

Beeson and Sons Limited

**Directors' Report and financial
statements**

Registered number 0247378

For the year ended 31 December 2014

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Directors' Report

The directors present their annual report and the audited financial statements for the year ended 31 December 2014.

Business review and principal activities

The Company is a wholly-owned subsidiary of International Group Limited and operates as part of International Group Limited's property division.

The Company's principal activities are property management, construction and farm trading in the UK. There have not been any significant changes in the Company's principal activities in the year under review. The Directors are not, at the date of this report, aware of any likely major changes in the Company's activities in the forthcoming year.

As shown in the Company's profit and loss account on page 6, the Company's turnover of £65,000 has been reduced from £67,000 in the prior year and the loss after tax is £52,000 (2013: loss of £56,000).

The balance sheet on page 7 of the financial statements shows the Company's financial position at the year end, and is consistent with the prior year.

There have been no significant events since the balance sheet date which should be considered for a proper understanding of these financial statements.

International Group Limited manages its operations on a divisional basis. For this reason, the Company's directors believe that further key performance indicators for the Company are not necessary or appropriate for an understanding of the development, performance or position of the business. The performance of the property division of International Group Limited, which includes the Company, is discussed in International Group Limited's Annual Report which does not form part of this Report.

Environment

The Company recognises the importance of its environmental responsibilities, monitors its impact on the environment, and designs and implements policies to mitigate any adverse impact that might be caused by its activities.

Proposed dividend

The directors do not recommend the payment of a dividend (2013: £nil).

Directors

The directors who held office during the year were as follows:

RM King
HM King
WM King
CM King

Political and charitable contributions

The Company made no political or charitable contributions during the year (2013: £nil).

Directors' Report *(continued)*

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 auditor is unaware; and each director 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 auditor is aware of that information.

Auditors

Pursuant to Section 487 of the Companies Act 2006, KPMG LLP will be deemed to be reappointed and KPMG LLP will therefore continue in office.

By order of the board

H.M. K

HM King
Director

Stoke Park
Park Road
Stoke Poges
Bucks
SL2 4PG

25th September 2015

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).

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 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 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 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 LLP
58 Clarendon Road
Watford
Hertfordshire
WD17 1DE
United Kingdom

Independent auditor's report to the members of Beeson and Sons Limited

We have audited the financial statements of Beeson and Sons Limited for the year ended 31 December 2014, set out on pages 6 to 13.

The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards (UK 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 set out on page 3, 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

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's website at www.frc.org.uk/auditscopeukprivate.

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 2014 and of its loss for the year then ended;
- have been properly prepared in accordance with UK 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.

Independent auditor's report to the members of Beeson and Sons Limited *(continued)*

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 and
- the directors were not entitled to not prepare a strategic report in accordance with the small companies regime.



29 September 2015

David BurrIDGE (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants

58 Clarendon Road
Watford
Hertfordshire
WD17 1DE
United Kingdom

Profit and Loss Account
for the year ended 31 December 2014

| | <i>Note</i> | 2014 £000 | 2013 £000 |
|--|-------------|----------------------------|----------------------------|
| Turnover | 2 | 65 | 67 |
| Cost of sales | | (13) | (8) |
| | | <hr/> | <hr/> |
| Gross profit | | 52 | 59 |
| Administrative expenses | | (104) | (115) |
| | | <hr/> | <hr/> |
| Operating loss on ordinary activities before taxation | 3 | (52) | (56) |
| Taxation on loss on ordinary activities | 6 | - | - |
| | | <hr/> | <hr/> |
| Loss for the financial year | | (52) | (56) |
| | | <hr/> | <hr/> |

The results for the current and preceding year were derived from continuing operations.

There are no recognised gains or losses during the current or preceding year other than those reflected in the profit and loss account.

Notes from pages 8 to 13 form a part of these financial statements

Balance Sheet
at 31 December 2014

| | <i>Note</i> | 2014 | 2013 |
|---|-------------|-------------|-------------|
| | | £000 | £000 |
| Fixed assets | | | |
| Tangible assets | 7 | 2 | - |
| | | <hr/> | <hr/> |
| | | 2 | - |
| Current assets | | | |
| Debtors | 8 | 513 | 180 |
| Cash at bank and in hand | | 2 | - |
| | | <hr/> | <hr/> |
| | | 515 | 180 |
| Creditors: amounts falling due within one year | 9 | (5,496) | (5,107) |
| | | <hr/> | <hr/> |
| Net current liabilities | | (4,981) | (4,927) |
| | | <hr/> | <hr/> |
| Net liabilities | | (4,979) | (4,927) |
| | | <hr/> | <hr/> |
| Capital and reserves | | | |
| Called up share capital | 11 | 14 | 14 |
| Profit and loss account | 13 | (4,993) | (4,941) |
| | | <hr/> | <hr/> |
| Shareholder's deficit | 12 | (4,979) | (4,927) |
| | | <hr/> | <hr/> |

Notes from pages 8 to 13 form a part of these financial statements

These financial statements were approved by the board of directors on 25th September 2015 and were signed on its behalf by:

H. M. King

HM King
Director

Registered number 0247378

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 financial statements.

