

Derwent Partnership Homes Limited

**Directors' report and financial
statements**

Registered number 2923041

Year ended 31 December 2008



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Directors' report

The directors present their annual report and the audited financial statements for the year ended 31 December 2008.

Principal activities and business review

The principal activity of the company was the retention and sale of plots and land developed in partnership with special interest and social housing groups. The company has not traded since 2005 and has no active contracts.

The directors anticipate that the company will continue to perform its present role within the Carillion group during 2009.

Profits and dividends

The loss before taxation for the year was £17,197 (2007: profit £17,197).

The directors do not propose the payment of a dividend (2007: £Nil).

Directors and directors' interests

The directors who served during the year were:

LJ Mills
Carillion Nominees Limited (resigned 26 August 2008)
TF George


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 they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

Auditors

Pursuant to Section 487 of the Companies Act 2006, the auditors will be deemed to be re-appointed and KPMG Audit Plc will, therefore, continue in office.

Approved by the Board on29 May 2009..... and signed on its behalf by:


TF George
Secretary

24 Birch Street
Wolverhampton
WV1 4HY

Statement of directors' responsibilities in respect of the directors' report and the financial statements

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 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 judgments 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 its 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.



KPMG Audit Plc

2 Cornwall Street
Birmingham
B3 2DL
United Kingdom

Independent auditors' report to the members of Derwent Partnership Homes Limited

We have audited the financial statements of Derwent Partnership Homes Limited for the year ended 31 December 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 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 2.

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 judgments 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.

Independent auditors' report to the members of Derwent Partnership Homes Limited *(continued)*

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 December 2008 and of its loss for the year then ended;
- the financial statements 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.

KPMG Audit Plc

KPMG Audit Plc
Chartered Accountants
Registered Auditor

29 May 2009

Profit and loss account
for the year ended 31 December 2008

	<i>Note</i>	2008 £	2007 £
Administrative expenses		-	-
Operating profit		-	-
Interest (payable)/receivable and similar income	5	(17,197)	17,197
(Loss)/profit on ordinary activities before taxation		(17,197)	17,197
Tax on (loss)/profit on ordinary activities	6	4,901	(4,848)
(Loss)/profit for the financial year	10	(12,296)	12,349

There is no difference between the results as disclosed in the profit and loss account and the result on an unmodified historical cost basis in either the current or preceding financial year.

There were no recognised gains and losses in either the current or preceding financial year other than the profit for those years. All amounts relate to continuing operations.

Balance sheet
at 31 December 2008

	<i>Note</i>	2008 £	2007 £
Current assets			
Debtors	7	1,104,291	1,116,587
		<u>1,104,291</u>	<u>1,116,587</u>
Creditors: amounts falling due within one year	8	(802,561)	(802,561)
Net assets		301,730	314,026
Capital and reserves			
Called up share capital	9	50,000	50,000
Profit and loss account	10	251,730	264,026
Equity shareholders' funds	11	301,730	314,026

These financial statements were approved by the board of directors on ...29 May 2009... and were signed on its behalf by:


L.J. Mills
 Director

Notes

(forming part of the financial statements)

1 Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the company's financial statements.

Basis of accounting

The financial statements have been prepared under the historical cost convention and in accordance with applicable UK accounting standards.

Cash flow statement

Under Financial Reporting Standard 1 the company is exempt from the requirement to prepare a cash flow statement on the grounds that its ultimate parent undertaking Carillion plc includes the company's cash flows in its own published cash flow statement.

Taxation

The charge for taxation is based on the result for each year and takes into account deferred taxation, calculated in accordance with the requirements of FRS19 "Deferred taxation". Deferred tax assets or liabilities, which arise from timing differences between the recognition of gains and losses in the financial statements and their recognition in the tax computation, are calculated on a non-discounted full provision basis.

2 Turnover

Turnover represents the proceeds from the sale of properties in the UK, exclusive of value added tax.

3 Directors' remuneration

The directors, who are the only employees of the company, have neither received nor waived any remuneration during the year (2007: £Nil).

4 Auditors' Remuneration

The audit fee the year amounting to £500 (2007: £500) has been borne by another group company.

Fees paid to the company's auditor, KPMG Audit Plc, and its associates for other than the statutory audit of the company are not disclosed in these accounts as the company's parent, Carillion plc, is required to disclose non audit fees on a consolidated basis.

Notes (continued)

5 Interest (payable)/receivable and similar income

	2008 £	2007 £
Bank interest (payable)/receivable	(17,197)	17,197

6 Tax on (loss)/profit on ordinary activities

(a) Analysis of charge in the year

	2008 £	2007 £
<i>UK corporation tax</i>		
Corporation tax	(4,901)	4,848
Total current taxation on (loss)/profit on ordinary activities	(4,901)	4,848

(b) Factors affecting the tax (credit)/charge for the current year

The current tax (credit)/charge for the year is the same as (2007: lower than) the standard rate of 28.5% (2007: 30%). The differences are explained below:

	2008 £	2007 £
<i>Current tax reconciliation</i>		
(Loss)/profit on ordinary activities before tax	(17,197)	17,197
Tax on (loss)/profit on ordinary activities at UK standard rate of corporation tax of 28.5% (2007: 30%)	(4,901)	5,159
<i>Effects of:</i>		
Adjustment in respect of prior periods	-	(311)
Current tax (credit)/charge for the year	(4,901)	4,848

(c) Factors that may affect future tax charges

From 1 April 2008, the tax rate applicable to the company will decrease from 30% to 28%.

7 Debtors

	2008 £	2007 £
Amounts owed by group undertakings	1,099,390	1,099,390
Other debtors	-	17,197
Group relief receivable	4,901	-
	1,104,291	1,116,587

Notes (continued)

8 Creditors: amounts falling due within one year

	2008 £	2007 £
Amounts owed to group undertakings	802,561	797,402
Corporation tax	-	5,159
	<u>802,561</u>	<u>802,561</u>

9 Called up share capital

	2008 £	2007 £
<i>Authorised:</i>		
100,000 ordinary shares of £1 each	<u>100,000</u>	<u>100,000</u>
<i>Allotted, called up and fully paid:</i>		
50,000 ordinary shares of £1 each	<u>50,000</u>	<u>50,000</u>

10 Profit and loss account

	2008 £
At beginning of the financial year	264,026
Loss for the financial year	(12,296)
At end of the financial year	<u>251,730</u>

11 Reconciliation of movements in equity shareholders' funds

	2008 £	2007 £
(Loss)/profit for the financial year	(12,296)	12,349
Opening equity shareholders' funds	<u>314,026</u>	<u>301,677</u>
Closing equity shareholders' funds	<u>301,730</u>	<u>314,026</u>

12 Related party disclosures

As a wholly owned subsidiary of Carillion plc the company has taken advantage of the exemption under Financial Reporting Standard 8 not to provide information on related party transactions with other undertakings within the Carillion plc group. Note 13 gives details of how to obtain a copy of the published financial statements of Carillion plc.

13 Controlling and parent companies

The company's immediate controlling company is Carillion Construction Limited, its immediate parent company, whilst the company's ultimate controlling company is Carillion plc, its ultimate parent company, both of which are registered in England and Wales.

Copies of the group financial statements for Carillion plc are available from 24 Birch Street, Wolverhampton, WV1 4HY.