

Audited Financial Statements Country Estates Developments Limited

For the Year to 31 December 2011
Company Registration No: 01975591



COUNTRY ESTATES DEVELOPMENTS LIMITED

COMPANY INFORMATION

DIRECTORS	W F Phelps G P Smith G J Denton
COMPANY SECRETARY	P A Pennicott
COMPANY NUMBER	01975591
REGISTERED OFFICE	Kingfisher House Albury Close Loverock Road Reading Berkshire RG30 1BD
AUDITORS	HW, Chartered Accountants 7 - 11 Station Road Reading Berkshire RG1 1LG

COUNTRY ESTATES DEVELOPMENTS LIMITED

CONTENTS

	Page
Directors' report	1 - 2
Independent auditors' report	3 - 4
Profit and loss account	5
Balance sheet	6
Notes to the financial statements	7 - 11
The following pages do not form part of the statutory financial statements	
Detailed profit and loss account and summaries	12 - 14

COUNTRY ESTATES DEVELOPMENTS LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2011

The directors present their report and the financial statements for the year ended 31 December 2011

DIRECTORS' RESPONSIBILITIES STATEMENT

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 judgments 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 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.

PRINCIPAL ACTIVITIES

The principal activity of the company during the year was the development and sale of industrial units and estate management.

BUSINESS REVIEW

The company has made a profit before taxation of £56,629, in the previous year the company made a loss of £5,427 before taxation. Rental income in the period increased from £67,639 to £79,590. Shareholders funds showed an increase from £61,117 to £107,270. The directors consider the company to be well placed to benefit from any upturn in the economy when it occurs.

RESULTS

The profit for the year, after taxation, amounted to £46,153 (2010 - loss £1,630).

DIRECTORS

The directors who served during the year were

W F Phelps
G P Smith
G J Denton

COUNTRY ESTATES DEVELOPMENTS LIMITED

**DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2011**

PROVISION OF INFORMATION TO AUDITORS

Each of the persons who are directors at the time when this Directors' report is approved has confirmed that

- so far as that director is aware, there is no relevant audit information of which the company's auditors are unaware, and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of any information needed by the company's auditors in connection with preparing their report and to establish that the company's auditors are aware of that information

AUDITORS

Under section 487(2) of the Companies Act 2006, HW, Chartered Accountants will be deemed to have been reappointed as auditors 28 days after these financial statements were sent to members or 28 days after the latest date prescribed for filing the accounts with the registrar, whichever is earlier

This report was approved by the board on

1 / 6 / 2012

and signed on its behalf



P A Pennicott
Secretary

COUNTRY ESTATES DEVELOPMENTS LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF COUNTRY ESTATES DEVELOPMENTS LIMITED

We have audited the financial statements of Country Estates Developments Limited for the year ended 31 December 2011, set out on pages 5 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 shareholders, 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 shareholders 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 shareholders 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, 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 2011 and of its profit 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 Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements.

COUNTRY ESTATES DEVELOPMENTS LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF COUNTRY ESTATES DEVELOPMENTS 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

HW, Chartered Accountants

Peter Wright BSc FCA (Senior statutory auditor)

for and on behalf of

HW, Chartered Accountants

Statutory Auditor

7 - 11 Station Road

Reading

Berkshire

RG1 1LG

6 June 2012

COUNTRY ESTATES DEVELOPMENTS LIMITED

**PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 DECEMBER 2011**

	Note	2011 £	2010 £
TURNOVER	1,2	20,000	-
Cost of sales		<u>(22,087)</u>	<u>(31,403)</u>
GROSS LOSS		(2,087)	(31,403)
Administrative expenses		(26,583)	(41,539)
Other operating income	3	<u>84,967</u>	<u>67,639</u>
OPERATING PROFIT/(LOSS)	4	56,297	(5,303)
Interest receivable and similar income		82	52
Interest payable and similar charges	6	<u>250</u>	<u>(176)</u>
PROFIT/(LOSS) ON ORDINARY ACTIVITIES BEFORE TAXATION		56,629	(5,427)
Tax on profit/(loss) on ordinary activities	7	<u>(10,476)</u>	<u>3,797</u>
PROFIT/(LOSS) FOR THE FINANCIAL YEAR	12	<u><u>46,153</u></u>	<u><u>(1,630)</u></u>

All amounts relate to continuing operations

There were no recognised gains and losses for 2011 or 2010 other than those included in the Profit and loss account

The notes on pages 7 to 11 form part of these financial statements

COUNTRY ESTATES DEVELOPMENTS LIMITED
REGISTERED NUMBER 01975591

BALANCE SHEET
AS AT 31 DECEMBER 2011

	Note	£	2011 £	£	2010 £
CURRENT ASSETS					
Stocks	8	2,647,793		2,647,793	
Debtors	9	62,837		28,569	
Cash at bank		50,480		70,750	
		<u>2,761,110</u>		<u>2,747,112</u>	
CREDITORS amounts falling due within one year	10	<u>(2,653,840)</u>		<u>(2,685,995)</u>	
NET CURRENT ASSETS			<u>107,270</u>		<u>61,117</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			<u>107,270</u>		<u>61,117</u>
CAPITAL AND RESERVES					
Called up share capital	11		100		100
Profit and loss account	12		107,170		61,017
SHAREHOLDERS' FUNDS	13		<u>107,270</u>		<u>61,117</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 1/6/2012


G P Smith
 Director

The notes on pages 7 to 11 form part of these financial statements

COUNTRY ESTATES DEVELOPMENTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2011

1. ACCOUNTING POLICIES

1.1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS

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

The company is itself a subsidiary company and is exempt from the requirement to prepare group accounts by virtue of section 400 of the Companies Act 2006. These financial statements therefore present information about the company as an individual undertaking and not about its group.

