

Company Registration No. 2882341 (England and Wales)

NEST EGG LIMITED

**REPORT AND FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 31ST DECEMBER 2009**

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COMPANIES HOUSE

NEST EGG LIMITED

Directors J G Dean (Chairman)
T J G Dean
Mrs V J Harris
Mrs S B Reeves
R N Symons

Secretary R N Symons

Registered office 82 St John Street
London
EC1M 4JN

Auditors HLB Vantis Audit plc
82 St John Street
London
EC1M 4JN

Registered number 2882341

REPORT AND FINANCIAL STATEMENTS

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NEST EGG LIMITED

DIRECTORS' REPORT

The directors present their Report and the Financial Statements for the period ended 31st December 2009

Activity

The principal activity of the Company is an investment company

Business review

A summary of the period results is given on page 5 of the financial statements.

Directors

The directors in office during the period were as follows

J G Dean
T J G Dean
Mrs V J Harris
Mrs S B Reeves
R N Symons

Proposed dividends

The directors do not propose a dividend for the period

Directors' responsibilities in respect of the preparation of financial statements

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 period. 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,
- prepare the financial statements on a 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

Statement of disclosure to auditors

So far as the directors are aware, there is no relevant audit information of which the company's auditors are unaware. Additionally, the directors have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditors are aware of that information

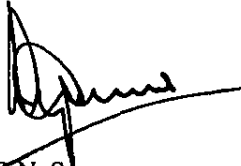
NEST EGG LIMITED

DIRECTORS' REPORT (Continued)

Special provisions for small companies

This report has been prepared in accordance with the special provisions relating to small companies within Part 15 of the Companies Act 2006

On behalf of the board

A handwritten signature in black ink, appearing to read 'R.N. Symons', with a long horizontal flourish extending to the right.

R.N. Symons
Director

21st June, 2010

NEST EGG LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF NEST EGG LIMITED

We have audited the financial statements of Nest Egg Limited for the period ended 31st December, 2009 set out on pages 5 to 14. 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 auditors

As explained more fully in the Directors' Responsibilities Statement set out on page 1, 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 31st December 2009 and of its profit for the period 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 period 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.



Richard Thacker (Senior Statutory Auditor)
for and on behalf of HLB Vantis Audit plc

25/6, 2010

Chartered Accountants
Statutory Auditor

82 St John Street
London
EC1M 4JN

NEST EGG LIMITED

**UNAUDITED NON-STATUTORY PROFIT AND LOSS ACCOUNT
FOR THE PERIOD ENDED 31ST DECEMBER 2009**

FOR INFORMATION ONLY

	7 Months ended 31st December 2009		Year ended 31st May 2009	
	£	£	£	£
Income				
Rents		102,130		143,073
Clipstone distributions		106,015		-
Interest receivable		64,793		111,289
Dividends receivable		28,774		54,135
Profit/(loss) on sale of listed securities		101,226		(53,863)
Loss on foreign exchange forward contracts		-		(113,306)
Write-back/(diminution) in value of listed securities		68,413		(548,321)
Diminution in value of fine wines		(14,953)		-
		<u>456,398</u>		<u>(406,993)</u>
Administrative expenses				
Salaries	137,753		236,178	
Rents payable	20,000		25,000	
Insurance	118		381	
Motor expenses	876		1,651	
Printing, postage & stationery	1,010		-	
Telephone	833		1,507	
Bank charges	490		319	
General expenses	667		796	
Audit & accountancy	24,770		24,737	
Consultancy fees	700		3,000	
Legal & professional	5,156		5,289	
Depreciation	1,484		3,392	
	<u>193,857</u>		<u>302,250</u>	
Interest & loan stock charges	84,003		68,171	
Property expenses	<u>43,806</u>		<u>36,146</u>	
Total expenses		<u>321,666</u>		<u>406,567</u>
Operating profit/(loss) before tax		134,732		(813,560)
Taxation		<u>330</u>		<u>2,132</u>
Operating profit/(loss) after tax		135,062		(811,428)
Dividends proposed		<u>-</u>		<u>(150,000)</u>
Retained surplus/(deficit) for the period		<u>£135,062</u>		<u>£(961,428)</u>

This statement has been produced to provide, in the Directors' opinion, a more informative picture of the operational performance. The figures recognise proposed dividends at the balance sheet date as opposed to paid dividends as required by FRS 21.

