

Miller (Chiswick) Limited

**Directors' report and financial
statements**

Registered number 04827761

For the year ending 31 December 2009



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Directors' report

The directors present their annual report and the audited financial statements for the year ended 31 December 2009

Principal activities

The principal activities of the company are those of property development

Business review

The profit amounted to £Nil (2008 *profit of* £103,427)

Dividend

The directors do not recommend the payment of a dividend in the year (2008 £166,649)

Directors

The directors who held office during the year were as follows

PH Miller
M Wood (resigned 29 May 2009)
DT Milloy
A Sutherland
J Jackson (resigned 18 September 2009)
DW Borland

Disclosure of information to auditors

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware there is no relevant audit information of which the company's auditors are unaware, and each director 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

Auditors

Pursuant to Section 487 of the Companies Act 2006, the auditors will be deemed to be reappointed and KPMG LLP will therefore continue in office

On behalf of the Board



D Borland
Director
17th May 2010

28 Dover Street
London
W1S 4NA

Statement of directors' responsibilities in respect of the Directors' Report and the financial statements

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 they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice)

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 estimates that are reasonable and prudent,
- state whether applicable UK Accounting Standards have been followed, 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 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 have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

KPMG LLP

Saltire Court
20 Castle Terrace
Edinburgh
EH1 2EG
United Kingdom

Independent auditors' report to the members of Miller (Chiswick) Limited

We have audited the financial statements of Miller (Chiswick) Limited for the year ended 31 December 2009 set out on pages 4 to 9. The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards (UK 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 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 explained more fully in the Directors Responsibilities Statement set out on page 2, 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 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

A description of the scope of an audit of financial statements is provided on the APB's web-site at www.frc.org.uk/apb/scope/UKNP.

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 2009 and of its result for the year then ended,
- have been properly prepared in accordance with UK 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 Director's 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.



M Ross (Senior Statutory Auditor)
For and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants

18 May 2010

Profit and loss account
for the year ended 31 December 2009

	<i>Note</i>	2009 £	2008 £
Turnover	2	-	-
Cost of sales		-	(1 500)
		<hr/>	<hr/>
Gross result/(loss)		-	(1 500)
Administrative expenses		-	28
		<hr/>	<hr/>
Operating result/(loss)		-	(1 472)
Other interest receivable and similar income	5	-	104 899
		<hr/>	<hr/>
Result/profit on ordinary activities before taxation	3	-	103 427
Tax on result/profit on ordinary activities	6	-	-
		<hr/>	<hr/>
Result/profit for the financial year	9	-	103 427
		<hr/>	<hr/>

The company has no recognised gains or losses other than the result for the above financial years

The result has been derived from continuing activities

Balance sheet
at 31 December 2009

	<i>Note</i>	2009 £	2008 £
Current assets			
Debtors	7	1	1
Cash at bank and in hand		-	-
		<hr/>	<hr/>
		1	1
		<hr/>	<hr/>
Net current assets		1	1
		<hr/>	<hr/>
Net assets		1	1
		<hr/>	<hr/>
Capital and reserves			
Called up share capital	8	1	1
Profit and loss account	9	-	-
		<hr/>	<hr/>
Shareholders' funds	10	1	1
		<hr/>	<hr/>

These financial statements were approved by the board of directors on 17th May 2010 and were signed on its behalf by



D Borland
Director

Notes

(forming part of the financial statements)

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

Basis of preparation

The financial statements have been prepared in accordance with applicable accounting standards and under the historical cost accounting rules

The company is exempt from the requirement of Financial Reporting Standard 1 to prepare a cash flow statement as it is a wholly owned subsidiary undertaking of The Miller Group Limited and its cash flows are included within the consolidated cash flow statement of that company

As the company is a wholly owned subsidiary of The Miller Group Limited, the company has taken advantage of the exemption contained in FRS 8 and has therefore not disclosed transactions or balances with entities which form part of the group. The consolidated financial statements of The Miller Group Limited, within which the company is included, can be obtained from the address given in note 11

Development work in progress

Development work in progress has been valued at cost plus attributable overheads or net realisable value if lower

Taxation

The charge for taxation is based on the loss for the year and takes into account taxation deferred or accelerated because of timing differences between the treatment of certain items for taxation and accounting purposes. Deferred tax is recognised, without discounting in respect of all timing differences between the treatment of certain items for taxation and accounting purposes which have arisen but not been reversed by the balance sheet date, except as otherwise required by FRS 19

2 Turnover

Turnover represents income received from the sale of commercial property and rental income and excludes value added tax. Turnover arises entirely in the United Kingdom

3 Auditors' remuneration

The audit fees are paid by a fellow subsidiary company Miller Developments Limited and are disclosed in the accounts of that company

Notes *(continued)*

4 Remuneration of directors

There were no emoluments paid to directors during the year. There were no staff or employee costs.

5 Interest receivable and similar income

	2009 £	2008 £
Bank interest	-	104 899
	<u>-</u>	<u>104 899</u>
	<u>-</u>	<u>104 899</u>

6 Taxation

Analysis of charge in year

	2009 £	2008 £
<i>UK corporation tax</i>		
Current tax on income for the year	-	-
	<u>-</u>	<u>-</u>
Total current tax	<u>-</u>	<u>-</u>

Notes (continued)**6 Taxation (continued)***Factors affecting the tax charge for the current year*

The current tax charge for the year is the lower than (2008 lower) the standard rate of corporation tax in the UK (28%) (2008 28.5%) The differences are explained below

	2009 £	2008 £
<i>Current tax reconciliation</i>		
Profit/(loss) on ordinary activities before tax	-	103 427
	<hr/>	<hr/>
Current tax at 28% (2008 28.5%)	-	29 477
<i>Effects of</i>		
Group relief received for nil consideration	-	(29 477)
	<hr/>	<hr/>
Total current tax charge (see above)	-	-
	<hr/>	<hr/>

7 Debtors

	2009 £	2008 £
Other debtors	1	1
	<hr/>	<hr/>
	1	1
	<hr/>	<hr/>

Notes (continued)

8 Share capital

	2009 £	2008 £
<i>Authorised</i>		
Ordinary shares of £1 each	1,000	1 000
	<hr/>	<hr/>
<i>Allotted, called up and fully paid</i>		
Ordinary shares of £1 each	1	1
	<hr/>	<hr/>

9 Profit and loss account

	2009 £
At beginning of year	-
Profit for the year	-
	<hr/>
At end of year	-
	<hr/>

10 Reconciliation of movements in shareholders' funds

	2009 £	2008 £
Result for the financial year	-	103 427
Dividend paid	-	(166 649)
	<hr/>	<hr/>
Net reduction to shareholders' funds	-	(63 222)
Opening shareholders' funds	1	63 223
	<hr/>	<hr/>
Closing shareholders' funds	1	1
	<hr/>	<hr/>

11 Ultimate parent company

The company is a subsidiary undertaking of Miller Development Holdings Limited, a company registered in Scotland. The accounts of Miller Development Holdings Limited can be obtained from the Register of Companies, Companies House, 4th Floor, Edinburgh Quay 2, 139 Fountainbridge, Edinburgh EH3 9FF.