
AC&H 181 LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS**FOR THE YEAR ENDED 30 JUNE 2011**

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COMPANIES HOUSE

AC&H 181 LIMITED

COMPANY INFORMATION

DIRECTORS

DG Burt
HMB Caseley
PM Pearce
WRM Prosser

COMPANY NUMBER

SC258643

REGISTERED OFFICE

First Floor
29 Bothwell Road
South Lanarkshire
ML3 0AS

AUDITORS

Crowe Clark Whitehill LLP
Arkwright House
Parsonage Gardens
Manchester
M3 2HP

AC&H 181 LIMITED

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AC&H 181 LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 30 JUNE 2011

The directors present their report and the financial statements for the year ended 30 June 2011.

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;
- 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

The principal activity of the company is that of a property developer.

DIRECTORS

The directors who served during the year were:

DG Burt
HMB Caseley
PM Pearce
WRM Prosser

PROVISION OF INFORMATION TO AUDITORS

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 auditors are 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 auditors in connection with preparing their report and to establish that the company's auditors are aware of that information.

AC&H 181 LIMITED

**DIRECTORS' REPORT
FOR THE YEAR ENDED 30 JUNE 2011**

AUDITORS

The auditors, Crowe Clark Whitehill LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

This report was approved by the board on 22 December 2011 and signed on its behalf.



PM Pearce
Director

AC&H 181 LIMITED

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF AC&H 181 LIMITED

We have audited the financial statements of AC&H 181 Limited for the year ended 30 June 2011, set out on pages 5 to 11. The financial reporting framework that has been applied in their preparation is applicable law and the Financial Reporting Standard for Smaller Entities (effective April 2008) (United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities).

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 Auditors' 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 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 Directors' 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 June 2011 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

EMPHASIS OF MATTER

In forming our opinion on the financial statements, which is not modified, we have considered the adequacy of the disclosure made in note 1.1 to the financial statements concerning the company's ability to continue as a going concern. The company incurred a net loss of £273,299 during the year ended 30 June 2011 and, at that date, the company's current liabilities exceeded its total assets by £166,757. These conditions, along with the other matters explained in note 1.1 to the financial statements, indicate the existence of a material uncertainty which may cast significant doubt about the company's ability to continue as a going concern. The financial statements do not include the adjustments that would result if the company was unable to continue as a going concern.

OPINION ON OTHER MATTER PRESCRIBED BY THE COMPANIES ACT 2006

AC&H 181 LIMITED

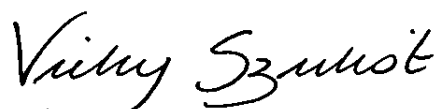
INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF AC&H 181 LIMITED

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 in accordance with the small companies regime and take advantage of the small companies' exemption in preparing the Directors' report.



Vicky Szulist (Senior statutory auditor)

for and on behalf of

Crowe Clark Whitehill LLP

Statutory Auditor

Arkwright House
Parsonage Gardens
Manchester
M3 2HP

27 December 2011

AC&H 181 LIMITED

**PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 30 JUNE 2011**

	Note	2011 £	2010 £
TURNOVER	1	206,393	207,925
Administrative expenses		(24,243)	(38,751)
Other operating income	2	214,737	17,845
OPERATING PROFIT	3	396,887	187,019
EXCEPTIONAL ITEMS			
Impairment of property	4	(606,676)	-
(LOSS)/PROFIT ON ORDINARY ACTIVITIES BEFORE INTEREST		(209,789)	187,019
Interest payable and similar charges		(63,510)	(79,078)
(LOSS)/PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		(273,299)	107,941
Tax on (loss)/profit on ordinary activities	5	-	(25,202)
(LOSS)/PROFIT FOR THE FINANCIAL YEAR	11	(273,299)	82,739

The notes on pages 7 to 11 form part of these financial statements.

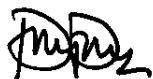
AC&H 181 LIMITED
REGISTERED NUMBER: SC258643

BALANCE SHEET
AS AT 30 JUNE 2011

	Note	£	2011 £	£	2010 £
FIXED ASSETS					
Investments	6		1		-
CURRENT ASSETS					
Work in progress		3,250,000		3,850,282	
Debtors	7	101,265		79,390	
Cash at bank		342,850		251,690	
		<u>3,694,115</u>		<u>4,181,362</u>	
CREDITORS: amounts falling due within one year	8	<u>(3,860,873)</u>		<u>(2,144,820)</u>	
NET CURRENT (LIABILITIES)/ASSETS			<u>(166,758)</u>		<u>2,036,542</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			<u>(166,757)</u>		<u>2,036,542</u>
CREDITORS: amounts falling due after more than one year	9		<u>-</u>		<u>(1,930,000)</u>
NET (LIABILITIES)/ASSETS			<u>(166,757)</u>		<u>106,542</u>
CAPITAL AND RESERVES					
Called up share capital	10		2		2
Profit and loss account	11		<u>(166,759)</u>		<u>106,540</u>
SHAREHOLDERS' (DEFICIT)/FUNDS			<u>(166,757)</u>		<u>106,542</u>

The financial statements have been prepared in accordance with the special provisions relating to companies subject to the small companies regime within Part 15 of the Companies Act 2006 and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008).

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 22 December 2011.



PM Pearce
Director

The notes on pages 7 to 11 form part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2011

1. ACCOUNTING POLICIES

1.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008).

