

Prime Commercial Properties Management Limited

Report and Financial Statements

Year Ended

31 March 2011

Company Number 3484809

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Prime Commercial Properties Management Limited

**Report and financial statements
for the year ended 31 March 2011**

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Directors

P Gubbay
C Gubbay

Secretary and registered office

P Gubbay, 7 Praed Street, London, W2 1NJ

Company number

3484809

Auditors

BDO LLP, 55 Baker Street, London, W1U 7EU

Prime Commercial Properties Management Limited

Report of the directors for the year ended 31 March 2011

The directors present their report together with the audited financial statements for the year ended 31 March 2011

Principal activities

The principal activity of the company continued to be that of property management agents

Charitable donations

During the year the company made charitable donations of £10,500 (2010 - £4,050)

Directors

The directors of the company during the year and to the date of this report were as follows

P Gubbay
C Gubbay

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 judgements 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.

Prime Commercial Properties Management Limited

Report of the directors for the year ended 31 March 2011 (*Continued*)

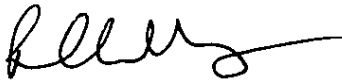
Auditors

All of the current directors have taken all the steps that they ought to have taken to make themselves aware of any information needed by the company's auditors for the purposes of their audit and to establish that the auditors are aware of that information. The directors are not aware of any relevant audit information of which the auditors are unaware.

BDO LLP have expressed their willingness to continue in office and a resolution to re-appoint them will be proposed at the annual general meeting.

In preparing this report the directors have taken advantage of the small companies' exemption.

By order of the Board



P Gubbay

Secretary

Date 7/11/2011

Prime Commercial Properties Management Limited

Independent auditor's report

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF PRIME COMMERCIAL PROPERTIES MANAGEMENT LIMITED

We have audited the financial statements of Prime Commercial Properties Management Limited for the year ended 31 March 2011 which comprise the profit and loss account, the balance sheet, and the related notes. 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 auditors

As explained more fully in the statement of directors' responsibilities, 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 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 company's affairs as at 31 March 2011 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 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.

Prime Commercial Properties Management Limited

Independent auditor's report (*Continued*)

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

BDO LLP

Stephen Elsworth (*senior statutory auditor*)
For and on behalf of BDO LLP, statutory auditor
London
United Kingdom
Date 07 - 11 - 2011

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127)

Prime Commercial Properties Management Limited

Profit and loss account for the year ended 31 March 2011

	Note	2011 £	2010 £
Turnover	2	5,467,529	3,993,489
Administrative expenses		(2,557,784)	(2,269,625)
Operating profit	5	2,909,745	1,723,864
Interest receivable		6,745	115,352
Interest payable	6	-	(2,944)
Profit on ordinary activities before taxation		2,916,490	1,836,272
Taxation on profit from ordinary activities	7	(821,120)	(522,956)
Profit on ordinary activities after taxation	13	2,095,370	1,313,316

All amounts relate to continuing activities

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

The notes on pages 7 to 13 form part of these financial statements

Prime Commercial Properties Management Limited

Balance sheet at 31 March 2011

	Note	2011 £	2011 £	2010 £	2010 £
Fixed assets					
Tangible assets	8		169,788		186,970
Current assets					
Debtors	9	376,008		833,455	
Cash at bank and in hand		6,895,941		2,082,839	
		7,271,949		2,916,294	
Creditors, amounts falling due within one year	10	2,921,210		678,414	
Net current assets			4,350,739		2,237,880
Total assets less current liabilities			4,520,527		2,424,850
Provisions for liabilities and charges	11		(11,507)		(11,200)
Net assets			4,509,020		2,413,650
Capital and reserves					
Called up share capital	12		2		2
Profit and loss account	13		4,509,018		2,413,648
Shareholders' funds	14		4,509,020		2,413,650

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime

The financial statements were approved by the Board of Directors and authorised for issue on 7/11/2011



