(registered number: 1265480)

Report and Consolidated Financial Statements For the year ended 31 December 2009

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27/09/2010 COMPANIES HOUSE

Report of the Directors for the year ended 31 December 2009 (registered number 1265480)

The Directors present their report and the audited accounts of the Company and its subsidiaries (the Group) for the year ended 31 December 2009

Principal activities and business review

The Group owns a portfolio of agricultural, residential and commercial properties held either as trading stock or as long term investments. The results for the year are set out on page 6.

The value of properties, including work in progress, owned by the Group is carried in the financial statements at their cost of £30 8 million (2008 £29 5 million). The Directors believe that the open market value of the properties is in the order of £60 million.

The management of the business and execution of the Group's strategy are subject to a number of risks. The key business risks and uncertainties affecting the company are considered to be the process and time taken to meet all planning regulations in order to bring development land to the market.

Future developments

The Group has an ongoing strategy for the disposal of land which has little or no prospect of securing planning consent for development in the foreseeable future. It will also sell smaller sites from within the portfolio for development as and when approval is obtained from the respective planning authorities. In addition, the Group has a portfolio of larger sites with development potential. Planning applications are being progressed to secure consent for development with the intention that these sites will be sold but with the benefit of services installed to attract higher land values.

Directors

The Directors of the Company during the year ended 31 December 2009, were

A S Barclay

C D Hall

D Horner

R K Mowatt

A J T Parson

P L Peters

M Seal

Results and dividends

The loss of £0.4 million (2008 loss £3.1 million) has been transferred to reserves. The Directors do not recommend the payment of a dividend for the year ended 31 December 2009 (2008 NIL)

Employee involvement

The Company and Group have continued to maintain its commitment to employee involvement throughout the business. Employees are kept well informed of the performance and objectives of the Company and Group through personal briefings, regular meetings and e-mail.

Report of the Directors for the year ended 31 December 2009 (continued) (registered number: 1265480)

Equal opportunities

The Company and Group are committed to an active Equal Opportunities Policy from recruitment and selection, through training and development, appraisal and promotion to retirement

It is the Company's and Group's policy to promote an environment free from discrimination, harassment and victimisation, where everyone will receive equal treatment regardless of gender, colour, ethnic or national origin, disability, age, marital status, sexual orientation or religion. All decisions relating to employment practices will be objective, free from bias and based solely upon work criteria and individual merit.

The Company and Group is responsive to the needs of its employees, customers and the community at large and is an organisation that endeavours to use everyone's talents and abilities to the full

Creditor payment policy

For all trade creditors, it is the Company's and Group's policy to

- agree the terms of payment at the start of business with that supplier,
- ensure that suppliers are aware of the terms of payment, and
- pay in accordance with its contractual and other legal obligations

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

- a) select suitable accounting policies and then apply them consistently,
- b) make judgements and estimates that are reasonable and prudent,
- c) state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements,
- d) 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 the group 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 the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The Directors are responsible for the maintenance and integrity of the Company's website Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions

Report of the Directors for the year ended 31 December 2009 (continued) (registered number 1265480)

Statement of Directors' Responsibilities (continued)

Auditors and disclosure of information to auditors

So far as the Directors are aware, there is no relevant audit information of which the Company's and Group's auditors are unaware and the Directors' have taken all the steps that ought to have been taken as Directors in order to make themselves aware of any relevant audit information and to establish that the Company's and Group's auditors are aware of that information

Financial risk management

The Group's activities expose it to a variety of financial risks, including liquidity risk and cash flow risk. The Group's overall financial risk management objective is to minimise its potential adverse effects on the financial performance of the Group.

(a) Liquidity risk

The Group practises prudent liquidity risk management to minimise the mismatch of financial assets and liabilities and to maintain sufficient funding requirements for working capital. The Group has debt facilities that are designed to ensure it has sufficient available funds for operations and planned expansions.

