# **COMPANY REGISTRATION NUMBER 05769391**

# LODGE PARK COMMERCIAL DEVELOPMENTS LIMITED FINANCIAL STATEMENTS 31 DECEMBER 2010

WEDNESDAY



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# FINANCIAL STATEMENTS

# YEAR ENDED 31 DECEMBER 2010

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# OFFICERS AND PROFESSIONAL ADVISORS

The board of directors

Mr J B Barrett

Mr S P Eastwood

Company secretary

Mr T F George

Registered office

24 Birch Street Wolverhampton West Midlands WV1 4HY

**Auditor** 

Varney Barfield Audit Limited Chartered Certified Accountants

& Statutory Auditor 6 Corunna Court Corunna Road Warwick CV34 5HQ

**Bankers** 

Barclays Bank PLC

Kettering

East Northants Group

**Business address** 

Suite 1, Lodge Park House

Kettering Parkway Kettering Venture Park

Kettering Northants NN15 6XU

#### THE DIRECTORS' REPORT

#### YEAR ENDED 31 DECEMBER 2010

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

#### PRINCIPAL ACTIVITIES AND BUSINESS REVIEW

The principal activity of the company is the development of commercial units. The Directors are not aware, at the date of this report, of any major changes in the Company's activities in the foreseeable future. When unable to sell units following construction, the company may lease units out until market conditions improve such that the developed units can be sold.

The Company's Directors monitor performance closely, the size of the entity does not warrant the use of key performance indicators

#### **RESULTS AND DIVIDENDS**

The profit for the year, after taxation, amounted to £4,052 The directors have not recommended a dividend

#### FINANCIAL INSTRUMENTS

The key business risks and uncertainties affecting the Company are considered to relate to the commercial market in general Economic conditions impact on the demand for new units but the Company will continue to develop sites in areas of growth

#### DIRECTORS

The directors who served the company during the year were as follows

Mr J B Barrett Mr J Baker Mr S P Eastwood

Mr J Baker resigned as a director on 25 January 2010

#### POLICY ON THE PAYMENT OF CREDITORS

It is the policy of the Company to make payments on standard terms to suppliers unless otherwise agreed. The company seeks to pay suppliers on a 30 day policy

#### **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 those financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgements and 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' REPORT (continued)

#### YEAR ENDED 31 DECEMBER 2010

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

In so far as the directors are aware

- · there is no relevant audit information of which the company's auditor is unaware, and
- the directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information

# **AUDITOR**

Varney Barfield Audit Limited are deemed to be re-appointed under section 487(2) of the Companies Act 2006

Registered office 24 Birch Street Wolverhampton West Midlands WV1 4HY Signed on behalf of the directors

Mr J B Barrett

Director

Approved by the directors on 23 September 2011

# INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF LODGE PARK COMMERCIAL DEVELOPMENTS LIMITED

#### YEAR ENDED 31 DECEMBER 2010

We have audited the financial statements of Lodge Park Commercial Developments Limited for the year ended 31 December 2010. 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 shareholders, 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 shareholders 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 shareholders 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 set out on pages 2 to 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 (APB's) Ethical Standards for Auditors, including "APB Ethical Standard - Provisions Available for Small Entities (Revised)", in the circumstances set out in note 12 to the financial statements

#### 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 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 requirements of the Companies Act 2006

#### **EMPHASIS OF MATTER - GOING CONCERN**

The directors acknowledge the poor financial position of the company. However, in the opinion of the directors, the company is a going concern for the foreseeable future. The directors acknowledge there does exist some uncertainty as to the timing and extent of future profits. The company remains dependent on the ongoing support from Carillion plc, the ultimate parent company of Maple Oak Limited.

#### OPINION ON OTHER MATTERS 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

# INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF LODGE PARK COMMERCIAL DEVELOPMENTS LIMITED (continued)

#### YEAR ENDED 31 DECEMBER 2010

# 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

VARNEY BARFIELD AUDIT LIMITED
MR J S DELANEY (Senior Statutory
Auditor)
For and on behalf of
VARNEY BARFIELD AUDIT LIMITED
Chartered Certified Accountants
& Statutory Auditor

6 Corunna Court Corunna Road Warwick CV34 5HQ

23 September 2011

# PROFIT AND LOSS ACCOUNT

# YEAR ENDED 31 DECEMBER 2010

		2010	2009
	Note	£	£
Turnover	2	154,382	107,622
Cost of sales		29,704	(115,343)
Gross profit/(loss)		184,086	(7,721)
Administrative expenses		(109,560)	(74,184)
Operating profit/(loss)	3	74,526	(81,905)
Interest receivable and similar income		3,964	_
Interest payable and similar charges	5	(72,865)	(65,756)
Profit/(loss) on ordinary activities before taxation		5,625	(147,661)
Tax on profit/(loss) on ordinary activities	6	(1,573)	38,753
Profit/(loss) for the financial year		4,052	(108,908)
Balance brought forward		(1,175,974)	(1,067,066)
Balance carried forward		(1,171,922)	(1,175,974)

