

Registered Number 5175599
(Registered in England and Wales)
Mr J Johnston No 5 Commercial Developments Limited
Unaudited Annual Report and Accounts
For the Year Ended 30 September 2010



Mr J Johnston No.5 Commercial Developments Limited

Registered Number 5175599

Company Information

Directors:

K T Larkin

E M Porteous

S R Daniels

Secretary:

Capital Trading Companies Secretaries Limited

Registered Office:

7 Swallow Street

London

W1B 4DE

Business Address:

7 Swallow Street

London

W1B 4DE

Bankers:

Close Brothers Limited

10 Crown Place

London

UK

EC2A 4FT

Mr J Johnston No.5 Commercial Developments Limited

Registered Number 5175599

Directors' Report

The directors present their report and accounts for the year ended 30 September 2010

Results and dividends

The loss for the year after taxation amounted to £6,537	(2009 Profit of £12,489)
There were no dividends paid or proposed during the year	(2009 Dividends of £-)

Principal Activity

The company continues to trade as a developer. The company has entered into sixteen development partnerships undertaking development projects, eight of these projects have been completed. The company has current interests in eight developments, these are detailed in the notes to the accounts.

Post Balance Sheet Event

On 7 October 2010, Close Brothers Group plc ('Close') announced the sale of its property fund management business to the Alpha Real Capital LLP group ('Alpha'). This is a result of Close's strategic decision to reposition its Asset Management Division to focus on UK wealth and discretionary management, and follows the deconsolidation of its private equity businesses in 2009.

Upon completion of the sale, the registered office of the Company was changed to reflect the transfer of the provision of Close's services to the Company from Close to Alpha.

Directors:

The following directors served during the year

K T Larkin

E M Porteous

S R Daniels

Appointed 20/11/2009

M A Towns

Resigned 20/11/2009

The directors had no interests in the ordinary shares of the company as at 30 September 2010, at the 30 September 2009 or at the date of their appointment.

Appropriate directors' and officers' liability insurance is in place in respect of all the company's directors.

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Directors' Report (Continued)**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 these financial statements, the directors are required to

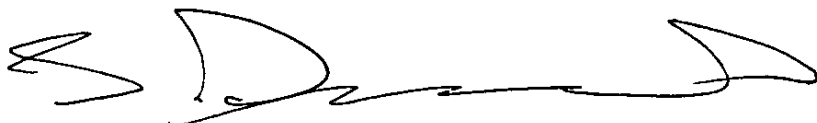
- select suitable accounting policies and then apply them consistently,
- make judgments and accounting estimates that are reasonable and prudent,
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business

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.

The report of the directors has been prepared in accordance with the special provisions relating to companies subject to the small companies regime within Part 15 of the Companies Act 2006.

This report was approved by the board and authorised for issue on the 21 March 2011

And signed on their behalf by
S R Daniels, Director

A handwritten signature in black ink, appearing to be 'S R Daniels', written over a horizontal line.

Mr J Johnston No.5 Commercial Developments Limited

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Profit and Loss Account for the year ended 30 September 2010

	Notes	2010 £	2009 £
Partnership income	2	452	19,613
Partnership losses	3	(6,863)	(7,862)
Administration costs	4	(166)	(166)
Operating profit / (loss)		(6,577)	11,585
Interest - receivable		40	179
Profit / (loss) on ordinary activities before taxation		(6,537)	11,764
Taxation	5	-	725
Retained profit/(loss) for the financial year	10	(6,537)	12,489

All results relate to continuing activities

All recognised gains and losses are included in the profit and loss account

The notes to the accounts form part of these financial statements

Mr J Johnston No 5 Commercial Developments Limited

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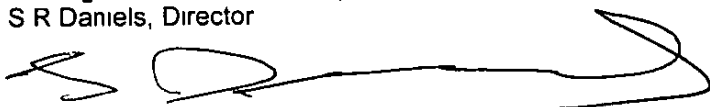
Balance Sheet as at 30 September 2010