(b) Interest rate cash flow risk

The Group has interest bearing liabilities which consist of external loan commitments

Auditors

A resolution to reappoint PricewaterhouseCoopers LLP, as auditors will be proposed at the forthcoming Annual General Meeting

By Order of the Board For and on behalf of Broomfield Secretarial Services Limited Company Secretary

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Director MICHAEL SEAL 27 April 2010

Independent Auditors' Report to the members of Trenport Investments Limited

We have audited the group and parent company financial statements (the "financial statements") of Trenport Investments Limited for the year ended 31 December 2009 which comprise the Group Profit and Loss Account, the Group and Parent Company Balance Sheets , the Consolidated Cash Flow statement 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)

Respective Responsibilities of Directors and Auditors

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 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 group's and 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 financials statements.

Opinion on financial statements

In our opinion the financial statements

- give a true and fair view of the state of the group's and company's affairs as at 31 December 2009 and of the group's loss and cash flows 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

Independent Auditors' Report to the members of Trenport Investments Limited (continued)

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

Simon O'Brien (Senior Statutory Auditor)

For and on behalf of PricewaterhouseCoopers LLP Chartered Accountants and Statutory Auditors

London

Consolidated profit and loss account for the year ended 31 December 2009

	NOTE	2009 £'000	2008 £'000
Turnover		651	39,068
Cost of sales		-	(39,748)
Gross profit/(loss)		651	(680)
Administration expenses		(900)	(791)
Loss on ordinary activities before finance charges and tax	2	(249)	(1,471)
Profit on sale of freehold property	8	- (249)	3,036 1,565
Net interest and similar charges	5	(449)	(4,682)
Loss on ordinary activities before taxation		(698)	(3,117)
Tax credit on ordinary activities	6	308	<u>-</u>
Loss on ordinary activities after taxation	16	(390)	(3,117)

All activities are classified as continuing

The Company and Group have no recognised gains or losses other than the loss for this financial year. Accordingly a statement of total recognised gains and losses has not been prepared.

There is no difference between the consolidated loss for the year and its historical cost equivalent

Consolidated balance sheet as at 31 December 2009

		2009	2008
	NOTE	<u>000°3</u>	<u>£'000</u>
Fixed assets			
Tangible assets	8	570	528
rangiolo associo	Ü	0.0	020
Current assets			
Stocks	10	30,804	29,532
Debtors amounts falling due within			
one year	12	175	279
Cash at bank		140	749
		31,119	30,560
Creditors amounts falling due within			
one year	13	(19,766)	(725)
Nick correct coachs		44.050	00.005
Net current assets		11,353	29,835
Total assets less current liabilities		11,923	30,363
Total addition load darroll liabilities		,020	
Creditors amounts falling due after			
more than one year	13	(5,203)	(23,253)
•			1
Net assets		6,720	7,110
			
Capital and reserves			
Called up share capital	15	505	505
Profit and loss account	16	6,215	6,605
Total shareholders' funds	17	6,720	7,110

The consolidated financial statements on pages 6 to 18 were approved by the board of directors on the $21~\rm Approx$ 2010 and were signed on its behalf by

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Director MICHAEL SEAL

Director RIGEL KENT MOWATT

Company balance sheet as at 31 December 2009

	NOTE	2009 £'000	2008 £'000
Fixed assets			
Tangible assets	8	27	-
Current assets			
Stocks	10	14,889	14,097
Debtors amounts falling due after more than one year Debtors amounts falling due within	11	15,946	15,530
one year	12	142	278
Cash at bank		120	718
		31,097	30,623
Creditors amounts falling due within			
one year	13	(33,766)	(14,440)
Net current (liabilities)/assets		(2,669)	16,183
Total assets less current liabilities		(2,642)	16,183_
Creditors amounts falling due after			
more than one year	13	_(5,203)	(23,253)
Net liabilities		(7,845)	(7,070)
Capital and reserves			
Called up share capital	15	505	505
Profit and loss account	16	(8,350)	(7, <u>57</u> 5)
Total shareholders' deficit	17	(7,845)	(7,070)