All of the activities of the company are classed as continuing

The company has no recognised gains or losses other than the results for the year as set out above

# **BALANCE SHEET**

# **31 DECEMBER 2010**

		201	0	200	9
	Note	£	£	£	£
Fixed assets					
Tangible assets	7		3,313		10,560
Current assets					
Stocks	8	2,810,000		2,913,195	
Debtors	9	259,998		269,558	
Cash at bank		482			
		3,070,480		3,182,753	
Creditors: Amounts falling due within	1				
one year	11	(4,245,615)		(4,369,187)	
Net current liabilities			(1,175,135)		(1,186,434)
Total assets less current liabilities			(1,171,822)		(1,175,874)
Capital and reserves			·		<del></del>
Called-up equity share capital	14		100		100
Profit and loss account			(1,171,922)		(1,175,974)
Deficit	15		(1,171,822)		(1,175,874)

The Balance sheet continues on the following page
The notes on pages 10 to 18 form part of these financial statements

BALANCE SHEET (continued)

# **31 DECEMBER 2010**

These financial statements were approved by the directors and authorised for issue on 23 September 2011, and are signed on their behalf by

MR J B BARRETT

Director

Company Registration Number 05769391

# **CASH FLOW STATEMENT**

# YEAR ENDED 31 DECEMBER 2010

		201	0	200	19
	Note	£	£	£	£
Net cash inflow/(outflow) from operating activities	16		129,504		(125,668)
Returns on investments and servicing of finance	16		(68,901)		(65,756)
Cash inflow/(outflow) before financin	g		60,603		(191,424)
Financing	16		(56,557)		155,187
Increase/(decrease) in cash	16		4,046		(36,237)

# NOTES TO THE FINANCIAL STATEMENTS

#### YEAR ENDED 31 DECEMBER 2010

#### 1. Accounting policies

#### **Basis of accounting**

The financial statements have been prepared under the historical cost convention

#### Turnover

Turnover is recognised at point of exchange and represents sale price of units and any additional costs for fitting out units

Turnover in respect of rental income is the total invoice value, excluding value added tax, of sales made during the year

The directors have adopted the True and Fair override for revenue recognition in respect of rents. As rents are in advance, the company would typically defer an element of income relating to after the year end. The directors feel that the company is legally entitled to the rent even if the tenant wishes to break the contract, and as such the True and Fair override has been adopted. Rents are invoiced quarterly in advance, so the accounting policy has the effect of advancing rental income by up to one quarter of the annual rental income. The accounting policy is consistent with prior years.

#### Fixed assets

All fixed assets are initially recorded at cost

#### Depreciation

Depreciation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows

Leasehold Property

- Straight line over the life of the lease

Fixtures & Fittings

25% straight line or 33 33% straight line

#### Stocks

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items

#### Work in progress

Work in progress is valued at the lower of cost and net realisable value

Properties owned by the company being leased out on a long term basis are hold in work in progress and not capitalised until they are no longer being actively marketed as developments for sale

#### Operating lease agreements

Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged against profits on a straight line basis over the period of the lease

#### NOTES TO THE FINANCIAL STATEMENTS

#### YEAR ENDED 31 DECEMBER 2010

#### 1. Accounting policies (continued)

#### **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 have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more tax, with the following exceptions

Provision is made for tax on gains arising from the revaluation (and similar fair value adjustments) of fixed assets, and gains on disposal of fixed assets that have been rolled over into replacement assets, only to the extent that, at the balance sheet date, there is a binding agreement to dispose of the assets concerned. However, no provision is made where, on the basis of all available evidence at the balance sheet date, it is more likely than not that the taxable gain will be rolled over into replacement assets and charged to tax only where the replacement assets are sold

Deferred tax assets are recognised only to the extent that the directors consider that it is 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 is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date

#### 2. Turnover

3.

The turnover and profit before tax are attributable to the one principal activity of the company An analysis of turnover is given below

		2010	2009
United Kingdo	om	£ 154,382	£ 107,622
. Operating pr	ofit/(loss)		
Operating prof	fit/(loss) is stated after charging		
		2010 £	2009 £
Directors' rem	uneration	_	_
Depreciation of	f owned fixed assets	7,247	10,897
Operating leas	e costs		
- Other		17,865	17,845
Auditor's remu	ineration	<u>5,000</u>	5,000
		2010	2009
		£	£
Auditor's remu	ineration - audit of the financial		
statements		5,000	5,000

# NOTES TO THE FINANCIAL STATEMENTS

#### YEAR ENDED 31 DECEMBER 2010

# 4. Particulars of employees

No salaries or wages have been paid to employees, including the directors, during the year

# 5. Interest payable and similar charges

	2010	2009
	£	£
Interest payable on bank borrowing	57,190	53,516
Interest on other loans	15,675	12,240
	72,865	65,756

Within interest payable is £15,675 (2009 £12,240) paid to Maple Oak Limited, the 50% shareholders of the company, on the intercompany loan outstanding at the year end. The remaining £57,190 (2009 £53,516) is bank interest.

