'companies House'

Company Registration No 05472491

Albourne Property Public Limited Company

FINANCIAL STATEMENTS

for the year ended

31 March 2012

TUESDAY

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11/09/2012 COMPANIES HOUSE #26

Albourne Property Public Limited Company officers and professional advisers

DIRECTORS

A L Johnson R P Tillard

P M Whitaker

SECRETARY

R P Tillard

REGISTERED OFFICE

Millfield Barn Pickwell Lane Bolney Haywards Heath West Sussex RH17 5RH

AUDITORS

Baker Tilly UK Audit LLP Chartered Accountants 2 Whitehall Quay Leeds LS1 4HG

DIRECTORS' REPORT

The directors submit their report and the group financial statements of Albourne Property Public Limited Company for the year ended 31 March 2012

PRINCIPAL ACTIVITIES

The principal activity of the group during the year was to hold an investment in Retail Development Partnership, a limited partnership The principal activity of the subsidiary company was to provide management services to Retail Development Partnership

REVIEW OF THE BUSINESS AND FUTURE DEVELOPMENTS

The group will continue to provide management services to the limited partnership into the foreseeable future

PRINCIPAL RISKS AND UNCERTAINTIES

Property Values – The Company is exposed to fluctuations in market values of properties. The directors manage this risk by setting a property investment and development strategy and appraisal process, as well as monitoring local macro-economic and property market trends. In doing so, the directors aim to enhance values

Property Demand - There has been a general decrease in investor demand in the real estate market. The directors actively manage and appraise developments to ensure they remain desirable and competitively priced.

FINANCIAL INSTRUMENTS - RISK MANAGEMENT

Cashflows and liquidity - Management control and monitor the company's cashflow on a regular basis including forecasting future cashflows

The shareholders will continue to lend money to the company so that it can meet all its liabilities as they fall due, until such time that the company no longer requires its cashflows to be supported

KEY PERFORMANCE INDICATORS

The Directors are of the opinion that analysis using key performance indicators is not necessary for an understanding of the development, performance or position of the business

DIRECTORS

The following directors have held office during the year

P M Whitaker A L Johnson R P Tillard

POLICY ON PAYMENT OF CREDITORS

It is group policy to agree and clearly communicate the terms of payment as part of the commercial arrangements negotiated with suppliers and then to pay according to those terms based on the timely receipt of an accurate invoice. The company supports the CBI Prompt Payers code. A copy of the code can be obtained from the CBI at Centre Point, 103 New Oxford Street, London, WC1A 1DU

Albourne Property Public Limited Company DIRECTORS' REPORT

DISABLED PERSONS

The Group will employ disabled persons when they appear to be suitable for a particular vacancy and every effort is made to ensure that they are given full and fair consideration when such vacancies arise. Disabled employees are given access to training and full and fair consideration when career development and promotion opportunities arise. There were no disabled persons employed by the Group during the year.

AUDITORS

Baker Tilly UK Audit LLP has indicated its willingness to continue in office

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

The directors who were in office on the date of approval of these financial statements have confirmed, as far as they are aware, that there is no relevant audit information of which the auditors are unaware. Each of the directors have confirmed that they have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that it has been communicated to the auditors

By order of the board

R P Tillard Secretary

3 August 2012

Albourne Property Public Limited Company DIRECTORS' RESPONSIBILITIES IN THE PREPARATION OF 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 group and the company and of the profit or loss of the group and the company for that period

In preparing those financial statements, the directors are required to

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

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the group's and the company's transactions and disclose with reasonable accuracy at any time the financial position of the group and 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 group and the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF ALBOURNE PROPERTY PUBLIC LIMITED COMPANY

We have audited the group and parent company financial statements on pages 6 to 18 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 more fully explained in the Directors' Responsibilities Statement set out on page 4, 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/

Opinion on financial statements

In our opinion the financial statements

- give a true and fair view of the state of the group and parent company's affairs as at 31 March 2012 and of the group 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

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 by the parent company, or returns adequate for our audit have not been received from branches not visited by us, or
- the parent company financial statements are not in agreement with the accounting records and returns,
- 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

Paul Byrne BSc MBA FCA (Senior Statutory Auditor)

beller My MK Andet Cas For and on behalf of BAKER TILLY UK AUDIT LLP, Statutory Auditor