1.2 CASH FLOW

The company, being a subsidiary undertaking where 90% or more of the voting rights are controlled within the group whose consolidated financial statements are publicly available, is exempt from the requirement to draw up a cash flow statement in accordance with FRS 1.

1.3 TURNOVER

Turnover comprises revenue recognised by the company in respect of goods and services supplied during the year, exclusive of Value Added Tax and trade discounts.

Incidental income arising from properties held for sale, such as rental income, are recognised over the period to which they relate and are shown as other operating income.

1.4 STOCKS

Stocks are valued at the lower of cost and net realisable value after making due allowance for obsolete and slow-moving stocks. Cost includes all direct costs and an appropriate proportion of fixed and variable overheads.

1.5 RELATED PARTY TRANSACTIONS

The company is a wholly owned subsidiary of Country Estates Holdings Plc, for which the consolidated accounts are publicly available. Accordingly, the company has taken advantage of the exemption in FRS 8 from disclosing transactions with members or investees of the Country Estates group.

1.6 FINANCIAL INSTRUMENTS

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as either 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.

2 TURNOVER

The whole of the turnover is attributable to the one principal activity of the company.

All turnover arose within the United Kingdom.

COUNTRY ESTATES DEVELOPMENTS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2011**

3. OTHER OPERATING INCOME

	2011 £	2010 £
Other operating income	5,377	-
Net rents receivable	79,590	67,639
	<u>84,967</u>	<u>67,639</u>

4 OPERATING PROFIT/(LOSS)

The operating profit/(loss) is stated after charging

	2011 £	2010 £
Auditors' remuneration	<u>2,150</u>	<u>850</u>

5. STAFF COSTS

The company has no employees other than the directors, who did not receive any remuneration (2010 - £NIL)

6 INTEREST PAYABLE

	2011 £	2010 £
On bank loans and overdrafts	<u>(250)</u>	<u>176</u>

7 TAXATION

	2011 £	2010 £
ANALYSIS OF TAX CHARGE/(CREDIT) IN THE YEAR		
UK corporation tax charge on profit/loss for the year	5,062	-
Adjustments in respect of prior periods	(903)	2
	<u>4,159</u>	<u>2</u>
Group taxation relief	6,317	(3,799)
	<u>10,476</u>	<u>(3,797)</u>
TAX ON PROFIT/LOSS ON ORDINARY ACTIVITIES		

COUNTRY ESTATES DEVELOPMENTS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2011**

7. TAXATION (continued)

FACTORS AFFECTING TAX CHARGE FOR THE YEAR

The tax assessed for the year is higher than (2010 - the same as) the standard rate of corporation tax in the UK of 20 25% (2010 - 28%) The differences are explained below

	2011 £	2010 £
Profit/loss on ordinary activities before tax	56,629	(5,427)
Profit/loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 20 25% (2010 - 28%)	11,467	(1,520)
EFFECTS OF:		
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment	84	-
Capital allowances for year in excess of depreciation	(172)	(2,279)
Adjustments to tax charge in respect of prior periods	(903)	2
CURRENT TAX CHARGE/(CREDIT) FOR THE YEAR (see note above)	10,476	(3,797)

FACTORS THAT MAY AFFECT FUTURE TAX CHARGES

There were no factors that may affect future tax charges

8 STOCKS

	2011 £	2010 £
Stock	2,647,793	2,647,793

9 DEBTORS

	2011 £	2010 £
Trade debtors	35,921	24,047
Amounts owed by group undertakings	25,904	3,799
Other debtors	1,012	723
	62,837	28,569

COUNTRY ESTATES DEVELOPMENTS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2011**

**10 CREDITORS
AMOUNTS FALLING DUE WITHIN ONE YEAR**

	2011 £	2010 £
Trade creditors	1,012	-
Amounts owed to group undertakings	2,519,576	2,541,500
Corporation tax	5,062	-
Social security and other taxes	3,865	1,310
Other creditors	108,069	121,720
Accruals and deferred income	16,256	21,465
	<u>2,653,840</u>	<u>2,685,995</u>

11. SHARE CAPITAL

	2011 £	2010 £
AUTHORISED, ALLOTTED, CALLED UP AND FULLY PAID		
100 Ordinary shares shares of £1 each	<u>100</u>	<u>100</u>

12 RESERVES

	Profit and loss account £
At 1 January 2011	61,017
Profit for the year	46,153
	<u>107,170</u>
At 31 December 2011	

13. RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS

	2011 £	2010 £
Opening shareholders' funds	61,117	62,747
Profit/(loss) for the year	46,153	(1,630)
	<u>107,270</u>	<u>61,117</u>
Closing shareholders' funds		

COUNTRY ESTATES DEVELOPMENTS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2011**

14 ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The ultimate parent holding company is Country Estates Holding Plc, a company registered in England

Pam Technical Services Limited is the parent of the smallest group of which the company is a member

The company is controlled by G P Smith, W F Phelps and G J Denton by virtue of their shareholdings in the ultimate holding company

Copies of the consolidated financial statements of Country Estates Holdings Plc are available from Companies House