Directors' report and financial statements

for the year ended 30 June 2007

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Company information

Directors

A J Poulton

W A Poulton

Secretary

N L Poulton

Company number

941601

Auditors

Brooks Carling Accountants Limited

Curzon House

1st Floor

24 High Street Banstead, Surrey

SM7 2LJ

Business address

14 Wells Street

Chelmsford

Essex

CM1 1HZ

Bankers

National Westminster Bank

National Westminster House

6 High Street Chelmsford Essex CM1 1BL

Solicitors

Foskett, Marr, Gadsby & Head

181 High Street

Epping Essex

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Directors' report for the year ended 30 June 2007

The directors present their report and the financial statements for the year ended 30 June 2007

Principal activity and review of the business

The principal activity of the company continued to be that of house builders and estate developers

The business has continued to report profits for the period. Gross profit and operating profit margins are consistant with 2006 results at 11% and 5% respectively. Volatile market conditions will mean it is difficult to maintain these levels of performance in the future.

Results and dividends

The results for the year are set out on page 5

The directors do not recommend payment of a final dividend

Financial risk management objectives and policies

The company's principle financial instruments comprise trade creditors, finance leases, bank balances and loans. The main purpose of these instruments is to raise funds for the company's operations on a short and long term basis.

Trade creditors liquidity risk is managed by ensuring sufficient funds are available to meet amounts due

In respect of the loans this represents liabilities provided by a financial institution. This loan is secured on individual development sites and is repayable as plots are sold. The repayment of the loan is deemed low risk as it can be supported by the company's balance sheet.

In respect of the bank balances the liquidity risk is managed by maintaining a balanced cash flow. The company has a significant overdraft facility in place to manage short term liquidity risks

Directors and their interests

The directors who served during the year and their interests in the company are as stated below

	Class of share	30/06/07	01/07/06
A J Poulton W A Poulton The company is a associate of A J shareholder, and both A J Poulton and	Ordinary shares Ordinary shares Poulton (Epping) Limited of W A Poulton are directors	25,000 of which A J Poulton is	25,000 the controlling

Directors' responsibilities

The directors are responsible for preparing the financial statements in accordance with applicable law and regulations

Directors' report for the year ended 30 June 2007

continued

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) The financial statements are required by law to give a true and fair view of the state of the affairs of the company and of the profit or loss of the company for that year In preparing these financial statements the directors are required to

- select suitable accounting policies and apply them consistently.
- make judgements 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 proper accounting records which 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 1985. 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 the directors are aware

- there is no relevant audit information (information needed by the company's auditors in connection with preparing their report) of which the company's auditors are unaware and
- the directors have taken all the steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information

Auditors

The company has by elective resolution under Section 386(1) of the Companies Act 1985 dispensed with the annual reappointment of the auditors Brooks Carling Accountants Limited will be deemed to be reappointed for each succeeding financial year

This report was approved by the Board on

28 04 2008.

and signed on its behalf by

N L Poulton Secretary

Independent auditors' report to the shareholders of Chelsteen Homes Limited

We have audited the financial statements of Chelsteen Homes Limited for the year ended 30 June 2007 which comprise the profit and loss account, the balance sheet, the cash flow statement and the related notes. These financial statements have been prepared under the accounting policies set out therein

This report is made solely to the company's shareholders, as a body, in accordance with Section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's shareholders 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 shareholders as a body, for our audit work, for this report, or for the opinions we have formed

Respective responsibilities of directors and the auditors

The directors' responsibilities for preparing the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the statement of directors' responsibilities

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland)

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you whether in our opinion the information given in the directors' report is consistent with the financial statements.