Chartered Accountants 2 Whitehall Quay

Leeds LS1 4HG

7 September 2012

Albourne Property Public Limited Company CONSOLIDATED PROFIT AND LOSS ACCOUNT

for the year ended 31 March 2012

		2012 £	2011 £
TURNOVER	1	548,568	237,533
Cost of sales		(183,520)	(79,396)
			
Gross profit		365,048	158,137
Other operating expenses		(226,932)	(177,500)
		<u> </u>	
OPERATING PROFIT/(LOSS)		138,116	(19,363)
Interest payable	2	(3,573)	(199)
PROIFT/(LOSS) ON ORDINARY ACTIVITIES BEFORE TAXATION	4	134,543	(19,562)
Taxation	5	-	2,283
			(45.050)
PROFIT/(LOSS) FOR THE FINANCIAL YEAR		134,543	(17,279)

The profit/(loss) for the year arises from the group's continuing operations

No separate Statement of Total Recognised Gains and Losses has been presented as all such gains and losses have been dealt with in the Profit and Loss account

Albourne Property Public Limited Company CONSOLIDATED BALANCE SHEET Company

Company Registration No 05472491

31 March 2012

	Notes	2012 £	2011 £
FIXED ASSETS		1.621	550
Tangible Assets Investments	6 7	1,621 465,500	552 465,500
		467,121	466,052
CUIDDENT ACCETC			
CURRENT ASSETS Stocks	8	103,874	52,194
Debtors	9	7,215	3,220
Cash at bank and in hand		31,603	140,251
		142,692	195,665
CREDITORS Amounts falling due within one year	10	(525,657)	(989,044)
NET CURRENT LIABILITIES		(382,965)	(793,379)
TOTAL ASSETS LESS CURRENT LIABILITIES		84,156	(327,327)
CREDITORS: Amounts falling due in more than one year	11	(276,940)	-
		(102.794)	(227.227)
		(192,784)	(327,327)
CAPITAL AND RESERVES	10	50.000	50,000
Called up share capital	12 13	50,000 (242,784)	50,000 (377,327)
Profit and loss account	13	(242,704)	
SHAREHOLDERS' DEFICIT	14	(192,784)	(327,327)

The financial statements on pages 6 to 18 were approved by the board of directors and authorised for issue on 3 o August 2012 and are signed on its behalf by

R P Tillard

Director

Albourne Property Public Limited Company BALANCE SHEET

31 March 2012

	Notes	2012 £	2011 £
FIXED ASSETS			
Tangible Assets	6	1,621	552
Investments	7	465,002	465,002
		466,623	465,554
CURRENT ASSETS	0	102.074	52.104
Stocks	8	103,874	52,194
Debtors	9	18,661	3,220
Cash at bank and in hand		31,603	140,251
		154,138	195,665
CREDITORS Amounts falling due within one year	10	(356,687)	(623,450)
NET CURRENT LIABILITIES		(202,549)	(427,785)
TOTAL ASSETS LESS CURRENT LIABILITIES		264,074	37,769
CREDITORS Amounts failing due in more than one year	11	(276,940)	-
NET (LIABILITIES)/ASSETS		(12,866)	37,769
···//			
CAPITAL AND RESERVES	12	50,000	50,000
Called up share capital Profit and loss account	12	(62,866)	(12,231)
Profit and loss account	13	(02,000)	
SHAREHOLDERS'(DEFICIT)/FUNDS	14	(12,866)	37,769
			

The financial statements on pages 6 to 18 were approved by the board of directors and authorised for issue on 30 August 2012 and are signed on its behalf by

R P Tillard

Director

Albourne Property Public Limited Company CONSOLIDATED CASHFLOW STATEMENT for the year ended 31 March 2012

	Notes	2012 £	2011 £
Cash flow from operating activities	15a	(103,255)	278,790
Returns on investments and servicing of finance	15b	(3,573)	(199)
Taxation		•	2,283
Capital expenditure and servicing of finance	15b	(1,820)	(734)
CASH (OUTFLOW)/INFLOW BEFORE FINANCING		(108,648)	280,140
Financing	15b	(301,417)	(146,754)
(DECREASE)/INCREASE IN CASH IN THE YEAR		(410,065)	133,386
RECONCILIATION OF NET CASH FLOW TO MOVE	EMENT IN D	2012	2011
(Decrease)/increase in cash in the period		£ (410,065)	£ 133,386
Cash outflow from decrease in debt		24,477	146,754
MOVEMENT IN NET DEBT IN YEAR		(385,588)	280,140
NET DEBT AT 31 MARCH 2011		(162,023)	(442,163)
NET DEBT AT 31 MARCH 2012	15c	(547,611)	(162,023)

