# **CAH Estates (2) Limited**

Report and Financial Statements

31 May 2008

MONDAY



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Registered No: 05798194

## **Directors**

E Atkin

C J Atkin

### Secretaries

R Harris

B Gold

### **Auditors**

Baker Tilly UK Audit LLP Chartered Accountants 2 Bloomsbury Street London WC1B 3ST

#### **Bankers**

The Royal Bank of Scotland plc 280 Bishopsgate London EC2M 4RB

Registered office Branch Hill Mews Branch Hill London NW3 7LT

Registered No: 05798194

# Directors' report

The directors present their report and financial statements for the year ended 31 May 2008.

#### Results and dividends

The profit for the period after taxation amounted to £104,481. The directors do not recommend the payment of a dividend.

#### Principal activity and review of the business

The company is a property investment company which holds two main properties.

#### Directors

The directors who served during the year were as follows:

E Atkin

C J Atkin

#### Market Value of Land & Buildings

The directors, having regard to professional advice where appropriate, have valued the company's investment properties on an open market and existing use basis at 31 May 2008 at £2,040,020.

#### Directors' statement as to disclosure of information to auditors

The directors who were in office on the date of approval of these financial statements have confirmed, as far as they are aware, that there is no relevant audit information of which the auditors are unaware. Each of the directors have confirmed that they have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that it has been communicated to the auditor.

#### **Small companies provisions**

The report of the directors' has been prepared in accordance with the special provisions of part VII of the Companies Act 1985 relating to small companies.

#### **Auditors**

Baker Tilly UK Audit LLP has indicated its willingness to continue in office.

On behalf of the Board

Effector

November 2008

Registered No: 05798194

# Statement of directors' responsibilities in respect of the financial statements

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 financial statements in accordance with United Kingdom General 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:

- a. select suitable accounting policies and then apply them consistently;
- b. make judgements and estimates that are reasonable and prudent;
- c. state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- d. 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 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 1985. 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.

#### INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF CAH ESTATES (2) LIMITED

We have audited the financial statements on pages 5 to 11.

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 Annual Report and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities.

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 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 United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs at 31 May 2008 and of its profit for the year then ended and 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.

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BAKER TILLY UK AUDIT LLP Registered Auditors Chartered Accountants 2 Bloomsbury Street London WC1B 3ST

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# **Profit and loss account**

for the year ended 31 May 2008

|   | Notes | 2008<br>£ | 2007<br>£ |
|---|-------|-----------|-----------|
| Turnover                                      |       | 120,673   | 86,137    |
| Administrative expenses                       |       | (16,192)  | (25,792)  |
| Operating profit                              | 2     | 104,481   | 60,345    |
| Bank interest payable                         |       | -         | -         |
| Profit on ordinary activities before taxation |       | 104,481   | 60,345    |
| Tax on loss on ordinary activities            | 3     | -         | -         |
| Profit for the financial year                 |       | 104,481   | 60,345    |
|   |       |           |           |

All activities relate to continuing operations.

# Statement of Total Recognised Gains and Losses

There are no recognised gains or losses other than the profit of £104,481 attributable to the shareholders for the year ended 31 May 2008.

# **Balance** sheet

at 31 May 2008

|  |       | 2008        | 2007        |
|--|-------|-------------|-------------|
|  | Notes | £           | £           |
| Fixed assets                                   |       |             |             |
| Investment properties                          | 4     | 2,040,020   | 2,031,344   |
| Other tangible fixed assets                    | 5     | 10,245      | 9,266       |
|  |       | 2,050,265   | 2,040,610   |
| Current assets                                 |       |             |             |
| Debtors  | 6     | 2,999       | 4,723       |
| Cash at bank and in hand                       |       | 239         | 61,207      |
|  |       | 3,238       | 65,930      |
| Creditors: amounts falling due within one year | 7     | (1,888,675) | (2,046,193) |
| Net current liabilities                        |       | (1,885,437) | (1,980,263) |
| Total assets less current liabilities          |       | 164,828     | 60,347      |
|  |       |             |             |
| Capital and reserves                           |       |             |             |
| Called up share capital                        | 8     | 2           | 2           |
| Profit and loss account                        |       | 164,826     | 60,345      |
| Equity shareholders' funds                     | 9     | 164,828     | 60,347      |
|  |       |             |             |