In addition we report to you if, in our opinion, the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed

We read the directors' report and consider the implications for our report if we become aware of any apparent misstatements within it

Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

Independent auditors' report to the shareholders of Chelsteen Homes Limited continued

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Opinion

In our opinion

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 30 June 2007 and of its profit for the year then ended,
- the financial statements have been properly prepared in accordance with the Companies Act 1985, and
- the information given in the Directors' Report is consistent with the financial statements

Brokes Cooling Accombanto MD

Brooks Carling Accountants Limited

Registered auditors

29/4/2-

Curzon House 1st Floor 24 High Street Banstead, Surrey SM7 2LJ

Profit and loss account for the year ended 30 June 2007

		Continuing	operations
		2007	2006
	Notes	£	£
Turnover	2	7.590,351	6,328.644
Cost of sales		(6 766.977)	(5,677 166)
Gross profit		823,374	651.478
Administrative expenses		(418,441)	(318,238)
Operating profit	3	404,933	333,240
Other interest receivable and similar income	4	23,694	3,444
Interest payable and similar charges	5	(792)	(2.885)
Profit on ordinary activities before taxation		427,835	333.799
Tax on profit on ordinary activities	8	(121,236)	(106,934)
Profit on ordinary activities after taxation		306,599	226,865
Retained profit for the year		306,599	226,865
Retained profit brought forward Reserve movements		2 783,263	3,064,983 (508,585)
Retained profit carried forward		3,089,862	2,783,263

There are no recognised gains or losses other than the profit or loss for the above two financial years

Balance sheet as at 30 June 2007

		200	7	200	16
	Notes	£	£	£	£
Fixed assets			10.414		30,549
Tangible assets	9		19,414		30,349
Current assets		5.074.007		8,319,031	
Stocks	10	5,374,896		•	
Debtors	11	156,068		28,149	
Cash at bank and in hand		895,829		560	
		6.426,793		8,347.740	
Creditors: amounts falling				(5.6(0.670)	
due within one year	12	(3 343 424)		(5,569,678) ———	
Net current assets			3,083,369		2,778,062
Total assets less current			3,102,783		2,808,611
liabilities			3,102,703		, ,
Creditors: amounts falling due after more than one year	13		(774)		(5,213)
Provisions for habilities	14		12.853		4,865
Net assets			3,114,862		2,808,263
Capital and reserves					
Called up share capital	16		25.000		25.000
Profit and loss account	- -		3,089,862		2,783,263
Equity shareholders' funds	17		3.114,862		2,808,263

The financial statements were approved by the Board on 28 04 2008 and signed on its behalf by March WA Poulton Welling Liter

The notes on pages 8 to 17 form an integral part of these financial statements.

Cash flow statement for the year ended 30 June 2007

		2007	2006
	Notes	£	£
Reconciliation of operating profit to net			
cash inflow from operating activities		104.022	222 240
Operating profit		404,933	333,240 23,694
Depreciation		14,495 2 944.135	1,655,704
Decrease in stocks		(127,919)	(2,269)
(Increase) in debtors		(296,145)	* * *
(Decrease) in creditors			·——
Net cash inflow from operating activities		2,939,499 =====	1,346,303
Cash flow statement			
Net cash inflow from operating activities		2,939,499	1,346,303
Returns on investments and servicing of finance	23	22,902	559
Taxation	23	(100,487)	(352,829)
Capital expenditure	23	(3,360)	(34,356)
Captum sup		2,858,554	959,677
Puranama	23	(1,513,652)	•
Financing			
Increase in cash in the year		1,344,902	(491,983) =====
Reconciliation of net cash flow to movement in net	funds (Note 24)		
Increase in cash in the year		1,344,902	(491 983)
Cash inflow from increase in debts and lease financing	<u>,</u>	1,513 652	932 075
Change in net funds resulting from cash flows		2 858 554	440 092
New finance leases and hire purchase contracts			1,014
Movement in net funds in the year		2,858,554	441,106
Net debt at 1 July 2006		(3,315,439)	(3,756,545)
Net debt at 30 June 2007		(456,885)	(3,315 439)

Notes to the financial statements for the year ended 30 June 2007

1. Accounting policies

1.1. Accounting convention

The financial statements are prepared under the historical cost convention and comply with financial reporting standards of the Accounting Standards Board

1.2. Turnover

Turnover represents the total invoice value, excluding value added tax, of sales made during the year

In respect of long-term contracts and contracts for on-going services, turnover represents the value of work done in the year, including estimates of amounts not invoiced. Turnover in respect of long-term contracts and contracts for on-going services is recognised by reference to the stage of completion.