		2010		2009	
	Notes	£	£	£	£
Fixed assets					
Interests in developments	6		81,400		89,455
			<u>81,400</u>		<u>89,455</u>
Current assets					
Debtors	7	1,699		4,906	
Cash at bank and in hand		13,898		16,099	
Total current assets		<u>15,597</u>		<u>21,005</u>	
Creditors' amounts falling due within one year	8	(15,968)		(23,095)	
Net current liabilities			(371)		(2,090)
Total assets less current liabilities			<u>81,029</u>		<u>87,365</u>
Capital and reserves					
Called up share capital	9		50,000		50,000
Share premium	10		38,307		38,307
Revaluation reserve	10		4,795		4,594
Profit and Loss account	10		(12,073)		(5,536)
Shareholders funds			<u>81,029</u>		<u>87,365</u>

- a For the year ended 30 September 2010 the company was entitled to exemption from audit under section 477 of the Companies Act 2006
- b Members have not required the company to obtain an audit in accordance with section 476 of the Companies Act 2006
- c The directors acknowledge their responsibility for
- ensuring the company keeps accounting records which comply with Section 386 and the companies act 2006, and
 - preparing accounts which give true and fair view of the state of affairs of the company as at the end of the financial year, and of its profit and loss for the financial year, in accordance with the requirements of section 396 of the companies act 2006, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as is applicable to the company
- d The accounts have been prepared in accordance with the special provisions relating to companies subject to the small companies regime within Part 15 of the Companies Act 2006 and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008)

Approved by the board and authorised for issue on 21 March 2011

And signed on their behalf by
S R Daniels, Director



Mr J Johnston No.5 Commercial Developments Limited

Registered Number 5175599

Notes to the accounts

For the year ended 30 September 2010

1 Accounting policies

1.1 Basis of Preparation

The accounts are prepared under the historical cost convention as modified by the revaluation of certain assets where applicable, in accordance with the Financial Reporting Standards for Smaller Entities (effective January 2007)

The company has taken advantage of the exemption in Financial Reporting Standard No 1 from the requirement to produce a cash flow statement on the grounds that it is a small company

These accounts have been prepared on a going concern basis

1.2 Partnership Income and Losses

Partnership income and losses are shown on an accruals basis

Partnership income and losses represent income or losses derived from development partnerships

1.3 Fixed Assets

Interests in forestry development partnerships are valued annually with a combination of desk top valuations by the forestry managers and independent valuations on an open market basis by John Clegg & Co. Any change in valuation is taken to the revaluation reserve

All other interests in development partnerships are stated at cost

1.4 Issue Costs

Issue costs have been deducted from the share premium account in accordance with Financial Reporting Standard No 4

2 Partnership income

2010

2009

£

£

Net profits for the year as follows

Commercial

Beckenham	-	810
Bicester	448	-
Bury St Edmunds	-	2,095
Leeds	-	83
Milton Keynes	-	3,546
Newmarket	-	1,077
Park Royal	-	10,588
Rugby	-	1,254
	<u>448</u>	<u>19,453</u>

Forestry

CTC Forestry No 1	-	160
	<u>-</u>	<u>160</u>

Loan Partnership

CTC Loan Partnership	4	-
	<u>4</u>	<u>-</u>

Grand Total

	<u>452</u>	<u>19,613</u>
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3 Partnership losses

2010

2009

£

£

Net losses for the year as follows

Commercial

Bicester	-	1,909
High Wycombe	1,943	2,908
Northampton	102	282
Papworth	1,661	428
Rugby	2,572	-
Telford	163	2,048
	<u>6,441</u>	<u>7,575</u>

Forestry

CTC Forestry No 1	362	-
	<u>362</u>	<u>-</u>

Residential

Willow Farm	60	287
	<u>60</u>	<u>287</u>

Grand Total

	<u>6,863</u>	<u>7,862</u>
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4 Administration costs

	2010	2009
	£	£
Directors' costs	150	150
Directors' insurance	16	16
	<u>166</u>	<u>166</u>

