

Registration number 05593517

**St. Modwen Developments (Hull) Limited**

**Annual report and financial statements**

**for the year ended 30 November 2010**

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31/08/2011  
COMPANIES HOUSE

# **St. Modwen Developments (Hull) Limited**

## **Directors' report for the year ended 30 November 2010**

The directors present their report and the financial statements for the year ended 30 November 2010

### **Principal activity**

The principal activity of the company was that of property investment and development. During the year, the company disposed of all of its freehold investment property and work in progress.

### **Basis of preparation**

The company ceased trading during the year and therefore the directors have prepared the financial statements on a basis other than a going concern. No adjustments arose as a result of ceasing to apply the going concern basis.

### **Results and dividends**

The results for the period are set out on page 5. The directors do not recommend payment of a final dividend (2009 £nil).

### **Directors and their interests**

The following were directors of the company during the year and subsequently, none of whom had any interest in the shares of the company:

T P Haywood (resigned 26<sup>th</sup> November 2010)

W A Oliver

S F Prosser

M E Dunn (appointed 1<sup>st</sup> December 2010)

### **Directors' responsibilities**

The directors are responsible for preparing the Annual report and 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). 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 accounting 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 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 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.

### **Directors' indemnities**

For the financial year ended 30 November 2010, qualifying third party indemnity provisions (provided by the ultimate parent company St. Modwen Properties PLC) were in force for the benefit of all the directors of the company and these remain in force at the date of this report.

**St. Modwen Developments (Hull) Limited**

**Directors' report  
for the year ended 30 November 2010**

**Disclosure of information to the auditors**

Each director at the date of approval of this report confirms that

- so far as they are aware, there is no relevant audit information of which the company's auditors are unaware,
- they have taken all steps necessary to be 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

**Auditors**

Deloitte LLP, our Auditors, have conducted the audit for the year ended 30 November 2010 and have expressed a willingness to remain in office. Arrangements have been put in place for them to be reappointed as auditors in the absence of an Annual General Meeting

This directors' report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption

This report was approved by the Board on 30/11/11 and signed on its behalf by

**W A Oliver  
Director**



**Independent auditors' report to the members of  
St. Modwen Developments (Hull) Limited**

We have audited the financial statements of St Modwen Developments (Hull) Limited for the year ended 30 November 2010 which comprise the Profit and loss account, the note of historical cost profit and losses, the Statement of total recognised gains and losses, the Balance sheet and the related notes 1 to 13. 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, 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**

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.

**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 30 November 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.

**Emphasis of matter – Financial statements prepared other than on a going concern basis**

In forming our opinion on the financial statements, which is not qualified, we have considered the adequacy of the disclosure made in note 1 to the financial statements, which explains that the financial statements have been prepared on a basis other than that of a going concern.

**Opinion on other matter prescribed by the Companies Act 2006**

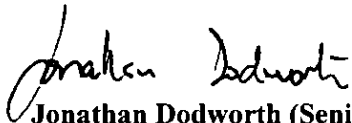
In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

**Independent auditors' report to the members of  
St. Modwen Developments (Hull) Limited (continued)**

**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, or
- the directors were not entitled to take advantage of the small companies exemption in preparing the directors' report



**Jonathan Dodworth (Senior Statutory Auditor)  
for and on behalf of Deloitte LLP  
Chartered Accountants and Statutory Auditors  
Birmingham, United Kingdom**

Date 31 August 2011

**St Modwen Developments (Hull) Limited**

**Profit and loss account  
for the year ended 30 November 2010**

	<b>Notes</b>	<b>2010 £</b>	<b>2009 £</b>
<b>Turnover</b>	<b>2</b>	3,193,064	3,479,470
Cost of sales		(2,986,499)	(2,773,542)
<b>Gross profit</b>		<u>206,565</u>	<u>705,928</u>
Profit on disposal of investment properties		1,535,140	-
<b>Operating profit and profit on ordinary activities before tax</b>	<b>3</b>	<u>1,741,705</u>	<u>705,928</u>
Tax on profit on ordinary activities	<b>4</b>	(604,194)	(73,007)
<b>Retained profit for the period</b>	<b>10</b>	<u>1,137,511</u>	<u>632,921</u>

