

STAT.

Registered number 02673516

# **BAYFORDBURY ESTATES LIMITED**

## **FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 OCTOBER 2010**

THURSDAY



\*APFF1W7X\*

A43

28/07/2011

209

COMPANIES HOUSE

# **BAYFORDBURY ESTATES LIMITED**

## **COMPANY INFORMATION**

### **DIRECTORS**

J A Barham  
R M Allen  
Mrs C M Barham  
P D Barham

### **COMPANY SECRETARY**

A J Barham

### **COMPANY NUMBER**

02673516

### **REGISTERED OFFICE**

233-237 Old Marylebone Road  
London  
NW1 5QT

### **AUDITORS**

Wilder Coe LLP  
Chartered Accountants  
233-237 Old Marylebone Road  
London  
NW1 5QT

# **BAYFORDBURY ESTATES LIMITED**

## **CONTENTS**

	<b>Page</b>
<b>Directors' Report</b>	<b>1 - 2</b>
<b>Independent Auditors' Report</b>	<b>3 - 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 - 13</b>

# **BAYFORDBURY ESTATES LIMITED**

## **DIRECTORS' REPORT FOR THE YEAR ENDED 31 OCTOBER 2010**

The directors present their report and the audited financial statements for the year ended 31 October 2010

### **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 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,
- 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.

### **PROVISION OF INFORMATION TO AUDITORS**

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 auditors are 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 auditors in connection with preparing their report and to establish that the company's auditors are aware of that information

### **PRINCIPAL ACTIVITY**

The company's principal activity during the year continued to be that of property development

### **RESULTS, REVIEW OF BUSINESS AND DIVIDENDS**

The profit for the year, after taxation, amounted to £268,843 (2009 - £255,701)

The directors are satisfied with performance of the company during the year. Their aim is to maintain this level of performance in the coming year.

The principal risks faced by the company are those of general market and economic risks in common with other businesses in the current economic climate.

The directors aim to manage these risks in order to maintain and improve on the current level of performance.

The directors do not recommend the payment of a dividend.

**BAYFORDBURY ESTATES LIMITED**

**DIRECTORS' REPORT  
FOR THE YEAR ENDED 31 OCTOBER 2010**

**DIRECTORS**

The directors who served during the year were

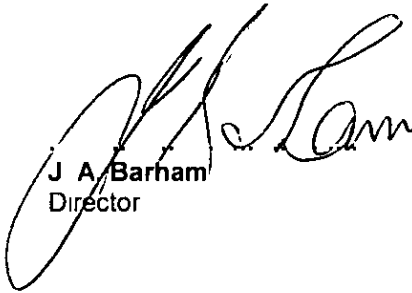
J A Barham  
R M Allen  
Mrs C M Barham  
P D Barham

**AUDITORS**

Wilder Coe transferred their business to a new limited liability partnership called Wilder Coe LLP with effect from 1 September 2010. As part of this restructuring arrangement, Wilder Coe resigned as auditors and, in accordance with the Companies Act 2006, Wilder Coe LLP were subsequently appointed as auditors with effect from 1 September 2010.

The auditors, Wilder Coe LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

This report was approved by the board on **7 JULY 2011** and signed on its behalf



J A Barham  
Director

## **BAYFORDBURY ESTATES LIMITED**

### **INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF BAYFORDBURY ESTATES LIMITED**

We have audited the financial statements of Bayfordbury Estates Limited for the year ended 31 October 2010, set out on pages 5 to 13. 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 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 DIRECTORS AND AUDITORS**

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.

### **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.

### **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 October 2010 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.

**BAYFORDBURY ESTATES LIMITED**

**INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF BAYFORDBURY ESTATES LIMITED**

**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 remuneration specified by law are not made, or
- we have not received all the information and explanations we require for our audit

Robert Bradman BA CA (Senior statutory auditor)  
for and on behalf of



**Wilder Coe LLP**  
Chartered Accountants & Statutory Auditors  
233-237 Old Marylebone Road  
London  
NW1 5QT  
Date 26 July 2011

# BAYFORDBURY ESTATES LIMITED

## PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 OCTOBER 2010

	Note	2010 £	2009 £
<b>TURNOVER</b>	1,2	<b>6,347,000</b>	<b>2,749,350</b>
Cost of sales		<u>(5,616,754)</u>	<u>(1,989,019)</u>
<b>GROSS PROFIT</b>	4	<b>730,246</b>	<b>760,331</b>
Administrative expenses		(363,105)	(364,917)
Other operating income	3	<u>18,631</u>	<u>1,604</u>
<b>OPERATING PROFIT</b>	4	<b>385,772</b>	<b>397,018</b>
Interest receivable and similar income		972	4,725
Interest payable and similar charges	7	<u>(32,674)</u>	<u>(61,454)</u>
<b>PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION</b>		<b>354,070</b>	<b>340,289</b>
Tax on profit on ordinary activities	8	<u>(85,227)</u>	<u>(84,588)</u>
<b>PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION</b>		<b>268,843</b>	<b>255,701</b>
<b>RETAINED PROFIT/(LOSS) BROUGHT FORWARD</b>		<u><b>148,599</b></u>	<u><b>(107,102)</b></u>
<b>RETAINED PROFIT CARRIED FORWARD</b>		<u><b>£ 417,442</b></u>	<u><b>£ 148,599</b></u>