ACCOUNTING POLICIES

31 March 2012

BASIS OF ACCOUNTING

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

BASIS OF CONSOLIDATION

The consolidated financial statements incorporate those of Albourne Property Public Limited Company and its subsidiary undertaking, Albourne Developments (RDP) Limited No profit and loss account is presented for Albourne Property Public Limited Company as permitted by S408 Companies Act 2006

GOING CONCERN

As at 31 March 2012 the group has net current liabilities of £382,964 (2011 £793,379) The principal activity of the group is to provide management services to Retail Development Partnership. The limited partnership has confirmed continued financial support to the group and for this reason the directors believe it is appropriate to prepare the accounts on a going concern basis.

TURNOVER

Turnover represents the right to consideration for the provision of management services in the group's role as management services provider to a limited partnership. All turnover arose within the United Kingdom

TANGIBLE FIXED ASSETS

Fixed assets are stated at historical cost

Depreciation is provided on all tangible fixed assets at rates calculated to write each asset down to its estimated residual value evenly over its expected useful life, as follows -

Office Equipment/Fixtures and Fittings

25% straight line

Motor Vehicles

25% straight line

WORK IN PROGRESS

Work in progress is valued at the lower of cost and net realisable value. Net realisable value is based upon estimated selling price less further costs expected to be incurred to completion and disposal

INVESTMENTS

Investments are valued at cost less provision for any permanent diminution in value

DEFERRED TAXATION

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. Timing differences are differences between the company's taxable profits and its 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

Deferred tax is measured at the average tax rates that are expected to apply in the periods in which timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantially enacted by the balance sheet date. Deferred tax is measured on a non-discounted basis

Albourne Property Public Limited Company NOTES TO THE FINANCIAL STATEMENTS for the year ended 31 March 2012

	THE PROJECT AND LOSS ON OPPINARY ACTIVITIES DECODE	TAVATION	
1	TURNOVER AND LOSS ON ORDINARY ACTIVITIES BEFORE		
	The group's turnover and loss before taxation were all derived from are wholly undertaken in the UK	its principal activ	ties which
2	INTEREST PAYABLE	2012 £	2011 £
	Bank Interest	3,573	199
		3,573	199
3	EMPLOYEES	2012 No	2011 No
	The average monthly number of persons (including directors) employed by the company during the year was		
	Administrative Management	2 3	2 3
		5	5
		2012 £	2011 £
	Staff costs for above persons Wages and salaries Social security costs	128,550 13,877	55,199 4,966
		142,427	60,165
	DIRECTORS' REMUNERATION	2012 £	2011 £
	Aggregate emoluments including benefits in kind	104,695	39,248

Albourne Property Public Limited Company NOTES TO THE FINANCIAL STATEMENTS for the year ended 31 March 2012

4	PROFIT/(LOSS) ON ORDINARY ACTIVITIES BEFORE TAXATION	2012 £	2011 £
	Profit/(Loss) on ordinary activities before taxation is stated after charging Depreciation and amounts written off tangible fixed assets Charge for the period		
	owned assets	751	5,960
	Auditors' remuneration – as auditors	5,500	5,500
	other services (taxation)	2,601	1,900
	Profit on disposal	•	-
5	TAXATION	2012 £	2011 £
	Corporation tax	~	
	Current tax		_
	Adjustments in respect of prior years		(2,283)
	, , ,		
		-	(2,283)
	Factors offsating the tay sharps for the year		
	Factors affecting the tax charge for the year	2012	2011
		£	£
	Profit/(loss) on ordinary activities before tax	134,543	(19,562)
	Profit/(loss) on ordinary activities multiplied by the standard rate of		(- . - .)
	corporation tax in the UK of 26% (2011 28%)	34,981	(5,477)
	Expenses not deductible for tax purposes	2,994	2,135
	Accelerated capital allowances	(561)	1,094
	Share of Partnership profit/(losses)	8,458	(20,327)
	Deferred tax rate difference	-	2,292
	Tax losses carried forward	-	34,458
	Tax losses utilised	-	(31,140)
	Share of partnership rental (loss)/income	(388)	16,965
	Short term timing differences	(45,484)	-
		-	-