All amounts derive from discontinued activities

**The notes on pages 8 to 14 form an integral part of these financial statements.**

**St Modwen Developments (Hull) Limited**

**Statement of total recognised gains and losses  
for the year ended 30 November 2010**

	<b>2010</b>	<b>2009</b>
	<b>£</b>	<b>£</b>
<b>Profit on ordinary activities after taxation</b>	<b>1,137,511</b>	<b>632,921</b>
Unrealised surplus on revaluation of investment properties	668,267	2,677,588
Taxation on appropriation of properties	-	(749,725)
Taxation on realisation of revaluations	(187,115)	-
<b>Total recognised gains and losses relating to the year</b>	<b><u>1,618,663</u></b>	<b><u>2,560,784</u></b>

**Note of historical cost profits and losses  
for the year ended 30 November 2010**

	<b>2010</b>	<b>2009</b>
	<b>£</b>	<b>£</b>
<b>Profit on ordinary activities before taxation</b>	<b>1,741,705</b>	<b>705,928</b>
Realisation of property revaluation gains from previous years	3,345,855	-
<b>Historical cost profit on ordinary activities before taxation</b>	<b><u>5,087,560</u></b>	<b><u>705,928</u></b>
<b>Historical cost profit for the year retained after taxation</b>	<b><u>4,296,251</u></b>	<b><u>632,921</u></b>

**The notes on pages 8 to 14 form an integral part of these financial statements.**

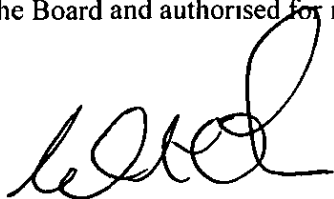
**St Modwen Developments (Hull) Limited**

**Balance sheet  
as at 30 November 2010**

		<b>2010</b>		<b>2009</b>	
	<b>Notes</b>	<b>£</b>	<b>£</b>	<b>£</b>	<b>£</b>
<b>Fixed assets</b>					
Tangible assets	5		-		9,902,266
<b>Current assets</b>					
Stocks	6	-		3,086,019	
Debtors	7	5,580,191		164,130	
		<u>5,580,191</u>		<u>3,250,149</u>	
<b>Creditors: amounts falling due within one year</b>	8	<u>(761,791)</u>		<u>(9,952,680)</u>	
<b>Net current assets/(liabilities)</b>			<u>4,818,400</u>		<u>(6,702,529)</u>
<b>Total assets less current liabilities</b>			4,818,400		3,199,737
<b>Net assets</b>			<u>4,818,400</u>		<u>3,199,737</u>
<b>Capital and reserves</b>					
Called up share capital	9		1		1
Revaluation reserve	10		-		2,677,588
Profit and loss account	10		4,818,399		522,148
<b>Shareholders' funds</b>	11		<u>4,818,400</u>		<u>3,199,737</u>

The financial statements St Modwen Developments (Hull) Limited, registered number 05593517, were approved by the Board and authorised for issue on 30/08/11. They were signed on its behalf by

**W A Oliver**  
**Director**



**The notes on pages 8 to 14 form an integral part of these financial statements.**

## **St. Modwen Developments (Hull) Limited**

### **Notes to the financial statements for the year ended 30 November 2010**

#### **1. Accounting policies**

##### **1.1 Accounting convention**

The financial statements are prepared under the historical cost convention modified to include the revaluation of certain fixed assets in accordance with applicable United Kingdom company law and accounting standards

Compliance with SSAP 19 "Accounting for investment properties" requires departure from the Companies Act 2006 relating to depreciation and an explanation of the departure is given below

The accounting policies have been applied consistently throughout the year and the preceding period. The company ceased trading during the year and therefore the directors have prepared the financial statements on a basis other than a going concern. No adjustments arose as a result of ceasing to apply the going concern basis.

##### **1.2 Turnover and profit recognition**

Turnover represents sales of development properties, rental income recognised on a straight line basis to the first break point in the lease, and other recoveries. Turnover and profit on development properties is recognised on legal completion of sale.

##### **1.3 Tangible fixed assets and depreciation**

Depreciation is not provided on investment properties which are subject to annual revaluations.