P Gubbay
Director

The notes on pages 7 to 13 form part of these financial statements

Prime Commercial Properties Management Limited

Notes forming part of the financial statements
for the year ended 31 March 2011

1 Accounting policies

The financial statements have been prepared under the historical cost convention. The following principal accounting policies have been applied:

Turnover

Turnover represents fees receivable based on the following:

- i) Revenue is recognised when services are provided
- ii) Revenue for introduction and disposal fees is recognised on completion of acquisition and disposal of properties
- iii) Revenue for promote fees is recognised on an accruals basis

Depreciation

Depreciation is provided to write off the cost, less estimated residual values, of all fixed assets over their expected useful lives. It is calculated at the following rates:

Fixtures and fittings	- 25% on cost
Leasehold improvements	- Straight line basis over remaining lease term

Deferred taxation

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date except that the recognition of deferred tax assets is limited to the extent that the company anticipates making sufficient taxable profits in the future to absorb the reversal of the underlying timing differences.

Deferred tax balances are not discounted.

Operating leases

Rentals payable under operating leases are charged to the profit and loss account on a straight line basis over the term of the lease.

Dividends

Equity dividends are recognised when they become legally payable. Final equity dividends are recognised when approved by the shareholders at an annual general meeting.

Foreign currency translation

Transactions denominated in a foreign currency are translated into the functional currency at the rate of exchange ruling on the date the transactions occurred. Monetary assets and liabilities denominated in a foreign currency are translated using the rate of exchange ruling on the balance sheet date.

Prime Commercial Properties Management Limited

Notes forming part of the financial statements
for the year ended 31 March 2011 (Continued)

2 Turnover

Turnover is wholly attributable to the principal activity of the company. Turnover from activities within the United Kingdom amounted to £1.24m (2010 - £2.5m). £4.12m (2010 - £1.39m) was derived from activities elsewhere in Europe, £0.08m (2010 - £0.08m) from activities in Asia, and £0.03m (2010 - £0.03m) from activities in the US.

3 Employees

	2011 £	2010 £
Staff costs consist of		
Wages and salaries	797,205	951,139
Social security costs	75,311	107,220
	<u>872,516</u>	<u>1,058,359</u>

The average number of employees during the year was 18 (2010 - 15)

4 Directors

The directors received aggregate emoluments of £122,000 (2010 - £472,806) during the year. The emoluments of the highest paid director were £122,000 (2010 - £472,806).

5 Operating profit

	2011 £	2010 £
This is arrived at after charging		
Depreciation	30,228	32,039
Auditors' remuneration	5,770	7,000
Operating lease rentals in respect of land and buildings	100,000	110,000
	<u></u>	<u></u>

6 Interest payable

	2011 £	2010 £
Other interest	-	2,944
	<u></u>	<u></u>

Prime Commercial Properties Management Limited

Notes forming part of the financial statements
for the year ended 31 March 2011 (*Continued*)

7 Taxation on profit from ordinary activities

	2011 £	2010 £
(i) Analysis of tax charge/(credit) in year		
<i>Current tax</i>		
UK corporation tax	820,787	522,996
Adjustments in respect of previous years	26	(740)
Total current tax	820,813	522,256
<i>Deferred tax</i>		
Origination and reversal of timing differences	307	700
	821,120	522,956
(ii) Factors affecting the tax charge for the year		
Profit on ordinary activities multiplied by standard rate of UK corporation tax of 28% (2010 - 28%)	816,617	514,156
Expenses not deductible for tax purposes	2,715	5,644
Depreciation for year in excess of capital allowances	1,266	3,896
Other items	189	-
Adjustment to tax charge in respect of previous years	26	(740)
Current tax charge for year	820,813	522,956

Prime Commercial Properties Management Limited

Notes forming part of the financial statements
for the year ended 31 March 2011 (*Continued*)

