

Financial Statements Birmingham Technology (Property) Limited

For the Year ended 31 March 2011



Company information

Company registration number

2188998

Registered office

Faraday Wharf Holt Street Birmingham West Midlands B7 4BB

Directors

Councillor M Whitby (Chairman) Councillor Sir Albert Bore Councillor T Huxtable Councillor T Ali Hon Alderman D Roy Professor J King CBE Dr P Extance

Secretary

R Kumar

Bankers

Lloyds TSB Plc The Priory Queensway Birmingham B4 6BP

Auditor

Grant Thornton UK LLP Chartered Accountants Registered Auditors 115 Edmund Street Birmingham B3 2HJ

Birmingham Technology (Property) Limited Financial statements for the year ended 31 March 2011

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Report of the directors

The directors present their annual report together with the audited financial statements of the company for the year ended 31 March 2011. The directors have taken the exemption under the special provisions relating to small companies within Part 15 of the Companies Act 2006 from undertaking the detailed business review requirements of section 417 of the Companies Act 2006.

Principal activities

The company is an investment property company, with properties located at Birmingham Science Park Aston ("the Science Park")

Results and dividends

The results for the year are set out on page 11 As a result of the decline in operating activities the company incurred a loss for the year of £1,077,300 (2010 £29,690) which was deducted from reserves. The directors do not propose to pay a dividend in respect of the financial year (2010 £nil)

Financial risk management objectives and policies

The company uses various financial instruments including cash and other items, such as trade creditors, that arise directly from its operations. The main purpose of these financial instruments is to raise finance for the company's operations.

The existence of these financial instruments exposes the company to a number of financial risks, which are described in more detail below

The main risks arising from the company's financial instruments are market risk, liquidity risk, cash flow interest rate risk and credit risk. The directors review and agree policies for managing each of these risks and they are summarised below. These policies have remained unchanged from previous years.

Principal risks and uncertainties

The company maintains a corporate risk register. The key risks facing the company and the way in which these are being managed are

- impact of the economic recession on occupancy levels a business plan has been prepared by the directors to address the future strategy of the company to improve occupancy at the Science Park, to attract businesses which are appropriate to the Science Park and to ensure it can compete favourably with other Science and Technology Parks,
- the company's ability to raise finance for high value future developments the directors have prepared a high level strategic plan which addresses future development. Funding for this will be dealt with on a development by development basis,
- in view of the recent losses incurred the company needs to be able to generate cash to meet its loan repayments to Birmingham City Council the directors are developing a number of key business areas to generate additional cash flow, and
- interest rate risk on loans the company has a facility agreement with Birmingham City Council with a fixed interest rate for the year to 2033

Report of the directors (continued)

Going concern

The group has prepared cash flow forecasts to 31 December 2012, making certain assumptions, to assess the working capital requirement for that period Birmingham City Council has agreed to provide a working capital facility to meet that requirement Accordingly, in the directors' opinion it is appropriate to prepare the financial statements on the going concern basis. The financial statements do not include any adjustments that might be necessary should the company be unable to continue as a going concern

Charitable donations

The company did not make any charitable donations during the year ended 31 March 2011 (2010 f.nil)

Directors

The directors during the year and up to the date of signing the financial statements were

Councillor M Whitby
Councillor Sir Albert Bore

Councillor N Summerfield (Resigned 16 July 2010)
Councillor T Ali (Resigned 16 July 2010)
Councillor T Huxtable (Appointed 16 July 2010)

Councillor S Shah (Appointed 16 July 2010), resigned 17 August 2011)

Councillor T Alı (Appointed 17 August 2011) Honourable Alderman D Roy (Appointed 29 June 2009)

Professor J King

Professor I Bennion (Resigned 17 September 2010)
Dr P Extance (Appointed 17 September 2010)

Directors' indemnities

As permitted by the Articles of Association, the Directors have the benefit of an indemnity insurance policy which is a qualifying third party indemnity provision as defined by Section 234 of the Companies Act 2006. The indemnity was in force throughout the last financial year and is currently in force. The Company also purchased and maintained throughout the year Directors' and Officers' hability insurance in respect of itself and its Directors.

Report of the directors (continued)

Directors' responsibilities statement

The directors are responsible for preparing the Report of the directors 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 laws). 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 and 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 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.