All amounts relate to continuing operations

There were no recognised gains and losses for 2010 or 2009 other than those included in the Profit and Loss Account


The notes on pages 7 to 13 form part of these financial statements

**BAYFORDBURY ESTATES LIMITED**  
**REGISTERED NUMBER 02673516**

**BALANCE SHEET**  
**AS AT 31 OCTOBER 2010**

	Note	2010 £	2009 £
<b>FIXED ASSETS</b>			
Tangible assets	9	68,602	71,586
Investments	10	1,000	1,000
		<u>69,602</u>	<u>72,586</u>
<b>CURRENT ASSETS</b>			
Stocks	11	4,458,482	7,992,573
Debtors	12	59,158	24,602
Cash at bank and in hand		167,087	467,862
		<u>4,684,727</u>	<u>8,485,037</u>
<b>CREDITORS</b> amounts falling due within one year	13	<u>(833,170)</u>	<u>(467,836)</u>
<b>NET CURRENT ASSETS</b>		<u>3,851,557</u>	<u>8,017,201</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<u><u>£ 3,921,159</u></u>	<u><u>£ 8,089,787</u></u>
<b>CREDITORS</b> amounts falling due after more than one year			
	14	3,500,000	7,940,534
<b>PROVISIONS FOR LIABILITIES</b>			
Deferred tax	15	3,617	554
<b>CAPITAL AND RESERVES</b>			
Called up share capital	16	100	100
Profit and loss account		417,442	148,599
	17	<u>417,542</u>	<u>148,699</u>
		<u><u>£ 3,921,159</u></u>	<u><u>£ 8,089,787</u></u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on  
**7 JULY 2011**

  
**J. A. Barham**  
 Director

The notes on pages 7 to 13 form part of these financial statements

# **BAYFORDBURY ESTATES LIMITED**

## **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2010**

### **1 ACCOUNTING POLICIES**

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

The financial statements have been prepared under the historical cost convention and include the results of the company's operations, which are described in the Directors' Report, all of which are continuing

The company is a parent undertaking of a small group and as such is not required by the Companies Act 2006 to prepare group accounts. These financial statements therefore present information about the company as an individual undertaking and not about its group

#### **1.2 Cash flow**

The company has taken advantage of the exemption in Financial Reporting Standard No 1 from the requirement to produce a cash flow statement on the grounds that it is a small company

#### **1.3 Turnover**

Turnover comprises revenue recognised by the company in respect of goods and services supplied, exclusive of Value Added Tax and trade discounts

#### **1.4 Investments**

Investments held as fixed assets are shown at cost less provision for impairment

#### **1.5 Tangible fixed assets and depreciation**

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost of fixed assets, less their estimated residual value, over their expected useful lives on the following bases

Fixtures & fittings	-	5% straight line
Office equipment	-	25% straight line
Computer equipment	-	50% straight line

#### **1.6 Deferred taxation**

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation

A net deferred tax asset is recognised only if it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted

Deferred tax assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse

#### **1.7 Pensions**

The company operates a defined contribution pension scheme and the pension charge represents the amounts payable by the company to the fund in respect of the year

# BAYFORDBURY ESTATES LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2010

### 2 TURNOVER

The whole of the turnover relates to the principal activity being that of property development

All turnover arose within the United Kingdom

### 3 OTHER OPERATING INCOME

	2010 £	2009 £
Ground rent receivable	<u>18,631</u>	<u>1,604</u>

### 4 OPERATING PROFIT

The operating profit is stated after charging

	2010 £	2009 £
Depreciation of tangible fixed assets - owned by the company	7,315	6,815
Auditors' remuneration	<u>10,000</u>	<u>11,000</u>

### 5. STAFF COSTS

Staff costs, including directors' remuneration, were as follows

	2010 £	2009 £
Wages and salaries	140,498	138,596
Social security costs	28,375	29,838
Other pension costs	4,551	4,776
	<u>£ 173,424</u>	<u>£ 173,210</u>

The average monthly number of employees, including the directors, during the year was as follows

	2010	2009
Directors	4	4
Administration	6	6
	<u>10</u>	<u>10</u>

### 6. DIRECTORS' REMUNERATION

	2010 £	2009 £
Emoluments	<u>£ 109,816</u>	<u>£ 124,398</u>

# BAYFORDBURY ESTATES LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2010

### 7 INTEREST PAYABLE

	2010 £	2009 £
On bank loans and overdrafts	£ 32,674	£ 61,454

### 8 TAXATION

	2010 £	2009 £
<b>Analysis of tax charge in the year</b>		
<b>Current tax</b> (see note below)		
UK corporation tax charge on profit for the year	82,164	45,957
<b>Deferred tax</b> (see note 15)		
Origination and reversal of timing differences	3,063	38,631
<b>Tax on profit on ordinary activities</b>	£ 85,227	£ 84,588

