# Amber Homes (St Ives) PLC

Registered number: 2932003 (England and Wales)

**Directors' report and financial statements** 

For the year ended 31 May 2008

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COMPANIES HOUSE

#### **COMPANY INFORMATION**

**Directors** I R Twigden

N E Roe

Company secretary N E Roe

Company number 2932003

Registered office Linden House

6 Orchard Way Godmanchester Huntingdon Cambridge PE29 2AP

Auditors Mazars LLP

Chartered Accountants & Registered Auditors

19 Goldington Road

Bedford MK40 3JY

Bankers NatWest Bank Plc

81 High Street Bedford Bedfordshire MK41 1YN

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### DIRECTORS' REPORT FOR THE YEAR ENDED 31 MAY 2008

The directors present their report and the financial statements for the year ended 31 May 2008.

#### Statement of directors' responsibilities

The directors are responsible for preparing the annual 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). The financial statements are required by law to 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;
- 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 proper accounting records that 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 1985. 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 continued to be that of property development and builders.

#### **Business review**

The year saw the completion of two sites and sales were sufficient to ensure the company made profits in the year. The downturn in the housing market has meant that new sites have not been sought. The company will continue to build and complete the sites currently in progress.

#### Results

The results for the year are set out on page 5.

#### **Future developments**

At the year end there was significant downward pressure on sales revenues. The Directors took the decision to clear the stock and ensure a positive cashflow rather than trying to achieve higher profits. This has resulted in the majority of stock being cleared and outstanding loans being repaid. The company will now seek new opportunities at current market levels. The company has sufficient work up to and beyond May 2009 and the management team has been reduced to reflect the downturn in the housing market.

## DIRECTORS' REPORT FOR THE YEAR ENDED 31 MAY 2008

#### **Directors' interests**

The directors who served during the year were:

I R Twigden N E Roe

#### Charitable donations

During the year the company made charitable donations of £750 (2007: £700).

#### 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**

The auditors, Mazars LLP, will be proposed for reappointment in accordance with section 489 of the Companies Act 2006.

This report was approved by the board and signed on its behalf.

N E Roe Director

Date: 24 December 2008

## INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF AMBER HOMES (ST IVES) PLC

We have audited the financial statements of Amber Homes (St Ives) PLC for the year ended 31 May 2008, which comprise the profit and loss account, the balance sheet, the cash flow statement and the related notes. These financial statements have been prepared in accordance with the accounting policies set out therein.

This report is made solely to the company's members, as a body, in accordance with Section 235 of the Companies Act 1985. 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 auditor

The directors' responsibilities for preparing the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the statement of directors' responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the financial statements give a true and fair view, whether they are properly prepared in accordance with the Companies Act 1985, and whether the information given in the directors' report is consistent with the financial statements.

In addition we report to you if, in our opinion, the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions with the company is not disclosed.

We read the directors' report and consider the implications for our report if we become aware of any apparent misstatements within it.

#### Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) 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 judgments 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.

## INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF AMBER HOMES (ST IVES) PLC

#### **Opinion**

#### In our opinion:

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 May 2008 and of its profit for the year then ended;
- the financial statements have been properly prepared in accordance with the Companies Act 1985; and
- the information given in the directors' report is consistent with the financial statements.

Mazars LLP
Chartered Accountants
Registered Auditors
19 Goldington Road
Bedford

MK40 3JY

24 December 2008

## PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MAY 2008

	Note	2008 £	2007 £
Turnover	1,2	2,212,768	2,519,657
Cost of sales		(1,988,323)	(1,881,114)
Gross profit		224,445	638,543
Administrative expenses		(49,119)	(215,442)
Other operating income	3	6,225	8,183
Operating profit	4	181,551	431,284
Interest receivable		8,732	271
Interest payable	8	(98)	
Profit on ordinary activities before taxation		190,185	431,555
Tax on profit on ordinary activities	9	(39,587)	(20,384)
Profit on ordinary activities after taxation	15	150,598	411,171

All amounts relate to continuing operations.

There were no recognised gains and losses for 2008 or 2007 other than those included in the profit and loss account.

The notes on pages 8 to 15 form part of these financial statements.

