



**KINGERLEE HOLDINGS LIMITED**

**FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED**

**31 DECEMBER 1995**

# KINGERLEE HOLDINGS LIMITED

## FINANCIAL STATEMENTS

For the year ended 31 December 1995

---

Company registration number: 984588

Registered office: Lamarsh Road  
Oxford

Directors: T H Ashmore  
G J Kingerlee  
J C Kingerlee  
T H Kingerlee  
D W Tolson  
R J Wilsdon

Secretary: G J Kingerlee

Bankers: Midland Bank  
65 Cornmarket Street  
Oxford  
OX1 3HY

Auditors: Grant Thornton  
1 Westminster Way  
Oxford  
OX2 0PZ

# **KINGERLEE HOLDINGS LIMITED**

## **FINANCIAL STATEMENTS**

For the year ended 31 December 1995

---

<b>INDEX</b>	<b>PAGE</b>
Report of the directors	1 - 2
Report of the auditors	3
Principal accounting policies	4
Profit and loss account	5
Balance sheet	6
Cash flow statement	7
Notes to the financial statements	8 - 13

# KINGERLEE HOLDINGS LIMITED

## REPORT OF THE DIRECTORS

---

The directors present their report together with financial statements for the year ended 31 December 1995.

### Principal activities

The company is principally a holding company, co-ordinating subsidiaries that carry on the trades of estate developers, builders and contractors.

### Business review

The company has maintained its long term investment strategy, with an emphasis on low risk investments and appropriate yields.

There was a profit for the year after taxation amounting to £252,231 (1994: profit £204,812). The directors recommend dividends absorbing £123,625 (1994: £112,125), leaving £128,606 retained (1994: £92,687 retained).

### Directors

The present membership of the Board is set out below. All directors served throughout the year. T H Kingerlee and T H Ashmore retire by rotation and being eligible offer themselves for re-election.

The interests of the directors and their families in the shares of the company as at 31 December 1995 and 1 January 1995 were as follows:

	Ordinary shares	
	31 December 1995	1 January 1995
T H Ashmore	-	-
G J Kingerlee	2,455	5,005
J C Kingerlee	4,009	4,009
T H Kingerlee	4,128	4,128
D W Tolson	-	-
R J Wilsdon	2,194	2,194

### Freehold land and buildings

The directors are of the opinion that the market value of land and buildings held as fixed assets exceeds their book values by a substantial amount. However, the directors do not consider it appropriate on the grounds of cost to have a formal valuation to quantify this excess.

# KINGERLEE HOLDINGS LIMITED

## REPORT OF THE DIRECTORS

---

### Directors' responsibilities for the financial statements

Company law requires the directors to prepare financial statements for each financial year which 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 those 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 maintaining proper accounting records, for safeguarding the assets of the company and for taking reasonable steps for the prevention and detection of fraud and other irregularities.

### Auditors

Grant Thornton offer themselves for reappointment as auditors in accordance with section 385 of the Companies Act 1985.

ON BEHALF OF THE BOARD



J C Kingerlee  
Director  
19 December 1996

**REPORT OF THE AUDITORS TO THE MEMBERS OF  
KINGERLEE HOLDINGS LIMITED**

We have audited the financial statements on pages 4 to 13 which have been prepared under the accounting policies set out on page 4.

**Respective responsibilities of the directors and auditors**

As described on page 2 the company's directors are responsible for the preparation of the financial statements. It is our responsibility to form an independent opinion, based on our audit, on those statements and to report our opinion to you.

**Basis of opinion**

We conducted our audit in accordance with Auditing Standards 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 judgements 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.

**Opinion**

In our opinion the financial statements give a true and fair view of the state of the company's affairs as at 31 December 1995 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



**GRANT THORNTON  
REGISTERED AUDITORS  
CHARTERED ACCOUNTANTS**

**OXFORD  
23 December 1996**

# **KINGERLEE HOLDINGS LIMITED**

## **PRINCIPAL ACCOUNTING POLICIES**

---

### **BASIS OF PREPARATION**

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

The company is exempt from preparing consolidated financial statements on the grounds that, taken together with its subsidiaries, it qualifies as a medium-sized group under s248 of the Companies Act 1985. These financial statements therefore present information about the company as an individual undertaking and not about its group.

