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Registered Number: 04530306

ROSSFLEET BRIGG LIMITED

**DIRECTORS' REPORT & FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2010**

TUESDAY



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ROSSFLEET BRIGG LIMITED

COMPANY INFORMATION

DIRECTORS	P A Rackham P A Rackham Jnr S R Stuteley
SECRETARY	S R Stuteley
COMPANY NUMBER	04530306
REGISTERED OFFICE	Manor Farm Bridgham Norwich Norfolk NR16 2RX
AUDITORS	Peters Elworthy & Moore Chartered Accountants and Statutory Auditors Cambridge United Kingdom
BANKERS	Lloyds TSB Bank Plc

ROSSFLEET BRIGG LIMITED

CONTENTS

	Page
Directors' report	4 - 5
Auditors' report	6 - 7
Profit and loss account	8
Balance sheet	9
Notes to the financial statements	10 - 15
Additional information	16 - 18

ROSSFLEET BRIGG LIMITED

DIRECTORS' REPORT **For the year ended 31 December 2010**

The directors present their report and the financial statements for the year ended 31 December 2010. This report has been prepared in accordance with the special provisions relating to small companies under Section 415A of the Companies Act 2006

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Annual 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). The financial statements are required by law to 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 estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed; and
- 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 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 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 AND REVIEW OF BUSINESS

The principal activity of the company is that of property development.

The company holds 49.7 hectares of land at Brigg, which it hopes will have significant development potential in the future.

The Company entered into an option agreement during the year with a total consideration receivable of one million pounds. The agreement provided the option holder with occupation rights over the site and the Directors have estimated that approximately half this sum represents the values of those occupation rights and that proportion is accordingly treated as rental income in the financial statements. In accordance with the Company's accounting policies the option element is recognised in full when the Company is unconditionally entitled to that income, and the rental element is time apportioned over the period of the agreement.

The financial instruments of the company principally comprise short-term debtors and creditors. The company does not trade in financial instruments and neither uses, nor trades, in derivative financial instruments.

The company is funded by its parent company at a commercial interest rate.

ROSSFLEET BRIGG LIMITED

DIRECTORS' REPORT
For the year ended 31 December 2010

RESULTS & DIVIDENDS

The profit for the year, after taxation, amounted to £562,548 (2009 - £162,571).

The directors do not recommend the payment of a dividend (2009 – Nil).

DIRECTORS

The directors who served throughout the year were.

P A Rackham
P A Rackham Jnr
S R Stuteley

AUDITORS

The auditors, Peters Elworthy & Moore, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006. A resolution to authorise the Directors to determine the auditors' remuneration will be proposed at the forthcoming Annual General Meeting.

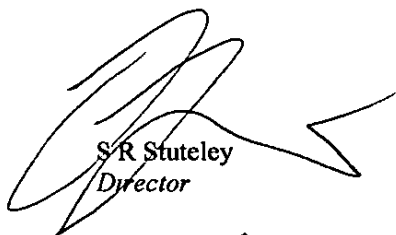
Disclosure of information to auditors

In the case of each of the persons who are Directors of the Company at the date when this report was approved.

- so far as each of the directors is aware, there is no relevant audit information of which the Company's auditors are unaware, and
- each of the Directors has taken all the steps that he ought to have taken as a Director to make himself aware of any relevant audit information and to establish that the Company's auditors are aware of that information

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

Approved by the Board of Directors
And signed on behalf of the Board


S R Stuteley
Director

25 May 2011

ROSSFLEET BRIGG LIMITED
INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ROSSFLEET BRIGG LIMITED

We have audited the financial statements of Rossfleet Brigg Limited for the year ended 31 December 2010, which comprise the profit and loss account, the balance sheet and the related notes. 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 Directors' Responsibilities Statement set out on page 4, 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 (APB'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 financial statements 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 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

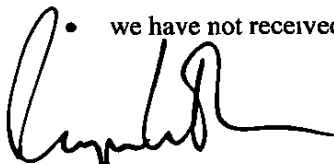
OPINION ON OTHER MATTER PRESCRIBED BY THE COMPANIES ACT 2006

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.