The consolidated financial statements on pages 6 to 18 were approved by the board of directors on 2010 and were signed on its behalf by

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Director MICHAEL SEAL

Director RIGEL KENT MOWATT

Consolidated Cash Flow Statement for the year ended 31 December 2009

	2009		2008	
	£'000	5,000	£,000	£'000
Not each inflow from operating				
Net cash inflow from operating Activities		389		35,682
Continue		003		33,002
Return on investments and servicing of				
finance				
Interest received	2		328	
Interest paid	(1,024)		(5,238)	
Net cash outlow from returns on investments		4		
and servicing of finance		(1,022)		(4,910)
Taxation				
UK land remediation tax relief		308		-
				
Capital expenditure and financial investment				
Purchase of tangible fixed assets	(50)		(9)	
Proceeds from sale of fixed assets	· ·		8,325	
Net cash (outflow)/inflow from capital				
expenditure and financial investment		(50)		8,316
		(00)		0,010
Financing				
Decrease in borrowings	_	(234)		(39,172)
Decrease in cash in the year		(609)		(84)

Consolidated Cash Flow Statement for the year ended 31 December 2009 (continued)

Reconciliation of operating profit to net cash inflow from operating activities:

Operating loss Depreciation on tangible fixed assets (Increase)/decrease in stocks Decrease in debtors		2009 £'000 (249) 8 (1,272) 183	2008 £'000 (1,471) 21 33,525 328
Increase in creditors		1,719	3,279
Net cash inflow from operating activities		389	35,682
Reconciliation of net cash flow to movement in net debt			
		2009	2008
		£'000	£,000
Decrease in cash in the year		(609)	(84)
Repayment of loan from group companies		-	1,612
Decrease in borrowings		234	37,560
		(375)	39,088
Net debt at beginning of year		(19,137)	(58,225)
Net debt at end of year		(19,572)	(19,137)
Analysis of changes in net debt			
	1 January		31 December
	2009	Cash flows	2009
	£,000	5,000	£'000
Cash at bank and in hand	749	(609)	140
Bank loans	(19,886)	234	(19,652)
	(19,137)	(375)	(19,572)

Notes to the consolidated financial statements for the year ended 31 December 2009

1 Principal accounting policies

Basis of accounting

The consolidated financial statements have been prepared in accordance with the Companies Act 2006 and with applicable accounting standards under the historical cost convention on the going concern basis. The principal accounting policies, which have been applied consistently, are set out below.

The financial statements have been prepared on a going concern basis which assumes that the Company will continue to trade. The shareholders have indicated that they will continue to make sufficient funds available to ensure that the Company will be able to trade for the foreseeable future. On this basis the Directors consider the going concern basis of preparation is appropriate.

Tangible fixed assets

No depreciation is provided on freehold land. Depreciation on all tangible fixed assets, other than land, has been provided on a straight line basis over the following periods as follows.

Plant and equipment Freehold properties

10 years 50 years

Investment in subsidiaries

Investment in subsidiaries is stated at cost less provision for impairment

Taxation

Corporation tax is provided on taxable profits at the standard rate of corporation tax in the United Kingdom of 28 percent (2008 28 5 percent)

Deferred tax is accounted for on an undiscounted basis at tax rates enacted or substantially enacted at the balance sheet date on all differences arising 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. A deferred tax asset is only recognised when it is more likely than not that the asset will be recoverable in the foreseeable future out of suitable taxable profits from which the underlying timing differences can be deducted.

Turnover

Turnover comprises two principal components,

Land and buildings sales

Turnover, which excluded value added tax, represents sales of agricultural, residential and commercial land and buildings. Turnover is recognised on unconditional completion of contracts

Rental income

Turnover, which excluded value added tax, represents rent of commercial land and buildings Turnover is recognised on an accrual basis when the rent is due

Notes to the consolidated financial statements for the year ended 31 December 2009

1 Principal accounting policies (continued)

Stocks

Land held for development and construction work in progress is valued at the lower of cost and net realisable value. Other stock includes land and buildings held for resale and is valued at the lower of cost and net realisable value. Cost includes appropriate directly attributable overheads.

