

Birch Developments Limited

Directors' report and financial statements

For the year ended 31 December 2010

Registered number 01917322

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Directors' report

The directors present their annual report and the audited financial statements for the year ended 31 December 2010

Results and dividends

The company made neither a profit nor loss during the year (2009 nil)

The directors do not recommend the payment of a dividend (2009 nil)

Principal activity and business review

The principal activity of the company is that of commercial property management

Directors

The directors who held office during the year were as follows

Keith Miller

Phil Miller

John Richards

Pamela Smyth

Euan Haggerty (appointed 01 July 2011)

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

Auditors

The auditors are deemed to be reappointed under section 487(2) of the Companies Act 2006, and KPMG LLP will therefore continue in office

On behalf of the Board



Euan Haggerty

Director

8 December 2011

33 Brunton Street
London
W1J 6QU

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



Independent auditor's report to the members of Birch Developments Limited

We have audited the financial statements of Birch Developments Limited for the year ended 31 December 2010 set out on pages 4 to 8. 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 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 (APB'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 APB's web-site at www.frc.org.uk/apb/scope/private.cfm.

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 2010 and of its result 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 Director's Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

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.

Hugh Harvie
(Senior Statutory Auditor)
For and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants

Saltire Court
20 Castle Terrace
Edinburgh
EH1 2EG
United Kingdom

8 December 2011

**Profit and loss account
 for the year ended 31 December 2010**

	<i>Note</i>	2010 £	2009 £
Profit on activities before interest and taxation		-	-
Interest received		-	32
Profit on ordinary activities before taxation		-	32
Tax on profit on ordinary activities	5	-	-
Profit for the financial year	8	-	32

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

The result for the financial year has been derived from continuing activities

The notes on pages 4 to 8 form part of these financial statements

Balance sheet
As at 31 December 2010

	Note	2010 £	2009 £
Current assets			
Debtors	6	72,548	72,548
		<hr/>	<hr/>
Net assets		72,548	72,548
		<hr/>	<hr/>
Capital and reserves			
Called up share capital	7	72,516	72,516
Profit and loss account	8	32	32
		<hr/>	<hr/>
Shareholders' funds	9	72,548	72,548
		<hr/>	<hr/>

These accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies regime

The notes on pages 4 to 8 form part of these financial statements

These financial statements were approved by the board of directors and were signed on its behalf by



Euan Haggerty

Director

8 December 2011

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 except as noted below

Basis of preparation

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

As the company is a wholly owned subsidiary of The Miller Group Limited, the company has taken advantage of the exemption contained in FRS 8 and has therefore not disclosed transactions or balances with entities which form part of the group. The consolidated financial statements of The Miller Group Limited, within which the company is included, can be obtained from the address shown in note 10

Having reviewed the company's cash flow forecasts, the directors are satisfied that the company has sufficient resources available to it to be able to continue to fund the company's operations and accordingly the financial statements continue to be prepared on a going concern basis

Cash flow statement

The company is exempt from the requirement of Financial Reporting Standard 1 to prepare a cash flow statement as it is a wholly owned subsidiary undertaking of The Miller Group Limited and its cash flows are included within the consolidated cash flow statement of that company

2 Auditors remuneration

Auditors' remuneration is paid by a fellow subsidiary company, Miller Developments Limited and is disclosed in the accounts of that company

3 Remuneration of directors

There were no emoluments paid to directors during the year (2009 nil)

There were no employees or staff costs during the year (2009 nil)

4 Interest received

	2010 £	2009 £
Other interest	-	32
	<u> </u>	<u> </u>

5 Tax

Analysis of charge in year

	2010 £	2009 £
<i>UK corporation tax</i>		
Current tax on income for the year	-	-
	<u> </u>	<u> </u>
Tax on profit on ordinary activities	-	-
	<u> </u>	<u> </u>

The current tax charge for the year is lower than (2009 lower than) the standard rate of corporation tax in the UK (28%) (2009 28%). The differences are explained below:

	2010 £	2009 £
<i>Current tax reconciliation</i>		
Profit on ordinary activities before tax	-	32
	<hr/>	<hr/>
Current tax at 28% (2009 28%)	-	9
Group relief received for nil consideration	-	(9)
	<hr/>	<hr/>
Total current tax (credit)/charge (see above)	-	(-)

6 Debtors

	2010 £	2009 £
Amounts owed by group undertakings	72,548	72,548

7 Called up share capital

	2010 £	2009 £
Authorised		
10,000,000 ordinary shares of 10p each	1,000,000	1,000,000

	2010 £	2009 £
<i>Allocated, called up and unpaid</i>		
725,160 ordinary shares of 10p each	72,516	72,516

8 Profit and loss account

	Profit and loss account £
At beginning of year	32
Result for the year	-
	<hr/>
At end of year	32

Notes continued

9 Reconciliation of movements in shareholders' funds

	2010 £	2009 £
Result for the financial year	-	32
Opening shareholders' funds	72,548	72,516
	<hr/>	<hr/>
Closing shareholders' funds	72,548	72,548
	<hr/>	<hr/>

10 Ultimate parent company.

The company is a subsidiary undertaking of The Miller Group, a company registered in Scotland. The Accounts of The Miller Group can be obtained from the Register of Companies, Companies House, 4th Floor, Edinburgh Quay 2, 139 Fountainbridge, Edinburgh, EH3 9FF.

11 Post balance sheet events

On 24th October 2011, the company passed a special resolution, supported by a solvency statement, to cancel 725,159 ordinary shares at a value of 10p each. This resulted in the creation of a distributable special reserve of £72,516. On the same date a dividend in specie of £72,516 was made to the company's parent company Miller Developments Holdings Limited. These transactions resulted in a net asset position of 10p.