In so far as each of the directors is aware

- there is no relevant audit information of which the company's auditors are 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 auditors are aware of that information

Auditor

Grant Thornton UK LLP were appointed as auditors during the year. A resolution to re-appoint Grant Thornton UK LLP as auditor for the ensuing year will be proposed at the annual general meeting in accordance with section 485 of the Companies Act 2006.

BY ORDER OF THE BOARD

R Kumar

Company Secretary

21 December 2011



Report of the independent auditor to the members of Birmingham Technology (Property) Limited

We have audited the financial statements of Birmingham Technology (Property) Limited for the year ended 31 March 2011 which comprise the principal accounting policies, the profit and loss account, the balance sheet, the statement of recognised gains and losses 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 Directors' Responsibilities Statement set out on page 5, 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 web-site 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 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 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

Report of the independent auditor to the members of Birmingham Technology (Property) Limited (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
- have not received all the information and explanations we require for our audit

David White

Senior Statutory Auditor

for and on behalf of Grant Thornton UK LLP

Registered Auditor, Chartered Accountants

Birmingham

Date 22 12 11

Principal accounting policies

Basis of accounting

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

The accounting policies adopted remain unchanged from the previous year

Going concern

The group has prepared cash flow forecasts to 31 December 2012, making certain assumptions, to assess the working capital requirement for that period Birmingham City Council has agreed to provide a working capital facility to meet that requirement Accordingly, in the directors' opinion it is appropriate to prepare the financial statements on the going concern basis. The financial statements do not include any adjustments that might be necessary should the company be unable to continue as a going concern

Turnover - rental income

Rental income includes rent received and receivable in the year Rental income is recognised when rent becomes due under the company's occupational leases and licences, as and when the economic benefit transfers to the company All turnover is in the United Kingdom

Cash flow statement

The director has taken advantage of the exemption in Financial Reporting Standard No 1 (Revised 1996) from including a cash flow statement in the financial statements on the grounds that the company is small

Consolidation

Under section 400 of the Companies Act 2006 the company does not prepare consolidated financial statements as it is a subsidiary of Birmingham Technology Limited, a company which prepares consolidated financial statements drawn up to the same date. These financial statements therefore present information about the company as an individual undertaking and not about its group.

Investment properties

Investment properties are stated at cost during the course of construction and market value when complete and available for letting. Cost includes interest capitalised during development and other professional fees.

In accordance with an amendment to SSAP 19, movements in the valuation of investment properties are shown in the statement of total recognised gains and losses, with the sole exception that deficits, on individual investment properties that are expected to be permanent are charged to the profit and loss account

A directors' valuation of the company's properties is prepared annually using RICS guidelines based on market values. At three yearly intervals a full external valuation is undertaken

Principal accounting policies (continued)

Investment properties (continued)

No provision is made for amortisation of leasehold properties held on leases having more than 20 years unexpired. This departure from the requirements of the Companies Act 2006, which required all properties to be depreciated, is, in the opinion of the directors, necessary for the financial statements to show a true and fair view in accordance with applicable accounting standards. The amortisation (which would, had the provision of the Act been followed, have resulted in an additional charge to the profit and loss account) is only one of the factors reflected in the annual valuation and the amount attributable to this factor cannot reasonably be separately identified or quantified

Investments

Investments are stated at cost except where the directors become aware of any impairments that they consider to be permanent, in which case provision is made for such diminution

Tangible fixed assets

Tangible fixed assets are stated at historic purchase cost less accumulated depreciation. Cost includes the original purchase price of the asset and the costs attributable to bringing the asset to its working condition for its intended use. Depreciation is provided on a straight-line basis to write off the cost of the assets, less their residual values, over their estimated useful lives. Rates of depreciation are

Fixtures, fittings and equipment - 20% per annum

Grants

Capital grants received for tangible fixed assets (other than investment properties) are recorded as deferred grants, included within provisions. These defeired grants are amortised over the estimated useful lives of the assets for which they were received. Capital grants and contributions received for the development of investment properties are deducted from the gross cost of the property in determining the revaluation surplus or deficit. Grants for investment properties are deducted from the cost of the asset unless conditions for receipt are deemed not to have been met

Provisions

The group recognises provisions for liabilities and onerous contracts where there is an obligation to transfer economic benefits arising from a past transaction or event and where the liability can be reasonably estimated. Contracts are considered onerous where there is a continuing obligation

Operating leases

Rent payable under operating leases is charged to the profit and loss account as it becomes due

Principal accounting policies (continued)

Deferred taxation

Deferred tax is recognised on all timing differences where the transactions or events that give the group an obligation to pay more tax in the future, or a right to pay less tax in the future, have occurred by the balance sheet date. Deferred tax on defined benefit pension scheme surpluses or deficits is adjusted against these surpluses. Deferred tax assets are recognised when it is more likely than not that they will be recovered. Deferred tax is measured using rates of tax that have been enacted or substantively enacted at the balance sheet date.

