
STALLINGBOROUGH DEVELOPMENTS LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

for the year ended 31 December 2007



STALLINGBOROUGH DEVELOPMENTS LIMITED

COMPANY INFORMATION

DIRECTORS	R Culliford (appointed 30/03/07) G Parker (appointed 21/04/08)
SECRETARY	R Coeztee
COMPANY NUMBER	5504818
REGISTERED OFFICE	25 Copthall Avenue London EC2R 7BP
AUDITORS	KPMG LLP Chartered Accountants & Registered Auditors 8 Salisbury Square London EC4Y 0QS
BANKERS	Coutts & Co 440 Strand London WC2R 0QS
SOLICITORS	Macfarlanes 10 Norwich St London Ec4A 1BD

STALLINGBOROUGH DEVELOPMENTS LIMITED

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STALLINGBOROUGH DEVELOPMENTS LIMITED

DIRECTORS' REPORT for the year ended 31 December 2007

The directors present their report and the financial statements for the year ended 31 December 2007

STATEMENT OF DIRECTORS' RESPONSIBILITIES

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).

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 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 proper accounting records that disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that its financial statements comply with the Companies Act 1985. 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.

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.

PRINCIPAL ACTIVITIES

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

The directors have sold a development at Stallingborough in 2008 realising a profit. The directors are currently searching for new business.

RESULTS AND DIVIDENDS

The loss for the year, after taxation, amounted to £4,031 (2006 - loss £1,614).

The directors do not recommend the payment of a dividend (2006 - £NIL).

STALLINGBOROUGH DEVELOPMENTS LIMITED

DIRECTORS' REPORT for the year ended 31 December 2007

DIRECTORS

The directors who served during the year were

B Rainford (resigned 15/09/07)

S Hoeksma (resigned 01/07/07)

R Butcher (resigned 30/03/07)

S Ives (resigned 26/01/07)

R Culliford (appointed 30/03/07)

M Taylor (appointed 21/11/07 & resigned 21/04/08)

Subsequent to the year end, G Parker was appointed director on 21 April 2008

AUDITORS

KPMG LLP, were appointed as auditors of the Group to hold office until the conclusion of the next Annual General Meeting at which accounts are laid before the company. A resolution to appoint Ernst & Young LLP as auditors to the Company will be proposed at the Annual General Meeting.

This report was approved by the board on 23 October 2008 and signed on its behalf



G Parker
Director

STALLINGBOROUGH DEVELOPMENTS LIMITED

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF STALLINGBOROUGH DEVELOPMENTS LIMITED

We have audited the financial statements of Stallingborough Developments Limited for the year ended 31 December 2007 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.

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 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

The directors' responsibilities for preparing the financial statements in accordance with applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities on page 1.

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 whether in our opinion the information given in the Directors' Report is consistent with the financial statements.

In addition we 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 other transactions is not disclosed.

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

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 judgments made by the directors 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.

STALLINGBOROUGH DEVELOPMENTS LIMITED

**INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF STALLINGBOROUGH
DEVELOPMENTS LIMITED**

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 2007 and of its loss 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



KPMG LLP

Chartered Accountants & Registered Auditors

8 Salisbury Square
London
EC4Y 0QS

23 October 2008

STALLINGBOROUGH DEVELOPMENTS LIMITED

PROFIT AND LOSS ACCOUNT
for the year ended 31 December 2007

	Note	2007 £	2006 £
Administrative expenses		<u>(4,031)</u>	<u>(1,614)</u>
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION		(4,031)	(1,614)
Tax on loss on ordinary activities	3	<u>-</u>	<u>-</u>
LOSS ON ORDINARY ACTIVITIES AFTER TAXATION	8	<u>(4,031)</u>	<u>(1,614)</u>

All amounts relate to continuing operations

There were no recognised gains and losses for 2007 or 2006 other than those included in the Profit and Loss account

The notes on pages 7 to 10 form part of these financial statements

STALLINGBOROUGH DEVELOPMENTS LIMITED

BALANCE SHEET
as at 31 December 2007

	Note	£	2007 £	£	2006 £
CURRENT ASSETS					
Stocks	4	181,931		98,587	
Debtors	5	25,114		10,374	
Cash at bank		18,410		19,025	
		<u>225,455</u>		<u>127,986</u>	
CREDITORS amounts falling due within one year	6	<u>(231,000)</u>		<u>(129,500)</u>	
NET CURRENT LIABILITIES			<u>(5,545)</u>		<u>(1,514)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			<u>(5,545)</u>		<u>(1,514)</u>
CAPITAL AND RESERVES					
Called up share capital	7		100		100
Profit and loss account	8		<u>(5,645)</u>		<u>(1,614)</u>
SHAREHOLDERS' DEFICIT	9		<u>(5,545)</u>		<u>(1,514)</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 23 October 2008


G Parker
Director


R Culliford
Director

The notes on pages 7 to 10 form part of these financial statements

STALLINGBOROUGH DEVELOPMENTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS for the year ended 31 December 2007

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 accounting standards

1.2 STOCKS AND WORK IN PROGRESS

Work in progress is valued at the lower of cost and net realisable value and represents direct costs and attributable overheads of the project being undertaken. Work in progress includes acquisition and development fees associated with the project.

Interest incurred on loans specific to developments is capitalised. Interest is capitalised only during the development phase and ceases to be capitalised once the development is completed.

