

Registered number: 05400243

BALLYMORE (WOOD WHARF) LIMITED

Directors' report and financial statements

for the year ended 31 March 2012

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BALLYMORE (WOOD WHARF) LIMITED

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BALLYMORE (WOOD WHARF) LIMITED

Company Information

DIRECTORS	B.Fagan D.Pearson (appointed 9 November 2011) D.Brophy (resigned 4 November 2011)
COMPANY SECRETARY	B.Fagan
COMPANY NUMBER	05400243
REGISTERED OFFICE	St John's House 5 South Parade Summertown Oxford OX2 7JL
AUDITOR	KPMG Chartered Accountants 1 Stokes Place St Stephen's Green Dublin 2 Ireland
SOLICITORS	Howard Kennedy Harcourt House 19 Cavendish Square London W1A 2AW

BALLYMORE (WOOD WHARF) LIMITED

Directors' report for the year ended 31 March 2012

The directors present their report and the financial statements for the year ended 31 March 2012

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;
- 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.

PRINCIPAL ACTIVITIES AND REVIEW OF BUSINESS

The company is an investment holding company. During the year the company disposed of its investments in joint ventures

RESULTS

The profit for the year, after taxation, amounted to £5,033,474 (2011 - £314,735). A dividend of 6,262,696 was paid during the year.

DIRECTORS

The directors who served during the year were

B Fagan
D Pearson (appointed 9 November 2011)
D Brophy (resigned 4 November 2011)

BALLYMORE (WOOD WHARF) LIMITED

**Directors' report
for the year ended 31 March 2012**

PROVISION OF INFORMATION TO AUDITOR

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 auditor is 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 auditor in connection with preparing its report and to establish that the company's auditor is aware of that information.

AUDITOR

Under section 487(2) of the Companies Act 2006, KPMG will be deemed to have been reappointed as auditor 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 and signed on its behalf.

A handwritten signature in black ink, appearing to be 'D. Pearson', written over a circular stamp or seal.

D. Pearson
Director
Date 31 July 2012



KPMG
Chartered Accountants
1 Stokes Place
St. Stephen's Green
Dublin 2
Ireland

Independent auditor's report to the members of Ballymore (Wood Wharf) Limited

We have audited the financial statements of Ballymore (Wood Wharf) Limited for the year ended 31 March 2012, set out on pages 6 to 12. 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 AUDITOR

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

A description of the scope of an audit of financial statements is provided on the Auditing Practices Board's website at 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 31 March 2012 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.



BALLYMORE (WOOD WHARF) LIMITED

Independent auditor's report to the members of Ballymore (Wood Wharf) 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.

C. Mullen (Senior statutory auditor)
for and on behalf of
KPMG
Chartered Accountants
Dublin

31 July 2012

BALLYMORE (WOOD WHARF) LIMITED

Profit and loss account for the year ended 31 March 2012

	Note	2012 £	2011 £
Administrative expenses		(5,080)	(62,609)
OPERATING LOSS	2	(5,080)	(62,609)
Investment income	3	196,029	377,344
Profit on disposal of investments	3	4,842,525	-
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		5,033,474	314,735
Tax on profit on ordinary activities	4	-	-
PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION		5,033,474	314,735
PROFIT BROUGHT FORWARD		1,229,222	914,487
Dividends paid		(6,262,696)	-
RETAINED PROFIT CARRIED FORWARD		-	1,229,222

All amounts relate to continuing operations.

There were no recognised gains and losses for 2012 or 2011 other than those included in the Profit and loss account

The notes on pages 8 to 12 form part of these financial statements.

BALLYMORE (WOOD WHARF) LIMITED
Registered number: 05400243

Balance sheet
as at 31 March 2012

	Note	£	2012 £	£	2011 £
FIXED ASSETS					
Investments	5		-		557,866
CURRENT ASSETS					
Debtors	6	1	22,995,226		
Cash at bank		-	43,642		
		1	23,038,868		
CREDITORS: amounts falling due within one year	7	-	(22,367,511)		
NET CURRENT ASSETS			1		671,357
NET ASSETS			1		1,229,223
CAPITAL AND RESERVES					
Called up share capital	8		1		1
Profit and loss account	9		-		1,229,222
SHAREHOLDERS' FUNDS	10		1		1,229,223

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:


D. Pearson
 Director
 Date: 31 July 2012

BALLYMORE (WOOD WHARF) LIMITED

Notes to the financial statements for the year ended 31 March 2012

1. ACCOUNTING POLICIES

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the company's financial statements

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 financial statements are prepared in UK Sterling, which is the functional currency of the company

Taxation

Current tax is provided at amounts expected to be paid or recovered using the tax rates and laws that have been enacted or substantially enacted by the balance sheet date.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Provision is made at the rates expected to apply when the timing differences reverse. Timing differences are differences between taxable profits and the results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

A net deferred tax asset is regarded as recoverable and therefore recognised only when, on the basis of all available evidence, 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

Cash flow statement

The directors have availed of the exemption contained in Financial Reporting Standard 1 and, accordingly, no cash flow statement is presented

Financial fixed assets

Financial fixed assets are shown at cost less provisions for impairments in value. Income from financial fixed assets, together with any related tax cost, is recognised in the profit and loss account in the year in which it is received

Consolidation

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

Dividends

Dividends are recognised in the period in which they are approved by the company's shareholders. Dividends declared after the balance sheet date are disclosed in the post balance sheet events note.

