Company registration number: 02969815

### DEVELOPMENT SECURITIES (GREENWICH) LIMITED

Annual report and financial statements

for the year ended 31 December 2010

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# ANNUAL REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2010

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## ANNUAL REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2010

#### OFFICERS AND PROFESSIONAL ADVISORS

#### **DIRECTORS**

M H Marx
C J Barwick
M S Weiner
G Prothero
Development Securities Estates PLC

#### **COMPANY SECRETARY**

H M Ratsey

#### **REGISTERED OFFICE**

Portland House Bressenden Place London SW1E 5DS

#### INDEPENDENT AUDITORS

PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
1 Embankment Place
London
WC2N 6RH

#### **DIRECTORS' REPORT**

#### for the year ended 31 December 2010

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

The company registration number is 02969815

#### PRINCIPAL ACTIVITY AND REVIEW OF THE BUSINESS

On 30 July 2010, the company changed its name to Development Securities (Greenwich) Limited

The principal activity of the company during the year was to provide funding to a joint venture entity in connection with a development. The directors do not foresee any change in the future activities of the company

#### RESULTS AND DIVIDENDS

The company's profit after taxation for the financial year is £51,143 (2009 £nil) The directors do not recommend the payment of a dividend (2009 £nil)

#### **DIRECTORS**

The directors who held office throughout the year and to date were as follows

M H Marx R H Pearse (resigned 27 January 2010) Development Securities Estates PLC C J Barwick M S Weiner (appointed 20 September 2010) G Prothero (appointed 20 September 2010)

#### DIRECTORS' AND OFFICERS' LIABILITY INSURANCE

The company maintains directors' and officers' liability insurance, which is reviewed annually and is considered to be adequately insured. Such qualifying third party indemnity provisions remain in place at the date of approving the directors' report.

#### PRINCIPAL RISKS AND UNCERTAINTIES

The management of the business and the execution of the company's strategy are subject to a number of risks. The company is a member of the Development Securities PLC group of companies. Further discussion of the risks and uncertainties, in the context of the group as a whole, is provided in the group's annual report which does not form part of this report.

#### **KEY PERFORMANCE INDICATORS ("KPIs")**

The directors of Development Securities PLC manage the group's operations on a group basis. For this reason, the company's directors believe that an analysis using KPIs for the company is not necessary or appropriate for an understanding of the development, performance or position of the business of the company. The development, performance and position of the group is discussed in the group's annual report which does not form part of this report.

#### DIRECTORS' REPORT

for the year ended 31 December 2010 (continued)

### STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE ANNUAL 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 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 judgements and accounting 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 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.

#### DISCLOSURE OF INFORMATION TO AUDITORS

In the case of each director in office at the date the directors' report is approved, the following applies

- (a) so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware, and
- (b) he has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information

#### INDEPENDENT AUDITORS

The auditors, PricewaterhouseCoopers LLP, who were appointed during the year, have indicated their willingness to continue in office and a resolution concerning their re-appointment will be proposed at the annual general meeting

Approved by the board of directors and signed by order the board

Director

March 2011

# INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF DEVELOPMENT SECURITIES (GREENWICH) LIMITED

We have audited the financial statements of Development Securities (Greenwich) Limited for the year ended 31 December 2010 which comprise the profit and loss account, the 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)

#### Respective responsibilities of directors and auditors

As explained more fully in the directors' responsibilities statement set out on page 3, 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.

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing

#### 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.

#### 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 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 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 period for which the financial statements are prepared is consistent with the financial statements

# INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF DEVELOPMENT SECURITIES (GREENWICH) LIMITED (continued)

#### 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

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Sonia Copeland (Senior Statutory Auditor)
For and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
London

28 March 2011

# PROFIT AND LOSS ACCOUNT for the year ended 31 December 2010

	Note	2010 £	2009 £
OPERATING RESULT	2	-	-
Interest receivable and similar income	3	51,143	<u> </u>
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		51,143	-
Tax on profit on ordinary activities	4		
PROFIT FOR THE FINANCIAL YEAR	8	51,143	

All amounts related to continuing activities

There is no material difference between the profit on ordinary activities before taxation and the profit for the year stated above and their historical cost equivalents

The company has no recognised gains and losses other than those included in the profit and loss account above and therefore no separate statement of total recognised gains and losses is presented

# BALANCE SHEET as at 31 December 2010

	Note	2010 £	2009 £
CURRENT ASSETS Debtors	5	1,494,595	425,100
CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR	6	(1,018,352)	
NET CURRENT ASSETS		476,243	425,100
NET ASSETS		476,243	425,100
CAPITAL AND RESERVES			
Called up share capital	7	100	100
Profit and loss account	8	476,143	425,000
TOTAL SHAREHOLDERS' FUNDS	8	476,243	425,100

These financial statements on pages 6 to 10 were approved by the board of directors on **25** March 2011

Signed on behalf of the board of directors

Prothero Firector

# NOTES TO THE FINANCIAL STATEMENTS for the year ended 31 December 2010

#### 1 ACCOUNTING POLICIES

#### Basis of accounting

These financial statements are prepared in accordance with the Companies Act 2006, and in accordance with applicable United Kingdom accounting standards and under the historical cost convention. The accounting policies adopted are consistent with the previous year.