Basis of preparation

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

Notwithstanding the Company's net current liabilities of £4,981,000 (2013: £4,927,000) and net liabilities of £4,979,000 (2013: £4,927,000), the financial statements have been prepared on a going concern basis. The ultimate parent company has confirmed that it will continue to support the Company. The ultimate parent company has itself obtained continuing financial support from subsidiary companies to enable the ultimate parent company to trade as a going concern.

On the strength of the assurance of continued support from the ultimate parent company, the financial statements have been prepared on the basis that the Company will be able to continue to trade as a going concern. As with any Company placing reliance on other group entities for financial support, the Directors acknowledge that there can be no certainty that this support will continue although at the date of approval of these financial statements, they have no reason to believe that it will not do so.

Under Financial Reporting Standard 1 the Company is exempt from the requirement to prepare a cash flow statement on the grounds that a parent undertaking includes the Company in its own published consolidated financial statements.

As 100% of the Company's voting rights are controlled within the group headed by International Group Limited, the Company has taken advantage of the exemption contained in Financial Reporting Standard 8 and has therefore not disclosed transactions or balances with entities which form part of the group (or investees of the group qualifying as related parties). The consolidated financial statements of International Group Limited within which this company is included, can be obtained from the address given in note 14.

Taxation

The charge for taxation is based on the loss for the year and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes.

Deferred tax is recognised, without discounting, in respect of all timing differences between the treatment of certain items for taxation and accounting purposes which have arisen but not reversed by the balance sheet date, except as otherwise required by Financial Reporting Standard 19.

Turnover

Turnover represents amounts receivable from the principal activities of the Company, excluding value added tax. Turnover is recognised when goods and services have been supplied to and accepted by the Company's clients. Turnover on long-term consultancy and construction projects is recognised based on the proportion of cost appropriate to the stage of completion plus attributable profits, less amounts recognised in previous years.

Notes (continued)

2 Segmental information

| | 2014 Turnover £000 | 2013 Turnover £000 |
|---------------------------|--------------------------|--------------------------|
| <i>By activity</i> | | |
| Farming and rental income | 65 | 67 |

All turnover arose in the same geographical market.

Farming and rental income is derived from the farm and cottage owned by UA Investments Limited, a related company.

3 Notes to the profit and loss account

| | 2014 £000 | 2013 £000 |
|---|--------------|--------------|
| <i>Loss on ordinary activities before taxation is stated after charging</i> | | |
| Audit of these financial statements | 6 | 6 |

4 Remuneration of directors

The Company has no employees other than the directors (2013: none). The directors are also directors of other International Group companies and emoluments for their services to this Company are borne by other group companies.

The amounts paid to the directors by International Group Limited can be found in the financial statements of that Company. These can be obtained from the address in note 14.

5 Staff numbers and costs

The average number of persons employed by the Company (including directors) during the year, analysed by category, was as follows:

| | Number of employees | |
|-----------|---------------------|------|
| | 2014 | 2013 |
| Directors | 4 | 4 |

Notes (continued)

6 Taxation

Analysis of charge in year

| | 2014 £000 | 2013 £000 |
|--|--------------|--------------|
| <i>UK corporation tax</i> | | |
| Current tax on income for the year | - | - |
| | <hr/> | <hr/> |
| Total current tax and tax on loss on ordinary activities | - | - |
| | <hr/> | <hr/> |

Factors affecting the tax charge for the current year

The current tax charge for the year is higher (2013: higher) than the standard rate of corporation tax in the UK 21.49% (2013: 23.25%). The differences are explained below.

| | 2014 £000 | 2013 £000 |
|--|--------------|--------------|
| <i>Current tax reconciliation</i> | | |
| Loss on ordinary activities before tax | (52) | (56) |
| | <hr/> | <hr/> |
| Current tax at 21.49% (2013: 23.25%) | (11) | (13) |
| | <hr/> | <hr/> |
| <i>Effects of:</i> | | |
| Utilisation of tax losses arising in earlier years | (10) | - |
| Additional tax losses arising in the year | - | 13 |
| Group relief | 21 | - |
| | <hr/> | <hr/> |
| Total current tax charge (see above) | - | - |
| | <hr/> | <hr/> |

A reduction in the UK corporation tax rate from 24% to 23% (effective 1 April 2013) was substantively enacted on 3 July 2012. Further reductions to 21% (effective from 1 April 2014) and 20% (effective from 1 April 2015) were substantively enacted on 2 July 2013. In the Budget on 8 July 2015, the Chancellor announced additional planned reductions to 18% by 2020. This will reduce the company's future current tax charge accordingly. The deferred tax asset at 31 December 2014 has been calculated based on the rate of 20% substantively enacted at the balance sheet date.

