

# John Doyle Development Limited

## FINANCIAL STATEMENTS

for the year ended

31 December 2005

Company Registration No. 01518964



# John Doyle Development Limited

## DIRECTORS AND OFFICERS

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### DIRECTORS

S Stefanou  
R N Johnson  
I Carr

### SECRETARY

S G Harvey

### COMPANY NUMBER

01518964 (England and Wales)

### REGISTERED OFFICE

John Doyle House  
Little Burrow  
Welwyn Garden City  
Herts  
AL7 4SP

### AUDITORS

Baker Tilly  
1st Floor  
46 Clarendon Road  
Watford  
Herts  
WD17 1JJ

# John Doyle Development Limited

## DIRECTORS' REPORT

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The directors present their report and financial statements of John Doyle Development Limited for the year ended 31 December 2005.

### PRINCIPAL ACTIVITIES

The principal activity of the company during the year comprised property investment and dealing in property.

### REVIEW OF THE BUSINESS

During the year, the company transferred its investment property to the holding company at book value.

### RESULTS AND DIVIDENDS

The trading profit for the year after taxation was £6,341.

The directors have paid an ordinary interim dividend of £63,000 (2004: £Nil), and they do not recommend payment of a final dividend.

### DIRECTORS

The following directors have held office since 1 January 2005:

S Stefanou

R N Johnson

I Carr

(Appointed 9 May 2005)

### DIRECTORS' INTERESTS IN SHARES

The directors and their families have no beneficial interest in the shares of the company.

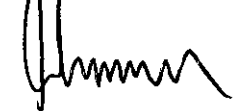
The following director had an interest in the ordinary shares of the ultimate parent company, John Doyle Group plc:

	<i>Ordinary shares of £ 1 each</i>	
	31.12.05	1.1.05
S Stefanou	9,750,000	9,750,000
R N Johnson	-	-
I Carr	-	-

### AUDITORS

A resolution to reappoint Baker Tilly, Chartered Accountants will be put to the members at the annual general meeting.

On behalf of the board



I Carr

Director

18 April 2006

# John Doyle Development Limited

## DIRECTORS' RESPONSIBILITIES IN THE PREPARATION OF FINANCIAL STATEMENTS

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Company law requires the directors to prepare financial statements for each financial year which 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:

- a. select suitable accounting policies and then apply them consistently;
- b. make judgements and estimates that are reasonable and prudent;
- c. 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 proper accounting records which 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 1985. 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 AUDITORS' REPORT TO THE MEMBERS OF JOHN DOYLE DEVELOPMENT LIMITED

We have audited the financial statements on pages 5 to 11.

This report is made solely to the company's members, as a body, in accordance with Section 235 of the Companies Act 1985. 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 auditors' 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 the directors and auditors**

The directors' responsibilities for preparing the Annual Report and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you if, in our opinion, the Directors' Report is not consistent with the financial statements, if the company has not kept proper accounting records or if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed.

We read other information contained in the Annual Report, and consider whether it is consistent with the audited financial statements. This information comprises only the Directors' Report. We consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements. Our responsibilities do not extend to any other information.

## **Basis of audit opinion**

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

## **Opinion**

In our opinion the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs at 31 December 2005 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

  
BAKER TILLY

Registered Auditor  
Chartered Accountants  
1st Floor  
46 Clarendon Road  
Watford  
Herts  
WD17 1JJ

4 May 2006

# John Doyle Development Limited

## PROFIT AND LOSS ACCOUNT

for the year ended 31 December 2005

	<i>Notes</i>	2005 £	2004 £
TURNOVER	1	9,060	9,060
Other operating expenses (net)	2	692	10,485
OPERATING PROFIT/(LOSS)		8,368	(1,425)
Investment income	3	4,551	2,214
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	4	12,919	789
Taxation	6	6,578	6,333
PROFIT/(LOSS) ON ORDINARY ACTIVITIES AFTER TAXATION		6,341	(5,544)
RETAINED PROFIT/(LOSS) FOR THE YEAR	12	6,341	(5,544)

The operating profit/(loss) for the year arises from the company's discontinued operations.

No separate Statement of Total Recognised Gains and Losses has been presented as all such gains and losses have been dealt with in the Profit and Loss Account.

### NOTE OF HISTORICAL COST PROFITS AND LOSSES

for the year ended 31 December 2005

	2005 £	2004 £
Profit on ordinary activities before taxation	12,919	789
Realisation of property revaluation gains of previous years	71,748	57,128
Historical cost profit on ordinary activities before taxation	84,667	57,917
Historical cost profit for the year retained after taxation	80,791	51,584

# John Doyle Development Limited

## BALANCE SHEET

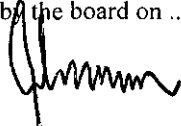
31 December 2005

	Notes	2005 £	2004 £
<b>FIXED ASSETS</b>			
Tangible assets	8	-	80,000
<b>CURRENT ASSETS</b>			
Debtors	9	80,268	-
Cash at bank and in hand		45,403	128,103
		125,671	128,103
CREDITORS: Amounts falling due within one year	10	20,187	45,960
NET CURRENT ASSETS		105,484	82,143
TOTAL ASSETS LESS CURRENT LIABILITIES		105,484	162,143
<b>CAPITAL AND RESERVES</b>			
Called up share capital	11	38,100	38,100
Revaluation reserve	12	-	71,748
Profit and loss account	12	67,384	52,295
SHAREHOLDERS' FUNDS	13	105,484	162,143

Approved by the board on

April 18<sup>th</sup> 2006

I Carr



Director

# John Doyle Development Limited

## ACCOUNTING POLICIES

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### BASIS OF ACCOUNTING

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

The company has taken advantage of the exemption in Financial Reporting Standard No 1 (Revised 1996) from the requirement to produce a cash flow statement on the grounds that it is a subsidiary undertaking where 90 percent or more of the voting rights are controlled within the group.

