

Company Registration No. 5884509

Energyband Limited

Annual Report and Financial Statements

For the year ended 30 April 2012



Energyband Limited

Annual report and financial statements 2012

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Energyband Limited

Annual report and financial statements 2012

Officers and professional advisers

Directors

Mr B W Ritchie

Mr B Palos

Mrs L Savage

Company secretary

Mr J S D A Rust

Registered office

59-60 Grosvenor Street

Mayfair

London

W1K 3HZ

Auditor

Deloitte LLP

Chartered Accountants and Statutory Auditor

London

Energyband Limited

Directors' report

The directors present their annual report and the audited financial statements for the year ended 30 April 2012

The Directors' Report has been prepared in accordance with the provisions applicable to companies entitled to the small companies' exemption

Principal activities

The principal activities of the company in the year under review were those of property trading and development

Directors

The directors shown below have held office throughout the year, and subsequently except as noted

Mr B W Ritchie

Mr B Palos

Mrs L Savage (appointed 5 September 2011)

Going concern

The directors are confident that the going concern assessment is appropriate given that the parent company has undertaken to provide a letter of support

Auditor

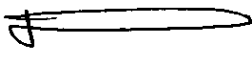
Each of the persons who is a director at the date of approval of this report confirms that

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

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006

Deloitte LLP have expressed their willingness to continue in office as auditor and a resolution to reappoint them will be proposed at the forthcoming Annual General Meeting

Approved by the Board of Directors
and signed on behalf of the Board

X 

Mr B W Ritchie
Director

30 JANUARY 2013

Energyband Limited

Directors' responsibilities statement

The directors are responsible for preparing the annual 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 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 to 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.

Independent auditor's report to the members of Energyband Limited

We have audited the financial statements of Energyband Limited for the year ended 30 April 2012 which comprise the Profit and Loss Account and the Balance Sheet and the related notes 1 to 14. 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

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. In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

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 30 April 2012 and of its loss 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, 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, or
- the directors were not entitled to prepare the financial statements and the directors' report in accordance with the small companies regime.



Richard Muschamp (Senior Statutory Auditor)
for and on behalf of Deloitte LLP
Chartered Accountants and Statutory Auditor
London, United Kingdom

30 JANUARY 2013

Energyband Limited

Profit and loss account Year ended 30 April 2012

	Notes	Year ended 30 April 2012 £	Period 11 May 2010 to 30 April 2011 £
Turnover	1	550,000	-
Cost of sales		(643,728)	-
Gross profit		(93,728)	-
Administrative expenses		(1,399,497)	(684,966)
		(1,493,225)	(684,966)
Other operating income		817,402	1,263,121
Operating (loss)/profit	2	(675,823)	578,155
Interest receivable and similar income		-	174
		(675,823)	578,329
Bank interest payable and similar charges		(342,772)	(280,768)
(Loss)/profit on ordinary activities before taxation		(1,018,595)	297,561
Tax on (loss)/profit on ordinary activities	3	(39,873)	-
(Loss)/profit for the financial year/period		(1,058,468)	297,561

Continuing operations

None of the company's activities were acquired or discontinued during the current year or previous period

Total recognised gains and losses

The company has no recognised gains or losses other than the loss for the current year and the profit for the previous period

Energyband Limited

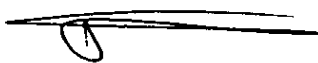
Balance sheet 30 April 2012

	Notes	2012 £	2011 £
Current assets			
Stocks of property		23,233,045	20,667,665
Debtors	4	20,371	63,469
Cash at bank		4,631	218,761
		<u>23,258,047</u>	<u>20,949,895</u>
Creditors: amounts falling due within one year	5	<u>(3,556,614)</u>	<u>(329,820)</u>
Net current assets		<u>19,701,433</u>	<u>20,620,075</u>
Total assets less current liabilities		19,701,433	20,620,075
Creditors: amounts falling due after more than one year	6	<u>(20,365,814)</u>	<u>(20,225,988)</u>
Net (liabilities)/assets		<u>(664,381)</u>	<u>394,087</u>
Capital and reserves			
Called-up share capital	9	2	2
Share premium	10	8,399	8,399
Profit and loss account	10	<u>(672,782)</u>	<u>385,686</u>
Shareholders' (deficit)/funds	13	<u>(664,381)</u>	<u>394,087</u>

The accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime

The financial statements of Energyband Limited (registered number 5884509) were approved by the Board of Directors and authorised for issue on 30 JANUARY 2013

Signed on behalf of the Board of Directors

X 
Mr B W Ritchie
Director

Energyband Limited

Notes to the financial statements Year ended 30 April 2012

1. Accounting policies

Accounting convention

The financial statements have been prepared under the historical cost convention and on the going concern basis

They have been drawn up to comply with applicable United Kingdom accounting standards, which have been applied consistently throughout the current year and previous period

Going concern

The directors are confident that the going concern assessment is appropriate given that the parent company has undertaken to provide a letter of support

Cash flow statement

The directors have taken advantage of the exemption in FRS 1 "Cash Flow Statements" (Revised 1996) from including a cash flow statement in the financial statements on the grounds that the company is wholly-owned and its parent publishes consolidated financial statements