Approved and authorised for issue by the board

November 2008

at 31 May 2008

#### 1. ACCOUNTING POLICIES

#### Accounting convention

The financial statements are prepared under the historical cost convention modified to include the revaluation of land and buildings and applicable accounting standards.

#### Going Concern

The financial statements have been prepared on a going concern basis, which assumes the company will continue in operational existence and meet its liabilities as they fall due for the foreseeable future. The validity of this assumption is dependent on the continuation of sufficient resources being made available to the company by the principal shareholders of the parent company and the fellow subsidiary undertaking.

On this basis, the directors consider it appropriate to prepare the financial statements on the going concern basis.

#### Fixed assets

The cost of tangible fixed assets is their purchase cost, together with any incidental expenses of acquisition.

Depreciation is provided on all tangible fixed assets other than investment properties, at rates calculated to write off the cost less estimated residual value based on prices prevailing at the date of acquisition, of each asset over its expected useful life, as follows:

Plant and equipment, fixtures and fittings

15% straight line

Computer equipment

25% straight line

#### **Turnover**

Turnover represents rents and other property income receivable for the year, net of Value Added Tax.

#### **Investment Properties**

In accordance with Statement of Standard Accounting Practice No 19:

- investment properties are revalued annually and the aggregate surplus or deficit is transferred to a revaluation reserve; and
- no depreciation or amortisation is provided in respect of freehold investment properties.

This treatment, as regards certain of the company's investment properties, may be a departure from the requirements of the Companies Act concerning depreciation of fixed assets.

However, these properties are not held for consumption but for investment and the directors consider that systematic annual depreciation would be inappropriate. The accounting policy adopted is therefore necessary for the accounts to give a true and fair view. Depreciation or amortisation 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.

Acquisitions and disposals of investments properties are recognised in the financial statements upon completion of the purchase or sale contract.

at 31 May 2008

### 2. OPERATING PROFIT

| Audit Fees  | 2,000 | -     |
|---|-------|-------|
| Depreciation charge for the period                                      | 2,508 | 1,635 |
|   | £     | £     |
|   | 2008  | 2007  |
| Profit on ordinary activities before taxation is stated after charging: |       |       |

No directors' remuneration was paid during the year (2007: Nil). The company has no employees. All staff costs are borne by C.A. Holdings plc.

## 3. TAX

| TAX   |                |           |
|---|----------------|-----------|
| a) Tax on profit on ordinary activities The tax charge is made up as follows  |                |           |
| ·   | 2008           | 2007      |
| Current tax:  | £              | £         |
| UK Corporation tax  | -              | -         |
| b) Factors affecting current tax charges  |                |           |
| The tax assessed on the profit on ordinary activities for the period differs from the corporation tax of 30%. The reason for this is explained below: | UK standard ra | te of     |
|   | 2008<br>£      | 2007<br>£ |
|   | Į.             | £         |
| Profit on ordinary activities before taxation   | 104,481        | 60,345    |
|   |                |           |
| Profit on ordinary activities multiplied by the standard rate of corporation tax of 30%   | 31,344         | 18,103    |
| 3076  | 21,244         | 10,103    |
| Depreciation (lower than) / in excess of capital allowances   | (122)          | -         |
| Total current tax before group relief   | 31,222         | 18,103    |
| Group relief surrender  | (31,222)       | (18,103)  |
|   | -              |           |
|   |                |           |

at 31 May 2008

#### 4. INVESTMENT PROPERTIES

|                | 2008      |
|----------------|-----------|
|                | £         |
| Valuation:     |           |
| At 1 June 2007 | 2,031,344 |
| Additions      | 8,676     |
| Disposals      | -         |
| 4.2114 2000    | 2.040.020 |
| At 31 May 2008 | 2,040,020 |
|                | 777       |

Investment properties were transferred from a fellow subsidiary upon incorporation at a cost of £1,773,073. The directors consider that the current value reflects an open market value of the properties.