8 Tangible assets

	Fixtures fittings and equipment £	Leasehold improvements £	Total £
<i>Cost</i>			
At 1 April 2010	158,810	269,488	428,298
Additions	13,046	-	13,046
At 31 March 2011	171,856	269,488	441,344
<i>Depreciation</i>			
At 1 April 2010	145,280	96,048	209,289
Provided for the year	12,244	17,984	30,228
At 31 March 2011	157,524	114,032	271,556
<i>Net book value</i>			
At 31 March 2011	14,332	155,456	169,788
At 31 March 2010	13,530	173,440	186,970

9 Debtors

	2011 £	2010 £
Trade debtors	189,165	298,206
Other debtors	6,547	15,088
Prepayments and accrued income	180,296	489,760
VAT debtor	-	30,401
	376,008	833,455

All amounts shown under debtors fall due for payment within one year

Prime Commercial Properties Management Limited

Notes forming part of the financial statements
for the year ended 31 March 2011 (Continued)

10 Creditors amounts falling due within one year

	2011 £	2010 £
Trade creditors	46,065	55,428
Other creditors	2,380,118	27,131
Other taxes and social security	50,369	34,182
Corporation tax	391,209	522,996
Accruals and deferred income	22,506	38,677
VAT Creditor	30,943	-
	<u>2,921,210</u>	<u>678,414</u>

11 Provisions for liabilities

	£
Deferred tax liability	
At 1 April 2010	11,200
Charged to profit and loss account	307
	<u>11,507</u>
At 31 March 2011	

12 Share capital

	Authorised		Allotted, called up and fully paid	
	2011 £	2010 £	2011 £	2010 £
Ordinary shares of £1 each	<u>100</u>	<u>100</u>	<u>2</u>	<u>2</u>

13 Profit and loss account

	£
At 1 April 2010	2,413,648
Profit for the year	2,095,370
	<u>4,509,018</u>
At 31 March 2011	
Dividends paid on equity shares	
Dividends on ordinary shares at £Nil per share (2010 - £200,000 per share)	
	<u>-</u>
	<u>400,000</u>

Prime Commercial Properties Management Limited

Notes forming part of the financial statements
for the year ended 31 March 2011 (Continued)

14 Reconciliation of movements in shareholders' funds

	2011 £	2010 £
Profit/(loss) for year	2,095,370	1,313,316
Dividends	-	(400,000)
Net addition/(reduction) to shareholders' funds	2,095,370	913,316
Opening shareholders' funds	2,413,650	1,500,334
Closing shareholders' funds	4,509,020	2,413,650

15 Ultimate parent company

Throughout the year, the company's ultimate parent company was Crestform (Holdings) Limited. The ultimate controlling party is Robert Gubbay Settlement Trust.

Copies of the financial statements of Crestform (Holdings) Limited are available from Companies House.

16 Financial commitments

At 31 March 2011, the company had annual commitments under non-cancellable operating leases as follows:

	Land and buildings 2011 £	Land and buildings 2010 £
Operating leases which expire		
Over five years	100,000	100,000

17 Related party disclosures

Throughout the year, the company was controlled by Crestform (Holdings) Limited, of which Mr P Gubbay and Mr C Gubbay are directors.

The company entered into various commercial transactions with its directors and connected parties as summarised below:

	2011 £	2010 £
Legal services paid to Paul Gubbay Solicitors in the year Mr P Gubbay is a director of the company	260,000	300,000
Fees paid to Beneton Property Management Limited Mr C Gubbay is a director and shareholder of the company	-	31,000
Rent and fees payable to Moveglade Limited Mr C Gubbay and Mr P Gubbay are directors and shareholders of the company	100,600	105,000

Prime Commercial Properties Management Limited

**Notes forming part of the financial statements
for the year ended 31 March 2011 (*Continued*)**

18 Cash flow statement

The company has taken advantage of the exemption conferred by Financial Reporting Standard 1, "Cash Flow Statements", not to prepare a cash flow statement on the grounds that it is a 'small entity' under the Companies Act 2006