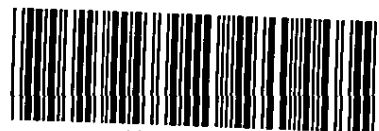


**CRICKHOWELL ESTATES LIMITED**

**Report and Financial Statements**

**31 March 2012**

MONDAY



A11      \*A1OX3PWR\*      #22  
31/12/2012  
COMPANIES HOUSE

**REPORT AND FINANCIAL STATEMENTS 2012**

<b>CONTENTS</b>	<b>Page</b>
<b>Officers and professional advisers</b>	<b>1</b>
<b>Directors' report</b>	<b>2</b>
<b>Directors' responsibilities statement</b>	<b>3</b>
<b>Independent auditor's report</b>	<b>4</b>
<b>Profit and loss account</b>	<b>5</b>
<b>Balance sheet</b>	<b>6</b>
<b>Notes to the financial statements</b>	<b>7</b>

**OFFICERS AND PROFESSIONAL ADVISERS**

**DIRECTORS**

R A E Herbert, CBE  
R E Phillips, FRICS

**SECRETARY**

A Howell

**REGISTERED OFFICE**

23a Gold Tops  
Newport  
South Wales  
NP20 4UL

**BANKERS**

National Westminster Bank Plc

**AUDITOR**

Deloitte LLP  
Cardiff

## **DIRECTORS' REPORT**

The directors present their annual report and the audited financial statements for the year ended 31 March 2012

This directors' report has been prepared in accordance with the provisions applicable to small companies entitled to the small companies' exemption

### **PRINCIPAL ACTIVITY**

The company's principal activity is that of land development and site management

### **GOING CONCERN**

After making enquiries, the directors have a reasonable expectation that the company has adequate resources to continue in operating existence for the foreseeable future. On this basis they continue to adopt the going concern basis in preparing the financial statements. Further information in relation to going concern is provided in note 1 to the financial statements

### **REVIEW OF DEVELOPMENTS AND FUTURE PROSPECTS**

The results for the financial year are shown in the profit and loss account on page 5 and the position of the company at the year-end is shown in the balance sheet on page 6. As shown in note 4, an impairment provision of £1,000,000 was made during the financial year against the carrying value of stock.

The directors are satisfied with the results for the financial year and are optimistic regarding the company's future prospects.

### **DIVIDENDS**

The directors do not recommend the payment of a dividend for the financial year (2011 - £nil)

### **DIRECTORS**

The directors of the company, who served throughout the financial year, are as shown on page 1

### **AUDITOR**

In the case of each of the persons who are directors of the company at the date when this report is approved

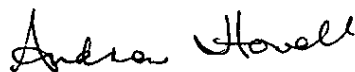
- so far as each of the directors is aware, there is no relevant audit information of which the company's auditor is unaware, and
- each of the directors has taken all the steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that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

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006

Deloitte LLP have indicated their willingness to continue in office as the company's auditor and a resolution for their reappointment will be proposed at the forthcoming Annual General Meeting

Approved by the Board of Directors  
and signed on behalf of the Board

A Howell  
Secretary



Date

21/12/2012

## **DIRECTORS' RESPONSIBILITIES STATEMENT**

The directors are responsible for preparing the annual 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 these financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgements and accounting estimates that are reasonable and prudent, 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 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.

## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CRICKHOWELL ESTATES LIMITED**

We have audited the financial statements of Crickhowell Estates Limited for the year ended 31 March 2012 which comprise the Profit and Loss Account, the Balance Sheet and the related notes 1 to 12. 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 auditor**

As explained more fully in the Directors' Responsibilities Statement, 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.

### **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 annual report 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 31 March 2012 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 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, or
- the directors were not entitled to take advantage of the small companies exemption in preparing the directors' report.

