

*Cos House*

**Registered Number: 06010295**

**PROPREC FOUR LIMITED**

**DIRECTORS' REPORT & FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2010**

TUESDAY



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**PROPREC FOUR LIMITED**

**COMPANY INFORMATION**

<b>DIRECTORS</b>	P A Rackham P A Rackham Jnr S R Stuteley
<b>SECRETARY</b>	S R Stuteley
<b>COMPANY NUMBER</b>	06010295
<b>REGISTERED OFFICE</b>	Manor Farm Bridgham Norwich Norfolk NR16 2RX
<b>AUDITORS</b>	Peters Elworthy & Moore Chartered Accountants and Statutory Auditors Cambridge United Kingdom
<b>BANKERS</b>	Lloyds TSB Bank Plc

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**PROPREC FOUR LIMITED**

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## **PROPREC FOUR LIMITED**

### **DIRECTORS' REPORT For the year ended 31 December 2010**

The directors present their report and the financial statements for the year ended 31 December 2010. This report has been prepared in accordance with the special provisions relating to small companies under Section 415A of the Companies Act 2006.

#### **STATEMENT OF DIRECTORS' RESPONSIBILITIES**

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 the financial statements in accordance with United Kingdom Generally 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 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 accounting standards have been followed, 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 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 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.

#### **PRINCIPAL ACTIVITIES AND REVIEW OF BUSINESS**

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

The company holds 121 hectares of land at Kentford, which it hopes will have significant development potential in the future.

The company is funded by its parent company at a commercial interest rate.

The financial instruments of the company principally comprise short-term debtors and creditors. The company does not trade in financial instruments and neither uses, nor trades, in derivative financial instruments.

#### **RESULTS & DIVIDENDS**

The loss for the year, after taxation, amounted to £115,409 (2009 £94,123).

The directors do not recommend the payment of a dividend (2009 £Nil).

**PROPREC FOUR LIMITED**  
**DIRECTORS' REPORT**  
**For the year ended 31 December 2010**

**DIRECTORS**

The directors who served throughout the year were

P A Rackham  
P A Rackham Jnr  
S R Stuteley

**AUDITORS**

The auditors, Peters Elworthy & Moore, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006. A resolution to authorise the Directors to determine the auditors' remuneration will be proposed at the forthcoming Annual General Meeting

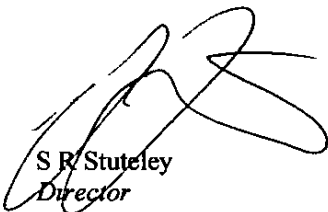
**Disclosure of information to auditors**

In the case of each of the persons who are Directors of the Company at the date when this report was approved:

- so far as each of the Directors is aware, there is no relevant audit information of which the Company's auditors are unaware, and
- each of the Directors 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

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

Approved by the Board of Directors  
And signed on behalf of the Board

  
S R Stuteley  
Director

25 May 2011  
✓

**PROPREC FOUR LIMITED**  
**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF PROPREC FOUR LIMITED**

We have audited the financial statements of Proprec Four Limited for the year ended 31 December 2010, which comprise the profit and loss account, the balance sheet and the related notes. 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 page 4, 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 (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. In addition, we read all the financial and non-financial information in the financial statements 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 December 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

**OPINION ON OTHER MATTER PRESCRIBED BY THE COMPANIES ACT 2006**

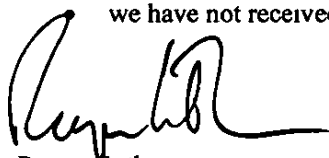
In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

## **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



Roger Guthrie  
(Senior statutory auditor)

for and on behalf of  
**PETERS ELWORTHY & MOORE**  
Chartered Accountants and Statutory Auditor

Salisbury House  
Station Road  
Cambridge  
CB1 2LA

Date. *25 May 2011*

**PROPREC FOUR LIMITED**  
**PROFIT & LOSS ACCOUNT**  
**For the year ended 31 December 2010**

	Note	Year to 31 December 2010 £	Year to 31 December 2009 £
<b>TURNOVER</b>	1	49,717	52,502
Cost of sales		-	-
<b>GROSS PROFIT</b>		49,717	52,502
Administrative expenses		(42,234)	(30,192)
<b>OPERATING PROFIT</b>	2	7,483	22,310
Interest receivable	4	10	11
Interest payable	5	(118,964)	(116,444)
<b>LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION</b>		(111,471)	(94,123)
<b>TAX ON LOSS ON ORDINARY ACTIVITIES</b>	6	(3,938)	-
<b>LOSS ON ORDINARY ACTIVITIES AFTER TAXATION</b>	11	(115,409)	(94,123)

All amounts relate to continuing operations

There were no recognised gains and losses for 2010 or 2009 other than those included in the profit and loss account.