#### Going concern

The directors have prepared the financial statements on the going concern basis, on the grounds that the company can meet its liabilities as they fall due

#### Cash flow statement and related party disclosures

The company is a wholly-owned subsidiary of Development Securities PLC and is included in the consolidated financial statements of Development Securities PLC, which are publicly available Consequently, the company has taken advantage of the exemption from preparing a cash flow statement under the terms of Financial Reporting Standard number 1 "Cash flow statements" (revised 1996) The company is also exempt under the terms of Financial Reporting Standard number 8 "Related party disclosures" from disclosing related party transactions with entities that are part of the Development Securities PLC group

#### Taxation

Current tax, including United Kingdom corporation tax and foreign tax where applicable, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date

Deferred taxation is provided in full on timing differences that result in an obligation at the balance sheet date to pay more tax, or a right to pay less tax, at a future date, at rates expected to apply when they crystallise based on current tax rates and law. Timing differences arise from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in financial statements. Deferred tax is not provided on timing differences arising from the revaluation of fixed assets where there is no binding contract to dispose of these assets. Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered. Deferred tax assets and liabilities are not discounted.

#### 2 OPERATING RESULT

The auditors' remuneration of £2,500 for the current financial year has been borne by Development Securities PLC, the ultimate parent company

None of the directors received any emoluments in respect of qualifying services provided to the company during the year (2009 £nil) Directors are remunerated by Development Securities PLC

The company does not have any employees (2009 none)

#### 3 INTEREST RECEIVABLE AND SIMILAR INCOME

	2010 £	2009 £
Other interest	51,143	

## NOTES TO THE FINANCIAL STATEMENTS for the year ended 31 December 2010 (continued)

#### 4 TAX ON PROFIT ON ORDINARY ACTIVITIES

#### Tax charge

There is no tax charge in the current year (2009 £nil)

The tax assessed for the year is lower than the standard rate of corporation tax in the United Kingdom of 28% (2009 28%) The differences are explained below

#### Factors affecting the current tax charge for the year

	2010 £	2009 £
Profit on ordinary activities before taxation	51,143	
Profit on ordinary activities multiplied by the standard rate in the United Kingdom 28% (2009 28%)	14,320	-
Effect of Group relief claimed for nil consideration	(14,320)	
Current tax charge for the year		

Further reductions to the UK corporation tax rate were announced in the March 2011 Budget. The changes, which are expected to be enacted separately each year, propose to reduce the rate by 2% in April 2011, followed by 1% per annum to 23% by 1 April 2014. The changes had not been substantively enacted at the balance sheet date and, therefore, are not recognised in these financial statements.

#### 5 DEBTORS

	2010 £	2009 £
Amounts due from related party	1,488,463	-
Other debtors	6,132	-
Amounts due from ultimate parent undertaking	<del>_</del>	425,100
	1,494,595	425,100

During the year, the company entered into a funding arrangement with a joint venture partner. The loan attracts a fixed coupon rate of 8 5% per annum

There is neither a set date nor terms for repayment of the outstanding amounts owed by the ultimate parent undertaking and interest is not charged on this balance

### 6 CREDITORS AMOUNTS FALLING DUE WITHIN ONE YEAR

	2010 £	2009 £
Amounts owed to ultimate parent undertaking 1,0	18,352	

There is neither a set date nor terms for repayment of the unsecured amounts owed to the ultimate parent undertaking and interest is not charged on this balance

# NOTES TO THE FINANCIAL STATEMENTS for the year ended 31 December 2010 (continued)

#### 7 CALLED UP SHARE CAPITAL

	2010 £	2009 £
Authorised: 100 ordinary shares of £1 each	100	100
Allotted and fully paid: 100 ordinary shares of £1 each	100	100

#### 8 RECONCILIATION OF SHAREHOLDERS' FUNDS AND MOVEMENT ON RESERVES

	Called up share capital £	Profit and loss account	Total shareholders' funds £
At 1 January 2010	100	425,000	425,100
Profit for the financial year		51,143	51,143
At 31 December 2010	100	476,143	476,243

#### 9 ULTIMATE AND IMMEDIATE CONTROLLING PARTY

The ultimate parent and controlling company of the largest and smallest group of which Development Securities (Greenwich) Limited is a member and for which consolidated accounts are produced is Development Securities PLC

The immediate parent company is Development Securities (Projects) Limited Both companies are incorporated in Great Britain and registered in England and Wales

Copies of the annual report and financial statements of Development Securities PLC and Development Securities (Projects) Limited can be obtained from Portland House, Bressenden Place, London SW1E 5DS