#### **BALANCE SHEET AS AT 31 MAY 2008**

			2008		2007
	Note	£	£	£	£
Fixed assets					
Tangible fixed assets	10		147,977		153,208
Current assets					
Work in progress	11	2,021,418		2,401,171	
Debtors	12	108,062		32,239	
Cash at bank and in hand		231,221		200,000	
		2,360,701		2,633,410	
Creditors: amounts falling due within one year	13	(874,384)		(1,202,922)	
Net current assets			1,486,317		1,430,488
Total assets less current liabilities		÷	1,634,294		1,583,696
Capital and Reserves				•	
Called up share capital	14		50,000		50,000
Profit and loss account	15		1,584,294		1,533,696
Shareholders' funds	16		1,634,294		1,583,696

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 24 December 2008.

I R Twigden

**N E Roe** Director

The notes on pages 8 to 15 form part of these financial statements.

## CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MAY 2008

	Note	2008 £	2007 £
Net cash flow from operating activities	18	402,199	(288,135)
Returns on investments and servicing of finance	19	8,634	271
Taxation		(20,384)	266,707
Capital expenditure and financial investment	19	(1,558)	(5,550)
Equity dividends paid		(100,000)	-
Cash inflow/(outflow) before financing		288,891	(26,707)
Financing	19	-	(550,000)
Increase/(Decrease) in cash in the year		288,891	(576,707)

## RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN NET FUNDS/DEBT FOR THE YEAR ENDED 31 MAY 2008

	2008 £	2007 £
Increase/(Decrease) in cash in the year	288,891	(576,707)
Cash outflow from decrease in debt and lease financing	-	550,000
Movement in net debt in the year	288,891	(26,707)
Net debt at 1 June 2007	(557,670)	(530,963)
Net debt at 31 May 2008	(268,779)	(557,670)

The notes on pages 8 to 15 form part of these financial statements.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MAY 2008

#### 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.

#### 1.2 Turnover

Turnover represents land and house sales. Income and profit are recognised at the date of the legal completion of sale.

#### 1.3 Tangible fixed assets and depreciation

Tangible fixed assets other than freehold land are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost of fixed assets, less their estimated residual value, over their expected useful lives on the following bases:

Land and buildings freehold

2% straight line

Fixtures, fittings and equipment

20% straight line

#### 1.4 Stocks and work in progress

Work in progress is valued at the lower of cost and net realisable value. Cost includes all direct costs and an appropriate proportion of overheads, after provision for write downs to net realisable value where appropriate.

#### 1.5 Deferred taxation

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation.

A net deferred tax asset is recognised only if it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse.

Deferred tax assets and liabilities are not discounted.

#### 1.6 Pensions

The company operates a defined contribution pension scheme and the pension charge represents the amounts payable by the company to the fund in respect of the year.

#### 1.7 Rental income

Rents are accounted for on an accruals basis.

2.	Turnover		
	The total turnover of the company for the year had been derived fr	om its principal activity.	
	All turnover arose within the United Kingdom.		
3.	Other operating income		
		2008 £	2007 £
	Net rents receivable	6,225	8,183
4.	Operating profit		
	The operating profit is stated after charging:		
		2008 £	2007 £
	Depreciation of tangible fixed assets: - owned by the company	6,789	8,270
5.	Auditors' remuneration		
		2008 £	2007 £
	Fees payable to the company's auditor for the audit of the company's annual accounts	5,750	7,000

6.	Staff costs		
	Staff costs, including directors' remuneration, were as follows:		
		2008 £	2007 €
	Wages and salaries	247,106	180,802
	Social security costs Other pension costs	26,277 1,864	18,330 2,030
		275,247	201,162
	The average monthly number of employees, including the directors, d	uring the year was as	s follows:
		2008 Number	2007 Number
	Site workers	2	3
	Administrative staff Management staff	1 2	1 2
	Directors	2	2
		7	8
7.	Directors' emoluments		
		2008 £	2007 £
	Emoluments for qualifying services	73,000	70,000
8.	Interest payable		
		2008	2007
		£	£
	On bank loans and overdrafts	9,462	107,641
	On overdue corporation tax  Transfer interest payable to work in progress	98 (9,462)	(107,641)
		98	