This statement is provided for information purposes only and does not form part of the audited financial statements.

NEST EGG LIMITED

PROFIT AND LOSS ACCOUNT FOR THE PERIOD ENDED 31ST DECEMBER 2009

	Notes	7 Months ended 31 st December 2009 £	Year ended 31 st May 2009 £
Returns on investments	2	285,590	(518,282)
Administrative expenses		<u>(237,663)</u>	<u>(338,396)</u>
Operating profit/(loss)	3	47,927	(856,678)
Income from shares in participating interests		<u>106,015</u>	<u>-</u>
		153,942	(856,678)
Net interest (payable)/receivable	4	<u>(19,210)</u>	<u>43,118</u>
Profit/(loss) on ordinary activities before taxation		134,732	(813,560)
Taxation	5	<u>330</u>	<u>2,132</u>
Retained profit/(loss) for the period / year	15	<u>£135,062</u>	<u>£(811,428)</u>

The profit and loss account has been prepared on the basis that all operations are continuing operations

NEST EGG LIMITED

**STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES
FOR THE PERIOD ENDED 31ST DECEMBER 2009**

		7 Months ended 31st December 2009 £	Year ended 31st May 2009 £
	Notes		
Profit/(loss) for the period / year		135,062	(811,428)
Unrealised surplus on revaluation of properties	14	<u>746,780</u>	<u>23,308</u>
Total recognised gains and losses relating to the period / year		<u>881,842</u>	<u>£(788,120)</u>

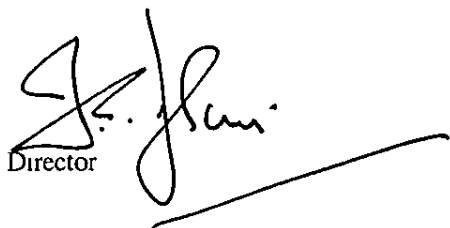
NEST EGG LIMITED

BALANCE SHEET AT 31ST DECEMBER 2009

	Notes	31 st December 2009		31 st May 2009	
		£	£	£	£
Fixed assets					
Investment properties	6		7,750,000		7,000,000
Motor vehicle			8,690		10,174
Investments	7		3,000,000		900,000
			<u>10,758,690</u>		<u>7,910,174</u>
Current assets					
Current asset investments	8	1,180,010		1,370,077	
Debtors	9	1,878,411		1,949,765	
Bank balances and cash		<u>68,294</u>		<u>661,564</u>	
		3,126,715		3,981,406	
Creditors due within one year	10	<u>(1,131,987)</u>		<u>(870,004)</u>	
Net current assets			<u>1,994,728</u>		<u>3,111,402</u>
Total assets less current liabilities			12,753,418		11,021,576
Creditors due after more than one year	11		<u>(2,875,000)</u>		<u>(1,875,000)</u>
Net assets			<u>£9,878,418</u>		<u>£9,146,576</u>
Capital and reserves					
Called up share capital	13		8,000		8,000
Investment revaluation reserve	14		772,630		25,850
Profit and loss account	15		<u>9,097,788</u>		<u>9,112,726</u>
Shareholders' funds	16		<u>£9,878,418</u>		<u>£9,146,576</u>

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime within Part 15 of the Companies Act 2006

Approved by the Board and authorised for issue on 21st June, 2010


Director

Company Registration No. 2882341

NEST EGG LIMITED

NOTES TO THE FINANCIAL STATEMENTS

1. Accounting policies

(a) Basis of accounting

The financial statements have been prepared on the historical cost basis, as modified by the revaluation of certain assets