The notes on pages 10 to 15 form part of these financial statements



**PROPREC FOUR LIMITED**  
**Company Registration number 06010295**  
**BALANCE SHEET**  
**As at 31 December 2010**

	Note	2010 £	2009 £
<b>CURRENT ASSETS</b>			
Stocks	7	2,474,045	2,170,835
Debtors	8	49,334	1,226
Cash at bank and in hand		<u>201</u>	<u>4,294</u>
		<b>2,523,580</b>	<b>2,176,355</b>
<b>CREDITORS: amounts falling due within one year</b>			
	9	<u>(2,800,889)</u>	<u>(2,338,255)</u>
<b>NET CURRENT (LIABILITIES)/ASSETS</b>		<u><b>(277,309)</b></u>	<u><b>(161,900)</b></u>
<b>TOTAL ASSETS LESS CURRENT (LIABILITIES)/ ASSETS</b>			
		<u><b>(277,309)</b></u>	<u><b>(161,900)</b></u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	10	10,000	10,000
Profit and loss account	11	<u>(287,309)</u>	<u>(171,900)</u>
<b>EQUITYSHAREHOLDERS' FUNDS</b>	12	<u><b>(277,309)</b></u>	<u><b>(161,900)</b></u>

The financial statements have been prepared in accordance with the special provisions relating to companies subject to the small companies regime within Part 15 of the Companies Act 2006

The financial statements were approved by the board on 2<sup>nd</sup> May 2011 and signed on its behalf.

  
**S R Stuteley**  
 Director

The notes on pages 10 to 15 form part of these financial statements

## **PROPREC FOUR LIMITED**

### **NOTES TO THE FINANCIAL STATEMENTS**

**For the year ended 31 December 2010**

#### **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 United Kingdom accounting standards

##### **1.2 Cash flow**

The company, being a subsidiary undertaking where 90% or more of the voting rights are controlled within the group whose consolidated financial statements are publicly available, is exempt from the requirement to draw up a cash flow statement in accordance with FRS1

##### **1.3 Turnover**

Turnover comprises of property sales, rental and other goods and services, which fall within the company's ordinary activities, exclusive of Value Added Tax. All turnover arose from within the United Kingdom. The directors consider there to be one business segment for reporting purposes, as the company conducts one business activity, being the sale and rental of properties.

##### **1.4 Stocks**

Stocks are stated at the lower of cost and net realisable value. Cost comprises the cost of acquisition of property, professional and planning fees and construction and infrastructure costs but excludes overheads. Net realisable value represents the estimated selling price less all estimated costs of completion and costs to be incurred in marketing and selling the properties.

##### **1.5 Taxation**

UK corporation 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

Provision is made for deferred tax in full on timing differences, which result in an obligation at the balance sheet date to pay more tax, or a right to pay less tax, at a future date, at rates expected to apply when they crystallise based on current tax rates and law. Timing differences arise from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in financial statements

Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered. Deferred tax assets and liabilities are not discounted

##### **1.6 Leases**

Rentals received under leases are recorded according to the terms of the lease.

##### **1.7 Going Concern**

At the year end the company has net liabilities of £277,309. Included in creditors is £2,784,785 owed to the parent company. The parent company has undertaken not to recall this loan in the foreseeable future and consequently the accounts are prepared on the going concern basis.

**PROPREC FOUR LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS**  
**For the year ended 31 December 2010**

**2. OPERATING PROFIT**

The operating loss is stated after charging:

	<b>Year to 31 December 2010 £</b>	<b>Year to 31 December 2009 £</b>
Auditors' remuneration:		
- Fees payable to the company's auditors for the audit of the company's annual accounts	<u>3,000</u>	<u>3,000</u>
The total rental income under operating leases was £49,302 (2009 - £52,502)		

**3. STAFF COSTS**

During the year and preceding period the company had no employees other than directors and the directors received no emoluments for their services to the company.

