

**TERRACE HILL DEVELOPMENTS LIMITED**  
**FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED**  
**30 SEPTEMBER 2012**

TUESDAY



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**TERRACE HILL DEVELOPMENTS LIMITED**  
**FINANCIAL STATEMENTS**  
**YEAR ENDED 30 SEPTEMBER 2012**

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# **TERRACE HILL DEVELOPMENTS LIMITED**

## **OFFICERS AND PROFESSIONAL ADVISERS**

### **The board of directors**

R E Lane  
P A J Leech  
A J W Pratt  
N M Wakefield  
T G Walsh

### **Company secretary**

Terrace Hill (Secretaries) Limited

### **Registered office**

1 Portland Place  
London  
W1B 1PN

### **Auditor**

BDO LLP  
Statutory Auditor  
55 Baker Street  
London  
W1U 7EU

# **TERRACE HILL DEVELOPMENTS LIMITED**

## **THE DIRECTORS' REPORT**

### **YEAR ENDED 30 SEPTEMBER 2012**

The directors present their report and the financial statements of the company for the year ended 30 September 2012

#### **PRINCIPAL ACTIVITIES**

The principal activities of the company are property development and the provision of development management services

#### **DIRECTORS**

The directors who served the company during the year were as follows:

R E Lane  
P A J Leech  
A J W Pratt  
N M Wakefield  
T G Walsh

The company has granted an indemnity to its directors against liability in respect of proceedings brought by third parties, subject to the conditions set out in the Companies Act 2006. Such qualifying third party indemnity provision remains in force as at the date of approving the directors' report

#### **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 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,
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements,
- 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.

# **TERRACE HILL DEVELOPMENTS LIMITED**

## **THE DIRECTORS' REPORT** *(continued)*

### **YEAR ENDED 30 SEPTEMBER 2012**

In so far as the directors are aware

- there is no relevant audit information of which the company's auditor is unaware, and
- the directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information

#### **AUDITOR**


BDO LLP are deemed to be re-appointed under section 487(2) of the Companies Act 2006

#### **SMALL COMPANY PROVISIONS**

This report has been prepared in accordance with the special provisions for small companies under Part 15 of the Companies Act 2006

Registered office  
1 Portland Place  
London  
W1B 1PN

Signed by order of the directors

  
TERRACE HILL (SECRETARIES)  
LIMITED  
Company Secretary

Approved by the directors on 6 March 2013

**TERRACE HILL DEVELOPMENTS LIMITED**  
**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF TERRACE**  
**HILL DEVELOPMENTS LIMITED**  
**YEAR ENDED 30 SEPTEMBER 2012**

We have audited the financial statements of Terrace Hill Developments Limited for the year ended 30 September 2012 which comprise the Profit and Loss Account, Balance Sheet and the related notes. 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 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 statement of directors' responsibilities, 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 website at [www.frc.org.uk/apb/scope/private.cfm](http://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 30 September 2012 and of its loss 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 MATTERS 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.

**TERRACE HILL DEVELOPMENTS LIMITED**  
**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF TERRACE**  
**HILL DEVELOPMENTS LIMITED** *(continued)*  
**YEAR ENDED 30 SEPTEMBER 2012**

**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 directors' report in accordance with the small companies regime

  
RUSSELL FIELD (Senior Statutory Auditor)  
For and on behalf of BDO LLP, Statutory Auditor  
55 Baker Street  
London  
W1U 7EU

6 March 2013

BDO LLP is a limited liability partnership registered in England & Wales (with registered number OC305127)

# TERRACE HILL DEVELOPMENTS LIMITED

## PROFIT AND LOSS ACCOUNT

**YEAR ENDED 30 SEPTEMBER 2012**

	Note	2012 £	2011 £
<b>TURNOVER</b>	<b>2</b>	<b>269,947</b>	<b>319,957</b>
Cost of sales		<u>(7,790)</u>	<u>(48,693)</u>
<b>GROSS PROFIT</b>		<b>262,157</b>	<b>271,264</b>
Administrative expenses		<u>(300,038)</u>	<u>(600,006)</u>
<b>OPERATING LOSS</b>	<b>3</b>	<b>(37,881)</b>	<b>(328,742)</b>
Interest receivable		–	758
<b>LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION</b>		<u><b>(37,881)</b></u>	<u><b>(327,984)</b></u>
Tax on loss on ordinary activities	<b>5</b>	–	–
<b>LOSS FOR THE FINANCIAL YEAR</b>		<u><b>(37,881)</b></u>	<u><b>(327,984)</b></u>

All of the activities of the company are classed as continuing

The company has no recognised gains or losses other than the results for the year as set out above.

The notes on pages 8 to 10 form part of these financial statements.



