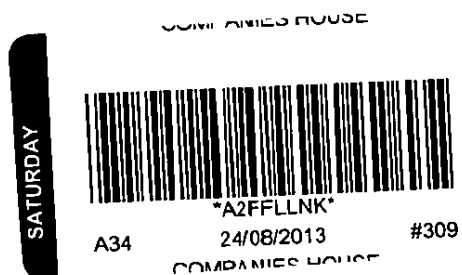


Registered Number: 08036299

GORDON HOUSE (LONDON) LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE PERIOD ENDED 31 MARCH 2013



## **GORDON HOUSE (LONDON) LIMITED**

### **COMPANY INFORMATION**

#### **DIRECTORS**

Mr A Hickling (Appointed 30/04/2012)  
Major General APN Currie ( Appointed 30/04/2012)  
Mr JFQ Fenwick (Appointed 30/04/2012)  
Mr NP Stone (Appointed 18/04/2012, Resigned 30/04/2012)

#### **COMPANY SECRETARY**

JE Kucharska (Appointed 14/11/2012)

#### **COMPANY NUMBER**

08036299

#### **REGISTERED OFFICE**

The Royal Hospital Chelsea  
Royal Hospital Road  
London  
SW3 4SR

#### **AUDITORS**

PKF Littlejohn LLP  
Statutory Auditor  
1 Westferry Circus  
Canary Wharf  
London  
E14 4HD

#### **BANKERS**

Barclays Bank PLC  
1 Churchill Place  
London  
E14 5HP

#### **INVESTMENT MANAGERS**

Sarasin & Partners LLP  
Juxon House  
100 St Paul's Churchyard  
London  
EC4M 8BU

**GORDON HOUSE (LONDON) LIMITED**

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## **GORDON HOUSE (LONDON) LIMITED**

### **DIRECTORS' REPORT FOR THE PERIOD ENDED 31 MARCH 2013**

The Directors present their report and financial statements for the period ended 31 March 2013

Gordon House (London) Limited was incorporated on 18 April 2012 as a company limited by shares. The Company is a wholly owned subsidiary of The Royal Hospital Chelsea and all shares are held by the Commissioners of the Royal Hospital Chelsea.

### **DIRECTORS AND SECRETARY**

The directors and secretary of the company who were in office during the period and up to the date of signing the financial statements were

#### Directors

Mr A Hickling (appointed 30/04/2012) (Chairman)

Major General APN Curne (appointed 30/04/2012)

Mr JFQ Fenwick (appointed 30/04/2012)

Mr NP Stone (appointed 18/04/2012, resigned 30/04/2012)

#### Secretary

JE Kucharska (appointed 14/11/2012)

### **PRINCIPAL ACTIVITIES**

The primary business of the Company is to assist the Commissioners of the Royal Hospital Chelsea with the sale of the lease of the property known as Gordon House, Tite Street, London, SW3 4SR.

### **REVIEW OF THE BUSINESS AND FUTURE DEVELOPMENTS**

The company is not a commercial trading company. Its only business is to hold a 1% beneficial interest in the proceeds from the sale of the leasehold of Gordon House.

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

The Directors are responsible for preparing the Directors' report and the financial statement 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 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 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.

**GORDON HOUSE (LONDON) LIMITED**

**DIRECTORS' REPORT  
FOR THE PERIOD ENDED 31 MARCH 2013**

**PROVISION OF INFORMATION TO AUDITORS**

Each of the persons who are Directors at the time when this Directors' report is approved has confirmed that

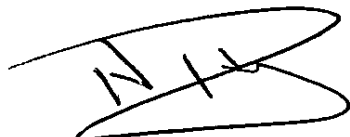
- so far as that Director is aware, there is no relevant audit information of which the Company's auditors are unaware, and
- that Director has taken all the steps that ought to have been taken as a Director in order to be aware of any information needed by the Company's auditors in connection with preparing their report and to establish that the Company's auditors are aware of that information

**AUDITORS**

The auditors, PKF Littlejohn LLP, were appointed during the period and will be proposed for reappointment in accordance with section 485 of the Companies Act 2006

In preparing this report, the Directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006

This report was approved by the Board on 19 August 2013 and signed on its behalf

A handwritten signature in black ink, appearing to read 'A Hickling', enclosed within a large, loopy oval shape.