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.



Roger Guthrie
(Senior statutory auditor)

for and on behalf of
PETERS ELWORTHY & MOORE
Chartered Accountants and Statutory Auditor

Salisbury House
Station Road
Cambridge
CB1 2LA

Date: 25 May 2011

ROSSFLEET BRIGG LIMITED
PROFIT AND LOSS ACCOUNT
For the year ended 31 December 2010

	Note	2010 £	2009 £
TURNOVER	1	853,847	370,772
Administrative expenses		<u>(184,441)</u>	<u>(148,537)</u>
OPERATING PROFIT	2	669,406	222,235
Interest receivable	4	32	73
Interest payable	5	<u>(37,796)</u>	<u>(59,748)</u>
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		631,642	162,560
TAX ON PROFIT ON ORDINARY ACTIVITIES	6	<u>(69,094)</u>	<u>11</u>
PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION	12	<u>562,548</u>	<u>162,571</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 10 to 15 form part of these financial statements.

ROSSFLEET BRIGG LIMITED
Company registration number 04530306
BALANCE SHEET
As at 31 December 2010

		2010	2009
	Note	£	£
FIXED ASSETS			
Tangible fixed assets	7	-	-
CURRENT ASSETS			
Stocks	8	825,935	817,435
Debtors	9	57,113	12,208
Cash at bank and in hand		-	3,207
		<u>883,048</u>	<u>832,850</u>
CREDITORS: amounts falling due within one year	10	<u>(903,336)</u>	<u>(1,415,686)</u>
NET CURRENT ASSETS/(LIABILITIES)		<u>(20,288)</u>	<u>(582,836)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES, BEING NET ASSETS/(LIABILITIES)		<u>(20,288)</u>	<u>(582,836)</u>
CAPITAL AND RESERVES			
Called up share capital	11	100	100
Profit and loss account	12	<u>(20,388)</u>	<u>(582,936)</u>
SHAREHOLDERS' FUNDS/(DEFICIT)	13	<u>(20,288)</u>	<u>(582,836)</u>

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

The financial statements were approved by the board on 25th May 2011 and signed on its behalf.


S.R. Stuteley
Director

The notes on pages 10 to 15 form part of these financial statements

ROSSFLEET BRIGG LIMITED

NOTES TO THE FINANCIAL STATEMENTS For the year ended 31 December 2010

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 applicable United Kingdom accounting standards

1.2 Cash flow

The company, being a subsidiary undertaking where 90% or more of the voting rights are controlled within the group whose consolidated financial statements are publicly available, is exempt from the requirement to draw up a cash flow statement in accordance with FRS1.

1.3 Turnover

Turnover comprises property rentals, option fees and other goods and services, which fall within the company's ordinary activities, exclusive of Value Added Tax. All turnover arose from within the United Kingdom. The directors consider there to be one business segment for reporting purposes, as the company conducts one business activity, being the sale and rental of properties

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

Plant & machinery	-	15% straight line
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1.5 Stocks

Stocks are stated at the lower of cost and net realisable value. Cost comprises the cost of acquisition of property, professional and planning fees and construction and infrastructure costs but excludes overheads. Net realisable value represents the estimated selling price less all estimated costs of completion and costs to be incurred in marketing and selling the properties.

1.6 Taxation

UK corporation tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date

Provision is made in full on timing differences, which result in an obligation at the balance sheet date to pay more tax, or a right to pay less tax, at a future date, at rates expected to apply when they crystallise based on current tax rates and law. Timing differences arise from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in financial statements

Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered. Deferred tax assets and liabilities are not discounted

1.7 Going concern

At the year end the company has net liabilities of £20,288. Included in creditors is £811,067 owed to the parent company. The parent company has undertaken not to recall this loan in the foreseeable future and consequently the accounts are prepared on the going concern basis.