The principal accounting policies of the company have remained unchanged from the previous year and are set out below.

### **INCOME FROM INVESTMENTS**

Investment income comprises dividends declared during the accounting period and interest receivable on listed investments, rents receivable from land and interest receivable on short-term deposits.

### **DEPRECIATION**

Depreciation is calculated to write down the cost of freehold premises by equal annual instalments over their expected useful lives of 50 years.

### **INVESTMENTS**

Investments are included at cost.

Capital profits less attributable taxation arising from the disposals of long-term investments are shown in the profit and loss account. However, under the company's Articles of Association capital profits are not available for distribution and accordingly an amount equivalent to the net profit or loss on disposal is transferred to capital reserve.

### **DEFERRED TAXATION**

Deferred tax is provided for under the liability method using the tax rates estimated to arise when the timing differences reverse and is accounted for to the extent that it is probable that a liability or asset will crystallise. Unprovided deferred tax is disclosed as a contingent liability.

**KINGERLEE HOLDINGS LIMITED****PROFIT AND LOSS ACCOUNT**

For the year ended 31 December 1995

	Note	1995 £	1994 £
Administrative expenses		(32,797)	(17,917)
Other income		211,261	250,092
<b>Operating profit</b>		<b>178,464</b>	<b>232,175</b>
Realised capital gain		137,015	15,487
<b>Profit on ordinary activities before taxation</b>	1	<b>315,479</b>	<b>247,662</b>
Tax on profit on ordinary activities	3	(63,248)	(42,850)
<b>Profit for the financial year</b>	12	<b>252,231</b>	<b>204,812</b>
Dividends	4	(123,625)	(112,125)
<b>Profit transferred to reserves</b>	11	<b>128,606</b>	<b>92,687</b>

There were no recognised gains or losses other than the profit for the financial year.

The accompanying accounting policies and notes form an integral part of these financial statements.



# KINGERLEE HOLDINGS LIMITED

## BALANCE SHEET AT 31 DECEMBER 1995

	Note	1995 £	1995 £	1994 £	1994 £
<b>Fixed assets</b>					
Tangible assets	5		41,542		43,161
Investments	6		2,238,164		2,159,724
			<u>2,279,706</u>		<u>2,202,885</u>
<b>Current assets</b>					
Debtors	7	1,364,208		1,473,690	
Cash at bank and in hand		-		958	
		<u>1,364,208</u>		<u>1,474,648</u>	
<b>Creditors: amounts falling due within one year</b>	9	(1,630,409)		(1,792,634)	
<b>Net current liabilities</b>			<u>(266,201)</u>		<u>(317,986)</u>
<b>Total assets less current liabilities</b>			<u>2,013,505</u>		<u>1,884,899</u>
<b>Capital and reserves</b>					
Called up share capital	10		28,750		28,750
Share premium account	11		27,625		27,625
Other reserves	11		409,753		272,738
Profit and loss account	11		1,547,377		1,555,786
<b>Shareholders' funds</b>	12		<u>2,013,505</u>		<u>1,884,899</u>

The financial statements were approved by the Board of Directors on 19 December 1996.



J C Kingerlee

Director

The accompanying accounting policies and notes form an integral part of these financial statements.

**KINGERLEE HOLDINGS LIMITED****CASH FLOW STATEMENT**

For the year ended 31 December 1995

	Note	1995 £	1994 £
Net cash inflow from operating activities	13	128,231	123,537
Returns on investments and servicing of finance			
Dividends paid		(112,125)	(101,200)
Net cash outflow from returns on investments and servicing of finance		(112,125)	(101,200)
Taxation			
UK corporation tax paid		(78,393)	(27,239)
Investing activities			
Purchase of investments		(184,959)	(62,902)
Sale of investments		243,534	67,574
Net cash inflow from investing activities		58,575	4,672
Decrease in cash and cash equivalents		(3,712)	(230)

The accompanying accounting policies and notes form an integral part of these financial statements.