**A Hickling  
Director**

## **GORDON HOUSE (LONDON) LIMITED**

### **INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF GORDON HOUSE (LONDON) LIMITED**

We have audited the financial statements of Gordon House (London) Limited for the period ended 31 March 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 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**

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 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 March 2013 and of its profit for the period 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 MATTERS PRESCRIBED BY THE COMPANIES ACT 2006**

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

**GORDON HOUSE (LONDON) LIMITED**

**INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF GORDON HOUSE (LONDON) 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, or
- the Directors were not entitled to take advantage of the small companies' exemption in preparing the Directors' report



Sarah Morrison (Senior statutory auditor)

for and on behalf of  
**PKF Littlejohn LLP**

Statutory Auditor

1 Westferry Circus  
Canary Wharf  
London  
E14 4HD

19 August 2013

**GORDON HOUSE (LONDON) LIMITED**

**PROFIT AND LOSS ACCOUNT  
FOR THE PERIOD ENDED 31 MARCH 2013**

	<b>Note</b>	<b>2013 £</b>
<b>TURNOVER</b>	<b>2</b>	-
Cost of sales		-
<b>GROSS PROFIT</b>		-
Administrative expenses	<b>3</b>	(14,040)
<b>OPERATING LOSS</b>		(14,040)
Interest receivable		189
Profit on sale of fixed assets		83,900
Unrealised gain on investments		8,354
Qualifying donation under Gift Aid	<b>5</b>	(263,517)
<b>LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION</b>		(185,114)
Tax on profit on ordinary activities	<b>6</b>	-
<b>LOSS ON ORDINARY ACTIVITIES FOR THE FINANCIAL PERIOD</b>	<b>14</b>	(185,114)

All amounts relate to continuing operations

There were no recognised gains and losses for the period other than those included in the Profit and Loss account above

The notes on pages 7 to 9 form part of these financial statements

**GORDON HOUSE (LONDON) LIMITED**

**BALANCE SHEET  
AS AT 31 MARCH 2013**

	<b>Note</b>	<b>2013 £</b>
<b>FIXED ASSETS</b>		
Tangible fixed assets	7	-
Investments	8	188,354
Long term debtors	9	<u>215,000</u>
		<u>403,354</u>
<b>CURRENT ASSETS</b>		
Debtors	10	73,900
Cash at bank and in hand		<u>25,403</u>
		<u>99,303</u>
<b>CURRENT LIABILITIES</b>		
Creditors amounts falling due within one year	11	<u>(270,340)</u>
<b>NET CURRENT LIABILITIES</b>		<u>(171,037)</u>
<b>NET ASSETS</b>		<u><u>232,317</u></u>
<b>CAPITAL AND RESERVES</b>		
Called-up share capital	12	417,431
Profit and loss account	13	<u>(185,114)</u>
<b>TOTAL CAPITAL AND RESERVES</b>		<u><u>232,317</u></u>

The financial statements were approved and authorised for issue by the Board and were signed on its behalf on 19 August 2013

  
A Hickling  
Director

  
Major General APN Currie  
Director

The notes on pages 7 to 9 form part of these financial statements

## GORDON HOUSE (LONDON) LIMITED

### NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2013

#### 1. ACCOUNTING POLICIES

##### 1.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention with the exception of investments which are included at market value, and in accordance with applicable accounting standards

It is the opinion of the Directors that the use of the going concern basis of accounting is appropriate because

- there are no material uncertainties relating to events or conditions that may cast significant doubt about the ability of the Company to continue as a going concern,
- there is reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future

##### 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 FRS 1

##### 1.3 Tangible fixed assets

The leasehold property which was disposed of during the period, is stated at market value

The Company owns no other classes of assets

##### 1.4 Investments

Listed investments are shown at market value as at the balance sheet date. Unrealised gains and losses on the revaluation of investments are recognised in the profit and loss account

##### 1.5 Taxation

The Company is not registered for Value Added Tax but is liable to corporation tax on trading profits not transferred to its parent entity under the Gift Aid arrangements

#### 2. TURNOVER

There was no turnover recognised during the year

#### 3. OPERATING LOSS

The operating loss is stated after charging	2,013
	£
Auditors' remuneration - audit fees	3,711
Auditors' remuneration - non audit fees	3,112

#### 4. STAFF COSTS

The Company has no employees other than the Directors, who did not receive any remuneration during the year for their services as Directors