##### **1.4 Investment properties**

In accordance with SSAP 19, investment properties are revalued annually and the aggregate surplus or temporary deficit is transferred to the revaluation reserve. No depreciation is provided in respect of investment properties.

The Companies Act 2006 requires all properties to be depreciated. However, this requirement conflicts with the generally accepted accounting principle set out in SSAP 19. The directors consider that, because these properties are not held for consumption but for their investment potential, to depreciate them would not give a true and fair view, and that it is necessary to adopt SSAP 19 in order to give a true and fair view.

If this departure from the Act had not been made, the profit for the financial year would have been reduced by depreciation. However, the amount of depreciation cannot reasonably be quantified because depreciation is only one of the many factors reflected in the annual valuation and the amount which might otherwise have been shown cannot be separately identified or quantified.

## **St. Modwen Developments (Hull) Limited**

### **Notes to the financial statements for the year ended 30 November 2010**

#### **1.5 Stock and work in progress**

Stocks and work in progress are valued at the lower of cost and net realisable value, less amounts invoiced on account

#### **1.6 Deferred taxation**

Current 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

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements

A net deferred tax asset is regarded as recoverable and therefore recognised only to the extent that, on the basis of all available evidence, 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 is measured at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date. Deferred tax is measured on a non-discounted basis

#### **1.7 Cash flow statement**

The company is a 100% subsidiary of St. Modwen Properties PLC. Its cash flows are included in that company's consolidated cash flow statement. Consequently, the company is exempt from the requirement of Financial Reporting Standard 1 (Revised) to prepare a cash flow statement

#### **2. Turnover**

The total turnover of the company for the period has been derived from its principal activity wholly undertaken in the UK

## **St. Modwen Developments (Hull) Limited**

### **Notes to the financial statements for the year ended 30 November 2010**

#### **3. Operating profit**

##### **3.1 Audit fees**

Auditors' remuneration was borne by its parent company, St Modwen Properties PLC The amounts borne were as follows

	<b>Year ended 30/11/10 £</b>	<b>Year ended 30/11/09 £</b>
Fees payable to the company's auditors for the audit of the company's annual accounts	2,100	2,100
Fees payable to the company's auditors for other services to the company – Tax services	1,050	1,050
	<u>3,150</u>	<u>3,150</u>

##### **3.2 Information regarding directors and employees**

None of the directors received any remuneration during the year (2009 £Nil) The company had no employees (2009 nil) and is managed by its ultimate parent company, St Modwen Properties PLC

The remuneration of the directors is paid by other group undertakings for both the current financial year and the prior financial year and no part of their remuneration is specifically attributable to their services to this company.

**St. Modwen Developments (Hull) Limited**

**Notes to the financial statements  
for the year ended 30 November 2010**

**4. Tax on profit on ordinary activities**

<b>Analysis of charge in year</b>	<b>Year Ended 30/11/10 £</b>	<b>Year ended 30/11/09 £</b>
<b>Current tax</b>		
UK corporation tax at 28% (2009 28%)	487,677	81,142
Adjustment in respect of prior year	-	(8,135)
	<hr/>	<hr/>
Total current tax	487,677	73,007
	<hr/>	<hr/>
<b>Deferred tax</b>		
Adjustment in respect of prior year	116,517	-
	<hr/>	<hr/>
Total deferred tax	116,517	-
	<hr/>	<hr/>
<b>Tax on profit on ordinary activities</b>	<b>604,194</b>	<b>73,007</b>

**Factors affecting tax charge for period**

The tax assessed for the year is different than the standard rate of corporation tax in the UK of 28% (2009 28%) The differences are explained below

	<b>Year Ended 30/11/10 £</b>	<b>Year ended 30/11/09 £</b>
Profit on ordinary activities before taxation	1,741,705	705,928
	<hr/>	<hr/>
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK at 28% (2009 28%)	487,677	197,660
Adjustment in respect of prior year	-	(8,135)
Utilisation of tax losses	-	(116,518)
	<hr/>	<hr/>
	487,677	73,007
	<hr/>	<hr/>

