CAH ESTATES (1) LIMITED DIRECTORS' REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MAY 2013

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COMPANY INFORMATION

Directors C J Atkın

E Atkın

Secretaries B Gold

R Harris

Company number 05797850

Registered office Branch Hill Mews

Branch Hill London NW3 7LT

Auditors Haines Watts

New Derwent House 69-73 Theobalds Road

London WC1X 8TA

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DIRECTORS' REPORT

FOR THE YEAR ENDED 31 MAY 2013

The directors present their report and financial statements for the year ended 31 May 2013

Principal activities and review of the business

The principal activity of the company continued to be that of property investment company

Results and dividends

The results for the year are set out on page 5

Directors

The following directors have held office since 1 June 2012

C J Atkın

E Atkın

Auditors

Haines Watts were appointed auditors to the company and in accordance with section 485 of the Companies Act 2006, a resolution proposing that they be re-appointed will be put at a General Meeting

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 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 judgements and accounting estimates that are reasonable and prudent,
- 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' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2013

Statement of disclosure to auditors

So far as the directors are aware, there is no relevant audit information of which the company's auditors are unaware Additionally, the directors have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditors are aware of that information

On behalf of the board

EA kin Director

21-11-13

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF CAH ESTATES (1) LIMITED

We have audited the financial statements of CAH Estates (1) Limited for the year ended 31 May 2013 set out on pages 5 to 9. 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 set out on pages 1 - 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 and express an opinion on 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 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. In addition, we read all the financial and non-financial information in the Directors' Report to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report

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 May 2013 and of its loss 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

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 (CONTINUED)

TO THE MEMBERS OF CAH ESTATES (1) LIMITED

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

Esther Wood (Senior Statutory Auditor) for and on behalf of Haines Watts

Chartered Accountants Statutory Auditor

New Derwent House 69-73 Theobalds Road London WC1X 8TA

29/11/13

PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 31 MAY 2013

| | Notes | 2013 £ | 2012 £ |
|------------------------------------------------------|-------|-----------|-----------|
| Administrative expenses | | (1,301) | (1,060) |
| Operating loss | 2 | (1,301) | (1,060) |
| Exceptional gain | 4 | - | 4,158,465 |
| (Loss)/profit on ordinary activities before interest | | (1,301) | 4,157,405 |
| (Loss)/profit on ordinary activities before taxation | | (1,301) | 4,157,405 |
| Tax on (loss)/profit on ordinary activities | 3 | - | - |
| (Loss)/profit for the year | 8 | (1,301) | 4,157,405 |

The profit and loss account has been prepared on the basis that all operations are continuing operations

There are no recognised gains and losses other than those passing through the profit and loss account

BALANCE SHEET

AS AT 31 MAY 2013

| | | | | 013 | 20 | 12 |
|---------------------------------------|-------|-----------|-----------|-----------|-----------|----|
| | Notes | £ | £ | £ | £ | |
| Current assets | | | | | | |
| Debtors | 5 | 4,189,545 | | 4,508,229 | | |
| Cash at bank and in hand | | 649 | | 540 | | |
| | | 4,190,194 | | 4,508,769 | | |
| Creditors: amounts falling due within | | | | | | |
| one year | 6 | (38,431) | | (355,705) | | |
| Total assets less current liabilities | | | 4,151,763 | | 4,153,064 | |
| Capital and reserves | | | | | | |
| Called up share capital | 7 | | 2 | | 2 | |
| Profit and loss account | 8 | | 4,151,761 | | 4,153,062 | |
| Shareholders' funds | 9 | | 4,151,763 | | 4,153,064 | |

Approved by the Board and authorised for issue on 21 - 11 - 13

E Atkin Director

Company Registration No. 05797850

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MAY 2013

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention

The company has taken advantage of the exemption in Financial Reporting Standard No 1 (Revised 1996) from the requirement to produce a cash flow statement on the grounds that it is a subsidiary undertaking where 90 percent or more of the voting rights are controlled within the group

| 2 | Operating loss | 2013 £ | 2012 £ |
|---|----------------------------------------------------------------------------------------------------------------------------------|---------------|------------------------------|
| | Operating loss is stated after charging Auditors' remuneration (including expenses and benefits in kind) | 1,000 | 1,000 |
| 3 | Taxation Total current tax | 2013 | 2012 |
| | Factors affecting the tax charge for the year (Loss)/profit on ordinary activities before taxation | (1,301) | 4,157,405 |
| | (Loss)/profit on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 24 00% (2012 - 26 00%) | (312) | 1,080,925 |
| | Effects of Tax losses utilised Unrelieved tax losses Other tax adjustments | - 312 - | (73,206) - (1,007,719) |
| | Current tax charge for the year | 312 | (1,080,925) |
| 4 | Exceptional gain | 2013 | 2012 |
| | Profit on sale of property | £ | 4,158,465 |
| | | <u>-</u> | 4,158,465 |

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2013

| 5 | Debtors | 2013 £ | 2012 £ |
|---|-------------------------------------------------------------------------------------------------------|-----------|----------------------|
| | Amounts owed by group undertakings and undertakings in which the company has a participating interest | 4,189,543 | - |
| | Other debtors Prepayments and accrued income | 2 | 20,727 4,487,502 |
| | | 4,189,545 | 4,508,229 |
| 6 | Creditors: amounts falling due within one year | 2013 £ | 2012 £ |
| | Amounts owed to parent company | 37,318 | 236,580 |
| | Amounts owed to group undertakings and undertakings in which the company has a participating interest | 38 | 90,495 |
| | Other creditors | 1,075 | 28,630 |
| | | 38,431 | 355,705 |
| 7 | Share capital | 2013 £ | 2012 £ |
| | Allotted, called up and fully paid | du du | • |
| | 2 Ordinary shares of £1 each | 2 | 2 |
| 8 | Statement of movements on profit and loss account | I | Profit and loss |
| | | | account |
| | | | £ |
| | Balance at 1 June 2012 Loss for the year | | 4,153,062 (1,301) |
| | Balance at 31 May 2013 | | 4,151,761 |

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MAY 2013

| 9 | Reconciliation of movements in shareholders' funds | 2013 £ | 2012 £ |
|---|---------------------------------------------------------------------|----------------------|----------------------|
| | (Loss)/Profit for the financial year Opening shareholders' funds | (1,301) 4,153,064 | 4,157,405 (4,341) |
| | Closing shareholders' funds | 4,151,763 | 4,153,064 |

10 Control

The company's immediate parent undertaking is C A Holdings Plc, a company registered in England and Wales

E Atkin and C J Atkin are the ultimate controlling parties of the parent undertaking by virtue of their shareholding of 45% and 29% respectively

11 Related party relationships and transactions

The company has taken advantage of the exemption available in accordance with FRS 8 'Related party disclosures' not to disclose transactions entered into between two or more members of a group, as the company is a wholly owned subsidiary undertaking of the group to which it is party to the transactions