Turnover

Turnover comprises income in relation to the sale of properties, is recognised on the point of completion and originated in the United Kingdom

Stocks

Stocks are stated at the lower of cost and net realisable value. Net realisable value is based upon estimated selling price, less costs to be incurred to completion and disposal

Deferred tax

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 group'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

A net deferred tax asset is regarded as recoverable and therefore recognised only to the extent that, 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

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

Taxation

Current tax, including UK corporation tax and foreign tax, 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

Rental income

Rental is measured at the fair value of the consideration received or receivable on an accruals basis and is stated net of discounts and VAT

Energyband Limited

Notes to the financial statements (continued)

Year ended 30 April 2012

2. Operating (loss)/profit

Fees payable to the company's auditor for the audit of the company's accounts of £630 (2011 £600) have been borne by another group company

There were no non-audit fees for the current year or previous period

The directors do not receive any remuneration for their services

3 Taxation

Analysis of the tax charge

	2012 £	2011 £
Domestic current year tax	-	-
UK corporation tax for the year/period	-	-
Under provision of tax in prior period	39,873	-
	<u>39,873</u>	<u>-</u>
Current tax charge	<u>39,873</u>	<u>-</u>

Factors affecting the tax charge

The tax assessed for the year is higher than the standard rate of corporation tax in the UK. The difference is explained below

	Year ended 30 April 2012 £	Period 11 May 2010 to 30 April 2011 £
Profit/(loss) on ordinary activities before tax	(1,018,595)	297,561
Profit/(loss) on ordinary activities multiplied by the standard rate of corporation tax in the UK of 25.84% (2011 27.83%)	(263,205)	82,820
Effects of		
Losses transferred to other group companies for nil consideration	-	(68,451)
Utilisation of losses brought forward	-	(2,189)
Disallowable expense/Non-taxable income	-	(12,181)
Surplus current year losses	263,205	-
Prior period adjustment	39,873	-
	<u>39,873</u>	<u>-</u>
Current tax charge	<u>39,873</u>	<u>-</u>

Factors that may affect future tax charges

A deferred tax asset of £735,003 (2011 £470,168) relating to unrelieved tax losses at the balance sheet date has not been recognised on the basis there is no certainty that there will be future taxable profits against which these can be offset

Energyband Limited

Notes to the financial statements (continued) Year ended 30 April 2012

4 Debtors

	2012 £	2011 £
Amounts falling due within one year		
Trade debtors	6,150	28,534
Other debtors	14,221	34,935
	<u>20,371</u>	<u>63,469</u>

5 Creditors: amounts falling due within one year

	2012 £	2011 £
Trade creditors	229,542	126,134
Other creditors	3,287,199	203,686
Corporation tax	39,873	-
	<u>3,556,614</u>	<u>329,820</u>

6 Creditors: amounts falling due after more than one year

	2012 £	2011 £
Bank loans (see note 7)	12,060,463	10,976,994
Amounts owed to parent	8,305,351	9,248,994
	<u>20,365,814</u>	<u>20,225,988</u>

7 Loans

An analysis of the maturity of loans is given below

	2012 £	2011 £
Amounts falling due between two and five years		
Bank loans	<u>12,060,463</u>	<u>10,976,994</u>

8 Secured debts

The following secured debts are included within creditors

	2012 £	2011 £
Bank loans	<u>12,060,463</u>	<u>10,976,994</u>

The bank loans outstanding at 30 April 2012 are secured by a fixed charge over the company's assets and are repayable on 31 March 2016

Energyband Limited

Notes to the financial statements (continued) Year ended 30 April 2012

9. Called-up share capital

	2012 £	2011 £
Allotted, issued and fully paid		
10,000 ordinary shares of 0.01p	1	1
4,110 ordinary A shares of 0.01p	1	1
	<u>2</u>	<u>2</u>

All shares rank pari passu

10. Reserves

	Profit and loss account £	Share premium £	Totals £
At 30 April 2011	385,686	8,399	394,085
Loss for the year	(1,058,468)	-	(1,058,468)
At 30 April 2012	<u>(672,782)</u>	<u>8,399</u>	<u>(664,383)</u>

11. Related party disclosures

The company has taken advantage of the exemptions available under FRS 8 "Related Party Transactions", and has not disclosed transactions with group companies on the basis that the company is a wholly-owned subsidiary. In addition, the group accounts in which the company is included are publicly available.

12. Ultimate controlling party

The ultimate controlling party is Prime London Residential Limited by virtue of its ownership of the entire issued share capital.

The smallest and largest group in which the results of the company will be consolidated is Prime London Residential Limited whose accounts will be obtainable from 59-60 Grosvenor Street, Mayfair, London, W1K 3HZ.

13. Reconciliation of movements in shareholders' (deficit)/funds

	2012 £	2011 £
(Loss)/profit for the financial year	(1,058,468)	297,561
Net (reduction)/addition to shareholders' funds	(1,058,468)	297,561
Opening shareholders' funds	394,087	96,526
Closing shareholders' (deficit)/funds	<u>(664,381)</u>	<u>394,087</u>

Energyband Limited

Notes to the financial statements (continued)

Year ended 30 April 2012

14. Post balance sheet events

Post year end the company disposed of property for proceeds in excess of its carrying value