

Company Registration Number: 4506650

ESPLANADE INVESTORS LIMITED

REPORTS AND FINANCIAL STATEMENTS

YEAR ENDED 28 FEBRUARY 2007

SATURDAY



A7L2LUCV

A06

03/11/2007

89

COMPANIES HOUSE

ESPLANADE INVESTORS LIMITED

REPORTS & FINANCIAL STATEMENTS

Year ended 28 February 2007

CONTENTS

1	Report of the Directors
2	Report of the Auditors
3	Profit & Loss Account
4	Balance Sheet
5 - 7	Notes to the Financial Statements

ESPLANADE INVESTORS LIMITED

COMPANY INFORMATION

DIRECTORS:	S McBride C Di Ciacca
SECRETARY:	Esplanade Secretarial Services Limited
REGISTERED OFFICE:	Europa House 20 Esplanade Scarborough North Yorkshire YO11 2AQ
COMPANY NUMBER:	4506650
AUDITORS:	Mazars LLP Chartered Accountants 90 St Vincent Street Glasgow G2 5UB
BANKERS:	Bank of Scotland PO Box 39900 London EC2M 3YB

ESPLANADE INVESTORS LIMITED

REPORT OF THE DIRECTORS

The Directors present their Report and the Financial Statements for the year ended 28 February 2007

PRINCIPAL ACTIVITY, REVIEW OF BUSINESS AND FUTURE DEVELOPMENTS

The company is an investment company Both the level of business and the year end financial position were satisfactory and the Directors expect this present level of activity will be sustained for the foreseeable future

RESULTS AND DIVIDENDS

The results of the company for the year ended 28 February 2007 are set out in the profit and loss account on page 3 The Directors do not recommend the payment of a dividend (2006 £nil)

DIRECTORS

The Directors named below have held office during the whole of the year ended 28 February 2007, unless otherwise stated

S McBnde

C Di Ciacca

S McBnde has a beneficial interest in 16.7% of the share capital of the company C Di Ciacca is a Director of Blairston Investments Limited which owns 16.7% of the share capital and in whose accounts his interest in the share capital of that company is shown

STATEMENT OF DIRECTORS' RESPONSIBILITIES

Company law requires the Directors to prepare financial statements for each financial year which 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 those financial statements, the Directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgements and estimates that are reasonable and prudent,
- comply with applicable accounting standards, subject to any material departures disclosed and explained in the financial statements, and,
- prepare the financial statements on the going concern basis unless it is inappropriate to presume the company will continue in business

The Directors confirm that the accounts comply with the above requirements

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

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 and, the Directors have taken all the steps that they ought to have taken as Directors in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information, and that they have made such enquiries of their fellow Directors and of the company's auditors for that purpose, and taken such other steps (if any) for that purpose, as were required by their duties as Directors of the company to exercise due care, skill and diligence

AUDITORS

Mazars LLP have signified their willingness to continue in office and a resolution proposing their re-appointment will be put to the forthcoming Annual General Meeting

Approved by the board on 25 September 2007 and signed on its behalf by



P Richardson
on behalf of Esplanade Secretarial Services Limited

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF ESPLANADE INVESTORS LIMITED

We have audited the financial statements of Esplanade Investors Limited for the year ended 28 February 2007 which comprise the Profit and Loss Account, the Balance Sheet and 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 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 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 (United Kingdom Generally Accepted Accounting Practice).

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, whether the financial statements 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 with the company is not disclosed.

We read the Directors' Report and consider the implication for our report if we become aware of any apparent misstatement.

Basis of audit opinion

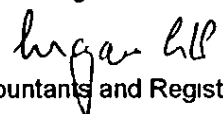
We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in 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.

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 28 February 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

MAZARS LLP 
Chartered Accountants and Registered Auditor
GLASGOW

Date 22/10/07.

ESPLANADE INVESTORS LIMITED

PROFIT & LOSS ACCOUNT

Year ended 28 February 2007

	<u>Notes</u>	<u>2007</u> £	<u>2006</u> £
TURNOVER	2	31,979	17,716
Administrative expenses		(2,533)	(2,720)
OPERATING PROFIT		29,446	14,996
Provision for diminution in value of investments		1,912	(132)
Interest payable	3	(6,126)	-
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	4	25,232	14,864
Taxation	6	(2,560)	-
RETAINED PROFIT FOR THE PERIOD	12	22,672	14,864

The company's turnover and expenses all relate to continuing operations

There were no recognised gains or losses other than the profit for the year, and accordingly a separate Statement of Gains and Losses has not been prepared