1.3. Tangible fixed assets and depreciation

Depreciation is provided at rates calculated to write off the cost less residual value of each asset over its expected useful life, as follows

Plant and machinery

33 33% on cost on items not written off

Motor vehicles

25% on cost

1.4. Leasing and hire purchase commitments

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible assets and depreciated over the shorter of the lease term and their useful lives. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to the profit and loss account so as to produce constant periodic rates of charge on the net obligations outstanding in each period.

1.5. Stock and work in progress

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

1.6. Pensions

The pension costs charged in the financial statements represent the contribution payable by the company during the year

1.7. 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 have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more, tax, with the following exceptions

Deferred tax assets are recognised only to the extent that the directors consider that it is 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 on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date

Notes to the financial statements for the year ended 30 June 2007

continued

2. Turnover

The total turnover of the company for the year has been derived from its principal activity wholly undertaken in the UK

3.	Operating profit	2007 £	2006 £
	Operating profit is stated after charging	14,494	24,693
	Depreciation and other amounts written off tangible assets Loss on disposal of tangible fixed assets	1	(999)
	Operating lease rentals - Land and buildings	15 250	15,250
	Auditors' remuneration	6 000	6,000 ===
4.	Interest receivable and similar income	2007 £	2006 £
	Bank interest Other interest	23,170 524	3,137 307
		23,694	3,444
5.	Interest payable and similar charges	2007	2006
٠.	Hire purchase interest	£ 792	£ 2 885

Notes to the financial statements for the year ended 30 June 2007

continued

6. I	mployees
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	Number of employees	2007	2006
	The average monthly numbers of employees		
	(including the directors) during the year were		
	Management & administration	7	7
	Site management & labourers	6	7
	Site management & labourers		14
		13	====
	Fundament seets	2007	2006
	Employment costs	£	£
	Mr. J. J. was	521,523	380 839
	Wages and salaries	72,028	41,724
	Social security costs Pension costs-other operating charge	25 454	109,200
	Tonoson cools community	619,005	531,763
		====	
		2007	2006
4 1	Directors' amaluments	2007	2000
6.1.	Directors' emoluments	£	£
6.1.			
6.1.	Directors' emoluments Remuneration and other emoluments Pension contributions	£	£
6.1.	Remuneration and other emoluments	£ 238,500	£ 64,400
6.1.	Remuneration and other emoluments	£ 238,500 7,200	£ 64,400 107,200
6.1.	Remuneration and other emoluments Pension contributions	£ 238,500 7,200	£ 64,400 107,200
6.1.	Remuneration and other emoluments Pension contributions Number of directors to whom retirement benefits	£ 238,500 7,200 245,700 Number	£ 64,400 107,200 171 600 Number
6.1.	Remuneration and other emoluments Pension contributions	£ 238,500 7,200 245,700	£ 64,400 107,200 171 600
6.1.	Remuneration and other emoluments Pension contributions Number of directors to whom retirement benefits are accruing under a money purchase scheme	£ 238,500 7,200 245,700 Number	£ 64,400 107,200 171 600 Number
6.1.	Remuneration and other emoluments Pension contributions Number of directors to whom retirement benefits are accruing under a money purchase scheme Highest paid director	£ 238,500 7,200 245,700 Number	£ 64,400 107,200 171 600 Number
6.1.	Remuneration and other emoluments Pension contributions Number of directors to whom retirement benefits are accruing under a money purchase scheme Highest paid director Amounts included above	£ 238,500 7,200 245,700 Number	£ 64,400 107,200 171 600 Number 1 £ 53,800
6.1.	Remuneration and other emoluments Pension contributions Number of directors to whom retirement benefits are accruing under a money purchase scheme Highest paid director	£ 238,500 7,200 245,700 Number	£ 64,400 107,200 171 600 Number
6.1.	Remuneration and other emoluments Pension contributions Number of directors to whom retirement benefits are accruing under a money purchase scheme Highest paid director Amounts included above Emoluments and other benefits	£ 238,500 7,200 245,700 Number 1 1 1 1	£ 64,400 107,200 171 600 Number 1 £ 53,800