#### 5. QUALIFYING DONATION UNDER GIFT AID

	2,013
	£
Qualifying donation payable to parent undertaking	263,517

**GORDON HOUSE (LONDON) LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE PERIOD ENDED 31 MARCH 2013**

**6 TAXATION**

Factors affecting tax charge for the period

The tax assessed for the period is the same as the small company rate of corporation tax in the UK of 20%  
The differences are explained below

	<b>2,013</b>
	<b>£</b>
Loss on ordinary activities before tax	(185,114)
Loss on ordinary activities multiplied by small company rate of corporation tax in the UK of 20%	(37,023)
<b>Effects of</b>	
Fixed asset differences	(16,780)
Income not taxable for tax purposes	(1,671)
Chargeable gains/(losses)	54,347
Other permanent differences	1,127
<b>Current tax charge for the year (see note above)</b>	<b>-</b>

The company gift aids all its taxable income to its parent undertaking. Such taxable income in relation to the asset disposal is higher than accounting profits before gift aid resulting in an accounting loss for the period.

**7 FIXED ASSETS**

	<b>2,013</b>
	<b>£</b>
<b>Cost</b>	
Additions	405,000
Disposals	(405,000)
<b>At end of the period</b>	<b>-</b>
<b>Depreciation</b>	
Charge for the period	-
Disposals	-
<b>At end of the period</b>	<b>-</b>
<b>Net book value</b>	
<b>At end of the period</b>	<b>-</b>

Fixed asset additions represent a 1% interest in the leasehold of Gordon House which was disposed of during the period.

**8 INVESTMENTS**

	<b>2,013</b>
	<b>£</b>
Additions at cost	180,000
Unrealised revaluation gain	8,354
<b>Market value at end of period</b>	<b>188,354</b>
Additions at cost	180,000
Equalisation adjustment	(372)
<b>Historical cost at the end of the period</b>	<b>179,628</b>

Investments are held in Alpha Charity Investment Fund income units

**GORDON HOUSE (LONDON) LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE PERIOD ENDED 31 MARCH 2013**

<b>9 LONG TERM DEBTORS</b>	<b>2,013</b>
Amounts receivable after one year	£
Due October 2014	107,500
Due October 2015	107,500
	<u>215,000</u>
<b>10 DEBTORS</b>	<b>2,013</b>
Amounts receivable within one year	£
	<u>73,900</u>
<b>11. CREDITORS. Amounts due within one year</b>	<b>2,013</b>
Accruals and deferred income	£
Amounts due to parent undertaking	6,823
	<u>263,517</u>
	<u>270,340</u>
<b>12 SHARE CAPITAL</b>	<b>2,013</b>
Allotted called up and fully paid	£
417,431 Ordinary shares of £1 each issued on 30 April 2012	<u>417,431</u>
<b>13. RESERVES</b>	<b>2,013</b>
Loss for the period	£
At 31 March 2013	<u>(185,114)</u>
	<u>(185,114)</u>
<b>14 RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS</b>	<b>2,013</b>
Loss for the period	£
Shares issued during the period	(185,114)
At the end of the period	<u>417,431</u>
	<u>232,317</u>
<b>15 RELATED PARTY TRANSACTIONS</b>	
The Company has taken advantage of the available exemption under FRS 8 from disclosure of transactions with its parent company and ultimate parent undertaking	
<b>16 ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY</b>	
The Company is a wholly owned subsidiary of The Royal Hospital Chelsea and all shares are held by the Commissioners of The Royal Hospital Chelsea	

**GORDON HOUSE (LONDON) LIMITED**

**DETAILED TRADING PROFIT AND LOSS ACCOUNT  
FOR THE PERIOD ENDED 31 MARCH 2013**

	<b>2013</b>
	<b>£</b>
<b>TURNOVER</b>	<b>0</b>
Cost of sales	<u>0</u>
<b>GROSS PROFIT</b>	<b>0</b>
<b>Administrative expenses</b>	
Consultancy fees	(7,200)
Auditors' remuneration	(6,823)
Bank charges	<u>(17)</u>
<b>OPERATING LOSS</b>	<b>(14,040)</b>
Bank interest receivable	189
Profit on sale of fixed assets	83,900
Unrealised gain on investments	8,354
Operating profit before gift aid and taxation	<u>78,403</u>
Qualifying donation under Gift Aid	<u>(263,517)</u>
<b>LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION</b>	<b>(185,114)</b>
Tax on profit on ordinary activities	-
<b>LOSS ON ORDINARY ACTIVITIES FOR THE PERIOD</b>	<b><u>(185,114)</u></b>