The average monthly number of employees, including directors, during the year was as follows

	<b>Year to 31 December 2010</b>	<b>Year to 31 December 2009</b>
Directors	<u>3</u>	<u>3</u>

**4. INTEREST RECEIVABLE**

	<b>Year to 31 December 2010 £</b>	<b>Year to 31 December 2009 £</b>
Bank interest receivable	<u>10</u>	<u>11</u>
	<u>10</u>	<u>11</u>

**PROPREC FOUR LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS**

**For the year ended 31 December 2010**

**5. INTEREST PAYABLE**

	<b>Year to 31 December 2010</b>	<b>Year to 31 December 2009</b>
	<b>£</b>	<b>£</b>
Bank interest payable	-	29
On loans from group undertakings	<b>118,964</b>	<b>116,415</b>
	<b><u>118,964</u></b>	<b><u>116,444</u></b>

**6. TAXATION**

	<b>Year to 31 December 2010</b>	<b>Year to 31 December 2009</b>
	<b>£</b>	<b>£</b>
UK corporation tax charge on losses of the period	<b>3,938</b>	-
	<b><u>3,398</u></b>	<b><u>-</u></b>

**Factors affecting tax charge for year**

The tax assessed for the year is lower than the standard rate of corporation tax in the UK applicable to the company (28%) The differences are explained below:

	<b>Year to 31 December 2010</b>	<b>Year to 31 December 2009</b>
	<b>£</b>	<b>£</b>
(Loss) on ordinary activities before tax	<b><u>(111,471)</u></b>	<b><u>(94,123)</u></b>
Loss on ordinary activities multiplied by the relevant standard rate of corporation tax in the UK of 28%	<b>(31,211)</b>	<b>(26,354)</b>
<b>Effects of:</b>		
Small profits relief	<b>(1,313)</b>	-
Utilisation of tax losses brought forward	-	<b>(3,701)</b>
Group relief surrendered for nil consideration	<b><u>36,462</u></b>	<b><u>30,055</u></b>
<b>Current tax charge for year (see note above)</b>	<b><u>3,938</u></b>	<b><u>-</u></b>

**PROPREC FOUR LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS**

**For the year ended 31 December 2010**

**7. STOCKS**

	<b>2010</b>	<b>2009</b>
	<b>£</b>	<b>£</b>
Stock properties	<u>2,474,045</u>	<u>2,170,835</u>
	<u>2,474,045</u>	<u>2,170,835</u>

In the opinion of the directors the difference between purchase price of stocks and their replacement cost is not considered to be material. During the year operating lease rentals of £49,302 (2009: £52,502) were received from the use of stock properties.

**8. DEBTORS**

	<b>2010</b>	<b>2009</b>
	<b>£</b>	<b>£</b>
Trade debtors	2,938	-
Social security and other taxes	45,151	-
Prepayments and accrued income	<u>1,245</u>	<u>1,226</u>
	<u>49,334</u>	<u>1,226</u>

All amounts are due within one year.

**9. CREDITORS**

**Amounts falling due within one year**

	<b>2010</b>	<b>2009</b>
	<b>£</b>	<b>£</b>
Trade creditors	1,522	4,228
Corporation tax	3,938	-
Social security and other taxes	-	770
Amounts owed to group undertakings	2,784,785	2,329,257
Accruals and deferred income	<u>10,644</u>	<u>4,000</u>
	<u>2,800,889</u>	<u>2,338,255</u>

**PROPREC FOUR LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS**

**For the year ended 31 December 2010**

**10. SHARE CAPITAL**

	<b>2010</b>	<b>2009</b>
	<b>£</b>	<b>£</b>
<b>Authorised</b>		
10,000 Ordinary shares of £1 each	<b><u>10,000</u></b>	<b><u>10,000</u></b>
<b>Alloted, called up and fully paid</b>		
10,000 Ordinary shares of £1 each	<b><u>10,000</u></b>	<b><u>10,000</u></b>

**11. RESERVES**

<b>Profit and loss account</b>	<b>£</b>
At 1 January 2010	<b>(171,900)</b>
Loss for the year	<b><u>(115,409)</u></b>
At 31 December 2010	<b><u>(287,309)</u></b>

**PROPREC FOUR LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS**

**For the year ended 31 December 2010**

**12. RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS**

	<b>2010</b>	<b>2009</b>
	<b>£</b>	<b>£</b>
Loss for the year	<b>(115,409)</b>	<b>(94,123)</b>
Opening shareholders' funds	<b><u>(161,900)</u></b>	<b><u>(67,777)</u></b>
Closing shareholders' funds	<b><u>(277,309)</u></b>	<b><u>(161,900)</u></b>

**13. RELATED PARTY TRANSACTIONS**

The company has taken advantage of the exemption granted by paragraph 3(c) of the Financial Reporting Standard 8 not to disclose related party transactions with fellow group companies.

