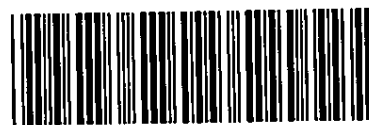


Registered number
04316344

C G I.S Littlehampton Limited
Directors' Report and Accounts
30 June 2007

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C.G.I.S. Littlehampton Limited
Report and accounts
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C.G.I.S. Littlehampton Limited
Directors' Report

The directors present their annual report and the audited financial statements for the year ended 30 June 2007

Principal activities

The company's principal activity during the year continued to be property investment

Results and dividends

The results for the year are shown in the profit and loss account on page 5

No interim dividends were paid on the ordinary share capital during the year (2006 £Nil) and the directors do not recommend the payment of a final dividend (2006 Nil) Dividends were paid on the preference shares of £19,195 (2006 £18,012)

Directors

The directors who served during the year were as follows

T S Cole
S R Collins
M N Steinberg

Auditors

In accordance with section 384 of the Companies Act 1985, a resolution to re-appoint Haysmacintyre as auditors of the company is to be proposed at the forthcoming Annual General Meeting


M N Steinberg
Director

10 Upper Berkeley Street
London
W1H 7PE

30/5/08

C G I S Littlehampton Limited
Statement of Directors' Responsibilities

The directors are responsible for preparing the financial statements in accordance with applicable law and United Kingdom Generally Accepted Accounting Practice

Company law requires the directors to prepare financial statements for each financial year that 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. The directors are required to prepare the financial statements on the going concern basis, unless it is inappropriate to presume that the company will continue in business.

The directors confirm that suitable accounting policies have been used and applied consistently. They also confirm that reasonable and prudent judgements and estimates have been made in preparing the financial statements for the year ended 30 June 2007 and that applicable accounting standards have been followed.

The directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the company and which 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.

In determining how amounts are presented within items in the profit and loss account and balance sheet, the directors have had regard to the substance of the reported transaction or arrangement, in accordance with generally accepted accounting principles or practice. So far as each of the directors is aware at the time the report is approved:

- there is no relevant information of which the company's auditors are unaware, and
- the directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditors are aware of that information.

Independent Auditor's report to the Shareholder of C.G.I.S. Littlehampton Limited

We have audited the financial statements of C G I S Littlehampton Limited for the year ended 30 June 2007 which comprise the Profit and Loss Account, the Balance Sheet, the Statement of Total Recognised Gains and Losses and the related notes. These financial statements have been prepared under the accounting policies set out therein.

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 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 described in the Statement of Directors' Responsibilities the company's directors are responsible for the preparation of the financial statements in accordance with applicable law and United Kingdom Accounting standards.

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 and whether the information given in the Directors' Report is consistent with the financial statements. We also report to you if, in our opinion, the company has not kept proper accounting records, 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 transactions is not disclosed.

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it.

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.

Independent Auditor's report to the Shareholder of C.G I.S. Littlehampton Limited

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 as at 30 June 2007 and of its profit for the year then ended,
- the financial statements have been properly prepared in accordance with the Companies Act 1985, and
- the information given in the directors' report is consistent with the financial statements



haysmacintyre
Chartered Accountants
Registered Auditors

Fairfax House
15 Fulwood Place
London, WC1V 6AY

30/5/08

C.G.I.S. Littlehampton Limited
Profit and Loss Account
for the year ended 30 June 2007

	Notes	2007 £	2006 £
Turnover	2		
Rent receivable		698,550	700,237
Cost of sales		-	-
Gross profit		<u>698,550</u>	<u>700,237</u>
Interest payable	5	(489,394)	(252,898)
Profit on ordinary activities before taxation		<u>209,156</u>	<u>447,339</u>
Tax on profit on ordinary activities	6	107,662	-
Profit for the financial year		<u>316,818</u>	<u>447,339</u>

Continuing operations

All of the above relate to continuing operations

There is no difference between the loss as stated and that prepared on the historic cost basis