*David Hedditch*

David Hedditch (Senior statutory auditor)  
for and on behalf of Deloitte LLP  
Chartered Accountants and Statutory Auditor  
Cardiff, United Kingdom

Date 27 December 2012

**PROFIT AND LOSS ACCOUNT**  
**Year ended 31 March 2012**

	Note	2012 £	2011 £
<b>TURNOVER</b>	2	833	2,000
Cost of sales		(1,006,051)	(4,011)
<b>GROSS LOSS</b>		(1,005,218)	(2,011)
Other operating expenses		(54,574)	(67,995)
Administrative expenses		(4,576)	(10,791)
<b>LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION</b>	4	(1,064,368)	(80,797)
Tax on loss on ordinary activities	5	-	-
<b>LOSS FOR THE FINANCIAL YEAR</b>	10	(1,064,368)	(80,797)

All activities derive from continuing operations

There have been no recognised gains and losses for the current or the prior financial year other than as stated in the profit and loss account and, accordingly, no separate statement of total recognised gains and losses is presented

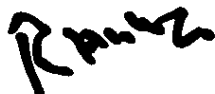
# CRICKHOWELL ESTATES LIMITED

## BALANCE SHEET 31 March 2012

	Note	2012 £	2011 £
<b>CURRENT ASSETS</b>			
Stocks	6	1,065,830	2,038,830
Debtors	7	7,618	22,053
Cash at bank and in hand		6,832	9,077
		<u>1,080,280</u>	<u>2,069,960</u>
<b>CREDITORS, amounts falling due within one year</b>	8	<u>(3,070,944)</u>	<u>(2,996,256)</u>
<b>NET CURRENT LIABILITIES, BEING NET LIABILITIES</b>		<u>(1,990,664)</u>	<u>(926,296)</u>
<b>SHARE CAPITAL AND RESERVES</b>			
Called up share capital	9	3,000	3,000
Profit and loss account	10	<u>(1,993,664)</u>	<u>(929,296)</u>
<b>SHAREHOLDERS' DEFICIT</b>	10	<u>(1,990,664)</u>	<u>(926,296)</u>

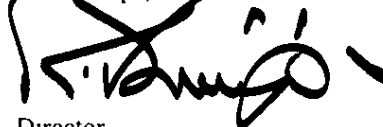
The financial statements of Crickhowell Estates Limited, registered number 1017666, were approved and signed by the Board of Directors and authorised for issue on 21 December 2012

R A E Herbert, CBE



Director

R E Phillips, FRICS



Director



**NOTES TO THE FINANCIAL STATEMENTS****Year ended 31 March 2012****1. ACCOUNTING POLICIES**

The financial statements are prepared in accordance with applicable United Kingdom accounting standards. The particular accounting policies adopted, which have been applied consistently throughout the current and the prior financial year, are described below.

**Accounting convention**

The financial statements are prepared under the historical cost convention.

**Going concern**

In preparing the financial statements the directors have considered the current financial position of the company and the likely future cash flows. At the date of issuing the financial statements, the directors have concluded that it is appropriate to prepare the financial statements on a going concern basis. In forming this conclusion, the directors have considered that, whilst the company has recorded a loss in the current financial year and has net liabilities, it has the formal support of its ultimate parent company, Newbridge Construction Limited. The directors have assessed the ability of the parent company to provide that support and concluded that it is appropriate to rely on this support in assessing the appropriateness of adopting the going concern basis.

**Cash flow statement**

Under Financial Reporting Standard 1, the company is not required to prepare a cash flow statement as it qualifies as a small company.

**Stocks**

Stocks are stated at the lower of cost and net realisable value, and consist of property held for resale and development.

**Taxation**

Current tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted at the balance sheet date.

Deferred taxation is provided in full on timing differences that result in an obligation at the balance sheet date to pay more tax, or a right to pay less tax, at a future date, at rates expected to apply when they crystallise based on current tax rates and law. Timing differences arise from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in the financial statements.

Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered. Deferred tax assets and liabilities are not discounted.

**Turnover**

Turnover in respect of property and land disposals is recognised when all conditions have been met to ensure completion of the sale. Turnover in respect of rents receivable is recognised over the period to which the rent relates.

**NOTES TO THE FINANCIAL STATEMENTS**  
**Year ended 31 March 2012**

**2. TURNOVER**

	2012 £	2011 £
This relates to		
Rents receivable	833	2,000

**3. INFORMATION REGARDING DIRECTORS AND EMPLOYEES**

The directors were the only employees of the company during the current and the prior financial year. They received no remuneration from the company during either period.

The directors are remunerated by the parent company, Newbridge Construction Limited, for their services to the group as a whole. It is not practicable to apportion their remuneration between group companies. Details of the directors' remuneration can be found in the financial statements of Newbridge Construction Limited.