Financial instruments

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the entity after deducting all of its financial liabilities.

Where the contractual obligations of financial instruments (including share capital) are equivalent to a similar debt instrument, those financial instruments are classed as financial liabilities. Financial liabilities are presented as such in the balance sheet. Finance costs and gains or losses relating to financial liabilities are included in the profit and loss account. Finance costs are calculated so as to produce a constant rate of return on the outstanding liability.

Where the contractual terms of share capital do not have any terms meeting the definition of a financial liability then this is classed as an equity instrument. Dividends and distributions relating to equity instruments are debited direct to equity

Profit and loss account

	Note	2011 £	2010 £
Turnover – rental income		2,613,387	2,616,753
Administrative expenses - ordinary - exceptional	3	(1,648,923) (1,086,764)	(1,662,163) 53,000
Total administrative expenses		(2,735,687)	(1,609,163)
Operating (loss)/profit		(122,300)	1,007,590
Interest receivable and similar income	1	11,000	42
Interest payable and similar charges	2	(966,000)	(1,037,322)
Loss on ordinary activities before taxation	3	(1,077,300)	(29,690)
Tax on loss on ordinary activities	4	-	-
Loss for the financial year	12	(1,077,300)	(29,960)

All of the activities of the company are classed as continuing

Balance sheet

	Note	2011 £	2010 £
Fixed assets			
Tangible assets	5	16,108	19,589
Investment properties	6	17,929,999	19,162,040
Investments	7	5,001	5,001
		17,951,108	19,186,630
Current assets			
Debtors	8	1,052,039	685,182
Cash at bank and in hand		123,027	390,961
		1,175,066	1,076,143
Creditors amounts falling due within one year	9	(18,725,922)	(18,548,170)
Net current liabilities		(17,550,856)	(17,472,027)
Total assets less current liabilities		400,252	1,714,603
Provisions for liabilities and charges	10	(187,034)	(330,631)
Net assets		213,218	1,383,972
Capital and reserves			
Called-up share capital	11	10,000	10,000
Revaluation reserve	12	1,556,771	1,650,225
Profit and loss account	12	(1,353,553)	(276,253)
Shareholders' funds	13	213,218	1,383,972

These financial statements were approved by the directors and authorised for issue on 21 December 2011 and are signed on their behalf by

Councillor M Whitby

Company number 2188998

Statement of total recognised gains and losses

	2011	2010
	£	£
Loss for the financial year Decrease in revaluation reserve	(1,077,300) (93,454)	(29,690) (124,856)
Total recognised losses recognised since the last annual report	(1,170,754)	(154,546)

2010

2011

Notes to the financial statements

1 Interest receivable and similar income

2

	£	£
From other group undertakings	11,000	-
Bank interest		42
	11,000	42
Interest payable and similar charges	2011 £	2010 £
On loans from other group undertakings Other interest charges	966,000	1,027,000 10,322
	966,000	1,037,322

3 Loss on ordinary activities before taxation

The loss on ordinary activities before taxation is stated after charging the following amounts

	2011 £	2010 £
Management Comments of the land	407.007	5/0 400
Management fee payable to undertakings	486,897	562,492
Depleciation on tangible fixed assets	9,301	16,251
Loss on disposal of fixed assets	-	6,525
Other operating lease rentals	290,560	322,002
Auditors' remuneration – audit fees	21,000	15,250
Auditors' remuneration – tax compliance fees	6,750	5,800
Exceptional administrative expenses		
Permanent diminution in value of investment properties (note 6)	1,156,598	_
Impairment of fixed assets	24,074	-
Provision for onerous contract for head lease (note 10)	(93,908)	(53,000)
	1,086,764	(53,000)

Non audit fees relate to taxation services

None of the directors received any emoluments during the year in respect of their services to the company (2010 £nil)

Apart from the directors, the company had no other employees (2010 none)

3 Loss on ordinary activities before taxation (continued)

Operating leases	2011	2010
	£	£
Operating lease charges – other than plant and machinery	290,560	322,002

Each of the company's investment properties is subject to a headlease between the company and Birmingham City Council, as landowner. These headleases expire in June 2110. Rentals payable under these leases during the year ended 31 March 2011 were £290,560 (2010. £322,002) and are payable based on rents receivable.

