

Registration number 06773548

# Czajka Group Holdings Limited

Director's Report and Financial Statements

for the Year Ended 31 December 2012

Clough & Company LLP  
Chartered Accountants and Registered Auditors  
New Chartford House  
Centurion Way  
Cleckheaton  
Bradford  
West Yorkshire  
BD19 3QB

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**Czajka Group Holdings Limited**  
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**Czajka Group Holdings Limited**  
**Company Information**

<b>Director</b>	Mr Konrad Czajka
<b>Company secretary</b>	Mrs Janina Czajka
<b>Registered office</b>	Victoria House 66-70 Bingley Road Saltaire Shipley West Yorkshire BD18 4DJ
<b>Auditors</b>	Clough & Company LLP Chartered Accountants and Registered Auditors New Chartford House Centurion Way Cleckheaton Bradford West Yorkshire BD19 3QB

**Czajka Group Holdings Limited**  
**Director's Report for the Year Ended 31 December 2012**

The director presents his report and the financial statements for the year ended 31 December 2012

**Director of the company**

The director who held office during the year was as follows

Mr Konrad Czajka

**Principal activity**

The principal activity of the company is that of a holding company

**Reappointment of auditors**

In accordance with section 485 of the Companies Act 2006, a resolution for the re-appointment of Clough & Company LLP as auditors of the company is to be proposed at the forthcoming Annual General Meeting

Approved by the Board on  
and signed on its behalf by

3/9/2013



Mr Konrad Czajka  
Director

## **Czajka Group Holdings Limited**

### **Statement of Director's Responsibilities**

The director is responsible for preparing the Director's Report and the financial statements in accordance with applicable law and regulations

Company law requires the director to prepare financial statements for each financial year. Under that law the director has 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 director must not approve the financial statements unless he is 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 director is required to

- select suitable accounting policies and apply them consistently,
- make judgements and accounting estimates that are reasonable and prudent, and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The director is 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 him to ensure that the financial statements comply with the Companies Act 2006. He is 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.

#### **Disclosure of information to the auditors**

The director has taken steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information. The director confirms that there is no relevant information that he knows the auditors are aware of.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website. Legislation in the United Kingdom governing the preparation and dissemination of the financial statements may differ from legislation in other jurisdictions.

## **Independent Auditor's Report to the Members of Czajka Group Holdings Limited**

We have audited the financial statements of Czajka Group Holdings Limited for the year ended 31 December 2012, set out on pages 6 to 11. 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 auditor**

As explained more fully in the Statement of Director's Responsibilities (set out on page 3), the director is 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 Director's 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 the 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 2012 and of its results 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 Director's Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

**Independent Auditor's Report to the Members of  
Czajka Group Holdings Limited**

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**Matters on which we are required to report by exception**

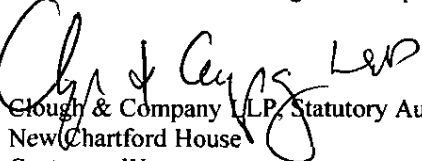
We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion

- 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

Nigel Bullas FCA CF

**Senior Statutory Auditor**

For and on behalf of Clough & Company LLP, Statutory Auditor



Clough & Company LLP, Statutory Auditor

New Chartford House

Centurion Way

Cleckheaton

Bradford

West Yorkshire

BD19 3QB

3 September 2013

**Czajka Group Holdings Limited**  
**Profit and Loss Account for the Year Ended 31 December 2012**

	Note	2012 £	2011 £
Turnover		-	-
Operating profit/(loss)		-	-
Profit/(loss) on ordinary activities before taxation		-	-
Profit/(loss) for the financial year	6	-	-

Turnover and operating profit derive wholly from continuing operations

The company has no recognised gains or losses for the year other than the results above



**Czajka Group Holdings Limited**  
**(Registration number: 06773548)**  
**Balance Sheet at 31 December 2012**

		2012		2011	
	Note	£	£	£	£
<b>Fixed assets</b>					
Investments	2		11,231,665		11,231,665
<b>Current assets</b>					
Debtors	3		1		1
Creditors Amounts falling due within one year	4	(1,184,665)		(1,184,665)	
Net current liabilities			(1,184,664)		(1,184,664)
Net assets			<u>10,047,001</u>		<u>10,047,001</u>
<b>Capital and reserves</b>					
Called up share capital	5	5,973		5,973	
Share premium account	6	5,966,028		5,966,028	
Profit and loss account	6	<u>4,075,000</u>		<u>4,075,000</u>	
Shareholders' funds	7		<u>10,047,001</u>		<u>10,047,001</u>