# 6. Taxation on ordinary activities

# Analysis of charge in the year

	2010		2009	
	£	£	£	£
Deferred tax				
Origination and reversal of timing difference	es (note 10)			
Capital allowances	(2,029)		(5,409)	
Losses	3,602		(21,696)	
Other	· -		(11,648)	
Total deferred tax (note 10)		1,573		(38,753)

# 7. Tangible fixed assets

	Leasehold Property £	Fixtures & Fittings £	Total £
Cost	15 500	26,821	42 400
At 1 January 2010 and 31 December 2010	15,588	20,821	42,409
Depreciation			
At 1 January 2010	5,846	26,003	31,849
Charge for the year	6,430	817	7,247
At 31 December 2010	12,276	26,820	39,096
Net book value			
At 31 December 2010	3,312	_1	3,313
At 31 December 2009	9,742	818	10,560

# NOTES TO THE FINANCIAL STATEMENTS

# YEAR ENDED 31 DECEMBER 2010

#### 8. Stocks

	2010	2009
	£	£
Work in progress	2,810,000	2,913,195

Per surveyors valuation dated 8th January 2010, by Lee A Newbould MRICS of Kings Sturge LLP, the market value of the site is £2,810,000

#### 9. Debtors

	2010	2009
	£	£
Trade debtors	45,901	56,122
Other debtors	610	_
Prepayments and accrued income	13,242	11,618
Deferred taxation (note 10)	200,245	201,818
	259,998	269,558

#### 10. Deferred taxation

Balance carried forward

The deferred tax included in the Balance sheet is as fo	llows	
	2010	2009
	£	£
Included in debtors (note 9)	200,245	201,818
The movement in the deferred taxation account during	g the year was	
	2010	2009
	£	£
Balance brought forward	201,818	163,065
Profit and loss account movement arising during the		
year	(1,573)	38,753

The balance of the deferred taxation account consists of the tax effect of timing differences in respect of

200,245

201,818

2010	2009
£	£
9,632	7,603
190,613	194,215
200,245	201,818
	9,632 190,613

In the opinion of the directors the company has recoverable tax losses of a value to the company of £190,613 (2009 £194,215) These tax losses will be recovered when the income from the sale of the units is achieved

# NOTES TO THE FINANCIAL STATEMENTS

# YEAR ENDED 31 DECEMBER 2010

# 11. Creditors: Amounts falling due within one year

	2010	2009
	£	£
Bank loans and overdrafts	1,837,944	2,831,064
Trade creditors	8,295	59,952
VAT	2,871	3,355
Other creditors	<b>-</b>	13,810
Amounts owed to group companies	2,359,734	1,426,735
Directors current accounts	<del>-</del>	10,247
Accruals and deferred income	36,771	24,024
	4,245,615	4,369,187

The bank loan is secured against the current development site at Kettering Venture Park and is repayable from sales proceeds of units developed at the site

# 12. APB ethical standards

In common with many entities of this size and nature, the auditors are used to prepare and submit returns to the tax authorities and assist with the preparation of the financial statements

# NOTES TO THE FINANCIAL STATEMENTS

#### YEAR ENDED 31 DECEMBER 2010

#### 13. Related party transactions

During the year the company paid rent to Mr J B Barrett, a director of the company to the value of £17,865 (2009 £17,845) At the end of the year, the company owed £0 (2009 £10,247) to Mr J B Barrett, in relation to an interest-free loan

At the year end the company owed Maple Oak Limited, a shareholder of the company £1,278,803 (2009 £345,804) Maple Oak Limited charged interest on this money to the value of £15 675 (2009 £12,240)

The company owed Carillion Capital Projects Limited £1,080,931 (2009 £1,080,931), a subsidiary of Carillion Plc Carillion Plc is the ultimate parent company of Maple Oak Limited

Carillion Highways Maintenance Limited rents three units owned by Lodge Park Commercial Developments Limited, the sales value was £58,999 (2009 £31,567) during the year At the year end, Carillion Highways Maintenance Limited owed the company £17,120 (2009 £0) disclosed in trade debtors

At the year end the company owed £0 (2009 £70) to Lodge Park Limited, a company where Mr J B Barrett is a director and has common control Lodge Park Commercial Developments Limited purchased £10,200 (2009 £12,750) of services from Lodge Park Limited during the year