#### Factors affecting tax charge for the year

The tax assessed for the year is lower than (2009 - lower than) the standard rate of corporation tax in the UK of 28% (2009 - 21%). The differences are explained below

	2010 £	2009 £
Profit on ordinary activities before tax	£ 354,070	£ 340,289
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 28% (2009 - 21%)	99,140	71,461
<b>Effects of:</b>		
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment	5,959	3,469
Capital allowances for year in excess of depreciation	(3,062)	(2,223)
Utilisation of tax losses	-	(26,750)
Small companies relief	(19,873)	-
<b>Current tax charge for the year</b> (see note above)	£ 82,164	£ 45,957

#### Factors that may affect future tax charges

There were no factors that may affect future tax charges

# BAYFORDBURY ESTATES LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2010

### 9 TANGIBLE FIXED ASSETS

	Computer equipment £	Fixtures & fittings £	Office equipment £	Total £
<b>Cost</b>				
At 1 November 2009	113,498	102,150	133,394	349,042
Additions	4,331	-	-	4,331
At 31 October 2010	117,829	102,150	133,394	353,373
<b>Depreciation</b>				
At 1 November 2009	113,498	30,646	133,312	277,456
Charge for the year	2,166	5,108	41	7,315
At 31 October 2010	115,664	35,754	133,353	284,771
<b>Net book value</b>				
At 31 October 2010	£ 2,165	£ 66,396	£ 41	£ 68,602
At 31 October 2009	£ -	£ 71,504	£ 82	£ 71,586

### 10 FIXED ASSET INVESTMENTS

	Investments in subsidiary companies £
<b>Cost or valuation</b>	
At 1 November 2009 and 31 October 2010	1,000
<b>Net book value</b>	
At 31 October 2010	£ 1,000
At 31 October 2009	£ 1,000

#### Subsidiary undertakings

The following were subsidiary undertakings of the company

Name	Class of shares	Holding
Bayfordbury Developments Limited	Ordinary	100%

The aggregate of the share capital and reserves as at 31 October 2010 and of the profit or loss for the year ended on that date for the subsidiary undertakings were as follows

Name	Aggregate of share capital and reserves £	Profit/(loss) £
Bayfordbury Developments Limited	1,000	-

**BAYFORDBURY ESTATES LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 OCTOBER 2010**

**11. STOCKS**

	2010 £	2009 £
Land and development work in progress	£ 4,458,482	£ 7,992,573

**12. DEBTORS**

	2010 £	2009 £
<b>Due within one year</b>		
Other debtors	37,600	11,736
Prepayments and accrued income	21,558	12,866
	£ 59,158	£ 24,602

**13. CREDITORS**

**Amounts falling due within one year**

	2010 £	2009 £
Trade creditors	83,749	12,292
Corporation tax	82,164	45,958
Social security and other taxes	4,800	4,453
Other creditors	546,727	374,800
Accruals and deferred income	115,730	30,333
	£ 833,170	£ 467,836

**14. CREDITORS.**

**Amounts falling due after more than one year**

	2010 £	2009 £
Bank loans	-	2,440,534
Shareholder loan	3,500,000	5,500,000
	£ 3,500,000	£ 7,940,534

# BAYFORDBURY ESTATES LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2010

### 15 DEFERRED TAXATION

	2010 £	2009 £
At beginning of year	554	(38,077)
Charge for year	3,063	38,631
At end of year	<u>£ 3,617</u>	<u>£ 554</u>

The provision for deferred taxation is made up as follows

	2010 £	2009 £
Accelerated capital allowances	<u>£ 3,617</u>	<u>£ 554</u>

### 16. SHARE CAPITAL

	2010 £	2009 £
Allotted, called up and fully paid		
100 Ordinary shares of £1 each	<u>£ 100</u>	<u>£ 100</u>

### 17. RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS

	2010 £	2009 £
Opening shareholders' funds/(deficit)	148,699	(107,002)
Profit for the year	268,843	255,701
Closing shareholders' funds	<u>£ 417,542</u>	<u>£ 148,699</u>

### 18 PENSION COMMITMENTS

The company operates a defined contributions pension scheme. These assets of the scheme are held separately from those of the company in an independently administered fund. The pension cost charge represents contributions payable by the company to the fund and amounted to £4,551 (2009 £4,776). There were no balances outstanding at the balance sheet date.

**BAYFORDBURY ESTATES LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 OCTOBER 2010**

**19. RELATED PARTY TRANSACTIONS**

Included in other creditors due within one year at the balance sheet date is an amount of £60,830 (2009 £54,446) owed to J A Barham, a director of the company

Included in other creditors due after one year at the balance sheet date is an amount of £3,500,000 (2009 £5,500,000) owed to J A Barham, a director of the company

Beverley Homes Limited is a related party by virtue of having closely related shareholders

During the year, Beverley Homes Limited participated in property development ventures with Bayfordbury Estates Limited

At the year end creditors included an amount of £167,427 (2009 £63,384) due to Beverley Homes Limited

All transactions were carried out on an arms' length basis and on normal commercial terms

**20. ULTIMATE CONTROLLING PARTY**

As at 31 October 2010 and 31 October 2009, J A Barham has ultimate control by virtue of his shareholding in the company