**4. LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION**

	2012 £	2011 £
Loss on ordinary activities before		
taxation is after charging		
Auditor's remuneration – audit services	1,550	2,700
Impairment provision - stock	1,000,000	-

**NOTES TO THE FINANCIAL STATEMENTS**  
**Year ended 31 March 2012**

**5 TAX ON LOSS ON ORDINARY ACTIVITIES**

	2012 £	2011 £
<b>Current taxation</b>		
United Kingdom corporation tax		
Current tax on income for the year at 26% (2011 – 28%)	-	-
	<u>          </u>	<u>          </u>
The difference between the current taxation shown above and the amount calculated by applying the standard rate of UK corporation tax to the loss before tax is as follows		
	£	£
Loss on ordinary activities before tax	(1,064,368)	(80,797)
	<u>          </u>	<u>          </u>
Tax on loss on ordinary activities before tax at 26% (2011 – 28%)	(276,736)	(22,623)
<b>Factors affecting charge for the year</b>		
Non-deductible expenses	24,138	-
Non-taxable income	(36,208)	-
Group relief surrendered	288,806	-
Unutilised tax losses	-	22,623
	<u>          </u>	<u>          </u>
<b>Current tax charge for the year</b>	-	-
	<u>          </u>	<u>          </u>

A deferred tax asset has not been recognised in respect of timing differences relating to trading losses carried forward, as there is insufficient evidence that the asset will be recovered. The amount of the asset not recognised is approximately £121,208 (2011 - £131,309). The asset would be recovered if the company were to make trading profits from the same trade in future periods.

The forthcoming change in the corporation tax rate from 26% to 24% in future years will not materially affect the future tax charge.

**NOTES TO THE FINANCIAL STATEMENTS**  
**Year ended 31 March 2012**

**6. STOCKS**

Stocks consist of land and property

**7. DEBTORS**

	2012 £	2011 £
Other debtors	7,618	22,053

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

	2012 £	2011 £
Trade creditors	5,987	201
Amounts owed to parent company	3,054,258	2,942,758
Amounts owed to related parties	4,813	8,388
Other creditors	5,886	44,909
	<u>3,070,944</u>	<u>2,996,256</u>

**9. CALLED UP SHARE CAPITAL**

	2012 £	2011 £
<b>Authorised, allotted and fully paid</b> 3,000 ordinary shares of £1 each	<u>3,000</u>	<u>3,000</u>

**10. COMBINED STATEMENT OF MOVEMENTS ON RESERVES AND RECONCILIATION OF  
 MOVEMENT IN SHAREHOLDERS' DEFICIT**

	Share capital £	Profit and loss account £	Total 2012	Total 2011 £
At 1 April	3,000	(929,296)	(926,296)	(845,499)
Loss for the financial year	-	(1,064,368)	(1,064,368)	(80,797)
At 31 March	<u>3,000</u>	<u>(1,993,664)</u>	<u>(1,990,664)</u>	<u>(926,296)</u>

# NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 March 2012

## 11. RELATED PARTY TRANSACTIONS

Name of related party	Director with a significant interest
R E Phillips & Partners	R E Phillips, FRICS
Pontymister Developments Limited	R E Phillips, FRICS
Trustees of Llanarth Estate	R A E Herbert, CBE

During the year, Crickhowell Estates Limited made purchases from Pontymister Developments Limited of £68,916 (2011 - £79,420) At the year-end, there was £2,813 (2011 - £5,688) owed to Pontymister Developments Limited During the year, Crickhowell Estates Limited made purchases from the Trustees of Llanarth Estate of £2,700 (2011 - £2,700) At the year-end, there was £2,000 (2011 - £2,700) owed to the Trustees of Llanarth Estate

The company has taken advantage of the exemption under FRS 8, 'Related party disclosures', as a subsidiary undertaking which is 100% controlled by the ultimate parent undertaking, and has not disclosed transactions with other group companies

## 12. ULTIMATE PARENT COMPANY AND CONTROLLING PARTY

The immediate parent company and ultimate parent company is Newbridge Construction Limited, a company registered in England and Wales This is the parent of the smallest and largest group of which the company is a member Consolidated financial statements are not prepared

Copies of the financial statements of Newbridge Construction Limited are available from Companies House, Crown Way, Maindy, Cardiff CF14 3UZ

The directors consider that there is no ultimate controlling party