### 5. TANGIBLE FIXED ASSETS

|                                | Plant & Equipment | Furniture &<br>Fixtures, and<br>omputer Equipment | Total  |
|--------------------------------|-------------------|---|--------|
|                                | £                 | £   | £      |
| Cost:                          |                   |   |        |
| At 1 June 2007                 | 2,982             | 7,919   | 10,901 |
| Additions                      | <u>-</u>          | 3,487   | 3,487  |
| At 31 May 2008                 | 2,982             | 11,406  | 14,388 |
| Depreciation:                  |                   | <del></del> _                                     |        |
| Accumulated depreciation       |                   |   |        |
| At 1 June 2007                 | 447               | 1,188   | 1,635  |
| Depreciation for the period    | 448               | 2,060   | 2,508  |
| At 31 May 2008                 | 895               | 3,248   | 4,143  |
| Net book value:                |                   | <del></del>                                       |        |
| At 31 May 2008                 | 2,087             | 8,158   | 10,245 |
| At 31 May 2007                 | 2,535             | 6,731   | 9,266  |
| 6. Debtors                     |                   |   |        |
|                                |                   | 2008  | 2007   |
|                                |                   | £   | £      |
| Prepayments and accrued income |                   | 140   | 3,441  |
| VAT receivable                 |                   | 2,013   | 1,280  |
| Other debtors                  |                   | 846   | 2      |
|                                |                   | 2,999   | 4,723  |
|                                |                   |   |        |

at 31 May 2008

# 7. CREDITORS: amounts falling due within one year

|  | 2008      | 2007      |
|--|-----------|-----------|
|  | £         | £         |
| Trade creditors                        | 8,131     | 8,103     |
| Accruals and deferred income           | 2,161     | -         |
| Amounts owed to parent company         | 116,080   | 270,776   |
| Amounts owed to subsidiary undertaking | 1,762,303 | 1,767,314 |
|  | 1,888,675 | 2,046,193 |
|  |           |           |

## 8. SHARE CAPITAL

|                            | Authorised  | Authorised    |
|----------------------------|-------------|---------------|
|                            | 2008        | 2007          |
|                            | £           | £             |
| Ordinary shares of £1 each | 1,000       | 1,000         |
|                            |             |               |
|                            |             | Allotted,     |
|                            | called up a | nd fully paid |
|                            | 2008        |               |
|                            | £           | £             |
| Ordinary shares of £1 each | 2           | 2             |
|                            |             |               |

# 9. RECONCILIATION OF SHAREHOLDERS' FUNDS AND MOVEMENT ON RESERVES

|                     |         |              | Total         |
|---------------------|---------|--------------|---------------|
|                     | Share   | Profit and   | shareholders' |
|                     | capital | loss account | funds         |
|                     | £       | £            | £             |
| At 1 June 2007      | 2       | 60,345       | 60,347        |
| Profit for the year | -       | 104,481      | 104,481       |
| At 31 May 2008      | 2       | 164,826      | 164,828       |
|                     |         |              | <del></del>   |

at 31 May 2008

# 10. ULTIMATE CONTROLLING PARTY

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. According to the register kept by the company, E Atkin and C J Atkin have 45% and 29% respective interests in the equity capital of C.A. Holdings plc, the parent undertaking of CAH Estates (2) Limited, at 31 May 2008.

#### 11. RELATED PARTY TRANSACTIONS

The company has taken advantage of the exemptions from disclosures of transactions with group companies available to subsidiary undertakings under Financial Report Standard No. 8.