ESPLANADE INVESTORS LIMITED

BALANCE SHEET

At 28 February 2007

	<u>Notes</u>	<u>2007</u> £	<u>2006</u> £
CURRENT ASSETS			
Investments	7	86,564	44,890
Debtors	8	24	24
Cash at bank and in hand		9,665	34,839
		<u>96,253</u>	<u>79,753</u>
CREDITORS - AMOUNTS FALLING DUE WITHIN ONE YEAR	9	(4,210)	(1,508)
		<u></u>	<u></u>
Net Current assets		92,043	78,245
CREDITORS - AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR	10	(84,358)	(93,232)
		<u></u>	<u></u>
NET ASSETS / (LIABILITIES)		<u>7,685</u>	<u>(14,987)</u>
CAPITAL AND RESERVES		£	£
Share capital	11	24	24
Profit & loss account	12	7,661	(15,011)
		<u></u>	<u></u>
SHAREHOLDERS' FUNDS / (DEFICIT)	12	<u>7,685</u>	<u>(14,987)</u>

Approved by the Board on 25 September 2007 and signed on its behalf by


S McBride
Director

The notes on pages 5 to 7 form part of these financial statements

ESPLANADE INVESTORS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 28 February 2007

1. ACCOUNTING POLICIES

The accounts are prepared in accordance with applicable accounting standards

(a) Accounting convention

The financial statements are prepared under the historical cost convention except for listed investments as noted in part (d)

(b) Going concern

The accounts have been prepared on a going concern basis

(c) Turnover

Turnover is derived from investment activities and arises wholly in the UK

(d) Investments

Investments held as current assets are stated at cost less any provision for a diminution in value

(e) 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

(f) Cash flow statement

The company is exempt from the requirements to prepare a cash flow statement on the grounds that it is a small company

	2007 £	2006 £
2. TURNOVER		
Turnover comprises		
Gain on sale of investments	30,963	17,425
Bank interest received	950	291
Other interest	66	-
	<u>31,979</u>	<u>17,716</u>
3. INTEREST PAYABLE	£	£
Other interest payable	<u>6,126</u>	<u>-</u>
4. PROFIT BEFORE TAXATION	£	£
The profit on ordinary activities before taxation is stated after charging		
Auditor's remuneration	<u>1,000</u>	<u>1,000</u>
5. EMPLOYEES		
The average number of employees during the period was nil (2006 nil) None of the directors received any remuneration in the period		
6. TAXATION	£	£
The corporation tax charge comprises		
Charge for the year	<u>2,560</u>	<u>-</u>

ESPLANADE INVESTORS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 28 February 2007

6. TAXATION (continued)

The tax assessed for the year is lower than the standard rate of corporation tax in the UK

The differences are explained below

	2007	2006
	£	£
Profit on ordinary activities before tax	<u>25,232</u>	<u>14,864</u>
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK (19%) (2006 30%)	4,794	4,459
Effects of		
Gain on sale of investments in excess of taxable capital gain	(473)	-
Brought forward losses utilised	(1,617)	(4,459)
Marginal rate relief	<u>(144)</u>	<u>-</u>
Current tax charge for the year	<u>2,560</u>	<u>-</u>

7. INVESTMENTS

	£
Cost	
At 1 March 2006	54,027
Additions	51,333
Disposals	(14,371)
At 28 February 2007	<u>90,989</u>
Provision for diminution in value	
At 1 March 2006	9,137
Change	(1,912)
Disposals	(2,800)
At 28 February 2007	<u>4,425</u>
Net book value as at 28 February 2007	<u>86,564</u>

The above investments are all listed investments and are shown at the lower of cost and market value

At 28 February 2007 the market value of listed investments was £287,497 (2006 £192,813)

8. DEBTORS

	£	£
Other debtors	<u>24</u>	<u>24</u>

9. CREDITORS FALLING DUE WITHIN ONE YEAR

	£	£
Trade Creditors	176	34
Corporation tax	2,560	-
Accruals	<u>1,474</u>	<u>1,474</u>
	<u>4,210</u>	<u>1,508</u>

ESPLANADE INVESTORS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 28 February 2007

	2007	2006
10. CREDITORS FALLING DUE AFTER MORE THAN ONE YEAR	£	£
Related party loan	14,058	15,537
Sub-ordinated shareholder loans	70,300	77,695
	<u>84,358</u>	<u>93,232</u>

11. CALLED UP SHARE CAPITAL	£	£
Authorised		
Ordinary shares of £1 each	1,000	1,000
	<u>24</u>	<u>24</u>
Allotted and fully paid		
Ordinary shares of £1 each	24	24
	<u>24</u>	<u>24</u>

12. RECONCILIATION OF SHAREHOLDERS' FUNDS

	Share Capital £	Profit & Loss Account £	Total £
At 1 March 2006	24	(15,011)	(14,987)
Profit for the year	-	22,672	22,672
Balance at 28 February 2007	<u>24</u>	<u>7,661</u>	<u>7,685</u>

13. RELATED PARTY TRANSACTIONS

C Di Ciacca is a director of Blairston Investments Limited, a company that provided a loan on which interest of £1,021 was charged during the year (2006 £nil) At the end of the year the amount owing to Blairston Investments Limited was £14,060 (2006 £15,539)

S McBnde provided a loan on which interest of £1,021 was charged during the year (2006 £nil) At the end of the year the amount owing to S McBnde was £14,060 (2006 £15,539)

14. ULTIMATE CONTROLLING PARTY

In the opinion of the directors there is no ultimate controlling party