# KINGERLEE HOLDINGS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 1995

### 1 TURNOVER AND PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

The profit on ordinary activities is stated after:	1995 £	1994 £
Auditors' remuneration	2,600	2,500
Depreciation:		
Tangible fixed assets, owned	1,619	1,619
Other income includes:		
Listed investments	205,109	184,220
Rent receivable in respect of:		
Operating leases	-	60,000
Net income of rents from land	6,152	5,872

### 2 DIRECTORS AND EMPLOYEES

Remuneration in respect of directors, including pensions was £77,851 (1994: £73,473).

The emoluments of the directors, excluding pension contributions, were as follows:

No remuneration was paid to the chairman in 1995 or 1994.

The highest paid director	36,536	32,680
---------------------------	--------	--------

The emoluments of the directors, excluding pension contributions, fell within the following ranges:

	1995 Number	1994 Number
Nil - £5,000	3	3
£5,001 - £10,000	1	-
£10,001 - £15,000	-	1
£20,001 - £25,000	-	1
£25,001 - £30,000	1	-
£30,001 - £35,000	-	1
£35,001 - £40,000	1	-

The company has no employees other than the directors.

**KINGERLEE HOLDINGS LIMITED****NOTES TO THE FINANCIAL STATEMENTS**

For the year ended 31 December 1995

**3 TAX ON PROFIT ON ORDINARY ACTIVITIES**

The tax charge is based on the profit for the year and represents:

	1995 £	1994 £
UK Corporation tax at 33% (1994 33%)	750	14,857
Group relief	30,000	3,643
Tax attributable to franked investment income	39,180	31,795
	<u>69,930</u>	<u>50,295</u>
Overseas tax	894	675
	<u>70,824</u>	<u>50,970</u>
Adjustments in respect of previous years	(7,576)	(8,120)
	<u>63,248</u>	<u>42,850</u>

**4 DIVIDENDS**

	1995 £	1994 £
Ordinary shares - interim dividend of 70p per share (1994 - 60p)	40,250	34,500
Ordinary shares - final dividend of 145p per share (1994 - 135p)	83,375	77,625
	<u>123,625</u>	<u>112,125</u>

**5 TANGIBLE FIXED ASSETS**

	Freehold land and buildings £
Cost	
At 1 January 1995 and 31 December 1995	89,609
Depreciation	
At 1 January 1995	46,448
Provided in the year	1,619
At 31 December 1995	<u>48,067</u>
Net book amount at 31 December 1995	<u>41,542</u>
Net book amount at 31 December 1994	<u>43,161</u>

**KINGERLEE HOLDINGS LIMITED****NOTES TO THE FINANCIAL STATEMENTS**

For the year ended 31 December 1995

The gross amounts of freehold buildings on which depreciation is being provided is £80,911.

**6 FIXED ASSETS INVESTMENTS**

	Shares in group undertakings £	Other investments £	Total £
Cost or valuation			
At 1 January 1995	98,976	2,060,748	2,159,724
Additions	-	184,959	184,959
Disposals	-	(106,519)	(106,519)
At 31 December 1995	98,976	2,139,188	2,238,164
Net book amount at 31 December 1995	98,976	2,139,188	2,238,164
Net book amount at 31 December 1994	98,976	2,060,748	2,159,724
		£	£
Market value of investments listed on a recognised exchange		5,832,000	5,650,000
Estimated tax liability if sold at current market valuation		850,000	875,000

