

**MARDAN (NORWICH) LIMITED**

**Directors' report and financial statements**  
**for the year ended 30 June 2012**

MONDAY



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## **MARDAN (NORWICH) LIMITED**

### **Company Information**

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<b>Directors</b>	D Tannen M I Tannen D A Tannen
<b>Company secretary</b>	J M Miller
<b>Company number</b>	2615524
<b>Registered office</b>	Sutherland House 70-78 West Hendon Broadway London NW9 7BT
<b>Auditor</b>	BDO LLP 55 Baker Street London W1E 7EU

# **MARDAN (NORWICH) LIMITED**

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## **MARDAN (NORWICH) LIMITED**

### **Directors' report for the year ended 30 June 2012**

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The directors present their report and the financial statements for the year ended 30 June 2012

#### **Results and dividends**

The profit for the year, after taxation, amounted to £367,682 (2011 - loss £1,594,564)

The directors do not recommend the payment of a dividend (2011 - £Nil)

#### **Principal activities**

The principal activity of the company is that of property investment

There have been no events since the balance sheet date which materially affect the position of the company

#### **Directors**

The directors who served during the year were

D Tannen  
M I Tannen  
D A Tannen

#### **Directors' responsibilities statement**

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 these financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgments and estimates that are reasonable and prudent,
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements,
- 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.

**MARDAN (NORWICH) LIMITED**

**Directors' report  
for the year ended 30 June 2012**

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**Provision of information to auditor**

Each of the persons who are directors at the time when this Directors' report is approved has confirmed that

- so far as that director is aware, there is no relevant audit information of which the company's auditor is unaware, and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of any information needed by the company's auditor in connection with preparing its report and to establish that the company's auditor is aware of that information

**Auditor**

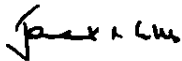
The auditor, BDO LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006

In preparing the directors' report advantage has been taken of the small companies exemption under the Companies Act 2006

This report was approved by the board on

**21 MAR 2013**

and signed on its behalf



**J M Miller**  
Secretary

## **MARDAN (NORWICH) LIMITED**

### **Independent auditor's report to the shareholders of Mardan (Norwich) Limited**

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We have audited the financial statements of Mardan (Norwich) Limited for the year ended 30 June 2012, set out on pages 5 to 11. 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 statement of directors' responsibilities, 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.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified audit opinion.

#### **Scope of the audit of the financial statements**

A description of the scope of an audit of financial statements is provided on the Auditing Practices Board's website at [www.frc.org.uk/apb/scope/private.cfm](http://www.frc.org.uk/apb/scope/private.cfm).

#### **Basis for qualified opinion on financial statements**

As explained in note 1, investment properties have been included in the financial statements at cost less any provision for impairment rather than open market value as required by Statement of Standard Accounting Practice No 19 'Accounting for investment properties'. We are unable to quantify the effect, if any, on reserves and tangible fixed assets of this non-compliance with accounting standards.

Except for the failure to include investment properties at open market value in our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 30 June 2012 and of its profit 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.

**MARDAN (NORWICH) LIMITED**

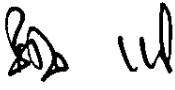
**Independent auditor's report to the shareholders of Mardan (Norwich) Limited**

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**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 the financial statements and the directors' report in accordance with the small companies' regime



Richard Levy (Senior statutory auditor)

for and on behalf of BDO LLP, statutory auditor

London  
United Kingdom

Date **21 MAR 2013**

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127)

**MARDAN (NORWICH) LIMITED**

**Profit and loss account  
for the year ended 30 June 2012**

	Note	2012 £	2011 £
<b>Rental income</b>	1,2	<b>3,813,496</b>	4,031,962
Property expenses		<u>(578,933)</u>	<u>(1,349,390)</u>
<b>Net rental income</b>		<b>3,234,563</b>	2,682,572
Administrative expenses		<u>(648,852)</u>	(1,047,063)
Provision against carrying value of investment property		-	(1,000,000)
Total administrative expenses		<u>(648,852)</u>	<u>(2,047,063)</u>
<b>Operating profit</b>	3	<b>2,585,711</b>	635,509
Interest payable and similar charges	4	<u>(2,218,029)</u>	<u>(2,230,073)</u>
<b>Profit/(loss) on ordinary activities before taxation</b>		<b>367,682</b>	(1,594,564)
Tax on profit/(loss) on ordinary activities	5	-	-
<b>Profit/(loss) for the financial year</b>	11	<u><b>367,682</b></u>	<u>(1,594,564)</u>