ROSSFLEET BRIGG LIMITED

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2010

2. OPERATING PROFIT

The operating profit is stated after charging

	2010 £	2009 £
Depreciation of tangible fixed assets		
- owned by the company	-	82
Auditors' remuneration.		
- Fees payable to the company's auditors for the audit of the company's annual accounts	<u>3,000</u>	<u>3,000</u>
The total rental income under operating leases was £50,285 (2009 - £70,772)		

3. STAFF COSTS

During the year, no director received any emoluments from the company in respect of their services for the company (2009 - £nil)

Staff costs were as follows:

	2010 £	2009 £
Wages and salaries	14,517	14,517
Social security costs	<u>1,127</u>	<u>1,136</u>
	<u>15,644</u>	<u>15,653</u>

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

	2010	2009
Directors	3	3
Security	<u>1</u>	<u>1</u>
	<u>4</u>	<u>4</u>

4. INTEREST RECEIVABLE

	2010 £	2009 £
Other interest receivable	<u>32</u>	<u>73</u>

5. INTEREST PAYABLE

	2010 £	2009 £
On bank loans and overdrafts	18	-
On loans from group undertakings	<u>37,778</u>	<u>59,748</u>
	<u>37,796</u>	<u>59,748</u>

ROSSFLEET BRIGG LIMITED

NOTES TO THE FINANCIAL STATEMENTS For the year ended 31 December 2010

6. TAXATION

	2010	2009
	£	£
UK corporation tax on profits of the year	69,094	-
Deferred tax (note 16)	-	11
	<u>69,094</u>	<u>11</u>

Factors affecting tax charge for year

The tax assessed for the year is lower than the standard rate of corporation tax in the UK applicable to the company (28%). The differences are explained below:

	2010	2009
	£	£
Profit on ordinary activities before tax	<u>631,642</u>	<u>162,560</u>
Profit on ordinary activities multiplied by the relevant standard rate of corporation tax in the UK of 28% (2009 - 28%)	176,860	45,517
Effects of:		
Group relief claimed for nil consideration	(38,060)	-
Capital allowances for period in excess of depreciation	-	-
Deferred tax	-	-
Non taxable items	-	(28)
Utilisation of tax losses brought forward	(69,684)	(67,270)
Expenses not deductible	(22)	-
Unrelieved tax losses carried forward	-	21,847
Prior year adjustment to deferred tax	-	(77)
Current tax charge for year (see note above)	<u>69,094</u>	<u>(11)</u>

Factors that may affect future tax charges

The company has available tax losses of approximately £Nil (2009: £248,875) to carry forward for use against future trading profits generated from the same trading activity

7. TANGIBLE FIXED ASSETS

	Plant and machinery £
Cost	
At 1 January 2010 and 31 December 2010	<u>1,100</u>
Depreciation	
At 1 January 2010	1,100
Charge for year	-
At 31 December 2010	<u>1,100</u>
Net book value	
At 31 December 2010	-
At 31 December 2009	-

ROSSFLEET BRIGG LIMITED
NOTES TO THE FINANCIAL STATEMENTS
For the year ended 31 December 2010

8. STOCKS

	2010 £	2009 £
Stock properties	<u>825,935</u>	<u>817,435</u>

9. DEBTORS

	2010 £	2009 £
Trade debtors	976	-
Social security and other taxes	2,070	2,237
Prepayments and accrued income	<u>54,067</u>	<u>9,971</u>
	<u>57,113</u>	<u>12,208</u>

All amounts are due within one year

10. CREDITORS

Amounts falling due within one year

	2010 £	2009 £
Bank overdraft	872	-
Trade creditors	7,780	21,215
Amounts owed to group undertakings	811,067	1,086,798
Corporation tax	69,094	-
Social security and other taxes	497	497
Accruals and deferred income	<u>14,026</u>	<u>307,176</u>
	<u>903,336</u>	<u>1,415,686</u>

11. SHARE CAPITAL

	2010 £	2009 £
Authorised		
1,000 Ordinary shares of £1 each	<u>1,000</u>	<u>1,000</u>
Alloted, called up and fully paid		
100 Ordinary shares of £1 each	<u>100</u>	<u>100</u>

