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Beeches Two (Eardisley) Limited

Report and Financial Statements

Year Ended

31 December 2005





Annual report and financial statements for the year ended 31 December 2005

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Director

Beeches Two Limited

Secretary and registered office

Capital Ventures Limited, Whittington Hall, Whittington Road, Worcester, WR5 2ZX

Company number

04639207

Auditors

BDO Stoy Hayward LLP, 125 Colmore Row, Birmingham, B3 3SD

Report of the director for the year ended 31 December 2005

The director presents its report together with the audited financial statements for the year ended 31 December 2005.

Results and dividends

The profit and loss account is set out on page 5 and shows the profit for the year.

The director does not propose payment of a dividend.

Principal activities, review of business and future developments

The company's principal activity is to purchase land and either develop selected building sites or build properties for private housing.

Director

The director of the company during the year and its interest in the ordinary share capital of the company was:

Ordinary shares				
of £1 each				
Number	Number			
31 December	31 December			
2005	2004			
1	1			

Beeches Two Limited

Director's responsibilities

Company law requires the director 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 year. In preparing those financial statements, the director is required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The director is responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable it to ensure that the financial statements comply with the Companies Act 1985. It is 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.

Report of the director for the year ended 31 December 2005 (Continued)

Auditors

BDO Stoy Hayward LLP have expressed their willingness to continue in office and a resolution to reappoint them will be proposed at the annual general meeting.

By order of the board

For and on behalf of Capital Ventures Limited

Secretary

Date: 30 May 2006

Report of the independent auditors

To the shareholders of Beeches Two (Eardisley) Limited

We have audited the financial statements of Beeches Two (Eardisley) Limited for the year ended 31 December 2005 which comprise the profit and loss account, the balance sheet and the related notes. These financial statements have been prepared under the accounting policies set out therein.

Respective responsibilities of directors and auditors

As described in the Statement of Director's Responsibilities the company's director is 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 and are properly prepared in accordance with the Companies Act 1985. We also report to you if, in our opinion, the director's report is not consistent with the financial statements, if 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 director's remuneration and other transactions is not disclosed.

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

Our report has been prepared pursuant to the requirements of the Companies Act 1985 and for no other purpose. No person is entitled to rely on this report unless such a person is a person entitled to rely upon this report by virtue of and for the purpose of the Companies Act 1985 or has been expressly authorised to do so by our prior written consent. Save as above, we do not accept responsibility for this report to any other person or for any other purpose and we hereby expressly disclaim any and all such liability.

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 director 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.

Report of the independent auditors (Continued)

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 31 December 2005 and of its profit for the year then ended; and
- have been properly prepared in accordance with the Companies Act 1985.

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BDO STOY HAYWARD LLP

Chartered Accountants and Registered Auditors Birmingham

Date:05/06/06

Profit and loss account for the year ended 31 December 2005

	Note	2005 £	2004 £
Turnover	2	1,383,470	324,950
Cost of sales		1,038,171	252,989
Gross profit		345,299	71,961
Administrative expenses		85,100	4,265
Operating profit		260,199	67,696
Other interest receivable and similar income Interest payable and similar charges	5	818 (85,757)	176 (34,402)
Profit on ordinary activities before taxation		175,260	33,470
Taxation on profit on ordinary activities	6	52,578	10,041
Profit on ordinary activities after taxation		122,682	23,429
Retained profit/(accumulated loss) brought forward		3,658	(19,771)
Retained profit carried forward		126,340	3,658

All amounts relate to continuing activities.

All recognised gains and losses in the current and prior year are included in the profit and loss account.

There are no movements in shareholders' funds in the current and prior year apart from the profit for the year.

Balance sheet at 31 December 2005

		· · -		<u>-</u>
Note	2005	2005	2004	2004
	£	£	£	£
7	2,086,615		2,821,216	
8	3,897		1,102	
				
ıin	2,090,512		2,822,318	
9	1,964,171		2,818,659	
		126,341		3,659
				
10				
10		126.240		2 (50
		120,340		3,658
		126 241		3 650
		120,341		3,659
	7 8	2,086,615 8 3,897 2,090,512 nin 9 1,964,171	£ £ 7 2,086,615 8 3,897 2,090,512 nin 9 1,964,171 126,341	£ £ £ 7 2,086,615 8 3,897 2,090,512 2,822,318 9 1,964,171 2,818,659 10 126,341

The financial statements were approved by the director on 30 May 2006.

