

Company Registration No 00469394 (England and Wales)

CROUDACE PROPERTIES LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2012



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CROUDACE PROPERTIES LIMITED

COMPANY INFORMATION

Directors

Mr A B Ratcliffe
Mr J G Cook BSc MCIOB (Managing Director)
Mr N D Scott BSc MRICS (Property Director)

Secretary

Mr D Beard FCCA MAAT

Company number

00469394

Registered office

Temple House
25 High Street
Lewes
East Sussex
BN7 2LU

Auditors

Humphrey & Co
7 - 9 The Avenue
Eastbourne
East Sussex
BN21 3YA

Business address

Temple House
25 High Street
Lewes
East Sussex
BN7 2LU

Bankers

HSBC Bank Plc

National Westminster Bank Plc

CROUDACE PROPERTIES LIMITED

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CROUDACE PROPERTIES LIMITED

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 DECEMBER 2012

The directors present their report and financial statements for the year ended 31 December 2012

Principal activities

The principal activity of the company continued to be property investment and development in England

Directors

The following directors have held office since 1 January 2012

Mr A B Ratcliffe

Mr J G Cook BSc MCIOB (Managing Director)

Mr N D Scott BSc MRICS (Property Director)

Charitable donations

2012

£

2011

£

During the year the company made the following payments

Charitable donations

-

10,100

Auditors

In accordance with the company's articles, a resolution proposing that Humphrey & Co be reappointed as auditors of the company will be put at a General Meeting

Statement of directors' responsibilities

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 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). 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 accounting 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.

CROUDACE PROPERTIES LIMITED

DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2012

Statement of disclosure to auditors

So far as the directors are aware, there is no relevant audit information of which the company's auditors are unaware. Additionally, the directors have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditors are aware of that information.

This report has been prepared in accordance with the special provisions relating to small companies within Part 15 of the Companies Act 2006.

By order of the board



Mr D Beard FCCA MAAT

Secretary

10 May 2013

CROUDACE PROPERTIES LIMITED

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF CROUDACE PROPERTIES LIMITED

We have audited the financial statements of Croudace Properties Limited for the year ended 31 December 2012 set out on pages 5 to 14. The financial reporting framework that has been applied in their preparation is applicable law and the Financial Reporting Standard for Smaller Entities (effective April 2008) (United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities).

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 pages 1 - 2, 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 December 2012 and of its profit for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities, 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.

CROUDACE PROPERTIES LIMITED

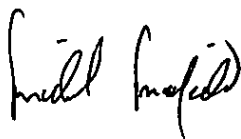
INDEPENDENT AUDITORS' REPORT (CONTINUED)

TO THE MEMBERS OF CROUDACE PROPERTIES 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 prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption in preparing the directors' report



Mr Michael Macefield (Senior Statutory Auditor)
for and on behalf of Humphrey & Co

22 May 2013

Chartered Accountants
Statutory Auditor

7 - 9 The Avenue
Eastbourne
East Sussex
BN21 3YA

CROUDACE PROPERTIES LIMITED

PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 31 DECEMBER 2012

	Notes	2012 £	2011 £
Turnover		3,929,298	3,534,934
Cost of sales		(426,449)	(314,109)
Gross profit		3,502,849	3,220,825
Administrative expenses		(1,284,131)	(975,689)
Other operating income		84,092	283,914
Operating profit	2	2,302,810	2,529,050
(Loss)/profit on sale of investment property		381,061	(48,776)
Profit on ordinary activities before interest		2,683,871	2,480,274
Other interest receivable and similar income	3	1,077	11,701
Interest payable and similar charges		(209,621)	(159,077)
Profit on ordinary activities before taxation		2,475,327	2,332,898
Tax on profit on ordinary activities	4	(470,818)	(602,003)
Profit for the year	14	2,004,509	1,730,895

CROUDACE PROPERTIES LIMITED

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES FOR THE YEAR ENDED 31 DECEMBER 2012

	Notes	2012 £	2011 £
Profit for the financial year		2,004,509	1,730,895
Unrealised surplus/(deficit) on revaluation of properties		<u>185,643</u>	<u>(413,962)</u>
Total recognised gains and losses relating to the year		<u><u>2,190,152</u></u>	<u><u>1,316,933</u></u>

Note of historical cost profits and losses

	2012 £	2011 £
Reported profit on ordinary activities before taxation	2,475,327	2,332,898
Realisation of property revaluation (losses)/gains of previous years	<u>(489,615)</u>	<u>224,229</u>
Historical cost profit on ordinary activities before taxation	<u><u>1,985,712</u></u>	<u><u>2,557,127</u></u>
Historical cost profit for the year retained after taxation, extraordinary items and dividends	<u><u>607,769</u></u>	<u><u>1,955,124</u></u>