The Company had surplus cash resources of £68,294 at the period end. The directors believe that the company will be able to maintain positive cash flows for the foreseeable future. As a result the going concern basis of accounting has been adopted

(b) Compliance with accounting standards

The financial statements are prepared in accordance with applicable United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), which have been applied consistently

(c) Cash flow statement

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

(d) Returns on investments

Returns on investments represents income generated from the principal activities net of provisions for losses

(e) Interest charges

Interest is charged to the profit and loss account as incurred

(f) Deferred taxation

Deferred tax is provided in full in respect of taxation deferred by timing differences between the treatment of certain items for taxation and accounting purposes. Deferred tax assets are recognised only to the extent that, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits from which the reversal of the timing difference may be deducted

No deferred tax liabilities are recognised on the revaluation of investment properties unless a binding contract for sale existed at the balance sheet date

(g) Investments

Fixed asset investments are stated at cost less provision for the directors' assessment of diminution in value

(h) Investment properties

The investment properties are accounted for in accordance with Statement of Standard Accounting Practice ("SSAP") 19, "Accounting for Investment Properties" and are revalued annually to open market value. Changes in market value are reflected in the revaluation reserve except when an impairment is deemed to be permanent, when the loss is charged directly against the current period's profit

No depreciation is provided in respect of the investment properties. This treatment is a departure from the requirements of the Companies Act 2006 which requires all fixed assets to be depreciated. However, the Directors consider that these properties are not held for consumption but for investment and that to depreciate them would not give a true and fair view. The amount of depreciation which might otherwise have been charged on the buildings element cannot be separately identified or quantified as it is not practical to assess the estimated useful life for the investment properties

NEST EGG LIMITED

NOTES TO THE FINANCIAL STATEMENTS (Continued)

1. Accounting policies (Continued)

(i) Other tangible fixed assets and depreciation

Other tangible fixed assets are stated at cost less depreciation. Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

Motor vehicles – 25% reducing balance

(j) Operating leases

Rentals payable under operating leases are charged to the profit and loss account on a straight line basis over the lease term

(k) Current asset investments

Current asset investments are stated at the lower of cost and market value

	7 Months ended 31 st December 2009	Year ended 31 st May 2009
	£	£
2. Returns on investments		
Rental income	102,130	143,073
Income from listed securities	28,774	54,135
Profit/(loss) on sale of listed securities	101,226	(53,863)
Loss on foreign exchange forward contracts	-	(113,306)
Diminution in value of current asset investments (note 8)	(93,383)	(548,321)
Write-back of previous provision for diminution in value of current asset investments (note 8)	146,843	-
	<u>£285,590</u>	<u>£(518,282)</u>
	7 Months ended 31 st December 2009	Year ended 31 st May 2009
	£	£
3. Operating profit/(loss)		
Operating profit/(loss) is stated after charging		
Depreciation	1,484	3,392
Operating lease rental - other	20,000	25,000
Auditors' remuneration	7,500	7,500
Directors' remuneration	<u>126,984</u>	<u>214,476</u>

NEST EGG LIMITED

NOTES TO THE FINANCIAL STATEMENTS (Continued)

	7 Months ended 31st December 2009	Year ended 31st May 2009
4. Net interest (payable)/receivable	£	£
Bank interest receivable	677	15,657
Other interest receivable	64,116	95,632
Bank interest payable	(52,263)	(17,936)
Other interest payable	(31,740)	(50,235)
	<u>£(19,210)</u>	<u>£43,118</u>

	7 Months ended 31st December 2009	Year ended 31st May 2009
5. Taxation	£	£
Corporation tax on the adjusted results for the period	<u>(330)</u>	<u>(2,132)</u>
Factors affecting tax charge for the period		
Profit/(loss) on ordinary activities before taxation	<u>134,732</u>	<u>(813,560)</u>
Profit/(loss) on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 28% (2009 28%)	<u>37,725</u>	<u>(227,797)</u>
Effect of		
Income not chargeable for tax purposes	(8,057)	(15,158)
Depreciation in excess of capital allowances	415	(950)
Other tax adjustments	(30,413)	241,773
Current tax repayable	<u>£(330)</u>	<u>£(2,132)</u>