**KINGERLEE HOLDINGS LIMITED****NOTES TO THE FINANCIAL STATEMENTS**

For the year ended 31 December 1995

	Class of share capital held	Proportion held	Nature of business	Capital and reserves/ (deficit)	Profit/(loss) for the financial year
T H Kingerlee & Sons Limited	Ordinary	100%	Estate Development	3,283,567	51,931
Kingerlee Limited	Ordinary	100%	Building and Contacting	26,553	(130,668)
Arnold Developments Limited	Ordinary	100%	Estate Development	118,181	188,130
Statmite Limited *	Ordinary	100%	Estate Development	(138,154)	143,605
Highcroft Investment Trust PLC	Ordinary	22%	Investment and Property Holding	19,172,000	811,000

The reserves of T H Kingerlee & Sons Limited include pre-acquisition profits of £145,292 which if paid up to Kingerlee Holdings Limited would not be considered by the directors as distributable.

\* held by a subsidiary

**7 DEBTORS**

	1995 £	1994 £
Trade debtors	6	-
Amounts owed by group undertaking	1,364,202	1,473,690
	<u>1,364,208</u>	<u>1,473,690</u>

**8 DEFERRED TAXATION**

No provision is made in relation to deferred taxation. Amounts unprovided at 31 December 1995 were £8,500 (1994: £8,500) in relation to accelerated capital allowances.

**KINGERLEE HOLDINGS LIMITED****NOTES TO THE FINANCIAL STATEMENTS**

For the year ended 31 December 1995

**9 CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	1995 £	1994 £
Bank loans and overdrafts	2,754	-
Amounts owed to group undertakings	1,500,368	1,656,402
Corporation tax	(288)	14,857
Proposed dividends	123,625	112,125
Other creditors	3,950	9,250
	<u>1,630,409</u>	<u>1,792,634</u>

The bank overdrafts are secured by a fixed and floating charge over all of the company's assets.

**10 SHARE CAPITAL**

	1995 £	1994 £
Authorised 62,500 Ordinary shares of 50p each	<u>31,250</u>	<u>31,250</u>
Allotted, called up and fully paid 57,500 Ordinary shares of 50p each	<u>28,750</u>	<u>28,750</u>

**11 SHARE PREMIUM ACCOUNT AND RESERVES**

	Share premium account £	Other reserves £	Profit and loss account £
At 1 January 1995	27,625	272,738	1,555,786
Retained profit for the year	-	-	128,606
Transfer from profit and loss account to capital reserve	-	-	(137,015)
Transfer to capital reserve from profit and loss account	-	137,015	-
At 31 December 1995	<u>27,625</u>	<u>409,753</u>	<u>1,547,377</u>

Other reserves comprise a Capital Redemption Reserve of £2,500 (1994: £2,500) and a capital reserve of £407,253 (1994: £270,238).

# KINGERLEE HOLDINGS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 1995

### 12 RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	1995 £	1994 £
Profit for the financial year	252,231	204,812
Dividends	(123,625)	(112,125)
Net increase in shareholders' funds	128,606	92,687
Shareholders' funds at 1 January 1995	1,884,899	1,792,212
Shareholders' funds at 31 December 1995	2,013,505	1,884,899

### 13 NET CASH INFLOW FROM OPERATING ACTIVITIES

	1995 £	1994 £
Operating profit	178,464	232,175
Depreciation	1,619	1,619
Decrease in debtors	109,482	126,916
Decrease in creditors	(161,334)	(237,173)
Net cash inflow from continuing operating activities	128,231	123,537

### 14 ANALYSIS OF CASH AND CASH EQUIVALENTS

	1995	1994	1993	Change in 1995	Change in 1994
Cash and cash equivalents comprise:	£	£	£	£	£
Cash at bank and in hand	-	958	1,188	(958)	(230)
Bank overdrafts	(2,754)	-	-	(2,754)	-
	(2,754)	958	1,188	(3,712)	(230)

### 15 CONTINGENT LIABILITIES

The company provides a guarantee for £100,000 to secure all Kingerlee group companies, apart from that, there were no contingent liabilities at 31 December 1995 or 31 December 1994 other than for deferred taxation.

### 16 CAPITAL COMMITMENTS

The company had no capital commitments at 31 December 1995 or 31 December 1994.