**St. Modwen Developments (Hull) Limited**

**Notes to the financial statements  
for the year ended 30 November 2010**

**5. Tangible fixed assets**

	<b>Freehold investment properties £</b>
<b>Cost or valuation</b>	
At 1 December 2009	9,902,266
Additions	114,446
Disposals	(10,684,979)
Revaluations	668,267
At 30 November 2010	<u>-</u>
<b>Net book values</b>	
At 30 November 2010	<u>-</u>
At 30 November 2009	<u>9,902,266</u>

Freehold investment properties were valued as at 30 November 2010 by King Sturge LLP , Chartered Surveyors, in accordance with the Appraisal and Valuation Manual of the Royal Institution of Chartered Surveyors, on the basis of open market value

Tangible fixed assets included at a valuation would have been included on a historical cost basis at

	<b>2010 £</b>	<b>2009 £</b>
Freehold investment properties	<u>-</u>	<u>7,224,678</u>

**6. Stocks**

	<b>2010 £</b>	<b>2009 £</b>
Work in progress	<u>-</u>	<u>3,086,019</u>

**St. Modwen Developments (Hull) Limited**

**Notes to the financial statements  
for the year ended 30 November 2010**

**7. Debtors**

	<b>2010</b>	<b>2009</b>
	<b>£</b>	<b>£</b>
Trade debtors	475	40,436
Other debtors	1,233	7,177
Amounts due from group undertaking	5,578,484	-
Deferred tax	-	116,517
	<u>5,580,191</u>	<u>164,130</u>

**8. Creditors: amounts falling due within one year**

	<b>2010</b>	<b>2009</b>
	<b>£</b>	<b>£</b>
Trade creditors	62,874	113,694
Amounts owed to group undertaking	-	8,897,347
Accruals and deferred income	24,083	27,351
Other Creditors	41	4,473
Corporation tax	674,793	830,867
Other taxation	-	78,948
	<u>761,791</u>	<u>9,952,680</u>

**9. Share capital**

	<b>2010</b>	<b>2009</b>
	<b>£</b>	<b>£</b>
<b>Allotted, called up and fully paid equity</b>		
1 Ordinary share of £1	<u>1</u>	<u>1</u>

# **St. Modwen Developments (Hull) Limited**

## **Notes to the financial statements for the year ended 30 November 2010**

### **10. Reserves**

	<b>Profit and loss Account £</b>	<b>Revaluation Reserve £</b>	<b>Total £</b>
<b>At 1 December 2009</b>	522,148	2,677,588	3,199,736
Retained profit for the year	1,137,511	-	1,137,511
Revaluation of investment properties	-	668,267	668,267
Revaluations realised on disposal of investment properties	3,345,855	(3,345,855)	-
Taxation on revaluations realised	(187,115)	-	(187,115)
<b>At 30 November 2010</b>	<u>4,818,399</u>	<u>-</u>	<u>4,818,399</u>

### **11. Reconciliation of movements in shareholders' funds**

	<b>Year Ended 30/11/10 £</b>	<b>Year Ended 30/11/09 £</b>
Profit for the year	1,137,511	632,921
Revaluation of investment properties	668,267	2,677,588
Taxation on appropriation of properties	-	(749,725)
Taxation on revaluations realised	(187,115)	-
Net addition to shareholders' funds	<u>1,618,663</u>	<u>2,560,784</u>
Opening shareholders' funds	3,199,737	638,953
Closing shareholders' funds	<u>4,818,400</u>	<u>3,199,737</u>

### **12. Related party transactions**

As the company is wholly owned by the group, it has taken advantage of the exemption under FRS8 "Related Party Disclosures" not to disclose transactions with other wholly owned companies in the group. There were no transactions with other companies other than group financing to/from St Modwen Properties PLC for which no group interest was charged. Note 7 gives the balance due as at the balance sheet date (2009 Note 8).

### **13. Ultimate parent undertaking**

The immediate and ultimate parent company is St Modwen Properties PLC, a company registered in England. Copies of the Group report and accounts of St Modwen Properties PLC are available from the Registered Office at 7 Ridgeway, Quinton Business Park, Birmingham, B32 1AF. This is the largest and smallest group into which this company is consolidated. The Registered Office of

**St. Modwen Developments (Hull) Limited**

**Notes to the financial statements  
for the year ended 30 November 2010**

St Modwen Developments (Hull) Limited is at the same address