The company has estimated losses of £395,419 (31st May 2009 - £348,832) available for carry forward against future trading profits and £114,662 (31st May 2009 - £187,034) available for carry forward against capital profits

The total potential unprovided deferred tax assets and liabilities are as follows:

On revaluation of properties	(151,825)	-
On trading losses carried forward	110,717	97,673
On capital losses carried forward	32,105	52,370
	<u>£(9,003)</u>	<u>£150,043</u>

NEST EGG LIMITED

NOTES TO THE FINANCIAL STATEMENTS (Continued)

6. Investment properties

	Freehold £	Long Leasehold £	Total £
Valuation			
At 1 st June 2009	650,000	6,350,000	7,000,000
Additions or improvements	3,220	-	3,220
On revaluation	(3,220)	750,000	746,780
At 31 st December 2009	<u>£650,000</u>	<u>£7,100,000</u>	<u>£7,750,000</u>

The valuation of the investment properties have been carried out at the balance sheet date by the directors on an open market basis upon the assumption of vacant possession

The investment property has an historical cost of £6,977,369 (31st May 2009 - £6,974,149)

7. Fixed Asset Investments

	Shares in participating interests £
Cost	
At 1 st June 2009	900,000
Additions	2,100,000
At 31 st December 2009	<u>£3,000,000</u>

Holdings of more than 20%

The Company holds 20% or more of the interests of the following entities whose principal activities are property investment and development

Entity	Country of incorporation	Members interest %
Clipstone Industrials LLP	England & Wales	37.500%
Clipstone Industrials 2 LLP	England & Wales	26.984%
Clipstone Industrials 3 LLP	England & Wales	23.585%

The audited financial statements of Clipstone Industrials LLP for the period to 5th April 2009 show

Total Members' Interests	<u>£2,408,171</u>
Profit for the financial period before members' remuneration and profit shares	<u>£8,171</u>

Clipstone Industrials 2 LLP was incorporated on 9th June 2009 and commenced trading on 1st July 2009

Clipstone Industrials 3 LLP was incorporated on 11th September 2009 and commenced trading on 15th October 2009

NEST EGG LIMITED

NOTES TO THE FINANCIAL STATEMENTS (Continued)

8. Current asset investments	Quoted Investments	Unquoted investments	Fine wines	Total
	£	£	£	£
At 1 st June 2009	1,230,124	25,000	114,953	1,370,077
Additions	265,660	-	-	265,660
Disposals	(509,187)	-	-	(509,187)
Diminution in value	(78,430)	-	(14,953)	(93,383)
Write-back of previous diminution in value	146,843	-	-	146,843
At 31 st December 2009	<u>£1,055,010</u>	<u>£25,000</u>	<u>£100,000</u>	<u>£1,180,010</u>

	31st December 2009	31st May 2009
	£	£
9. Debtors		
Trade debtors	21,869	9,316
Other debtors	133,806	430,155
Prepayments	11,366	294
Other loans	311,370	260,000
Loans to related parties (note 17)	1,400,000	1,250,000
	<u>£1,878,411</u>	<u>£1,949,765</u>

Debtors include an amount of £250,000 (31st May 2009 - £250,000) which is due in more than one year

	31st December 2009	31st May 2009
	£	£
10. Creditors due within one year		
Trade creditors	67,077	60,100
Social security and other taxes	9,179	9,580
Accruals	16,097	35,290
Other loans	250,000	-
Loans from related parties (note 17)		
- 6% unsecured loan stock	765,034	765,034
- Other loans	24,600	-
	<u>£1,131,987</u>	<u>£870,004</u>

	31st December 2009	31st May 2009
	£	£
11. Creditors due after more than one year		
Mortgage	<u>£2,875,000</u>	<u>£1,875,000</u>

The mortgage is secured by a fixed charge over various of the Company's property investments. The bank loan is for a term of 5 years from 3rd March, 2009.

