

**CS 3000 LIMITED**

**DIRECTORS' REPORT AND FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 MARCH 2008**

**Registered No: 05730092**

**WEDNESDAY**



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**16/09/2009**

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**COMPANIES HOUSE**

**CS 3000 LIMITED**  
**Directors' Report and Financial Statements**

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**CS 3000 LIMITED**

**Directors' Report and Financial Statements**

**Directors' report**

The directors submit their report and the financial statements for the year ended 31 March 2008.

PRINCIPAL ACTIVITIES AND BUSINESS REVIEW

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

BUSINESS REVIEW

The company's balance sheet is detailed on page 6 and shows net assets of £2.

RESULTS AND DIVIDEND

The profit for the year is as shown in the profit and loss account on page 5. The directors do not propose the payment of a dividend (2007:nil).

DIRECTORS

The directors of the Company during the year were as follows:

C J Haslam (appointed 03/07/07)  
J C Hitchins (appointed 03/07/07)  
J A Hope (appointed 06/06/08)  
D I Logue  
A M Meikle (resigned 29/02/08)

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.

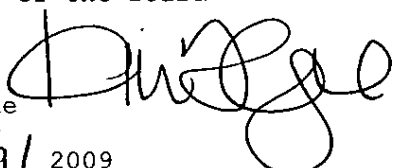
AUDITORS

Pursuant to a shareholders' resolution, the company is not obliged to reappoint its auditors annually and KPMG LLP will therefore continue in office.

By Order of the Board

D I Logue  
Director

2/9/2009



Registered in England No 05730092

**CS 3000 LIMITED**  
**Directors' Report and Financial Statements**

**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 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 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.

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 the 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.

## **Report of the independent auditors to the members of CS 3000 Limited**

We have audited the financial statements of CS 3000 Limited for the year ended 31 March 2008 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 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**

The directors' responsibilities for preparing the Directors' Report and 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 3.

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 transactions with the company 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 judgements 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.

### **Opinion**

In our opinion,

- the financial statements give a true and fair view, in accordance with UK Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 March 2008 and of its result for the year then ended; and
- the financial statements have been properly prepared in accordance with the Companies Act 1985;
- the information given in the Directors' Report is consistent with the financial statements.

### **Emphasis of matter - uncertainty relating to going concern**

In forming our opinion on the financial statements, which is not qualified, we have considered the adequacy of the disclosures made in note 1 to the financial statements concerning the company's ability to continue as a going concern. The company's bank loan facility with the Co-operative Bank is due for renewal on 19 July 2009. The company is currently in discussion with Co-operative Bank to renew its facility. In the short term the shareholders have indicated that they will support the company's operating cash requirements. These matters, as more fully explained in note 1, indicate the existence of material uncertainties which may cast significant doubt on the company's ability to continue as a going concern. The financial statements do not include the adjustments that would result if the company was unable to continue as a going concern.

KPMG LLP

KPMG LLP  
Chartered Accountants and Registered Auditor  
Saltire Court  
20 Castle Terrace  
Edinburgh  
EH1 2EG

2 September 2009

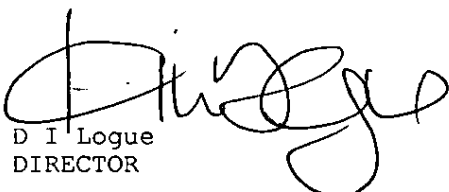
**CS 3000 LIMITED**  
**PROFIT AND LOSS ACCOUNT**  
**FOR THE YEAR ENDED 31 MARCH 2008**

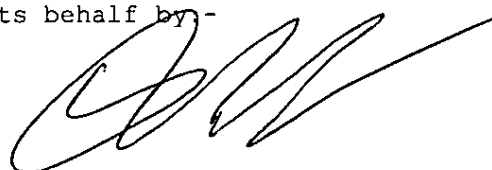
During the current and previous financial years the Company received no income and incurred no expenditure. Consequently, during these years, the Company made neither a profit nor a loss.

**CS 3000 LIMITED**  
**BALANCE SHEET**  
**AS AT 31 MARCH 2008**

	Notes	<u>2008</u>	<u>2007</u>
		£	£
Current assets			
Work in progress	3	5,522,307	-
Debtors	4	237,130	1
		<hr/>	<hr/>
		5,759,437	1
Creditors: amounts falling due within one year	5	(5,759,435)	-
		<hr/>	<hr/>
Net current assets		2	-
Creditors: amounts falling due in more than one year	6	-	-
		<hr/>	<hr/>
Net assets		2	1
		<hr/>	<hr/>
Capital and reserves			
Share capital	7	2	1
Profit & loss account		-	-
		<hr/>	<hr/>
Shareholders' funds	8	2	1
		<hr/>	<hr/>

The financial statements were approved by the Board of Directors on 2/9/2009 and were signed on its behalf by -

  
D I Logue  
DIRECTOR

  
C J Haslam  
DIRECTOR

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

1. PRINCIPAL ACCOUNTING POLICIES

The following accounting policies have been applied consistently in dealing with the 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 in the United Kingdom and under the historical cost accounting rules.

The financial statements have been prepared on the going concern basis which the directors believe to be appropriate for the following reasons.