BALLYMORE (WOOD WHARF) LIMITED

Notes to the financial statements for the year ended 31 March 2012

2. OPERATING LOSS

The operating loss is stated after charging:

	2012 £	2011 £
Auditor's remuneration	5,000	-

During the year, no director received any emoluments (2011 - £NIL) The company has no employees (2011: none)

3. INVESTMENT INCOME

	2012 £	2011 £
Receivable from joint ventures	196,029	377,344
Profit on disposal of investment	4,842,525	-

Investment income comprises interest of 10% per annum receivable on loans advanced to Canary Wharf Ballymore Limited.

On 30th December 2011, the company sold its shares in Canary Wharf Ballymore Limited and Canary Wharf Ballymore (General Partner) Limited. These companies held investments in the Wood Wharf Partnership.

4. TAXATION

Factors affecting tax charge for the year

The tax assessed for the year is lower than (2011 - lower than) the standard rate of corporation tax in the UK of 26% (2011 - 28%). The differences are explained below

	2012 £	2011 £
Profit on ordinary activities before tax	5,033,474	314,735
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 26% (2011 - 28%)	1,308,703	88,126
Effects of:		
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment	-	17,514
Book profit on chargeable assets	(1,259,057)	-
Group relief	(49,646)	(105,640)
Current tax charge for the year	-	-

Factors that may affect future tax charges

The corporation tax rate of 26% effective from 1 April 2011 will continue to reduce gradually to 22% by 2014.

There is no unprovided deferred tax at 31 March 2012.

BALLYMORE (WOOD WHARF) LIMITED

Notes to the financial statements for the year ended 31 March 2012

4. TAXATION (continued)

Factors that may affect future tax charges

The corporation tax rate of 26% effective from 1 April 2011 will continue to reduce gradually to 22% by 2014.

There is no unprovided deferred tax at 31 March 2012.

5. FINANCIAL FIXED ASSET

	Shares in joint ventures £
Cost or valuation	
At 1 April 2011	557,866
Disposals	(557,866)
At 31 March 2012	-
Net book value	
At 31 March 2012	-
At 31 March 2011	557,866

During the year the company sold its shares in Canary Wharf Ballymore Limited and Canary Wharf Ballymore (General Partner) Limited

6. DEBTORS

	2012 £	2011 £
Amounts owed by group undertakings	1	-
Amounts owed by Canary Wharf Ballymore Limited	-	12,792,796
Amounts owed by Canary Wharf Ballymore (General Partner) Limited	-	7,612,500
Loan note advanced to Canary Wharf Ballymore Limited	-	1,449,063
Interest receivable from Canary Wharf Ballymore Limited	-	1,140,867
	<u>1</u>	<u>22,995,226</u>

7. CREDITORS:

Amounts falling due within one year

	2012 £	2011 £
Amounts owed to group undertakings	-	22,367,511

BALLYMORE (WOOD WHARF) LIMITED

Notes to the financial statements for the year ended 31 March 2012

8. SHARE CAPITAL

	2012	2011
	£	£
Authorised		
1,000 ordinary shares of £1 each	<u>1,000</u>	<u>1,000</u>
Allotted, called up and fully paid		
1 ordinary share of £1	<u>1</u>	<u>1</u>

9. RESERVES

	Profit and loss account £
At 1 April 2011	1,229,222
Profit for the year	5,033,474
Dividends Equity capital	(6,262,696)
At 31 March 2012	<u><u>-</u></u>

10. RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS

	2012	2011
	£	£
Opening shareholders' funds	1,229,223	914,488
Profit for the year	5,033,474	314,735
Dividends	(6,262,696)	-
Closing shareholders' funds	<u><u>1</u></u>	<u><u>1,229,223</u></u>

BALLYMORE (WOOD WHARF) LIMITED

Notes to the financial statements for the year ended 31 March 2012

11. RELATED PARTY TRANSACTIONS AND CONTROL

The company is a wholly owned subsidiary of Ballymore Wood Wharf Holdings Limited, a company incorporated in England and Wales. Ballymore Wood Wharf Holdings Limited is a wholly owned subsidiary of Ballymore Properties Limited, which in turn is a subsidiary of Ballymore Properties Holdings Limited, both companies incorporated in England and Wales. The company's ultimate parent company is Ballymore Properties, a company incorporated in the Republic of Ireland. The company was controlled throughout the year by Mr S Mulryan.

The largest group in which the results of the company are consolidated is that headed by Ballymore Properties.

The smallest group in which the results of the company are consolidated is that headed by Ballymore Properties Limited. The consolidated financial statements of Ballymore Properties Limited are available from the company's registered office which is St John's House, 5 South Parade, Summertown, Oxford, OX2 7JL.

The company has availed of the exemption available under FRS 8 - Related Party Disclosures, from disclosing transactions with Ballymore Properties and its subsidiary undertakings. Canary Wharf Ballymore Limited and Canary Wharf Ballymore (General Partner) Limited are related parties of the company based on its investment in those companies. Other related party transactions and balances are disclosed throughout the financial statements.

12. POST BALANCE SHEET EVENTS

There were no significant post balance sheet events which would materially affect the financial statements.