The company's directors are also directors of Paul Rackham Limited. During the year the company charged rent of £20,830 (2009: £27,758) to Paul Rackham Limited. At the year end no deferred income (2009: £Nil) from Paul Rackham Limited is included in accruals and deferred income. During the year third party expenses of £268,735 (2009: £Nil) relating to the construction of a reservoir were recharged at cost to the company by Paul Rackham Limited acting in its capacity as agent. A balance of £582 (2009: £Nil) was outstanding at the year end, included in trade creditors.

**14. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY**

The company is a fully owned subsidiary of Property Recycling Group plc, a company registered in England and Wales. The immediate and ultimate parent company and the immediate controlling party of Proprec Four Limited is Property Recycling Group plc. The ultimate controlling party is the Rackham Family interests. Copies of the group financial statements of Property Recycling Group plc are available from the Registered Office at Manor Farm, Bridgham, Norwich NR16 2RX.

# **PROPREC FOUR LIMITED**

The additional information on pages 17 and 18 has been prepared from the accounting records of the Company. While it does not form part of the statutory financial statements, it should be read in conjunction with them and the auditors' report thereon



**PROPREC FOUR LIMITED**

**DETAILED TRADING AND PROFIT AND LOSS ACCOUNT**  
**For the year ended 31 December 2010**

	<b>Page</b>	<b>Year to 31 December 2010 £</b>	<b>Year to 31 December 2009 £</b>
<b>TURNOVER</b>	18	<b>49,717</b>	<b>52,502</b>
Cost of sales	18	<u>-</u>	<u>-</u>
<b>GROSS PROFIT</b>		<b>49,717</b>	<b>52,502</b>
<b>Less: OVERHEADS</b>			
Administrative expenses	18	<b>(42,234)</b>	<b>(30,192)</b>
<b>OPERATING PROFIT</b>		<u><b>7,483</b></u>	<u><b>22,310</b></u>
Interest receivable		<b>10</b>	<b>11</b>
Interest payable	18	<u><b>(118,964)</b></u>	<u><b>(116,444)</b></u>
<b>LOSS FOR THE YEAR</b>		<u><b>(111,471)</b></u>	<u><b>(94,123)</b></u>

**PROPREC FOUR LIMITED**  
**SCHEDULE TO THE DETAILED ACCOUNTS**  
**For the year ended 31 December 2010**

	Year to 31 December 2010 £	Year to 31 December 2009 £
<b>TURNOVER</b>		
Rent receivable - UK	<u>49,717</u>	<u>52,502</u>
	<u>49,717</u>	<u>52,502</u>
<b>COST OF SALES</b>		
Opening stocks	2,170,835	2,088,610
Purchases	303,210	82,225
Closing stocks	<u>(2,474,045)</u>	<u>(2,170,835)</u>
	<u>-</u>	<u>-</u>
<b>ADMINISTRATION EXPENSES</b>		
Management charges	20,000	20,000
Insurances	1,246	1,309
Legal and professional	7,165	310
Auditors' remuneration	3,000	3,000
Light and heat	2	72
Water	798	665
Site costs	1,769	1,200
Rates	-	729
Repairs and maintenance	6,832	2,077
Sundry costs	1,422	830
Bank charges	<u>-</u>	<u>-</u>
	<u>42,234</u>	<u>30,192</u>
<b>INTEREST RECEIVABLE</b>		
Bank interest receivable	<u>10</u>	<u>11</u>
	<u>10</u>	<u>11</u>
<b>INTEREST PAYABLE</b>		
Bank interest payable	-	29
On loans from group undertakings	<u>118,964</u>	<u>116,415</u>
	<u>118,964</u>	<u>116,444</u>