Notes to the financial statements for the year ended 30 June 2007

continued

7. Pension costs

The company operates a defined contribution pension scheme in respect of the employees and a director The scheme and its assets are held by independent managers. The pension charge represents contributions due from the company and amounted to £25 454 (2006 - £109,200)

8. Tax on profit on ordinary activities

Analysis of charge in period	2007 £	2006 £
Current tax UK corporation tax	129 224	100,487
Total current tax charge	129,224	100,487
Deferred tax Timing differences, origination and reversal	(7,988)	6,447
Total deferred tax	(7,988)	6,447
Tax on profit on ordinary activities	121,236	106,934

Factors affecting tax charge for period

The tax assessed for the period is lower than the standard rate of corporation tax in the UK (30 per cent) The differences are explained below

tem) The differences are explained colors	2007	2006
Profit on ordinary activities before taxation	427,835 ———	333,799 ====
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 30% (30 June 2006 30%)	128,351	100,140
Effects of: Expenses not deductible for tax purposes Capital allowances for period in excess of depreciation	3,244 662	2,805 1,700
Marginal relief	(3,033)	(4,158)
Current tax charge for period	129,224	100 487

Notes to the financial statements for the year ended 30 June 2007

continued

9.	Tangible fixed assets	Plant and machinery £	Motor vehicles £	Total
	Cost At 1 July 2006 Additions Disposals	24,454 3,360	(9,995)	139,171 3,360 (9.995)
	At 30 June 2007	27,814	104,722	132,536
	Depreciation At 1 July 2006 On disposals Charge for the year	24,454 - 1,120	84,168 (9,994) 13,374	108,622 (9,994) 14,494
	At 30 June 2007	25,574	87,548	113,122
	Net book values At 30 June 2007 At 30 June 2006	2,240	17,174 30,549	19,414 30,549

Included above are assets held under finance leases or hire purchase contracts as follows

		20	07	20	06
	Asset description	Net book value £	Depreciation charge	Net book value £	Depreciation charge
	Motor vehicles	11 417	5,709	21,918	21,421
10.	Stocks			2007 £	2006 £
	Land stock Work in progress			2,795 943 2,578,953 5,374,896	3,526,461

Notes to the financial statements for the year ended 30 June 2007

continued

11.	Debtors	2007 £	2006 £
	Other debtors	146 816	18 166
	Prepayments and accrued income	9,252	9,983
		156,068	28,149
12.	Creditors: amounts falling due within one year	2007 £	2006 £
	Bank overdraft		450,425
	Bank loan	1,347,500	2,853,140
	Net obligations under finance leases and hire purchase contracts Trade creditors Amounts owed to connected companies Corporation tax Other taxes and social security costs Directors' accounts Other creditors Accruals and deferred income	4,439 20,323 1,396,141 129 224 111,374 131,810 168,495 34,118	7,220 44,075 1.841,749 100,487 13,714 211,840 13,112 33,916
		3,343,424	5,569,678

The company's bank loans and overdraft are secured on land stocks and the company has given an unlimited guarantee to its bank in respect of A J Poulton (Epping) Limited and Chelsteen Construction Limited A combined overdraft limit of £400,000 (2006 £400,000) is also in place, with an expiry date of 30 May 2008

Notes to the financial statements for the year ended 30 June 2007

continued

13.	Creditors: amounts falling due after more than one year	2007 £	2006 £
	Net obligations under finance leases and hire purchase contracts	774	5,213
	Net obligations under finance leases and hire purchase contracts Repayable within one year Repayable between one and five years	4,439 774 5,213	7,220 5,213 12,433
14.	Provisions for liabilities	Deferred taxation (Note 15) £	Total £
	At 1 July 2006 Movements in the year At 30 June 2007	4,865 7,988 12,853	4,865 7,988 12,853
15.	Provision for deferred taxation	2007 £	2006 £
	Accelerated capital allowances Provision for deferred tax	(12,853) (12,853)	(4,865) (4,865)
	Provision at 1 July 2006 Deferred tax credit in profit and loss account Provision at 30 June 2007	(4,865) (7,988) (12,853)	