Approved by the director on

3/9/2013



Mr Konrad Czajka  
Director

**Czajka Group Holdings Limited**  
**Notes to the Financial Statements for the Year Ended 31 December 2012**

**1 Accounting policies**

**Basis of preparation**

The financial statements have been prepared under the historical cost convention

The company is exempt from preparing a cash flow statement as 90% or more of the voting rights are held within the group

**Going concern**

The financial statements have been prepared on a going concern basis

**Fixed asset investments**

Fixed asset investments are stated at historical cost less provision for any diminution in value

**Financial instruments**

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities. Where shares are issued, any component that creates a financial liability of the company is presented as a liability in the balance sheet. The corresponding dividends relating to the liability component are charged as interest expense in the profit and loss account.

**2 Investments held as fixed assets**

	2012 £	2011 £
Shares in group undertakings and participating interests	<u>11,231,665</u>	<u>11,231,665</u>
<b>Shares in group undertakings and participating interests</b>		
	<b>Subsidiary undertakings £</b>	<b>Total £</b>
<b>Cost</b>		
At 1 January 2012	<u>11,231,665</u>	<u>11,231,665</u>
At 31 December 2012	<u>11,231,665</u>	<u>11,231,665</u>
<b>Net book value</b>		
At 31 December 2012	<u>11,231,665</u>	<u>11,231,665</u>
At 31 December 2011	<u>11,231,665</u>	<u>11,231,665</u>

## Czajka Group Holdings Limited

### Notes to the Financial Statements for the Year Ended 31 December 2012

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#### Details of undertakings

Details of the investments in which the company holds 20% or more of the nominal value of any class of share capital are as follows

Undertaking	Holding	Proportion of voting rights and shares held	Principal activity
<b>Subsidiary undertakings</b>			
Czajka Care Limited	Ordinary £1 shares	100%	Property development of retirement communities and the rental of shared ownership properties
Czajka Properties Limited	Ordinary £1 shares	100%	Provision of long term care to the elderly and young disabled
Fairmount Limited	Ordinary £1 shares	100%	Property development of retirement communities

#### 3 Debtors

	2012 £	2011 £
Other debtors	<u>1</u>	<u>1</u>

#### 4 Creditors: Amounts falling due within one year

	2012 £	2011 £
Amounts owed to group undertakings	1,139,665	1,136,665
Other creditors	<u>45,000</u>	<u>48,000</u>
	<u>1,184,665</u>	<u>1,184,665</u>

# Czajka Group Holdings Limited

## Notes to the Financial Statements for the Year Ended 31 December 2012

..... continued

### 5 Share capital

#### Allotted, called up and fully paid shares

	2012		2011	
	No.	£	No.	£
Ordinary shares of £1 each	<u>5,973</u>	<u>5,973</u>	<u>5,973</u>	<u>5,973</u>

### 6 Reserves

	Share premium account £	Profit and loss account £	Total £
At 1 January 2012	<u>5,966,028</u>	<u>4,075,000</u>	<u>10,041,028</u>
At 31 December 2012	<u>5,966,028</u>	<u>4,075,000</u>	<u>10,041,028</u>

### 7 Reconciliation of movement in shareholders' funds

	2012 £	2011 £
Net addition/(reduction) to shareholders' funds	-	-
Shareholders' funds at 1 January	<u>10,047,001</u>	<u>10,047,001</u>
Shareholders' funds at 31 December	<u>10,047,001</u>	<u>10,047,001</u>

### 8 Related party transactions

As the company is a wholly owed subsidiary undertaking and the financial statements, which include the results of the subsidiaries are publicly available, the company has taken advantage of the Financial Reporting Standard No 8 exemption from disclosing transactions with group companies

### 9 Control

The company is controlled by Redhall Limited, a company incorporated in the Isle of Man. Ultimate control is vested in Mr K Czajka

## **Czajka Group Holdings Limited**

### **Notes to the Financial Statements for the Year Ended 31 December 2012**

**..... continued**

#### **10 Consolidated financial statements**

The financial statements contain information about Czajka Group Holdings Limited as an individual company and do not contain consolidated financial information on the group to which Czajka Group Holdings Limited belongs

The financial statements of Redhall Limited, which consolidate those of its subsidiary companies are available from

Redhall Limited  
Victoria House  
66-70 Bingley Road  
Saltaire  
Shipley  
West Yorkshire  
BD18 4DJ