7 Tangible Assets

| | 2014 £000 | 2013 £000 |
|-------------------------------------|--------------|--------------|
| Cost at beginning of year | - | - |
| Additions | 2 | - |
| | <hr/> | <hr/> |
| At end of year | 2 | - |
| | <hr/> | <hr/> |
| Depreciation at beginning of year | - | - |
| Charge for the year | - | - |
| | <hr/> | <hr/> |
| Depreciation at the end of the year | - | - |
| | <hr/> | <hr/> |
| Net Book Value | | |
| At 31 December | 2 | - |
| | <hr/> | <hr/> |

8 Debtors

| | 2014 £000 | 2013 £000 |
|---------------|--------------|--------------|
| Other debtors | 513 | 180 |
| | <hr/> | <hr/> |
| | 513 | 180 |
| | <hr/> | <hr/> |

Notes (continued)

9 Creditors: amounts falling due within one year

| | 2014 £000 | 2013 £000 |
|------------------------------------|--------------|--------------|
| Trade creditors | 4 | 27 |
| Amounts owed to group undertakings | 5,467 | 4,994 |
| Accruals and deferred income | 25 | 83 |
| Other creditors | | 3 |
| | <u>5,496</u> | <u>5,107</u> |

10 Deferred tax

A deferred tax asset of £356,000 (2013: £346,000) has arisen. The directors do not feel that it is appropriate to recognise this deferred tax asset in the light of current trading conditions. The elements of deferred taxation are as follows:

| | 2014 £000 | 2013 £000 |
|---|--------------|--------------|
| Difference between accumulated depreciation and amortisation and capital allowances | 2 | 2 |
| Tax losses | 354 | 344 |
| | <u>356</u> | <u>346</u> |
| Undiscounted deferred tax asset | | |

It has not yet been possible to quantify the full anticipated effect of the announced further rate reduction, although this will further reduce the company's future current tax charge and reduce the company's deferred tax asset accordingly.

11 Called up share capital

| | 2014 £000 | 2013 £000 |
|--|--------------|--------------|
| <i>Allotted, called up and fully paid</i> | | |
| 14,367 Ordinary shares of £1 each | 14 | 14 |
| | <u>14</u> | <u>14</u> |
| Shares classified in shareholder's deficit | | |
| | <u>14</u> | <u>14</u> |

12 Reconciliation of shareholder's deficit

| | 2014 £000 | 2013 £000 |
|-------------------------------|----------------|----------------|
| Opening shareholder's deficit | (4,927) | (4,871) |
| Loss for the year | (52) | (56) |
| | <u>(4,979)</u> | <u>(4,927)</u> |
| Closing shareholder's deficit | | |
| | <u>(4,979)</u> | <u>(4,927)</u> |

Notes (continued)

13 Reserves

| | Profit and loss account £000 |
|----------------------|------------------------------------|
| At beginning of year | (4,941) |
| Loss for the year | (52) |
| | <hr/> |
| At end of year | (4,993) |
| | <hr/> |

14 Ultimate parent company and parent undertaking of largest and smallest group of which the Company is a member

The immediate and ultimate parent company is International Group Limited, a Company incorporated in the UK.

The smallest and largest group in which the Company's results are consolidated is that headed by International Group Limited. The consolidated financial statements of International Group Limited, within which this Company is included, can be obtained from Stoke Park, Park Road, Stoke Poges, Bucks, SL2 4PG.

15 Related party transactions

The Company is controlled by International Group Limited, the ultimate parent undertaking, which controls 100% of the Company's voting rights.

16 Commitments

At the end of the financial year the Company had no unprovided capital commitments (2013: £nil). Property construction, project management and other activities trading account

Property construction, project management and other activities trading account
for the year ended 31 December 2014

| | 2014 £000 | 2013 £000 |
|--------------------------|--------------|--------------|
| Turnover | - | - |
| Cost of sales | - | - |
| | <hr/> | <hr/> |
| Gross loss | - | - |
| Administrative expenses | (97) | (94) |
| | <hr/> | <hr/> |
| Loss for the year | (97) | (94) |
| | <hr/> <hr/> | <hr/> <hr/> |

This page does not form part of the audited financial statements.

Farming trading account

for the year ended 31 December 2014

| | 2014 £000 | 2013 £000 |
|-----------------------------------|--------------|--------------|
| Turnover | 65 | 67 |
| Cost of sales | (13) | (8) |
| | <hr/> | <hr/> |
| Gross profit | 52 | 59 |
| Administrative expenses | (7) | (21) |
| | <hr/> | <hr/> |
| Profit/(loss) for the year | 45 | 38 |
| | <hr/> | <hr/> |

This page does not form part of the audited financial statements.