Notes to the financial statements for the year ended 30 June 2007

continued

16.	Share capital	2007 £	2006 £
	Authorised equity 100,000 Ordinary shares of £1 each	100,000	100,000
	Allotted, called up and fully paid equity 25,000 Ordinary shares of £1 each	25,000	25.000
17.	Reconciliation of movements in shareholders' funds	2007 £	2006 £
	Profit for the year Purchase of own shares Other recognised gains or losses	306,599 -	226,865 (11,000) (508,585)
	Net addition to shareholders' funds Opening shareholders' funds	306,599 2,808 263	(292,720) 3,100,983
	Closing shareholders' funds	3,114,862	2,808,263

18. Financial commitments

At 30 June 2007 the company had annual commitments under non-cancellable operating leases as follows

	Land and buildings	
	2007 £	2006 £
Expiry date:		15.050
In over five years	15,250	15,250

19. Capital commitments

As at the year end, the company had no capital commitments other than the purchase of 12 Vicarage Court. The outstanding balance in respect of 12 Vicarage Court is £148,500 at the year end

Notes to the financial statements for the year ended 30 June 2007

continued

20. Contingent liabilities

The company's bank loans and overdraft are secured on land stocks and the company has given a cross guarantee to its bank in respect of A J Poulton (Epping) Limited and Chelsteen Construction Limited, dated 10 August 2004. At the balance sheet date there was £210,327 (2006 £nil) outstanding in respect of these loans and overdrafts

At 30 June 2007 the company had the following legal mortgage held by the bank

1) first legal mortgage over freehold property known as land at 527 Green Lane. Goodmayes, Essex.

Apart from the above, the company has no contingent liabilities at the year end

21. Related party transactions

During the year purchases of £2,871 181 (2006 £3,357.557) were made from Chelsteen Construction Limited for sub-contract work. Also, £225,000 (2006 £225,000) overhead costs and £138,992 (2006 £174,144) salary costs were recharged to Chelsteen Construction. Limited. These transactions were made on normal trading terms.

At the year end, the company owed Chelsteen Construction Limited £236,886 (2006 £561,689) and owed A J Poulton (Epping) Limited £1,159,255 (2006 £1,280,060)

W A Poulton is a director of both A J Poulton (Epping) Limited and Chelsteen Construction Limited He also owns 100% of the issude share capital of Chelsteen Construction Limited During the year. W A Poulton purchased a shop from the company for £160,000 and incurred costs of £25,473 in respect of his home via the company These transactions were made on normal trading terms and were debited to his loan account

22. Controlling interest

By virtue of owning all of the issued shares, W A Poulton is the controlling party of Chelsteen Homes Limited

Notes to the financial statements for the year ended 30 June 2007

continued

23. Gross cash flows

24.

			2007 £	2006 £
Returns on investments and servicing of fin	ance		22 (04	2 444
Interest received			23,694	3,444 (2,885)
Interest paid			(792)	
			22,902	<u>559</u>
Taxation			(100.405)	(2.52.020)
Corporation tax paid			(100,487) ======	(352,829)
Capital expenditure			(O. 700)	(25.256)
Payments to acquire tangible assets			(9 788)	(35,356) 1,000
Receipts from sales of tangible assets				
			(9,788)	(34,356)
Financing				(500 505)
Purchase of own shares			-	(508,585) 1,533,868
New short term bank loan			(1,505,640)	(2,445 070)
Repayment of short term bank loan Capital element of finance leases and hire pur	chase contracts		(8,012)	(20,873)
Cupius Common or instance in the common of t			(1.513,652)	(1,440,660)
Analysis of changes in net funds				
•	Opening	Cash	Other	Closing
	balance	flows	changes	balance
	£	£	£	£
Cash at bank and in hand	560	895,269		895,829
Overdrafts	(450,425)	450,425		-
	(449.865)	1,345.694		895 829
Debt due within one year	(2 853,140)	1,505.640	-	(1,347.500)
Finance leases and hire purchase contracts	(12 433)	8 012	(792)	(5 213)
	(2,865 573)	1,513,652	(792)	(1,352,713)
Net funds	(3.315 438)	2 859 346	(792)	(456,884)