All amounts relate to continuing operations

There were no recognised gains and losses for 2012 or 2011 other than those included in the Profit and loss account

The notes on pages 7 to 11 form part of these financial statements



**MARDAN (NORWICH) LIMITED**  
Registered number. 2615524

**Balance sheet**  
**as at 30 June 2012**

	Note	£	2012 £	£	2011 £
<b>Fixed assets</b>					
Investment property	6		34,144,674		34,144,674
<b>Current assets</b>					
Debtors	7	67,936		124,734	
Cash at bank		703,273		15,615	
		<u>771,209</u>		<u>140,349</u>	
<b>Creditors: amounts falling due within one year</b>	8	<u>(4,505,126)</u>		<u>(4,154,338)</u>	
<b>Net current liabilities</b>			<u>(3,733,917)</u>		<u>(4,013,989)</u>
<b>Total assets less current liabilities</b>			<u>30,410,757</u>		<u>30,130,685</u>
<b>Creditors: amounts falling due after more than one year</b>	9		<u>(29,678,206)</u>		<u>(29,765,816)</u>
<b>Net assets</b>			<u><u>732,551</u></u>		<u><u>364,869</u></u>
<b>Capital and reserves</b>					
Called up share capital	10		2		2
Profit and loss account	11		<u>732,549</u>		<u>364,867</u>
<b>Shareholders' funds</b>	12		<u><u>732,551</u></u>		<u><u>364,869</u></u>

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime

The financial statements were approved and authorised for issue by the board and were signed on its behalf by

  
**D A Tannen**  
Director

Date

**21 MAR 2013**

The notes on pages 7 to 11 form part of these financial statements

## **MARDAN (NORWICH) LIMITED**

### **Notes to the financial statements for the year ended 30 June 2012**

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#### **1 Accounting policies**

##### **1.1 Basis of preparation of financial statements**

The financial statements have been prepared under the historical cost convention, and with the exception of investment properties (see below) are in accordance with applicable accounting standards

##### **1.2 Going concern**

The directors have prepared the financial statements on a going concern basis notwithstanding the fact that the company has net current liabilities

The company has received a letter of financial support from The Tannen Group Limited, its ultimate parent company, confirming that it will provide financial support to the company for the foreseeable future to enable it to meet its obligations and liabilities as they fall due

On the basis of the above the directors are of the opinion that it is appropriate to prepare the financial statements on a going concern basis

##### **1.3 Cash flow**

The company, being a subsidiary undertaking where 90% or more of the voting rights are controlled within the group whose consolidated financial statements are publicly available, is exempt from the requirement to draw up a cash flow statement in accordance with FRS 1

##### **1.4 Turnover**

Turnover represents gross rental income received from the letting of property. Rent reviews are only recognised as income once the review has been settled, agreed and concluded

##### **1.5 Investment properties**

Investment properties are stated in the balance sheet at cost less any provision for impairment. This treatment is not in accordance with Statement of Standard Accounting Practice No 19 which requires such properties to be stated at their open market value. The directors consider the cost of obtaining a valuation would outweigh the benefit to the users of the financial statements

No provision has been made for depreciation on these properties. The directors consider that this accounting policy results in the financial statements giving a true and fair view. The effect of this departure from the Companies Act 2006 has not been quantified because it is impractical and, in the opinion of the directors, would be misleading

##### **1.6 Deferred taxation**

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date except that

- deferred tax is not recognised on timing differences arising on revalued properties unless the company has entered into a binding sale agreement and is not proposing to take advantage of rollover relief, and
- the recognition of deferred tax assets is limited to the extent that the company anticipates to make sufficient taxable profits in the future to absorb the reversal of the underlying timing differences

Deferred tax balances are not discounted

## MARDAN (NORWICH) LIMITED

### Notes to the financial statements for the year ended 30 June 2012

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#### 2 Turnover

The whole of the turnover is attributable to rental income

All turnover arose within the United Kingdom

#### 3 Operating profit

The operating profit is stated after charging

	2012 £	2011 £
Provision against carrying value of investment property	-	1,000,000