1.3 GOING CONCERN

The financial statements have been prepared on the going concern basis, notwithstanding the company's net liabilities, which the directors believe to be appropriate for the following reasons. The company is dependent for its working capital on funds provided to it by the company's immediate parent undertakings. ING Real Estate Development UK Ltd and Clugston Estates Ltd have provided the company with an undertaking that for at least 12 months from the date of approval of these financial statements, it will continue to make available such funds as are needed by the company and in particular will not seek repayment of the amounts currently made available.

This should enable the company to continue in operational existence for the foreseeable future by meeting its liabilities as they fall due for payment. As with any company placing reliance on other group entities for financial support, the directors acknowledge that there can be no certainty that this support will continue although, at the date of approval of these financial statements, they have no reason to believe that it will not do so.

Based on this undertaking the directors believe that it remains appropriate to prepare the financial statements on a going concern basis. The financial statements do not include any adjustments that would result from the basis of preparation being inappropriate.

1.4 TAXATION

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation.

A net deferred tax asset is recognised only if it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse.

1.5 Cash flow

The company has taken advantage of the exemption in Financial Reporting Standard No 1 from the requirement to produce a cash flow statement on the grounds that it is a small company.

STALLINGBOROUGH DEVELOPMENTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
for the year ended 31 December 2007

2. OPERATING LOSS

The loss on ordinary activities before taxation is stated after charging

	2007 £	2006 £
Auditors' remuneration audit of these financial statements	1,500	1,500

During the year, no director received any emoluments (2006 - £NIL)

3. TAXATION

FACTORS AFFECTING TAX CHARGE FOR THE YEAR

The tax assessed for the year is higher than (2006 - *higher than*) the standard rate of corporation tax in the UK (30%) The differences are explained below

	2007 £	2006 £
Loss on ordinary activities before tax	(4,031)	(1,614)
Loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 30% (2006 - 30%)	(1,209)	(484)

EFFECTS OF:

Losses arising in the period carried forward	1,209	484
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CURRENT TAX CHARGE FOR THE YEAR

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FACTORS THAT MAY AFFECT FUTURE TAX CHARGES

The company has trade losses of £5,645 (2006 - £1,614) to carry forward against future suitable taxable profits No deferred tax asset has been recognised in respect of these losses due to uncertainty as to the timing and extent of the reversal of this asset

On 1 April 2008 the corporation tax rate changed from 30% to 28% This has had no impact on these accounts

4. STOCKS

	2007 £	2006 £
Work in progress	181,931	98,587

No interest has been capitalised during the year

STALLINGBOROUGH DEVELOPMENTS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
for the year ended 31 December 2007**

5. DEBTORS

	2007 £	2006 £
Called up share capital not paid (note 10)	100	100
Other debtors	25,014	10,274
	<u>25,114</u>	<u>10,374</u>

**6. CREDITORS:
AMOUNTS FALLING DUE WITHIN ONE YEAR**

	2007 £	2006 £
Amounts owed to shareholders (note 10)	228,000	128,000
Accruals and deferred income	3,000	1,500
	<u>231,000</u>	<u>129,500</u>

7. SHARE CAPITAL

	2007 £	2006 £
AUTHORISED		
500 A Ordinary shares of £1 each	500	500
500 B Ordinary shares of £1 each	500	500
	<u>1,000</u>	<u>1,000</u>
ALLOTTED, CALLED UP AND UNPAID		
50 A Ordinary shares of £1 each	50	50
50 B Ordinary shares of £1 each	50	50
	<u>100</u>	<u>100</u>

8. RESERVES

	Profit and loss account £
At 1 January 2007	(1,614)
Loss for the year	(4,031)
At 31 December 2007	<u>(5,645)</u>

STALLINGBOROUGH DEVELOPMENTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
for the year ended 31 December 2007

9. RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' DEFICIT

	2007	2006
	£	£
Opening shareholders' deficit	(1,514)	-
Loss for the year	(4,031)	(1,614)
Shares issued during the year	-	100
	<hr/>	<hr/>
Closing shareholders' deficit	(5,545)	(1,514)
	<hr/>	<hr/>

10. RELATED PARTY TRANSACTIONS

The company is a joint venture between ING Real Estate Development UK Ltd and Clugston Estates Ltd, each of whom owns 50% of issued share capital of the company. There is no overall controlling party.

ING Real Estate Development UK Ltd provided management services during the year for which payment of £NIL (2006 - £6,511) was received.

During the year, the company received loans from its shareholders which remain outstanding at year end. The loan balances are repayable on demand and incur an interest rate of 0% per annum. The loan balances consist of:

	2007	2006
	£	£
ING Real Estate Development UK Ltd	113,950	63,950
Clugston Estates Ltd	113,950	63,950
	<hr/>	<hr/>
	227,900	127,900
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STALLINGBOROUGH DEVELOPMENTS LIMITED

UNAUDITED DETAILED TRADING AND PROFIT AND LOSS ACCOUNT
for the year ended 31 December 2007

	Page	2007 £	2006 £
Less: Overheads			
Administration expenses	12	(4,031)	(1,614)
		<hr/>	<hr/>
Loss for the year		(4,031)	(1,614)
		<hr/>	<hr/>

STALLINGBOROUGH DEVELOPMENTS LIMITED

SCHEDULE TO THE DETAILED ACCOUNTS
for the year ended 31 December 2007

	2007 £	2006 £
Administration expenses		
Legal and professional	2,300	-
Auditors' remuneration	1,500	1,500
Bank charges	231	114
	<hr/>	<hr/>
	4,031	1,614
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