9.	Taxation			
			2008	2007
	LUZ		£	<b>3</b>
	UK corporation tax charge on profit for the year	_	39,587 ====================================	20,384
	Factors affecting tax charge for the year			
	The tax assessed for the year is higher than (2007 - higher the UK (20.167%). The differences are explained below:	er than) the stan	dard rate of corpo	oration tax in
			2008 £	2007
	Profit on ordinary activities before tax		190,185	431,555
	Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 20.167% (2007 - 19.17%)		38,355	82,729
	Effects of:			
	Expenses not deductible for tax purposes Depreciation for year in excess of capital allowances Utilisation of tax losses		674 558 -	919 (118) (63,146)
	Current tax charge for the year (see note above)	<u>-</u>	39,587	20,384
10.	Tangible fixed assets			
		Land and buildings £	Furniture, fittings and equipment £	Total £
	Cost			
	At 1 June 2007 Additions	173,480	27,690 1,558	201,170 1,558
	At 31 May 2008	173,480	29,248	202,728
	Depreciation			
	At 1 June 2007 Charge for the year	25,977 3,470	21,985 3,319	47,962 6,789
	At 31 May 2008	29,447	25,304	54,751
	Net book value	_		
	At 31 May 2008	144,033	3,944	147,977
	At 31 May 2007	147,503	5,705	153,208
			-	

		Work in progress
2007	2008	
£	£	
2,401,171	2,021,418	Work in progress
market forces,		The purchase price of land is likely to show a reduction in the but due to substantial uncertainties it is not possible to quant
		Debtors
2007	2008	
£	£	
-	1,673	Trade debtors
32,239	101,950	Other debtors
-	4,439	Prepayments and accrued income
32,239	108,062	
		Creditors: Amounts falling due within one year
2007	2008	
£	£	
757,670	500,000	Bank loans and overdrafts
72,432	43,544	Trade creditors
20,384	39,587	Corporation tax
8,876	28,822 89	Social security and other taxes Other creditors
343,560	262,342	Accruals and deferred income
1,202,922	874,384	
		The bank loans are secured over land and sites held for deearlier of two thirds of the sale proceeds being received or 12
		Ohana anakat
		Share capital
2007	2008 £	
£	<del></del>	A al. 2 d Daddad di i a grego di
£		Authorised, allotted, called up and fully paid
£ 50,000	50,000	Authorised, allotted, called up and fully paid 50,000 Ordinary shares shares of £1 each

15.	Reserves		
			Profit and loss account £
	At 1 June 2007 Profit for the year		1,533,696 150,598
	Dividends: Equity capital		(100,000)
	At 31 May 2008		1,584,294
16.	Reconciliation of movement in shareholders' funds		
		2008 £	2007 £
	Opening shareholders' funds	1,583,696	1,172,525
	Profit for the year Dividends (Note 17)	150,598 (100,000)	411,171
	Closing shareholders' funds	1,634,294	1,583,696
4=			
17.	Dividends	2008 £	2007 £
	Dividends paid on equity capital	100,000	-
18.	Net cash flow from operations		
		2008	2007
		£	£
	Operating profit	181,551	431,284
	Depreciation of tangible fixed assets Decrease/(increase) in stocks	6,789 379,753	8,270 (331,162)
	Increase in debtors	(75,823)	(272,649)
	Decrease in creditors	(90,071)	(123,878)
	Net cash inflow/(outflow) from operations	402,199	(288,135)

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MAY 2008

19.	Analysis of cash flows	for headings netted in	cash flow statement
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Analysis of cash flows for fleadings hetted in cash flow statemen	14	
	2008 £	2007 £
Returns on investments and servicing of finance		
Interest received Interest paid	8,732 (98)	271 -
Net cash inflow from returns on investments and servicing of finance	8,634	271
	2008 £	2007 £
Capital expenditure and financial investment		
Purchase of tangible fixed assets	(1,558)	(5,550)
	2008 £	2007 £
Financing		
Repayment of loans	-	(550,000)

#### 20. Analysis of changes in net debt

	1 June 2007 £	Cash flow	Other non-cash changes	31 May 2008 £
Cash at bank and in hand: Bank overdraft	200,000 (257,670)	31,221 257,670	-	231,221
	(57,670)	288,891		231,221
<b>Debt:</b> Debts due within one year	(500,000)	-	-	(500,000)
Net debt	(557,670)	288,891		(268,779)

#### 21. Contingent liabilities

During the year an assessment was raised in relation to tax and national insurance by H M Revenue and Customs. No amounts have been provided for in the accounts as the directors do not consider that any liability should be payable.