The notes on pages 8 - 13 form part of these financial statements

C.G.I.S. Littlehampton Limited
Statement of total recognised gains and losses
for the year ended 30 June 2007

	Notes	2007 £	2006 £
Profit for the financial year		316,818	447,339
Unrealised (deficit)/surplus on revaluation of properties	7	(750,000)	1,000,000
Total recognised gains and losses related to the year		<u>(433,182)</u>	<u>1,447,339</u>

The notes on pages 8 - 13 form part of these financial statements

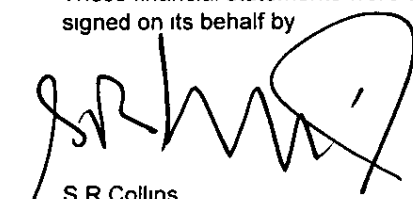
C.G.I S. Littlehampton Limited
Balance Sheet
as at 30 June 2007


	Notes	2007 £	Restated 2006 £
Fixed assets			
Investment property	7	10,000,000	10,750,000
Investments	8	<u>2</u>	<u>2</u>
		10,000,002	10,750,002
Current assets			
Debtors	9	8,401,174	7,658,868
Creditors amounts falling due within one year	10	(14,808,438)	(14,275,288)
Net current liabilities		<u>(6,407,264)</u>	<u>(6,616,420)</u>
Total assets less current liabilities		<u>3,592,738</u>	<u>4,133,582</u>
Creditors amounts falling due after more than one year	11	(207,253)	(207,253)
Provisions for liabilities and charges			
Deferred taxation	12	-	(107,662)
Net assets		<u>3,385,485</u>	<u>3,818,667</u>
Capital and reserves			
Called up share capital	13	1	1
Revaluation reserve	14	2,602,000	3,352,000
Profit and loss account	14	783,484	466,666
Shareholder's funds			
Equity		<u>3,385,485</u>	<u>3,818,667</u>
	15	<u>3,385,485</u>	<u>3,818,667</u>

These financial statements were approved by the board of directors on
signed on its behalf by

30/5/08

and were


S R Collins
Director


M N Steinberg
Director

The notes on pages 8 - 13 form part of these financial statements

C G I S. Littlehampton Limited
Notes to the Accounts
for the year ended 30 June 2007

1 Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the company's financial statements with the exception of the presentation of gross property income noted below

Accounting convention

The financial statements have been prepared on a going concern basis, under the historical cost accounting rules, modified by the revaluation of certain fixed assets, and in accordance with the Companies Act 1985 and applicable accounting standards for the United Kingdom

Basis of preparation

The accounts have been prepared on the going concern basis by the directors, who have assessed the future performance of the company and determined that the going concern basis is appropriate. In addition, the directors have obtained the support of C G I S Group No 3 Limited for a period of at least 12 months from the date of the approval of the financial statements

Properties

Investment properties are included in the balance sheet at their open market value at the balance sheet date based upon an annual external professional valuation. Aggregate surpluses or deficits arising on valuation are transferred to a revaluation reserve. Impairment in the value of properties to below their carrying values are charged directly to the profit and loss account, where such impairments are considered permanent.

Additions to investment properties include only costs of a capital nature. Costs such as interest and other property outgoings are treated as revenue expenditure and written off as incurred.

In accordance with SSAP 19 (as amended) "Accounting for Investment Properties" no depreciation or amortisation is provided in respect of freehold and leasehold investment properties. This treatment is a departure from the requirements of Companies Act 1985 concerning depreciation of fixed assets. However, these properties are not held for consumption but for investment and the Directors consider that systematic annual depreciation would be inappropriate. The accounting policy adopted is necessary for the accounts to give a true and fair view. Depreciation or amortisation is only one of the factors reflected in annual valuation, and the amount which might otherwise be shown, cannot be separately identified or quantified.

Related party transactions

As the company is a wholly owned subsidiary of CGIS Group (No 3) Limited, it has taken advantage of the exemption contained in Financial Reporting Standard 8 and has therefore not disclosed transactions or balances which form part of the group (or investees of the group qualifying as related parties).

