Priory Grange (Potters Bar) Limited

Directors' report and financial statements

Year ended 31 December 2009

Registered number 05085044

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Priory Grange (Potters Bar) Limited Directors' report and financial statements Year ended 31 December 2009

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Directors' report

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

Principal activities

The company did not trade during the year

Dividends

The directors do not recommend the payment of a dividend (2008 £nil)

Directors

The directors who held office during the year were as follows

J Lock

D Hall

In accordance with the articles of association, no directors retire by rotation

Auditors

In accordance with section 480 of the Companies Act 2006 the company, being eligible, has resolved not to appoint an auditor

By order of the board

D Hall

Company Secretary

Dae Hall

Priory House Randalls Way Leatherhead Surrey KT22 7TP

28 May 2010

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 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,
- 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, in which case there should be supporting assumptions or qualifications as necessary

The directors confirm that they have complied with the above requirements in preparing the financial statements

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.

By order of the board

D Hall

Company Secretary

28 May 2010

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Profit and loss account for the year ended 31 December 2009

During the financial year and the preceding financial year, the company did not trade and received no income and incurred no expenditure. Consequently, during those years the company made neither a profit nor a loss

Balance sheet

| at 31 December 2009 | Note | 2009 £ | 2008 £ |
|---------------------------|------|--------------|-------------|
| Current assets Debtors | 2 | 1 | 1 |
| | | | |
| Net assets | | 1 | 1 |
| | | | ·· |
| Capital and reserves | | | |
| Called up share capital | 3 | 1 | 1 |
| | | | |
| Total shareholders' funds | | 1 | 1 |
| | | | |

The company has remained dormant throughout the year

For the year ending 31 December 2009 the company was entitled to exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies

Directors' responsibilities

- The members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476, and
- The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts

These financial statements were approved by the board of directors on 28 May 2010 and were signed on its behalf by

J Lock 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 UK accounting standards and under the historical cost accounting rules

As the company is a wholly owned subsidiary of Priory Investments Holdings 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

2 Debtors

| Amounts owed by group undertakings | 2009 £ 1 | 2008 £ 1 |
|-----------------------------------------------|----------------|----------------|
| | | |
| 3 Called up share capital Authorised | 2009 £ | 2008 £ |
| 1,000 (2008 1,000) Ordinary shares of £1 each | 1,000 | 1,000 |
| Allotted, called up and fully paid | | |
| 1 (2008 1) Ordinary shares of £1 each | 1 | 1 |
| | | |

4 Ultimate parent company

The company's immediate parent company, which is incorporated in England, is Priory Grange (Holdings) Limited

The ultimate parent company is Priory Investments Holdings Limited (incorporated in the Cayman Islands), which is the parent undertaking of the smallest and largest group to consolidate these financial statements. A copy of the consolidated financial statements can be obtained from the Company Secretary at Priory House, Randalls Way, Leatherhead, Surrey KT22 7TP

The directors consider that there is no ultimate controlling party of the company