# TERRACE HILL DEVELOPMENTS LIMITED

## BALANCE SHEET

30 SEPTEMBER 2012

	Note	2012 £	2011 £
<b>CURRENT ASSETS</b>			
Stocks	6	175,359	—
Debtors	7	94,337	103,998
Cash at bank		86	880,354
		<u>269,782</u>	<u>984,352</u>
<b>CREDITORS: Amounts falling due within one year</b>	8	<u>936,008</u>	<u>1,612,697</u>
<b>NET CURRENT LIABILITIES</b>		<u>(666,226)</u>	<u>(628,345)</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<u>(666,226)</u>	<u>(628,345)</u>
<b>CAPITAL AND RESERVES</b>			
Called-up equity share capital	10	750,000	750,000
Profit and loss account	11	(1,416,226)	(1,378,345)
<b>SHAREHOLDER'S DEFICIT</b>	12	<u>(666,226)</u>	<u>(628,345)</u>

These financial statements were approved by the directors and authorised for issue on 6 March 2013, and are signed on their behalf by



T G WALSH

Company Registration Number 2693490

The notes on pages 8 to 10 form part of these financial statements.

# **TERRACE HILL DEVELOPMENTS LIMITED**

## **NOTES TO THE FINANCIAL STATEMENTS**

**YEAR ENDED 30 SEPTEMBER 2012**

### **1. ACCOUNTING POLICIES**

#### **Basis of accounting**

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

These financial statements have been prepared in accordance with the going concern concept which the directors consider to be appropriate due to the continued financial support of fellow subsidiary undertakings

#### **Cash flow statement**

The directors have taken advantage of the exemption in Financial Reporting Standard No 1 (revised) from including a cash flow statement in the financial statements on the grounds that the company is wholly owned and its parent publishes a consolidated cash flow statement.

#### **Turnover**

Turnover represents fees receivable excluding Value Added Tax and arises solely within the United Kingdom

#### **Work in progress**

Development work in progress is valued at the lower of cost and net realisable value. Interest and other attributable costs are included in the value of work in progress where appropriate.

Provision is made for any foreseeable losses where appropriate. No element of profit is included in work in progress.

#### **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**

An analysis of turnover is given below

	<b>2012</b>	<b>2011</b>
	<b>£</b>	<b>£</b>
Fees	<b><u>269,947</u></b>	<b><u>319,957</u></b>

### **3. OPERATING LOSS**

Operating loss is stated after crediting

	<b>2012</b>	<b>2011</b>
	<b>£</b>	<b>£</b>
Directors' remuneration	<b><u>-</u></b>	<b><u>-</u></b>
Auditor's remuneration is paid by the parent company		

# TERRACE HILL DEVELOPMENTS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

**YEAR ENDED 30 SEPTEMBER 2012**

### 4. PARTICULARS OF EMPLOYEES

There were no employees other than the directors, during the year

### 5. TAXATION ON ORDINARY ACTIVITIES

#### Factors affecting current tax charge

The tax assessed on the loss on ordinary activities for the year is higher than the standard rate of corporation tax in the UK of 25% (2011 - 27%)

	2012 £	2011 £
Loss on ordinary activities before taxation	<u>(37,881)</u>	<u>(327,984)</u>
Loss on ordinary activities by rate of tax	<u>(9,470)</u>	<u>(88,556)</u>
Group Relief	<u>9,470</u>	<u>88,556</u>
Total current tax	<u>-</u>	<u>-</u>

### 6. STOCKS

	2012 £	2011 £
Work in progress	<u>175,359</u>	<u>-</u>

No interest was capitalised in work in progress

### 7. DEBTORS

	2012 £	2011 £
Trade debtors	29,773	72,175
Other debtors	38,651	19,061
Prepayments and accrued income	25,913	12,762
	<u>94,337</u>	<u>103,998</u>

### 8. CREDITORS: Amounts falling due within one year

	2012 £	2011 £
Trade creditors	90,031	-
Amounts owed to group undertakings	845,977	582,353
Other creditors	-	880,344
Accruals and deferred income	-	150,000
	<u>936,008</u>	<u>1,612,697</u>

# TERRACE HILL DEVELOPMENTS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 30 SEPTEMBER 2012

### 9. RELATED PARTY TRANSACTIONS

The controlling party of the company was Saffery Champness Trust Corporation, trustees of a life interest trust in which R F M Adair is a beneficiary R F M Adair is a director of the ultimate parent company, Terrace Hill Group Plc

The company has taken advantage of the exemption allowed by Financial Reporting Standard 8, 'Related Party Transactions', not to disclose any transactions with entities that are included in the consolidated financial statements of Terrace Hill Group Plc and are 100% owned

### 10. SHARE CAPITAL

Allotted, called up and fully paid:

	2012		2011	
	No	£	No	£
750,000 Ordinary shares of £1 each	<u>750,000</u>	<u>750,000</u>	<u>750,000</u>	<u>750,000</u>

### 11. PROFIT AND LOSS ACCOUNT

	2012	2011
	£	£
Balance brought forward	(1,378,345)	(1,050,361)
Loss for the financial year	<u>(37,881)</u>	<u>(327,984)</u>
Balance carried forward	<u>(1,416,226)</u>	<u>(1,378,345)</u>

### 12. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	2012	2011
	£	£
Loss for the financial year	(37,881)	(327,984)
Opening shareholders' deficit	<u>(628,345)</u>	<u>(300,361)</u>
Closing shareholders' deficit	<u>(666,226)</u>	<u>(628,345)</u>

### 13. ULTIMATE PARENT COMPANY

The immediate parent company is Terrace Hill Limited, a company registered in England and Wales  
The ultimate parent company is Terrace Hill Group Plc which is registered in Scotland

Copies of the consolidated financial statements of Terrace Hill Group Plc are available from the company's registered office