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 March 2012

6	TANGIBLE FIXED ASSETS		0.00	
	GROUP AND COMPANY	Fixtures & Fittings £	Office equipment £	Total £
	Cost or valuation 1 April 2011 Additions	5,712	19,475 1,820	25,187 1,820
	31 March 2012	5,712	21,295	27,007
	Depreciation 1 April 2011 Charged in the year	5,160 552	19,475 199	24,635 751
	31 March 2012	5,712	19,674	25,386
	Net book value 31 March 2012	-	1,621	1,621
	Net book value 31 March 2011	552	-	552
7	FIXED ASSET INVESTMENT			2012
	GROUP Cost at 31 March 2011 and 31 March 2012			£ 465,500

The group holds an investment of £465,000 in Retail Development Partnership, a limited partnership and 50% of the shares in the general partner of the limited partnership. The General Partner has management control of the limited partnership. However, the group has only contributed 5% of the capital of the limited partnership and as such the limited partnership has not been consolidated, as in the opinion of the directors the group is entitled to claim exemption under section 402 Companies Act 2006 as consolidation would not give a true and fair view of its financial position.

	Net Assets 31 March 2012 £	Profit for the year ended 31 March 2012 £
Albourne General Partner Limited	17,101	-

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 March 2012

7 FIXED ASSET INVESTMENT (continued)

The group holds an investment of £500 which relates to 500 'A' ordinary shares of £1 each in Albourne General Partner Limited This represents 50% of the total share capital

	2012
	£
COMPANY	
Cost at 31 March 2011 and 31 March 2012	465,002

The company holds investments of £465,000 in a limited partnership as described above. It also holds an investment of £2 in its 100% subsidiary undertaking, Albourne Developments (RDP) Limited, whose results are included in these consolidated accounts. Albourne Developments (RDP) Limited provides management services to Retail Development Partnership

			Net	Liabilities 31 March 2012 £	Profit for the year ended 31 March 2012
	Albourne Developments (RDP) Limited			179,916	185,178
8	STOCKS – GROUP AND COMPANY			2012 £	2011 £
	Property and developments costs			103,874	52,194
9	DEBTORS	GROUP 2012 £	COMPANY 2012 £	GROUP 2011 £	COMPANY 2011 £
	Corporation tax debtor Prepayments and accrued income VAT	95 3,125 3,995	95 3,125 15,441	95 3,125	95 3,125
		7,215	18,661	3,220	3,220

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Albourne Property Public Limited Company NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 March 2012

	CREDITORS Amounts falling due within one year	GROUP 2012	COMPANY 2012	GROUP 2011	COMPANY 2011
	within one year	£	£	£	£
	Other loans	_	-	-	-
	Trade creditors	4,835	4,835	2,992	2,992
	Corporation tax	-	-	-	-
	Other taxation and social security	5,995	5,995	46,009	46,009
	Accruals and deferred income	13,970	13,974	14,400	14,400
	Amounts due to subsidiary undertakings	-	331,026	-	257,775
	Amounts due to the related party	500,000	-	623,369	202.274
	Loans from shareholders	857	857	302,274	302,274
		525,657	356,687	989,044	623,450
11	Other loans are secured by fixed and floats CREDITORS Amounts falling due in more			2012	2011
	- GROUP AND COMPANY			Ŧ	£
	Loans from trust funds			276,940	_
				276,940	-
12	SHARE CAPITAL			2012	2011 f
12	Authorised			2012 £	£
12				2012	£ 50,000
12	Authorised 500,000 "A" Ordinary shares of £0 10 each			2012 £ 50,000	£ 50,000
12	Authorised 500,000 "A" Ordinary shares of £0 10 each 500,000 "B" Ordinary shares of £0 10 each Allotted and issued			2012 £ 50,000 50,000	£ 50,000 50,000
12	Authorised 500,000 "A" Ordinary shares of £0 10 each 500,000 "B" Ordinary shares of £0 10 each			2012 £ 50,000 50,000	£ 50,000 50,000