CROUDACE PROPERTIES LIMITED

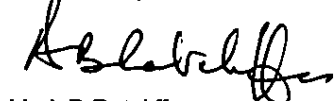
BALANCE SHEET

AS AT 31 DECEMBER 2012

	Notes	2012 £	£	2011 £	£
Fixed assets					
Investment properties	6	44,226,000		49,125,000	
Other tangible assets	7	83,599		84,412	
Investments	8	-		100	
		<u>44,309,599</u>		<u>49,209,512</u>	
Current assets					
Debtors	9	510,402		1,245,854	
Cash at bank and in hand		<u>1,008,960</u>		<u>986,492</u>	
		1,519,362		2,232,346	
Creditors, amounts falling due within one year	10	<u>(7,484,188)</u>		<u>(14,380,112)</u>	
Net current liabilities		<u>(5,964,826)</u>		<u>(12,147,766)</u>	
Total assets less current liabilities		38,344,773		37,061,746	
Provisions for liabilities	11	<u>(356,000)</u>		<u>(356,000)</u>	
		<u>37,988,773</u>		<u>36,705,746</u>	
Capital and reserves					
Called up share capital	13	6,243,488		6,243,488	
Revaluation reserve	14	3,872,122		(2,245,988)	
Profit and loss account	14	<u>27,873,163</u>		<u>32,708,246</u>	
Shareholders' funds		<u>37,988,773</u>		<u>36,705,746</u>	

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime within Part 15 of the Companies Act 2006 and with the Financial Reporting Standard for Smaller Entities (effective April 2008)

Approved by the Board for issue on 10 May 2013



Mr A B Ratcliffe
Director

Company Registration No 00469394

CROUDACE PROPERTIES LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2012

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention modified to include the revaluation of freehold land and buildings and investments and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008)

1.2 Compliance with accounting standards

The financial statements are prepared in accordance with applicable United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), which have been applied consistently (except as otherwise stated)

1.3 Turnover

Turnover is the amount receivable in the normal course of business from gross rental income

1.4 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost or valuation less depreciation. Depreciation is provided at rates calculated to write off all costs on a straight line basis over their estimated useful lives as follows

Fixtures and fittings	2-5 years
Motor vehicles	5 years

The part of the annual depreciation charge on revalued assets which relates to the revaluation surplus is transferred from the revaluation reserve to the profit and loss account

All investment properties are valued each year by Chartered Surveyors who are employees of the company and any surpluses or deficits are carried to a revaluation reserve. On disposal of an investment property any balance relating to that property held in the revaluation reserve is transferred to realised reserves. No depreciation is provided in respect of investment properties

Interest and other outgoings on properties held for or in the course of development, less rents receivable from these properties, are capitalised in the accounts on the following basis

- i) Where development is financed by a specific borrowing the amount of interest arising is capitalised
- ii) Where the development is financed partly or wholly out of group facilities, interest on the group funds required to finance the costs incurred is capitalised at a rate which reflects the short term borrowing costs to the group
- iii) Other costs including attributable overheads are capitalised as incurred

Interest and other outgoings that are not capitalised are written off to revenue

A property will cease to be in the course of development at the earliest of the property becoming fully let, or the rents receivable exceeding the outgoings, or six months after practical completion

1.5 Investments

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

CROUDACE PROPERTIES LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2012

2	Operating profit	2012	2011
		£	£
	Operating profit is stated after charging		
	Depreciation of tangible assets	32,413	28,518
	Auditors' remuneration	7,500	7,500
	Directors' remuneration	467,200	385,238
		<u> </u>	<u> </u>

The number of directors for whom retirement benefits are accruing under defined contribution schemes amounted to 2 (2011 - 2)

3	Investment income	2012	2011
		£	£
	Bank interest	315	10,510
	Other interest	762	1,191
		<u> </u>	<u> </u>
		1,077	11,701
		<u> </u>	<u> </u>

4	Taxation	2012	2011
		£	£
	Domestic current year tax		
	U K corporation tax	470,818	563,003
		<u> </u>	<u> </u>
	Total current tax	470,818	563,003
	Deferred tax		
	Deferred tax charge/credit current year	-	39,000
		<u> </u>	<u> </u>
		470,818	602,003
		<u> </u>	<u> </u>

5	Dividends	2012	2011
		£	£
	Ordinary final paid	907,125	-
		<u> </u>	<u> </u>

CROUDACE PROPERTIES LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2012

6 Investment properties

	£
Cost or valuation	
At 1 January 2012	49,125,000
Additions	445,357
Revaluation	185,643
Disposals	(5,530,000)
	<u>44,226,000</u>
At 31 December 2012	<u>44,226,000</u>
Net book value	
At 31 December 2012	<u>44,226,000</u>
At 31 December 2011	<u>49,125,000</u>

The valuations of investment properties were made as at 31 December 2012 by Chartered Surveyors who are employees of the company, on an open market basis. No depreciation is provided in respect of these properties.