*Borrowing facilities*

The company's bank loan facility with the Co-operative Bank is due for renewal on 19 July 2009. The company has received written confirmation from the bank that it expects that the facility will be extended for a minimum of 3 years on acceptable terms; however, this is subject to credit committee approval and in the current economic climate there is no certainty that the facility will be renewed.

*Shareholders' support*

During the year whilst the building is vacant and therefore non income producing, the company is dependent for its working capital on funds provided to it by its shareholders, AWG Property Limited and Robert Hitchins Limited. Both shareholders have confirmed that it is their intention to provide financial support to the company, to the extent that it is necessary, to enable the company to meet its day to day operating costs as they fall due for at least the next 12 months from the date of approval of these financial statements.

The directors have concluded that the combination of these circumstances gives rise to material uncertainties that may cast significant doubt upon the company's ability to continue as a going concern and, therefore, that it may be unable to realise its assets and discharge its liabilities in the normal course of business. Nevertheless after making enquiries, and considering the uncertainties described above, the directors have a reasonable expectation that the company will continue in operational existence for the foreseeable future. For these reasons, they continue to adopt the going concern basis in preparing the financial statements.



**CS 3000 LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**YEAR ENDED 31 MARCH 2008**

**1. PRINCIPAL ACCOUNTING POLICIES (continued)**

**CASH FLOW STATEMENT**

The company has taken advantage of the exemption from preparing a cash flow statement conferred by Financial Reporting Standard No 1 (revised) on the grounds that it is entitled to the exemptions available in Sections 246 to 247 of the Companies Act 1985 for small companies.

**STOCKS AND WORK IN PROGRESS**

Property developments are valued at the lower of cost and net realisable value. Cost comprises direct expenditure and overheads incurred in the normal course of the business. Net realisable value is the estimated selling price less all costs to be incurred. Provision is made for all foreseeable losses on contracts.

**TAXATION**

The charge for taxation is based on the profit for the year and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes.

**ACCOUNTING FOR PROFITS**

No profit is included in the financial statements in connection with property developments unless a legally binding contract for sale of the development has been entered into and completion has taken place before or shortly after the period end.

**TURNOVER**

Turnover represents the value of property development activities where legal contracts have been completed during the year, wholly within the UK, excluding value added tax.

**2. AUDITORS' REMUNERATION**

The company's audit fee of £2,220 is borne by the JV partners. The company has no directly employed personnel. None of the directors received any remuneration from the company during the year.

**3. WORK IN PROGRESS**

	<u>2008</u> £	<u>2007</u> £
Work in progress	5,522,307	-
	<u>                    </u>	<u>                    </u>

The work in progress balance relate to a development project at Plot CS 3001, Celtic Springs Business Park, Newport, South Wales.

CS 3000 LIMITED  
NOTES TO THE FINANCIAL STATEMENTS  
YEAR ENDED 31 MARCH 2008 - CONTINUED

4. **DEBTORS**

	<u>2008</u>	<u>2007</u>
	£	£
Called up share capital not paid	2	1
VAT Recoverable	237,128	-
	<u>237,130</u>	<u>1</u>

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

	<u>2008</u>	<u>2007</u>
	£	£
Bank loan	4,138,419	-
Trade creditors	306,073	-
AWG Property Limited loan	654,465	-
Robert Hitchins Limited loan	650,000	-
Accruals	10,478	-
	<u>5,759,435</u>	<u>-</u>

The Co-operative Bank loan is repayable on the earlier of the sale of the development or 19 July 2009. Interest is charged at 1% above base on a monthly basis.

The bank loan is secured by a standard security over the development project at Plot CS 3001, Celtic Springs Business Park, Newport, South Wales and a floating charge over the assets of the company.

6. **CREDITORS: AMOUNTS FALLING DUE IN MORE THAN ONE YEAR**

<u>2008</u>	<u>2007</u>
£	£
-	-

7. **SHARE CAPITAL**

	<u>2008</u>	<u>2007</u>
	£	£
Authorised		
'A' Ordinary shares of £1 each	50	50
'B' Ordinary shares of £1 each	50	50
	<u>100</u>	<u>100</u>

	<u>2008</u>	<u>2007</u>
	£	£
Allotted, called-up and unpaid:		
'A' Ordinary shares of £1 each	1	1
'B' Ordinary shares of £1 each	1	-
	<u>2</u>	<u>1</u>

The ordinary shares are designated 'A' and 'B' shares and have equal ranking and voting rights.

CS 3000 LIMITED  
NOTES TO THE FINANCIAL STATEMENTS  
YEAR ENDED 31 MARCH 2008 - CONTINUED

8. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	<u>2008</u>	<u>2007</u>
	£	£
Result for the financial year	-	-
Opening shareholders' funds	1	-
Shares issued during the year	1	1
	<hr/>	<hr/>
Closing shareholders' funds	2	1
	<hr/>	<hr/>

9. RELATED PARTY TRANSACTIONS

AWG Property Limited and Robert Hitchins Limited jointly control the company and both own 50% of the share capital.

During the year AWG Property Limited, a shareholder, loaned the company £654,465. This amount was outstanding at the balance sheet date (2007: nil).

During the year Robert Hitchins Limited, a shareholder, loaned the company £650,000. This amount was outstanding at the balance sheet date (2007: nil).