The consolidated financial statements of CGIS Group (No 3) Limited, within which this company is included, can be obtained from 10 Upper Berkeley Street, London, W1H 7PE

C G I S Littlehampton Limited
Notes to the Accounts
for the year ended 30 June 2007

1 Accounting policies (continued)

Gross property income

Following the issue of Application Note G (an amendment to FRS 5) in November 2003, the gross value of property expenses is now included within cost of sales and the contribution from tenants is included in turnover. Previously the net of these two items had been shown within cost of sales.

Lease incentives

In accordance with the Accounting Standard's (ASB) Urgent Issues Task Force Abstract 28 "Operating Lease Incentives" (UTIF 28) the company treats any incentive for lessees to enter into lease agreements as a reverse cost and accounts for rental income from the commencement date of any rent free period. The cost of all lease incentives (such as rent free periods or contributions to tenants fitting out costs) is therefore setoff against the total rent due. The net rental income is then spread evenly over the shorter of the period from the rent commencement date to the date of the next rent review or the lease end date.

FRS 25 "Financial Instruments: disclosure and presentation"

Where the contractual obligations (including share capital) are equivalent to a similar debt instrument, those financial instruments are classed as financial liabilities. Financial liabilities are presented as such in the balance sheet. Finance costs and gains or losses are included in the profit and loss account. Accordingly, non equity share capital in accordance with FRS25 is shown as financial liabilities. Dividends payable on this share capital are classified as finance costs and is shown in interest payable and similar charges.

2 Turnover

Turnover, which is stated net of value added tax, includes rents receivable, service charge and other recoveries from tenants of its investment property within the United Kingdom.

3 Staff numbers and costs

Other than the directors, the company employed no staff during the year (2006 Nil). None of the directors received any remuneration (2006 Nil).

4 Auditors' remuneration

The auditors' remuneration has been borne by its intermediate parent company, CGIS Group (No 3) Limited.

C.G I S. Littlehampton Limited
Notes to the Accounts
for the year ended 30 June 2007

5 Interest payable	2007	2006
	£	£
Finance charges arising in respect of loan from group undertaking	470,199	233,992
Other Interest	-	894
Dividends on preference shares Paid 9 41p (2005 8 82p) per 1p share	11,871	10,815
Accrued preference dividend from 1 January 2007 to 30 June 2007	7,324	7,197
	<u>489,394</u>	<u>252,898</u>

6 Taxation

Tax on profit on ordinary activities

	2007	2006
	£	£
Taxation based on profits for the year		
Current tax	<u>(107,662)</u>	<u>-</u>

Current tax

The tax on the profit on ordinary activities has been reduced from the amount that would arise from applying the prevailing corporation tax rate to the company's profit as follows -

	2007	2006
	£	£
UK corporation tax at 30% on profits before tax	62,747	134,202
Interest timing differences	-	(72,707)
Tax losses to/(from) group companies	122,126	(66,898)
Preference dividends	5,758	5,403
Capital allowances	<u>(190,631)</u>	<u>-</u>
	<u>-</u>	<u>-</u>

Factors that may affect future tax charges

No provision has been made for taxation which might become payable if the company's investment property was sold at the net amount at which it is stated in the financial statements. The tax liability would amount to approximately £381,108 (2006 £717,078)

C.G I S Littlehampton Limited
Notes to the Accounts
for the year ended 30 June 2007

7 Investment properties

	Freehold land and buildings £
Valuation	
At 1 July 2006	10,750,000
Deficit on revaluation	<u>(750,000)</u>
At 30 June 2007	<u>10,000,000</u>
Net book value	
At 30 June 2007	<u>10,000,000</u>
At 30 June 2006	<u>10,750,000</u>

The cost of properties included above at valuation is	2007	2006
	£	£
Freehold investment properties	<u>7,398,000</u>	<u>7,398,000</u>

The company owns the beneficial interest in the property but not the legal title which is owned by Hawthorne Road Nominee (No1) Limited and Hawthorne Road Nominee (No2) Limited, which are both subsidiary undertakings