4 Tax on loss on ordinary activities

Analysis of tax charge in the year

Current tax charge for the year

,		
	2011	2010
	£,	£
Corporation tax	~	~
UK corporation tax on loss for the year	_	_
The tay escaped for the year is larger (2010, higher) than the standard not	a af aamaratian tar	ın tha
The tax assessed for the year is lower (2010 higher) than the standard rat United Kingdom of 28% (2010 28%)	e or corporation tax	in the
Clinica rangaoni of 2070 (2010 2070)		
Factors affecting the tax charge for the year		
actors arreading the tan charge for the year	2011	2010
	£	£.
	χ.	た
Loss on ordinary activities before taxation	(1,077,300)	(29,690)
Tax charge on loss on ordinary activities at the standard UK rate of		/= - · - ·
corporation tax 28% (2010 28%)	(301,644)	(8,313)
	(0.460)	(0.507)
Capital allowances for year in excess of depreciation	(9,463)	(8,527)
Expenses not deductible for tax purposes	333,861	1,495
Short term timing differences	-	15,345
Utilisation of tax losses and other deductions	(45,539)	-
Group relief claimed	22,785	-

5 Tangible assets

6

	Fixtures, fittings and equipment
Cost At 1 April 2010 Additions	140,354 5,820
At 31 March 2011	146,174
Accumulated depreciation At 1 April 2010 Charge for the year	120,765 9,301
At 31 March 2011	130,066
Net book amount At 31 March 2011	16,108
At 31 March 2010	19,589
Investment properties	- "-
Valuation	£
At 1 April 2010 Additions Revaluation	19,162,040 18,011 (1,250,052)
At 31 March 2011	17,929,999
The historical cost of investment properties, net of grants received, comprises	£
Gross cost of construction at 1 April 2010 Additions during the year Permanent diminution in value	22,011,557 18,011 (1,156,598)
Gross cost at 31 March 2011	20,872,970
Capital grants received and receivable as at 1 April 2010 Contributions received during the year	(4,499,742)
Capital grants/contributions received and receivable as at 31 March 2011	(4,499,742)
Cost less grants/contributions received and receivable at 31 March 2011	16,373,228
Revaluation surplus at 31 March 2011	1,556,771

The amount of interest included in the historical cost of investment properties, in accordance with the accounting policy was £513,579 (2010 £513,579)

The company's properties were valued by Drivers Jonas Deloitte as at 31 March 2011, using RICS guidelines based on market values. Due to current market conditions and lower occupancy levels this resulted in a reduction in value compared to the value at 31 March 2010.

7 Investments

8

£
Cost at 31 March 2011 and 31 March 2010

5,001

The holdings are as follows

Name of company	Country of incorporation	Details of shareholding	Percentage holding	Principal activity
Birmingham Technology (Venture Capital) Limited	England & Wales	5,000 A Ordinary Shares of £1	90 9%	Venture Capital Investments
Birmingham Technology (Property One) Limited	England & Wales	23,000 A Ordinary and 27,000 B Ordinary Shares of £1	100%	Dormant
Debtors			2011	2010
Amounts falling due wit	hın one year		£	£
Trade debtors Amounts owed by group to Other taxation and social s			615,083 355,716	531,742 46,866 2,438
Prepayments and accrued	•		81,240	104,136

Amounts owed by other group companies are repayable on demand. Interest on these balances was receivable at 6% per annum (2010-6%). Intercompany balances are unsecured.

9 Creditors: amounts falling due within one year

2011	2010
£	£
Trade creditors 134,625	49,802
Amounts owed to parent undertaking 17,801,217	17,667,990
Other creditors 126,544	105,867
Accruals and deferred income 663,536	724,511
18,725,922	18,548,170

The amounts owed to group undertakings are repayable on demand. Interest on these balances was payable and receivable at 6% per annum (2010 6%). Intercompany balances are unsecured.