Financing costs

Arrangements and other issue costs incurred as a result of entering into loan and other facilities are deferred and expensed over the length of the related loan or facility

2 Operating loss

	2009	2008
	£'000	£'000
The operating loss is stated after charging		
Fees payable to the Company's auditor for the audit of the		
Company's subsidiaries, pursuant to legislation	30	28
Fees payable to the Company's auditor for the audit of the parent		
Company's and consolidated accounts	15	14
Depreciation	8	21
Director's emoluments (see note 3)	30	30
Staff costs (see note 4)	75	92

3 Directors' emoluments

Apart from one director, all other directors were paid by other group companies for their services to the group as a whole and no specific allocation of their remuneration has been made in respect of this Company

	2009	2008
	£,000	£'000
Director's emoluments	30	30

4 Employee information

The average number of persons employed by the Group and Company (including Executive Directors) during the period is analysed below

	2009 £'000	2008 £'000
Administration	4	5
The aggregate payroll costs were as follows	2009 £'000	2008 £'000
Wages and salaries Social security costs	69 6 75	84 8

Notes to the consolidated financial statements for the year ended 31 December 2009

5 Net interest and similar charges

	2009 £'000_	2008 £'000
Interest payable on bank commitment	435	4,575
Amortisation of bank facility fees	16	435
	451	5,010
Bank interest receivable	(2)	(328)
	449	4,682
Taxation on ordinary activities		
	2009	2008
Corporation tax	£'000	£,000
UK Corporation Tax on profits of the period	-	_
UK Corporation Tax for Land Remediation in prior years Deferred tax	(308)	-
Current year deferred tax	-	-
Tax (credit) / charge on loss on ordinary activities	(308)	
The tax assessed for the year is lower than the standard rate appare explained below	olied in the UK (28%)	The differences
	2009	2008
	5,000	£,000
Loss on ordinary activities before tax	(698)	(3,117)
Loss on ordinary activities multiplied by standard rate in the UK of 28%		
(2008 28 5%)	(195)	(889)
Effects of		•
Accelerated capital allowances and other timing differences Chargeable disposals	•	6 (118)
Expenses not deductible for tax purposes	-	(110)
Adjustments in respect of previous years	(308)	•
Losses carned forward		911
Excess losses carned forward	1	11
Group relief surrendered / (claimed)	194	79
Total tax credit	(308)	

Notes to the consolidated financial statements for the year ended 31 December 2009

7 Loss of Parent Company

A total loss of £775,000 (2008 loss £6,361,000) has been dealt with in the accounts of Trenport Investments Limited The Company has taken advantage of the section 480(3) Companies Act 2006 allowing it not to publish a separate profit and loss account

8 Tangible fixed assets

G	ro	u	D

·	Freehold land & buildings £'000	Plant & equipment £'000	Total £'000
Cost		<u> </u>	
At 1 January 2009	540	5	545
Additions		30	
At 31 December 2009	560	35	595
Depreciation			
At 1 January 2009	16	1	17
Charge for the year		3	8
At 31 December 2009	21	4	25
Net book value			
At 31 December 2009	539	31	570
At 31 December 2008	524	4	528

Company

Company	Plant & equipment £'000
Cost	
At 1 January 2009	9
Additions	30
At 31 December 2009	39
Depreciation	
At 1 January 2009	9
Charge for the year	3
At 31 December 2009	12
Net book value	
At 31 December 2009	27
At 31 December 2008	

Notes to the consolidated financial statements for the year ended 31 December 2009

9 Investment in subsidiaries

Group

There are no investments held by the Group at the end of the financial year (2008 Nil)

Company

	2009	2008
	2000	£'000
Cost		
At 1 January and 31 December		

Refer to note 18 for the principal subsidiaries held by the company

10 Stock

	Group		Company	
	2009	2008	2009	2008
	£,000	£'000	£'000	£,000
Land held for development	16,140	15,858	9,016	9,014
Construction work in progress	14,606	13,616	5,815	5,025
Other stock held for resale	58	58	58	58
	30,804	29,532	14,889	14,097