5 Taxation

	2010	2009
	£	£
UK corporation tax Payable / (Receivable)	-	(725)
	<u>-</u>	<u>(725)</u>

6 Fixed assets

	2010	2009
	£	£
Commercial		
Bicester	7,993	10,263
High Wycombe	15,000	15,000
Northampton	-	2,716
Papworth	11,725	9,627
Rugby	397	4,226
Telford	-	8,029
	<u>35,115</u>	<u>49,861</u>
Farming		
First CTC Farming Partnership	10,000	-
	<u>10,000</u>	<u>-</u>
Forestry		
CTC Forestry No 1	28,795	28,594
	<u>28,795</u>	<u>28,594</u>
Loan Partnership		
CTC Loan Partnership	1,000	-
	<u>1,000</u>	<u>-</u>
Residential		
Willow Farm	6,490	11,000
	<u>6,490</u>	<u>11,000</u>
Grand Total	<u>81,400</u>	<u>89,455</u>

6 Fixed assets (Continued)

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Movement In The Year

01 October 2009	89,455
Additions	13,098
Disposals	(21,354)
Revaluations	201
30 September 2010	<u>81,400</u>

7 Debtors

	2010	2009
	£	£
Trade Debtors		
CTC Forestry No 1	1,562	1,924
CTC Loan Partnership	4	-
Rugby	119	2,202
Other Debtors		
UK corporation tax	-	762
Accrued interest	2	6
Prepaid directors' insurance	12	12
	<u>1,699</u>	<u>4,906</u>

8 Creditors. amounts falling due within one year

	2010	2009
	£	£
Trade Creditors		
Bicester	7,114	7,562
High Wycombe	4,441	2,498
Northampton	-	2,614
Papworth	3,869	2,208
Telford	-	7,691
Willow Farm	440	380
Other Creditors		
UK corporation tax	-	38
Directors' costs	104	104
	<u>15,968</u>	<u>23,095</u>

9 Share capital

	2010	2009
	£	£
Authorised share capital		
1,000,000 Ordinary Shares of 50p each	<u>500,000</u>	<u>500,000</u>
Allotted, called up and fully paid		
100,000 Ordinary shares of 50p each	<u>50,000</u>	<u>50,000</u>

10 Reconciliation of Movements in Shareholders Funds

	Share Capital	Share Premium	Revaluation Reserve	Profit & Loss account	Total Shareholders Funds
	£	£	£	£	£
As at 01 October 2008	50,000	38,307	5,084	(18,025)	75,366
Shares issued net of issue costs	-	-			-
Revaluation movement			(490)		(490)
Retained profit/(loss) for the year				12,489	12,489
Dividends				-	-
As at 30 September 2009	<u>50,000</u>	<u>38,307</u>	<u>4,594</u>	<u>(5,536)</u>	<u>87,365</u>
As at 01 October 2009	50,000	38,307	4,594	(5,536)	87,365
Shares issued net of issue costs	-	-			-
Revaluation movement			201		201
Retained profit/(loss) for the year				(6,537)	(6,537)
Dividends				-	-
As at 30 September 2010	<u>50,000</u>	<u>38,307</u>	<u>4,795</u>	<u>(12,073)</u>	<u>81,029</u>

11 Related party disclosures

S R Daniels, director of the company is also an employee of Alpha Real Property Investment Advisers LLP (ARPIA)

Post the Balance Sheet date ARPIA took on the provision of services to the company that Close Asset Management (CAML) previously provided. CAML charged initial fees of 11.69% on the subscribed share capital. The director was also previously an employee of CAML.

ARPIA now administers the partnerships in which the company had an interest during the year. For this service ARPIA receives fees as stated below. Fees taken during the year were received by CAML.

2.5% p.a. on High Wycombe Development Partnerships capital

1.0% p.a. on Palmer 5TH Special Opportunities Development Partnerships capital

1.05% p.a. on Forestry Development Partnerships Gross purchase cost

2.5% p.a. on Residential Development Partnerships capital

12 Ultimate Controlling Party

The ultimate controlling party is James Johnston who holds 100% of the share capital.