8	1,189,194	1,189,194
Profit and loss account	8	(1,686,546)	–
Shareholders' funds	9	–	1,686,546

These financial statements have been prepared in accordance with the special provisions for small companies under Part 15 of the Companies Act 2006

These financial statements were approved by the directors and authorised for issue on 16 December 2011, and are signed on their behalf by



Mark Greenwood
Director

Company Registration Number 22906

The notes on pages 8 to 9 form part of these financial statements.

The Owners of the Middlesbrough Estate Limited

Notes to the financial statements

Year ended 30 September 2011

1 Accounting policies

Basis of accounting

The financial statements have been prepared under the historical cost convention, and in accordance with applicable UK accounting standards

Cash flow statement

The company is a wholly owned subsidiary of Grainger plc and the cash flows of the company are included in the consolidated cash flow statement of Grainger plc. Consequently, the company is exempt under the terms of Financial Reporting Standard No 1 (Revised 1996) from preparing a cash flow statement

2. Operating loss

Operating loss is stated after charging

	2011 £	2010 £
Auditor's fees	400	400

Audit fees are statutory audit fees only and are borne by another Group company

There are no persons holding service contracts with the company. None of the directors received any remuneration from the company during the year, or in the previous year

3. Taxation on ordinary activities

Factors affecting current tax charge

The tax assessed on the loss on ordinary activities for the year is higher than the standard rate of corporation tax in the UK of 27% (2010 - 28%)

	2011 £	2010 £
Loss on ordinary activities before taxation	(1,686,546)	-
Loss on ordinary activities by rate of tax	(455,367)	-
Expenses not deductible for tax purposes	455,367	-
Total current tax	-	-

Factors that may affect future tax charges

There are no factors that are expected to significantly affect the taxation charge in future years

4. Dividends

Equity dividends

	2011 £	2010 £
Paid during the year	-	205,634
Dividends on equity shares	-	205,634

5 Debtors

	2011 £	2010 £
Amounts owed by group undertakings	-	1,686,546

The Owners of the Middlesbrough Estate Limited

Notes to the financial statements

Year ended 30 September 2011

6. Related party transactions

The company has taken advantage of the exemption available under Financial Reporting Standard No 8 and has not disclosed transactions with companies that are part of the Grainger plc group

7. Share capital

Authorised share capital

	2011 £	2010 £
500,000 Ordinary shares of £1 each	<u>500,000</u>	<u>500,000</u>

Allotted, called up and fully paid:

	2011 No	£	2010 No	£
496,752 Ordinary shares of £1 each	<u>496,752</u>	<u>496,752</u>	<u>496,752</u>	<u>496,752</u>

8. Reserves

	Share premium account £	Capital redemption reserve £	Profit and loss account £
Balance brought forward	600	1,189,194	–
Loss for the year	–	–	(1,686,546)
Balance carried forward	<u>600</u>	<u>1,189,194</u>	<u>(1,686,546)</u>

9 Reconciliation of movements in shareholders' funds

	2011 £	2010 £
Loss for the financial year	(1,686,546)	–
Equity dividends	–	(205,634)
Net reduction to shareholders' funds	(1,686,546)	(205,634)
Opening shareholders' funds	<u>1,686,546</u>	<u>1,892,180</u>
Closing shareholders' funds	<u>–</u>	<u>1,686,546</u>

10 Ultimate parent undertaking and controlling party

The directors regard Grainger plc, a company registered in England and Wales, as the ultimate parent undertaking and the ultimate controlling party, being the parent undertaking of the smallest and largest group to consolidate these financial statements. Copies of the Grainger plc consolidated financial statements may be obtained from The Secretary, Grainger plc, Citygate, St James' Boulevard, Newcastle upon Tyne, NE1 4JE

GIP Limited is the immediate controlling party and parent company by virtue of its 100% shareholding in the company