11 Debtors: amounts falling due after more than one year

	Group	Company			
	2009	2008	2009	2008	
	£'000	£,000	£'000	£'000	
Amounts owed by subsidiaries		<u> </u>	15,946_	15,530	

The amounts owed by subsidiaries are interest free and have no fixed terms of repayment

12 Debtors: amounts falling due within one year

	Group	C	Company	
	2009	2008	2009	2008
	000°3	£'000	5,000	£'000
Trade debtors	80	55	47	55
Other debtors	95	224	_ <u>_9</u> 5	_ 223
	175	279	142	278

Notes to the consolidated financial statements for the year ended 31 December 2009

13 Creditors: amounts falling due within one year

	Group		Company	
	2009	2008	2009	2008
	£,000	£'000	5,000	£'000
Bank loan	19,651	-	19,651	-
Amounts owed to fellow subsidiaries	-	•	13,999	13,797
Other creditors	54	19	45	19
Accruals and deferred income	61	706	_ 71 _	624
	19,766	725	33,766	14,440

The bank loan is secured by legal charges over the assets of the Company and its subsidiaries and bears rates of interest of LIBOR plus 1 1% and is repayable in 2010

Amounts owed to fellow subsidiaries are interest free and have no fixed terms of repayment

Creditors: amounts falling due after more than one year

	Group	C	ompany	
	2009	2008	2009	2008
	£'000	£'000	9000ع	£'000
Amount owed to fellow subsidiaries	5,203	3,446	5,203	3,446
Bank loan		19,807		19,807
	5,203	23,253	5,203	23,253

Amount owed to fellow subsidiaries is interest free and has no fixed terms of repayment

14 Deferred tax

The potential deferred tax asset not recognised is as follows

	Group	C	ompany	
	2009	2008	2009	2008
	£'000	£,000	£,000	₹'000
Losses available	2,504	2,503	2,144	2,144
Accelerated Capital Allowances	2		2	
	2,506	2,503	2,146	2,144

Notes to the consolidated financial statements for the year ended 31 December 2009

15 Share capital

	2009 and 2008 £
Authorised, allotted, called up and fully paid	
500,000 ordinary shares of 1p each	5,000
500,000 deferred shares of £1 each	500,000
	505,000

The holders of ordinary shares are entitled to all distributable income. On the return of capital in a winding up or otherwise the surplus assets shall firstly be used to repay the nominal value of ordinary shares and then the nominal value of the deferred shares. Any surplus shall then be payable to the holders of ordinary shares.

The holders of deferred shares have no voting rights other than for the reduction of capital or if the Company is to be wound up or sold or if their existing rights or privileges are to be affected

16 Profit and loss account

	Group £'000	Company £'000
At 1 January 2009 Loss for the financial year	6,605 (390)	(7,575) (775)
At 31 December 2009	6,215	(8,350)

17 Reconciliation of movement in shareholders' funds

	Group £'000	Company £'000
Loss on ordinary activities after taxation Opening shareholders' funds	(390) 7,110	(7,070) (775)
Closing shareholders' funds	6,720	(7,845)

Notes to the consolidated financial statements for the year ended 31 December 2009

18 Principal subsidiaries

Name (all companies are registered			
ın England and Wales)	shares held	Principal activity	% owned
		Property	
Trenport (Peters Village) Limited	1 Ordinary share of £1 each	development	100
		Property	
Trenport (East Hall Park) Limited	1 Ordinary share of £1 each	development	100
Europower Networks Limited	1 Ordinary share of £1 each	Electricity supply	100

19 Ultimate controlling party

Ryton Utilities Limited

The immediate holding company is Ellerman Holdings Limited, a company incorporated in Jersey, Channel Islands which the directors regard as being ultimately controlled by the Sir David and Sir Frederick Barclay Family Settlements

1 Ordinary share of £1 each Sewerage Plant