On the 23 November 2011 the company converted 43,555 'A' Ordinary shares to 43,555 'B' Ordinary shares

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 March 2012

12 SHARE CAPITAL (continued)

The rights attaching to the Share are as follows

As regards income

Profits for the time being available and declared for distribution shall be applied to the holders of the "A" Ordinary Shares and the "B" Ordinary shares equally

As regards capital

On a return of assets on liquidation, reduction of capital or otherwise (other than a redemption or purchase of shares in accordance with these Articles), the surplus assets of the Company remaining after payment of its liabilities shall be applied to the holders of the "A" Ordinary Shares and the "B" Ordinary Shares equally

As regards voting

The "A" Ordinary Shares and the "B" Ordinary Shares shall each carry equal voting rights

13	PROFIT AND LOSS ACCOUNT	GROUP 2012 £	COMPANY 2012 £
	At 1 April 2011 Profit/(loss) for the period	(377,327) 134,543	(12,231) (50,635)
	At 31 March 2012	(242,784)	(62,866)

In accordance with Section 408 Companies Act 2006, the company is exempt from publishing its own profit and loss account

14	RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' (DEFICIT)/FUNDS	GROUP	COMPANY	GROUP	COMPANY
		2012 £	2012 £	2011 £	2011 £
	Profit/(loss) for the period	134,543	(50,635)	(17,279)	113,971
	Opening shareholders' (deficit)/funds	(327,327)	37,769	(310,048)	(76,202)
	Closing shareholders' (deficit)/funds	(192,784)	(12,866)	(327,327)	37,769

Albourne Property Public Limited Company NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 March 2012

15 CASH FLOWS		2012 £	2011 £
a Reconciliation of activities	operating profit to net cash inflow from operating	~	~
Operating profit/(Depreciation (Decrease)/increa (Decrease)/increa (Decrease)/increa	ase in stocks ase in debtors	138,116 751 (51,680) (3,998) (186,444)	(19,363) 5,960 35,259 14,554 242,380
Net cash flow fro	om operating activities	(103,255)	278,790
b Analysis of cash	flows for headings netted in the cash flow	2012 £	2011 £
·	stments and servicing of finance	(3,573)	(199)
Net cash inflow finance	from returns on investments and servicing of	(3,573)	(199)
Capital expendi Purchase of tang	ture and financial investment ible fixed assets	(1,820)	(734)
Net cash outflow	v from capital expenditure and financial investment	(1,820)	(734)
Financing New loan finance Repayment of sh Repayment of oth	areholder loans	(301,417)	(96,754) (50,000)
Net cash outflow	v from financing	(301,417)	(146,754)

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 31 March 2012

15	CASH FLOWS (continued)				
С	Analysis of net debt	At 1 April 2011 £	Cash flow £	Other non cash changes £	At 31 March 2012 £
	Cash in hand, at bank	140,251	(410,065)	-	(269,814)
	Debt due after 1 year Debt due within 1 year	(302,274)	(276,940) 301,417		(276,940) (857)
	Total	(162,023)	(385,588)	_	(547,611)

16 CONTROLLING PARTY

The directors are considered to be the immediate and ultimate controlling parties by virtue of their shareholding

17 RELATED PARTY TRANSACTIONS

The Company is exempt from disclosing transactions with its subsidiary undertaking, Albourne Developments (RDP) Limited, under paragraph 3 of FRS 8

During the year ended 31 March 2012 the group undertook the following transactions with related undertakings

41140114111155	Transactions		Amounts due from		Amounts due to	
	2012	2011	2012	2011	2012	2011
	£	£	£	£	£	Ŧ
Retail Development						
Partnership						
Loan received	100,000	255,000	-	-	500,000	690,000
Loan paid	233,369	-	-	-	-	-
Management charges	195,000	-	_	-	_	(66,631)
Batham-Read						, ,
Partnership	79,964	-	-		-	-

The company pays rental income of £12,500 per annum for a property owned by a SIPPS in which R Tillard and A Johnson, directors of company have an interest

As at 31 March 2012 the group owed nil (2011 £257,438) to Mr & Mrs P Whitaker The full amount has been repaid in the year

As at 31 March 2012 the group owed £276,940 (2011 nil) to the P M Whitaker 1997 Discretionary Trust

As at 31 March 2012 the company owed £857 (2011 £44,836) to A Johnson, a director