During the year the company paid £1,400 (2009 £0) to Mr B C May, for the provision of the finance function Mr B C May operated as key management personnel in the year, and was a director of Lodge Park Limited during the year

Brooklands Court (Kettering) Management Limited owed £610 (2009 £-13,740) to Lodge Park Commercial Developments Limited at the year end Lodge Park Commercial Developments Limited acted as agent to Brooklands Court (Kettering) Management Limited paying expenses of £29,722 (2009 £17,939) and collecting the income for the services provided to the value of £15,372 (2009 £30,870)

Included in Trade Creditors is £0 (2009 £48,368) retention, owed to Lodge Park Construction Limited, a company where Mr J B Barrett is a director and has an interest. The balance was previously owed to a non-related party, and there have been no other transactions with Lodge Park Construction Limited in the year.

#### 14. Share capital

#### Authorised share capital:

	2010			2009		
100 Ordinary shares of £1 each		100		100		
Allotted, called up and fully paid:						
	2010		2009			
	No	£	No	£		
100 Ordinary shares of £1 each	100	100	100	100		
·						

2010

2000

# NOTES TO THE FINANCIAL STATEMENTS

# YEAR ENDED 31 DECEMBER 2010

#### 15. Reconciliation of movements in shareholders' funds

	2010	2009
	£	£
Profit/(Loss) for the financial year	4,052	(108,908)
Opening shareholders' deficit	(1,175,874)	(1,066,966)
Closing shareholders' deficit	(1,171,822)	(1,175,874)

#### 16 Notes to the cash flow statement

# RECONCILIATION OF OPERATING PROFIT/(LOSS) TO NET CASH INFLOW/(OUTFLOW) FROM OPERATING ACTIVITIES

	2010	2009
	£	£
Operating profit/(loss)	74,526	(81,905)
Depreciation	7,247	10,897
Decrease/(increase) in stocks	103,195	(37,439)
Decrease/(increase) in debtors	7,987	(34,322)
(Decrease)/increase in creditors	(63,451)	17,101
Net cash inflow/(outflow) from operating activities	129,504	(125,668)
Paturns on investments and sarvicing of finance		

# Returns on investments and servicing of finance

	£	£
Interest received	3,964	_
Interest paid	(72,865)	(65,756)
Net cash outflow from returns on investments and		
servicing of finance	(68,901)	(65,756)

2010

2009

# Financing

	2010	2009
	£	£
Repayment of bank loans	(989,556)	-
Net inflow from other short-term creditors	932,999	155,187
Net cash (outflow)/inflow from financing	(56,557)	155,187

# NOTES TO THE FINANCIAL STATEMENTS

#### YEAR ENDED 31 DECEMBER 2010

#### 16. Notes to the cash flow statement (continued)

#### Reconciliation of net cash flow to movement in net debt

	2010		2009	
Increase/(decrease) in cash in the period	£ 4,046	£	£ (36,237)	£
Net cash outflow from bank loans Net (inflow) from other short-term	989,556		-	
creditors	(932,999)		(155,187)	
		60,603		(191,424)
Change in net debt		60,603		(191,424)
Net debt at 1 January 2010		(4,257,799)		(4,066,375)
Net debt at 31 December 2010		(4,197,196)		(4,257,799)
Analysis of changes in net debt				
		At 1 Jan 2010 £	Cash flows	At 31 Dec 2010
Net cash		<b></b>		
Cash in hand and at bank Overdrafts		(3,564)	482 3,564	482
Overdiants			4,046	482
D.I.		(3,564)	<del>4,040</del>	<del>402</del>
Debt Debt due within 1 year		(4,254,235)	56,557	(4,197,678)
Net debt		(4,257,799)	60,603	(4,197,196)

# 17. Going concern

The directors acknowledge the poor financial position of the company. However, in the opinion of the directors, the company is a going concern for the foreseeable future. This opinion is based on anticipated profits on current developments and the shareholders' continued financial support in the form of loans which are not repayable until the developments are sold. The directors acknowledge there does exist some uncertainty as to the timing and extent of future profits. The company is currently leasing out units as a short term measure to meet the financing obligations of the company.

# NOTES TO THE DETAILED PROFIT AND LOSS ACCOUNT

# YEAR ENDED 31 DECEMBER 2010

2010 £ 2009 £

# 18. Ultimate parent undertaking

The company is jointly controlled by Maple Oak Limited and JB Commercial Properties Limited, who each own 50% of the share capital of the company

Copies of the accounts of JB Commercial Properties Limited can be obtained from 6 Corunna Court, Corunna Road, Warwick, CV34 5HQ

Copies of the accounts of Maple Oak Limited can be obtained from the registered office 24 Birch Street, Wolverhampton, WV1 4HY