P London

For and on behalf of Beeches Two Limited

Notes forming part of the financial statements for the year ended 31 December 2005

1 Accounting policies

The financial statements have been prepared under the historical cost convention.

The following principal accounting policies have been applied:

Turnover

Turnover represents the value of property sales and is stated before deduction of selling expenses. Sales are recognised only when contracts have been exchanged.

Work in progress

Work in progress is valued at the lower of cost and net realisable value. No credit is taken for attributable profit until contracts for sale have been exchanged. On exchange of contracts, cost plus attributable profit is treated as a sales reserve and is included in debtors.

Related party disclosure

The company has taken advantage of the exemption conferred by Financial Reporting Standard 8, 'Related party disclosures', not to disclose transactions with members or investees of the group headed by Beeches Two Limited on the grounds that at least 90% of the voting rights in the company are controlled within that group and the company is included in consolidated financial statements.

Cash flow statement

The company has taken advantage of the exemption conferred by Financial Reporting Standard 1 'Cash Flow Statements (Revised 1996)' not to prepare a cash flow statement on the grounds that at least 90% of the voting rights in the company are controlled within the group headed by Beeches Two Limited and the company is included in consolidated financial statements.

2 Turnover

Turnover is wholly attributable to the principal activity of the company and arises solely within the United Kingdom.

3 Operating profit/(loss)

Amounts payable in respect of audit services are borne by Beeches Two Limited, the company's ultimate parent undertaking.

4 Employees

At 31 December 2005 the company had no employees (2004 - Nil).

Notes forming part of the financial statements for the year ended 31 December 2005 (Continued)

5	Interest payable and similar charges		
		2005 £	2004 £
	Loans from group companies	85,757	34,402
6	Taxation on profit on ordinary activities	2005 £	2004 £
	UK Corporation tax Current tax on profits of the year	52,578	10,041
	The current tax for the period is at the standard rate of corporation tax is	n the UK of 30%.	
		2005 £	2004 £
	Profit on ordinary activities before tax	175,260	33,470
	Profit on ordinary activities at the standard rate of corporation tax in the UK of 30% (2004 - 30%)	52,578	10,041
	Current tax charge for period	52,578	10,041
7	Stocks		
		2005 £	2004 £
	Work in progress	2,086,615	2,821,216

There is no material difference between the replacement cost of stocks and the amounts stated above.

Notes forming part of the financial statements for the year ended 31 December 2005 (Continued)

8	Debtors				
				2005 £	2004 £
	Other debtors Prepayments and accrued income			630 3,267	1,102
	repayments and accrued meome				
				3,897	1,102
	All amounts shown under debtors fall d	ue for payment w	ithin one year.		
9	Creditors: amounts falling due within o	one year			
	Ü	·		2005	2004
				£	£
	Trade creditors			829,299	1,697,675
	Amounts owed to group undertakings Taxation and social security			988,485 52,852	975,464 10,041
	Accruals and deferred income			93,535	135,479
				1,964,171	2,818,659
				<u>, ,</u>	, , , , , , , , , , , , , , , , , , ,
10	Share conital				
10	Share capital			Allot	ted, called up
		2005	Authorised	2	and fully paid
		2005 £	2004 £	2005 £	2004 £
	Equity share capital Ordinary share of £1 each	2,000,000	2,000,000	1	1

Notes forming part of the financial statements for the year ended 31 December 2005 (Continued)

11 Related party disclosures

The company has taken advantage of the exemption conferred by Financial Reporting Standard 8 "Related party disclosures" not to disclose transactions with members of the group headed by Beeches Two Limited on the grounds that at least 90% of the voting rights in the company are controlled within that group and the company is included in consolidated financial statements.

12 Ultimate parent company and parent undertaking of larger group

The company's ultimate parent undertaking is Beeches Two Limited, which is registered in England and Wales.

Copies of the financial statements of Beeches Two Limited may be obtained from Whittington Hall, Whittington Road, Worcester, WR5 2ZX.