Going concern

The company has net liabilities of £166,757 at the balance sheet date. In addition, the bank loan facility amounting to £1,930,000 (note 8) is due for review and renewal on 31 December 2011. The directors have entered into negotiations with a potential partner to develop the freehold property it owns. The bank has extended facilities beyond the renewal date to enable these discussions to continue to a conclusion. On the basis of continuing support from the bank, which the directors believe will be renewed, they have prepared the financial statements on the going concern basis.

1.2 Cash flow

The financial statements do not include a Cash flow statement because the company, as a small reporting entity, is exempt from the requirement to prepare such a statement under the Financial Reporting Standard for Smaller Entities (effective April 2008).

1.3 Turnover

Turnover comprises revenue recognised by the company in respect of goods and services supplied during the year, exclusive of Value Added Tax and trade discounts.

Turnover consists of property rental income.

1.4 Investments

Investments held as fixed assets are shown at cost less provision for impairment.

1.5 Work in progress

Stocks and work in progress are valued at the lower of cost and net realisable value.

1.6 Deferred taxation

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation.

A net deferred tax asset is recognised only if 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 assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse.

Deferred tax assets and liabilities are not discounted.

AC&H 181 LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2011

2. OTHER OPERATING INCOME

	2011 £	2010 £
Bank loan waived	<u>214,737</u>	<u>17,845</u>

As part of a re-negotiation of facilities a reduction in bank loans was agreed in consideration for the introduction of additional equity funding. The credit has been allocated over the remaining term of the loan.

3. OPERATING PROFIT

The operating profit is stated after charging:

	2011 £	2010 £
Auditors' remuneration	<u>1,450</u>	<u>1,600</u>

During the year, no director received any emoluments (2010 - £NIL).

4. EXCEPTIONAL ITEMS

	2011 £	2010 £
Impairment of property	<u>606,676</u>	<u>-</u>

The directors have reviewed the carrying value of development property included in work in progress at £3,250,000 based upon the current rental stream. This resulted in an impairment provision of £606,676.

5. TAXATION

	2011 £	2010 £
Analysis of tax charge in the year		
UK corporation tax charge on (loss)/profit for the year	-	25,012
Adjustments in respect of prior periods	-	190
Tax on (loss)/profit on ordinary activities	<u>-</u>	<u>25,202</u>

AC&H 181 LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2011

6. FIXED ASSET INVESTMENTS

	Investments in subsidiary companies £
Cost or valuation	
At 1 July 2010	-
Additions	1
At 30 June 2011	1
Net book value	
At 30 June 2011	1
At 30 June 2010	-

Subsidiary undertakings

The following were subsidiary undertakings of the company:

Name	Class of shares	Holding
AC&H 231 Limited	Ordinary	100%

During the year the entire issued share capital of AC&H 231 Limited was acquired from a related undertaking, North Limited.

AC&H 181 LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2011**

7. DEBTORS

	2011 £	2010 £
Trade debtors	9,057	9,453
Amounts owed by group undertakings	63,522	-
Amounts owed by related undertakings	19	63,710
Other debtors	28,667	6,227
	<u>101,265</u>	<u>79,390</u>

8. CREDITORS:

Amounts falling due within one year

	2011 £	2010 £
Bank loans and overdrafts	1,930,000	-
Amounts owed to related undertakings	-	10,000
Amounts owed to other participating interests	1,744,132	1,704,721
Corporation tax	2,187	25,012
Social security and other taxes	11,350	16,128
Deferred income	107,368	322,105
Accruals	65,836	66,854
	<u>3,860,873</u>	<u>2,144,820</u>

Bank loans are due for repayment by December 2011 and are secured on property included in work in progress.

9. CREDITORS:

Amounts falling due after more than one year

	2011 £	2010 £
Bank loans	<u>-</u>	<u>1,930,000</u>

10. SHARE CAPITAL

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

AC&H 181 LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2011**

11. RESERVES

	Profit and loss account £
At 1 July 2010	106,540
Loss for the year	(273,299)
At 30 June 2011	<u>(166,759)</u>

12. RELATED PARTY TRANSACTIONS

The company had the following balances due from/(payable to) related parties as defined by Financial Reporting Standard 8;

	2011 £	2010 £
Participating interest - North Limited	19	(1,354,721)
Subsidiary undertaking (2010 related undertaking) - AC&H 231 Limited	63,522	63,710
Participating interest - Kimberley Securities Plc	(872,066)	(170,000)
Participating interest - AC&H 253 Limited	(872,066)	(180,000)
Related undertaking - Kimberley Developments Plc	-	(10,000)
	<u>(1,680,591)</u>	<u>(1,651,011)</u>

North Limited is a joint venture owned equally by Kimberley Securities Plc and AC&H 253 Limited, the two shareholders of AC&H 181 Limited. AC&H 231 Limited is a wholly owned subsidiary, acquired during the year (note 6). Kimberley Developments Plc is a wholly owned subsidiary of Kimberley Securities Plc. These balances represent unsecured, interest free loans which are repayable on demand.

13. CONTROLLING PARTY

AC&H 181 Limited is a joint venture controlled equally by Kimberley Securities Plc and AC&H 253 Limited. The financial statements of these companies are available to the public and may be obtained from Companies House, Crown Way, Cardiff, CF14 3UZ.