NEST EGG LIMITED

NOTES TO THE FINANCIAL STATEMENTS (Continued)

12. Financial commitments

At 31st December 2009 the Company was committed to making the following payments under non-cancellable operating leases in the year to 31st December 2010

	31 st December 2009 £	31 st May 2009 £
Operating lease which expire		
Land and buildings In over five years	<u>£25,000</u>	<u>£25,000</u>

13. Called up share capital

	31 st December 2009 £	31 st May 2009 £
Authorised. 100,000 Ordinary shares of £1 each	<u>£100,000</u>	<u>£100,000</u>
Allotted, issued and fully paid 8,000 Ordinary shares of £1 each	<u>£8,000</u>	<u>£8,000</u>

14. Investment properties revaluation reserve

	£
At 1 st June 2009	25,850
Revaluation in the period	746,780
At 31 st December 2009	<u>£772,630</u>

15. Statement of movement on reserves

	Profit and loss account £
At 1 st June 2009	9,112,726
Retained profit for the period	135,062
Dividends paid	(150,000)
At 31 st December 2009	<u>£9,097,788</u>

16. Reconciliation of movements in shareholders' funds

	31 st December 2009 £	31 st May 2009 £
Profit/(loss) for the period	135,062	(811,428)
Other recognised gains (note 14)	746,780	23,308
Dividends paid	(150,000)	-
Net increase/(reduction) to shareholders' funds	<u>731,842</u>	<u>(788,120)</u>
Opening shareholders' funds	9,146,576	9,934,696
Closing shareholders' funds	<u>£9,878,418</u>	<u>£9,146,576</u>

NEST EGG LIMITED

NOTES TO THE FINANCIAL STATEMENTS (Continued)

17. Related party transactions	31 st December 2009	31 st May 2009
The following were included in	£	£
Debtors (note 9)		
West Norfolk Tomatoes Limited		
7% redeemable unsecured loan stock	1,000,000	1,000,000
Additional loan	150,000	-
Clipstone Land Limited - 6% redeemable unsecured loan stock	250,000	250,000
	<u>£1,400,000</u>	<u>£1,250,000</u>
Creditors due within one year (note 10)		
Miss P F Dean (shareholder) – 6% redeemable unsecured loan stock	765,034	£765,034
Loans from Directors (shareholders)	24,600	-
	<u>£789,634</u>	<u>£765,034</u>

Three of the Company's shareholders also control West Norfolk Tomatoes Limited, a Company where the Company's directors are also directors. During the period, the Company received £49,834 in interest from West Norfolk Tomatoes Limited. The 7% unsecured loan stock issued by West Norfolk Tomatoes Limited is redeemable by the Company upon 3 months notice, such notice not to expire before 31st December 2010

T J G Dean, one of the Company's directors and shareholders, is also a director and majority shareholder of Clipstone Land Limited and a designated member of Clipstone Industrials LLP, Clipstone Industrials 2 LLP and Clipstone Industrials 3 LLP. During the period, the Company received £8,750 in interest from Clipstone Land Limited. The 6% unsecured loan stock issued by Clipstone Land Limited is redeemable by the Company upon 3 months notice, such notice not to expire before 31 December 2011. The Company also invested £850,000 in Clipstone Industrials 2 LLP and £1,250,000 in Clipstone Industrials 3 LLP, and received distributions of £106,015 from these various investments.

Miss P F Dean received interest on the 6% unsecured loan stock issued by the Company of £26,775, of which £7,671 remained as a creditor at the period end. The Stock will become repayable upon 3 months notice.

During the year the directors T J G Dean, Mrs V J Harris and Mrs S B Reeves, were each paid a dividend which relates to the year ended 31 May 2009 of £32,813.

27 Academy Gardens, London W8, an investment property, is rented to J G Dean at £100,000 per annum on a five year term which expires on 1st September 2012.

18. Control

In the opinion of the Directors there is no single controlling party.