Birmingham City Council holds a debenture, with a fixed charge over the company's fixed assets and a floating charge over the company's current assets

10 Provisions for liabilities and charges

	2011	2010
	£	£
Deferred capital grants Other provisions	187,034	183,631 147,000
Provisions for liabilities	187,034	330,631

The other provision relates to the estimate of an onerous contract provision on one of the head leases pertaining to one of the company's investment properties

Deferred	canita	orante
Detetted	і Сарпа	i graints

Descried capital grams	2011 £	2010 £
At 1 April 2010 Amortisation Other charges	183,631 (1,173) 4,576	174,482 (1,173) 10,322
As at 31 March 2011	187,034	183,631
Other provisions	2011 £	2010 £
At 1 April 2010 Release of provision Utilised	147,000 (93,908) (53,092)	200,000 (53,000)
As at 31 March 2011	-	147,000

The full unprovided deferred tax asset, calculated on the liability method at 26% (2010 28%), is £335,501 (2010 £326,502) calculated as follows

	2011 £	2010 £
Accelerated capital allowances	18,830	21,578
Short term timing differences	39,275	(42,296)
Tax losses carried forward	277,396	347,220
Undiscounted deferred tax asset (unrecognised)	335,501	326,502

The deferred tax asset has not been recognised as the directors do not forecast a reversal in the foreseeable future

11 Called up share capital

Authorised share capital

	2011 £	2010 £
8,750 'A' Ordinary shares of £1 each	8,750	8,750
1,250 'B' Ordinary shares of £1 each	1,250	1,250
Allotted, called up and fully paid	2011	2010
	£	£
8,750 'A' Ordinary shares of £1 each 1,250 'B' Ordinary shares of £1 each	8,750 1,250	8,750 1,250
	10,000	10,000

The 'A' Ordinary and 'B' Ordinary shares are separate classes of shares but carry the same rights and privileges and rank pari passu in all respects. This includes equality in voting rights and the rights to any remaining assets in the event of the company being wound up

12 Reserves

13

	Revaluation reserve £	Profit and loss account	Total £
At 1 April 2010	1,650,225	(276,253)	1,373,972
Revaluation of properties Loss for the financial year	(93,454)	(1,077,300)	(93,454) (1,077,300)
At 31 March 2011	1,556,771	(1,353,553)	203,218
Reconciliation of movements in shareho	olders' funds		
		2011	2010
		£	£
Opening shareholders' funds		1,383,972	1,538,518
Loss for the financial year		(1,077,300)	(29,690)
Movement in revaluation reserve		(93,454)	(124,856)
Net decrease in shareholders' funds		(1,170,754)	(154,546)
Closing shareholders' funds		213,218	1,383,972

14 Operating lease commitments

The company has the following annual commitments under operating leases which expire as follows

£

£

Land and buildings - expiring after 5 years

290,560

322,002

Certain of the amount of the rents payable is dependent upon current occupancy levels and hence may vary in the future from the amounts stated above

15 Related party disclosures

The company received management, marketing, accounting and administrative services from its parent undertaking and other group undertakings, and was charged £486,897 (2010 £562,492) during the year for these services

The company has a number of long-term leases with Birmingham City Council on its property portfolio. In the year to 31 March 2011 the company paid £290,560 (2010 £322,000) as ientals in respect of these leased properties. These amounts were calculated and paid on an arm's-length basis and at market rates. The company paid business rates to Birmingham City Council, on an arm's length basis, amounting to £424,714 (2010 £ 301,220)

The company receives rent and service charges in respect of an underlease occupied by Birmingham City Council The amount received for the year ended 31 March 2011 was £68,236 (2010 £29,902) in respect of rents, and £35,388 (2010 £22,465) in respect of service charges

The company receives rent and service charges in respect of an underlease occupied by Tech Ni Plant Limited. The amount received for the year ended 31 March 2011 was £20,220 (2010 £20,220) in respect of rents, and £11,055 (2010 £11,055) in respect of service charges. Tech Ni Plant Limited owed the company £18,503 (2010 £15,181) at 31 March 2011

The amounts owed to / by group undertakings, including subsidiary undertakings, are repayable on demand. Interest on these balances was payable and receivable at 6% per annum (2010 6%)

16 Parent undertaking and controlling party

The company is part of the Birmingham Technology Limited group, which is the smallest group to consolidate these financial statements. The ultimate parent undertaking and controlling party is Birmingham City Council, which is the parent undertaking of the largest group to consolidate these financial statements. Copies of Birmingham Technology Limited's, and Birmingham City Council's consolidated financial statements can be obtained from the Company Secretary at Faraday Wharf, Holt Street, Aston Science Park, Birmingham B7 4BB