During the year, no director received any emoluments (2011 - £NIL)

The directors' emoluments are paid by another group company and disclosed in the financial statements of that company. Auditor's remuneration is also paid by another group company and disclosed in its financial statements

#### 4. Interest payable

	2012 £	2011 £
On bank loans and overdrafts	2,218,029	2,230,073

#### 5 Taxation

	2012 £	2011 £
UK corporation tax charge on profit/loss for the year	-	-

# MARDAN (NORWICH) LIMITED

## Notes to the financial statements for the year ended 30 June 2012

### 5 Taxation (continued)

#### Factors affecting tax charge for the year

The tax assessed for the year is lower than (2011 - higher than) the average rate of corporation tax in the UK of 25.5% (2011 - 27.5%). The differences are explained below

	2012 £	2011 £
Profit/loss on ordinary activities before tax	367,682	(1,594,564)
Profit/loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 25.5% (2011 - 27.5%)	93,759	(438,505)
<b>Effects of</b>		
Capital allowances for year in excess of depreciation	(1,109)	(3,009)
Timing differences	(1,372)	(1,480)
Group relief	153,556	167,994
Provision against carrying value of investment property	-	275,000
Utilisation of brought forward losses	(244,834)	-
<b>Current tax charge for the year (see note above)</b>	-	-

At 30 June 2012, the company had an unprovided deferred tax asset of £13,349 (2011 - £17,971) relating to accelerated capital allowances, temporary timing differences and losses carried forward

### 6. Investment property

	Freehold investment property £	Long term leasehold investment property £	Total £
<b>Cost</b>			
At 1 July 2011 and 30 June 2012	33,665,674	479,000	34,144,674

### 7. Debtors

	2012 £	2011 £
Trade debtors	67,936	124,734

**MARDAN (NORWICH) LIMITED**

**Notes to the financial statements  
for the year ended 30 June 2012**

**8. Creditors:  
Amounts falling due within one year**

	2012 £	2011 £
Bank loans and overdrafts	3,116,000	3,383,123
Amounts owed to group undertakings	642,687	253,745
Social security and other taxes	50,455	26,593
Other creditors	192,345	192,337
Accruals and deferred income	503,639	298,540
	<u>4,505,126</u>	<u>4,154,338</u>

**9 Creditors:  
Amounts falling due after more than one year**

	2012 £	2011 £
Bank loans	<u>29,678,206</u>	<u>29,765,816</u>

Included within the above are amounts falling due as follows

	2012 £	2011 £
<b>Between one and two years</b>		
Bank loans	<u>94,665</u>	<u>87,610</u>
<b>Between two and five years</b>		
Bank loans	<u>12,975,958</u>	<u>13,035,339</u>
<b>Over five years</b>		
Bank loans	<u>16,607,584</u>	<u>16,642,867</u>

Creditors include amounts not wholly repayable within 5 years as follows

Repayable by instalments	<u>16,607,584</u>	<u>16,642,867</u>
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Interest on the loans is fixed at rates between 6.24% to 8.52% per annum. The bank loans are secured by way of fixed charges over the investment properties of the company and a floating charge over all the other assets of the company.

**10. Share capital**

	2012 £	2011 £
<b>Allotted, called up and fully paid</b>		
2 Ordinary shares of £1 each	<u>2</u>	<u>2</u>

# MARDAN (NORWICH) LIMITED

## Notes to the financial statements for the year ended 30 June 2012

### 11. Reserves

	Profit and loss account £
At 1 July 2011	364,867
Profit for the year	367,682
At 30 June 2012	<u>732,549</u>

### 12 Reconciliation of movement in shareholders' funds

	2012 £	2011 £
Opening shareholders' funds	364,869	1,959,433
Profit/(loss) for the year	<u>367,682</u>	<u>(1,594,564)</u>
Closing shareholders' funds	<u>732,551</u>	<u>364,869</u>

### 13. Ultimate parent undertaking and controlling party

The company's ultimate parent company is The Tannen Group Limited which is registered in England and Wales and controlled by the Tannen family. Group accounts can be obtained from the Registrar of Companies.

### 14 Related party transactions

The company has taken advantage of the exemption allowed by Financial Reporting Standard 8, "Related Party Transactions", not to disclose any transactions with entities in which 100% of the voting rights are controlled within The Tannen Group Limited group.