

ALBION PROPERTIES LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED

31 DECEMBER 2009

(Registered Number: 3440582)

TUESDAY



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14/09/2010
COMPANIES HOUSE

ALBION PROPERTIES LIMITED

**DIRECTORS' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2009**

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ALBION PROPERTIES LIMITED

DIRECTORS' REPORT

The directors present their report and the audited financial statements of the Company for the year ended 31 December 2009

Principal activities and review of business

The Company's principal activities during the year were property ownership and development. No change in the activities of the Company is anticipated in 2010. The directors are satisfied with the level of business and year end financial position of the company.

Results and dividends

The results and financial position of the Company for the year ended 31 December 2009 are set out in the financial statements. No interim dividend was paid during the year and the directors do not recommend the payment of a final dividend.

The profit for the year of £21,967 (2008: £210,695) has been transferred to reserves.

Directors

The following held office as directors during the year and up to the date of this report:

Susan Chow
Raymond Chow
Edmond Ip
Davy Chung

None of the directors had any interest in the shares of the Company during the year.

No director beneficially owns any of the ordinary shares or share options of the Company or has had a material interest in contracts of any significance during or at the end of the year.

Directors' and officers' liability insurance is provided to the directors of the company by another company within the Hutchison Whampoa group.

Statement of 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

ALBION PROPERTIES LIMITED

DIRECTORS' REPORT (CONTINUED)

Statement of directors' responsibilities (Continued)

- select suitable accounting policies and then apply them consistently,
- make judgements and accounting 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,
- 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.

The directors are responsible for the maintenance and integrity of the company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Disclosure of information to auditors

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 auditors are unaware, and
- The director has taken all steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

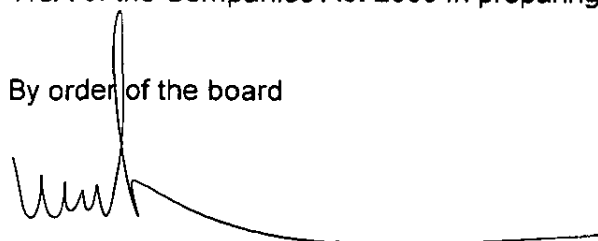
This confirmation is given and should be interpreted in accordance with the provisions of Section 418 of the Companies Act 2006.

Auditors

The auditors, PricewaterhouseCoopers LLP, have indicated their willingness to continue in office.

The company has taken advantage of the exemption allowed to small companies under section 415A of the Companies Act 2006 in preparing the Director's report.

By order of the board



Edith Shih
Company Secretary
30 March 2010

INDEPENDENT AUDITORS' REPORT TO THE MEMBER OF ALBION PROPERTIES LIMITED

We have audited the financial statements of Albion Properties Limited for the year ended 31 December 2009 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).

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 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.

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

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.

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 2009 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 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.

INDEPENDENT AUDITORS' REPORT TO THE MEMBER OF ALBION PROPERTIES 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
- we have not received all the information and explanations we require for our audit, or
- the directors were not entitled to prepare the directors' report in accordance with the small company regime



Deshan Karunaratne (Senior Statutory Auditor)
For and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
St Albans

6 September 2010

ALBION PROPERTIES LIMITED

**PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 DECEMBER 2009**

	Note	2009 £	2008 £
Turnover	4	-	733,729
Cost of sales		-	(733,729)
Gross profit		-	-
Other operating income		57,950	57,913
Administrative expenses		(73,315)	(197,635)
Operating loss	5	(15,365)	(139,722)
Interest receivable and similar income		38,128	434,451
Interest payable and similar charges	7	-	(50)
Profit on ordinary activities before taxation		22,763	294,679
Tax charge on profit on ordinary activities	8	(796)	(83,984)
Profit for the year	12	<u>21,967</u>	<u>210,695</u>

The profit for the year arises from the Company's continuing operations

The Company has no recognised gains and losses other than the profit for the year above and therefore no separate statement of total recognised gains and losses has been presented

There is no material difference between the profit on ordinary activities before taxation and the profit for the year stated above and their historical cost equivalents

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

ALBION PROPERTIES LIMITED

**BALANCE SHEET
AS AT 31 DECEMBER 2009**

	Note	2009 £	2008 £
Current assets			
Debtors	9	6,646,255	8,476,412
Cash at bank		847,685	693,660
		<u>7,493,940</u>	<u>9,170,072</u>
Creditors - amounts falling due within one year	10	(6,788,964)	(8,487,063)
Net assets		<u>704,976</u>	<u>683,009</u>
Capital and reserves			
Called up share capital	11	200	200
Profit and loss account	12	704,776	682,809
Equity shareholders' funds	13	<u>704,976</u>	<u>683,009</u>



Susan Chow



Raymond Chow

Approved by the board of directors
on 30 March 2010

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

ALBION PROPERTIES LIMITED

NOTES TO THE FINANCIAL STATEMENTS

1 Accounting policies

(a) Basis of accounting

These financial statements are prepared on the going concern basis, under the historical cost convention and in accordance with the Companies Act 2006 and applicable United Kingdom accounting standards

The principal accounting policies are set out below

(b) Taxation

The charge for taxation is based on the profit for the year and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes

(c) 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 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