The cost of investment properties in the company's accounts includes interest paid amounting to £nil (2011 £nil). On a historical cost basis these would have been included at an original cost of £40,353,878 (2011 - £51,370,988).

If the properties were to be sold at their revalued amounts an additional corporation tax charge of £nil would arise (2011 £nil).

CROUDACE PROPERTIES LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2012

7 Other tangible assets

	Plant and machinery etc
	£
Cost or valuation	
At 1 January 2012	148,003
Additions	35,650
Disposals	(24,343)
	<hr/>
At 31 December 2012	159,310
	<hr/>
Depreciation	
At 1 January 2012	63,591
On disposals	(20,293)
Charge for the year	32,413
	<hr/>
At 31 December 2012	75,711
	<hr/>
Net book value	
At 31 December 2012	83,599
	<hr/>
At 31 December 2011	84,412
	<hr/>

8 Fixed asset investments

	Shares in group undertakings and participating interests
	£
Cost or valuation	
At 1 January 2012	100
Disposals	(100)
	<hr/>
At 31 December 2012	-
	<hr/>
Net book value	
At 31 December 2012	-
	<hr/>
At 31 December 2011	100
	<hr/>

CROUDACE PROPERTIES LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2012

9 Debtors	2012 £	2011 £
Trade debtors	240,170	587,883
Amounts owed by group undertakings and undertakings in which the company has a participating interest	5,000	500,000
Other debtors	265,232	157,971
	<u>510,402</u>	<u>1,245,854</u>

10 Creditors amounts falling due within one year	2012 £	2011 £
Bank loans and overdrafts	2,300,000	6,750,000
Trade creditors	26,152	184,214
Amounts owed to group undertakings and undertakings in which the company has a participating interest	-	100
Taxation and social security	431,790	522,663
Payments received on account	94,782	-
Other creditors	4,631,464	6,923,135
	<u>7,484,188</u>	<u>14,380,112</u>

Bank borrowings are secured by a fixed and floating charge over the assets of the company

11 Provisions for liabilities

	Deferred tax liability £
Balance at 1 January 2012 & at 31 December 2012	<u>356,000</u>

The deferred tax liability is made up as follows:

	2012 £	2011 £
Accelerated capital allowances	<u>356,000</u>	<u>356,000</u>

CRoudACE PROPERTIES LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2012

12 Pension costs

Defined contribution

The company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The pension cost charge represents contributions payable by the company to the fund.

	2012 £	2011 £
Contributions payable by the company for the year	64,839	62,883
Contributions payable to the fund at the year end and included in creditors	<u>(3,825)</u>	<u>(3,263)</u>

13 Share capital

Allotted, called up and fully paid

	2012 £	2011 £
24,973,952 Ordinary of 25p each	<u>6,243,488</u>	<u>6,243,488</u>

14 Statement of movements on reserves

	Revaluation reserve £	Profit and loss account £
Balance at 1 January 2012	(2,245,988)	32,708,246
Profit for the year	-	2,004,509
Transfer from revaluation reserve to profit and loss account	5,932,467	(5,932,467)
Dividends paid	-	(907,125)
Revaluation during the year	<u>185,643</u>	<u>-</u>
Balance at 31 December 2012	<u>3,872,122</u>	<u>27,873,163</u>

15 Control

The company's immediate and ultimate parent company is Croudace Properties Group Limited, a company incorporated in England & Wales.

The company has taken advantage of the exemption in Financial Reporting Standard 8 (Related Party Disclosures) not to disclose transactions between itself and its parent company.

CROUDACE PROPERTIES LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2012

16 Related party relationships and transactions

Other transactions

The Company paid interest of £21,297 (2011 - £26,780) to the shareholders of Croudace Properties Group Limited, and other family members, on loans made during the year. The balance owing, including accrued interest, as at 31 December 2012 was £2,972,402 (2011 - £5,620,258)