The company's property has been valued at open market value as at 30 June 2007 by the Group's independent external valuer, CB Richard Ellis

The immediate parent company, HDL Debenture Limited, has a debenture loan and a bank loan which are secured by way of a first and second legal charge over the investment property and all other assets of the company

8 Investments

	Investments in subsidiary undertakings £	Total £
Cost		
At 1 July 2006 and 30 June 2007	<u>2</u>	<u>2</u>
Company	Shares held	
	Class	%
Hawthorne Road Nominee (No1) Limited	Ordinary	100
Hawthorne Road Nominee (No2) Limited	Ordinary	100

All subsidiary companies are registered in England and Wales

These subsidiaries have not been consolidated into these financial statements because the company is a subsidiary of CGIS Group No 3 Limited and as such is exempt from preparing consolidated accounts

C G I.S. Littlehampton Limited
Notes to the Accounts
for the year ended 30 June 2007

9 Debtors	2007	2006
	£	£
Amounts owed by group undertakings	8,342,610	7,646,797
Other debtors	58,564	12,071
	<u>8,401,174</u>	<u>7,658,868</u>

Amounts due after more than one year included in
Amounts owed by group undertakings

<u>1</u>	<u>1</u>
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10 Creditors amounts falling due within one year

	2007	2006
	£	£
Amounts owed to group undertakings	14,564,668	14,075,400
Other taxes and social security costs	61,123	30,562
Other creditors	13,288	95
Accruals and deferred income	169,359	169,231
	<u>14,808,438</u>	<u>14,275,288</u>

Within amounts owed to group undertakings is a £7,189,134 (2006 £7,189,134) loan which attracts interest of 1.5% above base. All other loans from group undertakings are interest free.

11 Creditors amounts falling due after one year

	2007	2006
	£	£
Preference shares of 1p each	2,040	2,040
Preference share premium	205,213	205,213
	<u>207,253</u>	<u>207,253</u>

12 Provisions for liabilities and charges
Deferred taxation

	2007	2006
	£	£
At 1 July and at 30 June	<u>-</u>	<u>107,662</u>

Deferred taxation provided in the accounts and the amounts not provided are as follows

	Provided	Unprovided	Provided	Unprovided
	2007	2007	2006	2006
	£	£	£	£
Capital allowances in advance of depreciation	-	-	107,662	-
	<u>-</u>	<u>-</u>	<u>107,662</u>	<u>-</u>

C.G.I S Littlehampton Limited
Notes to the Accounts
for the year ended 30 June 2007

13 Share capital	2007 £	2006 £
Authorised		
Equity		
Ordinary shares of £1 each	100	100
Non Equity		
Preference shares of 1p each	375,000	375,000
	<u>375,100</u>	<u>375,100</u>
	2007 £	2006 £
Allotted, called up and fully paid		
Equity		
Ordinary shares of £1 each	1	1
Non Equity		
Preference shares of 1p each	2,040	2,040
	<u>2,041</u>	<u>2,041</u>

The irredeemable preference shares rank par passu with the ordinary shares except for the following. The preference shares have the right to receive a cumulative preferential dividend, priority on the assets of the company on winding up and have no voting rights

14 Reserves	Revaluation reserve	Profit and loss account
At 1 July	3,352,000	466,666
Retained profit	-	316,818
Arising on revaluation during the year	(750,000)	-
At 30 June	<u>2,602,000</u>	<u>783,484</u>

15 Reconciliation of movement in shareholder's funds	2007 £	2006 £
At 1 July	3,818,667	2,371,328
Profit for the financial year	316,818	447,339
Arising on revaluation during the year	(750,000)	1,000,000
At 30 June	<u>3,385,485</u>	<u>3,818,667</u>

16 Ultimate controlling parties

The immediate holding company is HDL Debenture Limited and the ultimate parent company is CGIS Group (No 3) Limited. Both companies are incorporated in England and Wales.

The company is ultimately controlled by the directors.