A net deferred tax asset is regarded as recoverable and therefore recognised only when, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits against which to recover carried forward losses and from which the future reversal of underlying timing differences can be deducted

Deferred tax assets are measured at the average tax rates that are expected to apply in the period 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

(d) Revenue recognition

Turnover is derived from recharge of development costs to a group company, Albion Residential Limited, and revenue is recognised when the costs are incurred by Albion Properties Limited

Interest income is recognised on a time proportion basis using the effective interest method

2 Cash flow statement

The Company has not presented a cash flow statement as it is a small company as defined by sections 382 and 465 of the Companies Act 2006

3 Segmental reporting

The Company's activities consist solely of property ownership and development in the United Kingdom

ALBION PROPERTIES LIMITED

NOTES TO THE FINANCIAL STATEMENTS

4 Turnover

	2009	2008
	£	£
Recharge of development cost (Note 14)	-	733,729
	<u> </u>	<u> </u>

5 Operating loss

No impairment loss on stock (2008 £101,913) is charged to the profit and loss account

Services provided by the Company's auditor

During the year the Company obtained the following services from the Company's auditor at costs as detailed below

	2009	2008
	£	£
Fees payable for audit of the Company	3,682	3,334
Fees payable for tax services	800	475
	<u> </u>	<u> </u>
	<u>4,482</u>	<u>3,809</u>

6 Directors' emoluments and employee numbers

No fees or other emoluments were paid to the directors in respect of their services to the Company during the year, nor are any payable (2008 Nil)

The Company had no employees during the year (2008 Nil)

7 Interest payable and similar charges

	2009	2008
	£	£
Bank interest and charges	-	50
	<u> </u>	<u> </u>

ALBION PROPERTIES LIMITED

NOTES TO THE FINANCIAL STATEMENTS

8 Tax charge on profit on ordinary activities

	2009 £	2008 £
Tax charge on profit on ordinary activities		
UK corporation tax on profit for the year at 21% (2008 28.5%)	4,780	83,984
Adjustments in respect of prior years	(3,984)	-
Total current tax	<u>796</u>	<u>83,984</u>

The differences between the Company's expected tax charge, using the applicable tax rate, and the Company's taxation for the year were as follows

	2009 £	2008 £
Profit on ordinary activities before taxation	<u>22,763</u>	<u>294,679</u>
Current tax at 21% (2008 28.5%)	4,780	83,984
Adjustments in respect of prior years	(3,984)	-
Total current tax	<u>796</u>	<u>83,984</u>

There is no deferred tax asset or liability that is not recognised in these financial statements (2008 Nil)

9 Debtors

	2009 £	2008 £
Trade debtors	5,000	5,000
Value added tax recoverable	134,623	11,676
Other debtors	6,506,632	8,459,736
	<u>6,646,255</u>	<u>8,476,412</u>

ALBION PROPERTIES LIMITED

NOTES TO THE FINANCIAL STATEMENTS

10 Creditors - amounts falling due within one year

	2009 £	2008 £
Trade creditors	83,339	96,481
Amounts due to group undertakings (Note 14)	2,869,131	2,868,238
Value added tax payable	-	75
Other creditors and accruals	3,764,326	5,366,922
Taxation	72,168	155,347
	<u>6,788,964</u>	<u>8,487,063</u>

The amounts due to group undertakings are unsecured, interest free and repayable on demand

11 Called up share capital

	2009 £	2008 £
Authorised:		
200 ordinary shares of £1 each	<u>200</u>	<u>200</u>
Allotted, called up and fully paid:		
200 ordinary shares of £1 each	<u>200</u>	<u>200</u>

12 Profit and loss account

	2009 £	2008 £
At 1 January	682,809	472,114
Profit for the year	<u>21,967</u>	<u>210,695</u>
At 31 December	<u>704,776</u>	<u>682,809</u>

ALBION PROPERTIES LIMITED

NOTES TO THE FINANCIAL STATEMENTS

13 Reconciliation of movements in equity shareholders' funds

	2009 £	2008 £
Profit for the year	21,967	210,695
Equity shareholders' funds as at 1 January	683,009	472,314
Equity shareholders' funds as at 31 December	<u>704,976</u>	<u>683,009</u>

14 Related party transactions

During the year, the Company received no sales deposit (2008 £3,200,800) on behalf of Albion Residential Limited, a wholly owned subsidiary of Albion Riverside Commercial Limited, regarding an agreement to sell private residential flats to be constructed at Albion Riverside, Battersea, London, United Kingdom

During the year, no development cost was charged to Albion Residential Limited (2008 £733,729) by the Company

At the balance sheet date, £4,000,000 (2008 £8,000,000) included in other debtors is due from Hutchison Whampoa Properties (Europe) Limited, a wholly owned subsidiary of Hutchison Whampoa Properties Limited, a related party

At the balance sheet date, £2,752,392 (2008 £2,752,392) is due to Albion Residential Limited, £111,843 (2008 £111,843) is due to Hester Properties Limited, a jointly controlled entity of Hutchison Whampoa Limited and Cheung Kong (Holdings) Limited

The Company has taken advantage of the exemption contained in FRS 8 from disclosing related party transactions within the group

15 Immediate parent undertaking

The Company is a wholly owned subsidiary of Albion Riverside Commercial Limited, a company incorporated in the British Virgin Islands