### TANGIBLE FIXED ASSETS

Investment properties are revalued annually by the directors. No depreciation is provided on freehold investment properties. This is a departure from the Companies Act 1985, concerning the depreciation of fixed assets. However, this property is not held for consumption but for investment and the directors consider that systematic depreciation would be inappropriate. The accounting policy adopted is therefore necessary for the accounts to show a true and fair view. Depreciation is only one of many factors reflected in the annual valuation, and the amount which might otherwise have been shown cannot be identified or quantified.

### TURNOVER

Turnover represents the total amount, excluding Value Added Tax, of rent receivable by the company in the ordinary course of business.



# John Doyle Development Limited

## NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 December 2005

### 1. TURNOVER AND PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

The company's turnover and profit before taxation were all derived from its principal activity wholly undertaken in the United Kingdom.

2. OTHER OPERATING EXPENSES (NET)	2005 £	2004 £
Administrative expenses	2,722	10,485
Other operating income	(2,030)	-
	<u>692</u>	<u>10,485</u>

3. INVESTMENT INCOME	2005 £	2004 £
Bank interest	<u>4,551</u>	<u>2,214</u>

4. PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	2005 £	2004 £
Profit on ordinary activities before taxation is stated after charging/(crediting):		
Auditors' remuneration	<u>1,724</u>	<u>1,260</u>

### 5. EMPLOYEES

There were no employees during the year apart from the directors.

# John Doyle Development Limited

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

for the year ended 31 December 2005

6. TAXATION	2005	2004
	£	£
Domestic current year tax		
U.K. corporation tax	2,952	6,333
Adjustment for prior years	3,626	-
	<u>6,578</u>	<u>6,333</u>
Current tax charge		
Factors affecting the tax charge for the year		
Profit on ordinary activities before taxation	<u>12,919</u>	<u>789</u>
Profit on ordinary activities before taxation multiplied by standard rate of UK corporation tax for small companies of 19.00% (2004: 19.00%)	<u>2,455</u>	<u>150</u>
Effects of:		
Non deductible expenses	-	839
Tax losses utilised	-	(11,139)
Adjustments to previous periods	3,626	-
Chargeable disposals	-	16,483
Other tax adjustments	497	-
	<u>4,123</u>	<u>6,183</u>
Current tax charge	<u>6,578</u>	<u>6,333</u>
7. DIVIDENDS	2005	2004
	£	£
Ordinary:		
Interim paid - £1.65 (2004 - Nil)	<u>63,000</u>	<u>-</u>
8. TANGIBLE FIXED ASSETS		
		<i>Investment properties</i>
		£
Cost		
1 January 2005		80,000
Disposals		(80,000)
31 December 2005		<u>-</u>
9. DEBTORS	2005	2004
	£	£
Due within one year:		
Amounts owed by parent and fellow subsidiary undertakings	<u>80,268</u>	<u>-</u>

# John Doyle Development Limited

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

for the year ended 31 December 2005

10. CREDITORS: Amounts falling due within one year	2005 £	2004 £
Amounts owed to group undertakings	-	31,151
Corporation tax	12,911	6,333
Other creditors	5,676	5,676
Accruals and deferred income	1,600	2,800
	<u>20,187</u>	<u>45,960</u>

The bank overdraft is secured by a fixed and floating debenture over the assets of the company, by a legal charge over the company's investment property and group undertakings have entered into cross guarantees.

11. SHARE CAPITAL	2005 £	2004 £
Authorised:		
50,000 Ordinary shares of £1 each	<u>50,000</u>	<u>50,000</u>
Allotted, issued and fully paid:		
38,100 Ordinary shares of £1 each	<u>38,100</u>	<u>38,100</u>

## 12. STATEMENT OF MOVEMENT ON RESERVES

	Revaluation reserve £	Profit and loss account £
1 January 2005	71,748	52,295
Retained profit for the year	-	6,341
Transfer from revaluation reserve to profit and loss account	(71,748)	71,748
Dividends	-	(63,000)
31 December 2005	<u>-</u>	<u>67,384</u>

13. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS	2005 £	2004 £
Profit/(Loss) for the financial year	6,341	(5,544)
Dividends	(63,000)	-
Net depletion in shareholders' funds	<u>(56,659)</u>	<u>(5,544)</u>
Opening shareholders' funds	162,143	167,687
Closing shareholders' funds	<u>105,484</u>	<u>162,143</u>

# John Doyle Development Limited

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

for the year ended 31 December 2005

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### 14. CONTINGENT LIABILITIES

The company has a cross guarantee arrangement with its principal bankers and a group VAT registration. At the balance sheet date no liability existed under these arrangements.

### 15. CONTROL

The ultimate parent company is John Doyle Group plc, a company incorporated in England and Wales. John Doyle Group plc is wholly owned by S Stefanou.

A copy of the consolidated financial statements can be obtained from John Doyle House, Little Burrow, Welwyn Garden City, Herts, AL7 4SP.

### 16. RELATED PARTY TRANSACTIONS

The company has taken advantage of the exemptions conferred by Financial Reporting Standard No 8 from the requirement to make disclosures concerning related parties.