ROSSFLEET BRIGG LIMITED
NOTES TO THE FINANCIAL STATEMENTS
For the year ended 31 December 2010

12. RESERVES

Profit and loss account	£
At 1 January 2010	(582,936)
Profit retained for the year	<u>562,548</u>
At 31 December 2010	<u>(20,388)</u>

13. RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' DEFICIT

	2010 £	2009 £
Profit for the year	<u>562,548</u>	<u>162,571</u>
Net increase in shareholders' deficit	562,548	162,571
Opening shareholders' deficit	<u>(582,836)</u>	<u>(745,407)</u>
Closing shareholders' funds/(deficit)	<u>(20,288)</u>	<u>(582,836)</u>

14. RELATED PARTY TRANSACTIONS

The company has taken advantage of the exemption granted by paragraph 3(c) of the Financial Reporting Standard 8 not to disclose related party transactions with fellow group companies

15. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The company is a fully owned subsidiary of Property Recycling Group plc, a company registered in England and Wales. The immediate and ultimate parent company and the immediate controlling party of Rossfleet Brigg Limited is Property Recycling Group plc. The ultimate controlling party is the Rackham Family interests. Copies of the group financial statements of Property Recycling Group plc are available from the Registered Office at Manor Farm, Bridgham, Norwich NR16 2RX.

ROSSFLEET BRIGG LIMITED

The additional information on pages 16 and 17 has been prepared from the accounting records of the company. While it does not form part of the statutory financial statements, it should be read in conjunction with them and the auditors' report thereon.

ROSSFLEET BRIGG LIMITED
DETAILED TRADING AND PROFIT AND LOSS ACCOUNT
For the year ended 31 December 2010

	Page	2010 £	2009 £
TURNOVER	17	853,847	370,772
Cost of sales	17	<u>-</u>	<u>-</u>
GROSS PROFIT		853,847	370,772
Less: OVERHEADS			
Administrative expenses	17	<u>(184,441)</u>	<u>(148,537)</u>
OPERATING PROFIT		669,406	222,235
Interest receivable	17	32	73
Interest payable	17	<u>(37,796)</u>	<u>(59,748)</u>
PROFIT FOR THE YEAR		<u>631,642</u>	<u>162,560</u>

ROSSFLEET BRIGG LIMITED

SCHEDULE TO THE DETAILED ACCOUNTS
For the year ended 31 December 2010

	2010 £	2009 £
TURNOVER		
Sales - UK	747,986	300,000
Rent receivable - UK	<u>105,861</u>	<u>70,772</u>
	<u>853,847</u>	<u>370,772</u>
	2010 £	2009 £
COST OF SALES		
Opening stocks	817,435	779,920
Purchases	8,500	37,515
Closing stocks	<u>(825,935)</u>	<u>(817,435)</u>
	<u>-</u>	<u>-</u>
	2010 £	2009 £
ADMINISTRATIVE EXPENSES		
Management charge	20,000	30,000
Staff salaries	15,644	15,653
Site costs	83,417	-
Light and heat	9,474	9,027
Business rates	15,877	14,884
Water	12,176	11,561
Fuel	942	72
Estate fees	4,070	4,070
Waste disposal	-	-
Telephone and fax	816	829
Legal and professional	5,610	56,911
Auditors' remuneration	3,000	3,000
Bank charges	51	54
Insurances	1,732	1,854
Repairs and maintenance	11,647	640
Sundry expenses	(15)	(100)
Depreciation - plant and machinery	-	82
	<u>184,441</u>	<u>148,537</u>
	2010 £	2009 £
INTEREST RECEIVABLE		
Bank interest receivable	<u>32</u>	<u>73</u>
	2010 £	2009 £
INTEREST PAYABLE		
Bank overdraft interest payable	18	-
Group interest payable	37,778	59,748
Other loan interest payable	-	-
	<u>37,796</u>	<u>59,748</u>