# MINLEIGH FOLKARD & HAYWARD LIMITED DIRECTORS' REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2012

WEDNESDAY

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### **COMPANY INFORMATION**

**Directors** R M Cleminson

P L Coling A Chambers R Johnson L Hawkins J R Marke

Company secretary K P Allerton

Registered number 02965708

Registered office KFH House

5 Compton Road Wimbledon London SW19 7QA

Trading address KFH House

5 Compton Road Wimbledon London SW19 7QA

Independent auditors Warrener Stewart

Chartered Accountants & Statutory Auditors

Harwood House 43 Harwood Road

London SW6 4QP

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# DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2012

The directors present their report and the financial statements for the year ended 31 December 2012

#### **Directors**

The directors who served during the year were

R M Cleminson P L Coling A Chambers R Johnson L Hawkins J R Marke

### 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 accounting 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.

### Principal activities

The principal activity of the company during the year was that of Chartered Surveyors and Valuers

### **Auditors**

Under section 487(2) of the Companies Act 2006, Warrener Stewart will be deemed to have been reappointed as auditors 28 days after these financial statements were sent to members or 28 days after the latest date prescribed for filing the accounts with the registrar, whichever is earlier

### DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2012

### 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 relevant audit information and to establish that the company's auditors are aware of that information

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006

This report was approved by the board and signed on its behalf

K P Allerton Secretary

Date 24/9/13

# INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF KINLEIGH FOLKARD & HAYWARD LIMITED

We have audited the financial statements of Kinleigh Folkard & Hayward Limited for the year ended 31 December 2012, set out on pages 5 to 10. The financial reporting framework that has been applied in their preparation is applicable law and the Financial Reporting Standard for Smaller Entities (effective April 2008) (United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities)

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 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 and express an opinion on 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. In addition, we read all the financial and non-financial information in the Directors' Report to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

### 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 December 2012 and of its loss for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities, 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 SHAREHOLDERS OF KINLEIGH FOLKARD & HAYWARD 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 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 in accordance with the small companies regime and take advantage of the small companies' exemption in preparing the Directors'

Colin Edney (Serior Statutory Auditor)

for and on behalf of Warrener Stewart

Chartered Accountants Statutory Auditors

Harwood House 43 Harwood Road London SW6 4QP

Date

25 September 2013

### PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2012

	Note	2012 £	2011 £
Turnover	1	4,090,434	3,718,852
Other external charges		(1,515,540)	(1,718,167)
Staff costs		(2,788,519)	(2,531,172)
Depreciation and amortisation		(8,572)	(9,348)
Loss on ordinary activities before taxation		(222,197)	(539,835)
Tax on loss on ordinary activities	4	-	•
Loss for the financial year	9	(222,197)	(539,835)

The notes on pages 7 to 10 form part of these financial statements

# KINLEIGH FOLKARD & HAYWARD LIMITED REGISTERED NUMBER: 02965708

### BALANCE SHEET AS AT 31 DECEMBER 2012

	Note	£	2012 £	£	2011 £
Fixed assets					
Tangible assets	5		27,466		33,506
Current assets					
Debtors	6	673,602		695,700	
Creditors amounts falling due within one year	7	(2,684,049)		(2,489,990)	
Net current liabilities			(2,010,447)		(1,794,290)
Net liabilities			(1,982,981)		(1,760,784)
Capital and reserves					
Called up share capital	8		2		2
Profit and loss account	9		(1,982,983)		(1,760,786)
Shareholders' deficit			(1,982,981)		(1,760,784)

The financial statements have been prepared in accordance with the special provisions relating to companies subject to the small companies regime within Part 15 of the Companies Act 2006 and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008)

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

R Johnson Director

Date 24/9/13

The notes on pages 7 to 10 form part of these financial statements

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2012

#### 1. Accounting Policies

### 1.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008)

#### 12 Going concern

The company reported a loss for the year of £222,197 (2011 £539,835) The company now has a balance sheet deficit of £1,982,981 (2011 £1,760,784) At the balance sheet date £1,142,543 is owed to the company's parent undertaking Kinleigh Limited, the directors of which view the company as an integral part of group operations and accordingly have agreed to continue to provide such financial support as is required whilst the company continues to strengthen its own financial position

In light of this and after taking into account all other infromation that could reasonably be expected to be available, the directors are confident that the company will continue in operational existence for the foreseeable future and that the going concern basis is therefore appropriate for the preparation of the company's financial statements

### 1.3 Turnover

Turnover comprises fees earned by the company in respect of services supplied during the year, less any credits or refunds, exclusive of Value Added Tax and trade discounts

### 1.4 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.

Office Equipment
Computer Equipment

25% on written down value

- 33% on written down value

### 1.5 Operating leases

Rentals under operating leases are charged to the Profit and Loss Account on a straight line basis over the lease term

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2012

### 1. Accounting Policies (continued)

#### 16 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

Deferred tax assets and liabilities are not discounted

#### 17 FRS 8 exemption

As the company is a wholly owned subsidiary of Kinleigh Limited and that company prepares consolidated financial statements, this company has taken advantage of the partial exemptions contained within Financial Reporting Standard 8 and has therefore not disclosed transactions with other group companies

### 2. Loss

The loss is stated after charging

		2012 £	2011
	Depreciation of tangible fixed assets	<del>-</del>	~
	<ul> <li>owned by the company</li> </ul>	8,572	9,348
	Auditors' remuneration	7,000	6,500
3	Directors' remuneration		
		2012	2011
		£	£
	Aggregate remuneration	440,648	299,844

### 4. Taxation

No charge to corporation tax arises in view of the loss for the year

The company has surrendered tax losses of £224,054 to other group companies and has trading losses of approximately £648,000 available to carry forward to future periods, subject to agreement with HM Revenue & Customs

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2012

5.	Tangible fixed assets			
		Office Equipment £	Computer Equipment £	Total £
	Cost			
	At 1 January 2012 Additions	138,664 970	111,975 1,562	250,639 2,532
	At 31 December 2012	139,634	113,537	253,171
	Depreciation			
	At 1 January 2012 Charge for the year	125,997 3,348	91,136 5,224	217,133 8,572
	At 31 December 2012	129,345	96,360	225,705
	Net book value	<u> </u>		
	At 31 December 2012	10,289	17,177	27,466
	At 31 December 2011	12,667	20,839	33,506
6	Debtors			
			2012 £	2011 £
	Trade debtors Other debtors		652,879 20,723	660,170 35,530
			673,602	695,700
7.	Creditors Amounts falling due within one year			
	Amounts faming due within one year		2012 £	2011 £
	Bank loans and overdrafts Trade creditors Amounts owed to group undertakings Other taxation and social security Other creditors		14,617 14,120 1,401,880 246,348 1,007,084	24,026 56,868 1,160,007 225,266 1,023,823
		_	2,684,049	2,489,990

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2012

8.	Share capital		
		2012	2011
		£	£
	Allotted, called up and fully paid		
	2 Ordinary shares of £1 each	2	2
9	Reserves		
			Profit and
			loss account
	At 1 January 2012		(1,760,786)
	Loss for the financial year		(222,197)
	At 31 December 2012		(1,982,983)
10	Operating lease commitments		
	At 31 December 2012 the company had annual commitments under no follows	on-cancellable ope	ratıng leases as
		2012	2011
	_	£	£
	Expiry date		
	Between 2 and 5 years		10,500
		=======================================	

### 11 Ultimate parent undertaking and controlling party

The ultimate parent undertaking is Kinleigh Limited, a company registered in England

L T Watts is the controlling shareholder of Kinleigh Limited