#### 22. Pension commitments

During the year £1,776 was payable into the pension scheme (2007: £2,030).

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MAY 2008

#### 22. Pension commitments (continued)

At the year end £89 was outstanding (2007: £nil) and has been included in other creditors.

#### 23. Related party transactions

During the year, management fees of £85,926 plus VAT were recharged by Amber Homes (St Ives) plc to Amber Developments (St Ives) Limited, a company controlled by N Roe, a director. At the year end Amber Developments (St Ives) Limited owed £101,950 (2007: £nil) to Amber Homes (St Ives) plc in respect of these costs which has been included in other debtors.

#### 24. Controlling party

There is no controlling party.

## DETAILED TRADING AND PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MAY 2008

	Page	2008 £	2007 £
Turnover	17	2,212,768	2,519,657
Cost of sales	17	(1,988,323)	(1,881,114)
Gross profit		224,445	638,543
Gross profit %		10.1 %	25.3 %
Other operating income	17	6,225	8,183
		230,670	646,726
Less: Overheads			
Administration expenses	17	(49,119)	(215,442)
Operating profit		181,551	431,284
Interest receivable	18	8,732	271
Interest payable	18	(98)	-
Profit for the year		190,185	431,555

## SCHEDULE TO THE DETAILED ACCOUNTS FOR THE YEAR ENDED 31 MAY 2008

	£	2007 £
Turnover		
Sales Other income	2,212,762 6	2,519,657 -
	2,212,768	2,519,657
	· · · · · · · · · · · · · · · · · · ·	
	2008 £	2007 £
Cost of sales		
Opening - work in progress Closing - work in progress Land development costs	2,401,171 (2,021,418) 859,165	2,070,009 (2,401,171) 1,201,653
Wages and salaries National insurance Pension costs	67,499 7,295 1,864	49,071 5,907 2,030
Interest payable Land and land acquisition costs	9,462 447,191	107,641 742,043
Architecture and design fees Professional fees Property selling	30,272 146,805 39,017	35,060 14,600 54,271
	1,988,323	1,881,114
	2008 £	2007 £
Other an arting income	Ł	£
Other operating income Rents receivable	6,225	8,183
	2008	2007
	£	£
Administration expenses		
Directors salaries Staff salaries Staff national insurance	73,000 106,607 18,982	70,000 61,731 12,423
Staff training Staff welfare	4,210 8,365	3,853 4,974
Motor running costs Entertainment Printing, stationary and postage	16,110 3,253 3,287	10,058 1,325 5,963
Telephone and fax Computer costs	3,303	3,936 660
Sub-total carried forward	237,117	174,923

## SCHEDULE TO THE DETAILED ACCOUNTS FOR THE YEAR ENDED 31 MAY 2008

Administration expenses (continued)	2008 £	2007 £
· · · · · · · · · · · · · · · · · · ·	227 447	174 022
Sub-total brought forward	237,117	174,923
General office expenses	4,749	-
Advertising and promotion Charity donations	401 750	- 700
Legal and professional	3,740	700
Auditors' remuneration	5,750	7,000
Accountancy fees	12,141	1,800
Bank charges	638	6,147
Rates	3,138	3,434
Light and heat	701	565
Insurances	6,707	4,721
Repairs and maintenance	993	4,940
Sundry establishment expenses	1,431	1,843
Depreciation - fixtures & fittings	3,319	4,800
Depreciation - freehold property	3,470	3,470
National House Building Council fees Costs transfered to WIP for Sunderland Road	- (50,000)	1,099
Costs transfered to WIP for Sundenand Road  Costs transfered WIP for Scotland Road	(50,000) (100,000)	-
Costs transferred to Amber Developments	(85,926)	-
Code tandened to smoot bovelepments	(00,020)	
	49,119	215,442
	2008 £	2007 £
Interest receivable		
Bank interest receivable	8,732	271
	2008 £	2007 £
Interest payable	£	Ł
Interest payable		
Bank overdraft interest payable	-	64,529
Bank loan interest payable	9,462	43,112
Other loan interest payable	98 (0.463)	(407.644)
Transfer interest payable to work in progress	(9,462)	(107,641)
	98	
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