COMPANY REGISTRATION NUMBER 02700902

GOODWIN NEW HOMES LIMITED FINANCIAL STATEMENTS 31 JULY 2009

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FINANCIAL STATEMENTS

YEAR ENDED 31 JULY 2009

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COMPANY INFORMATION

The director

S R Adkins

Company secretary

S E Peck

Registered office

2nd Floor, Old Inn House

2 Carshalton Road

Sutton Surrey SM1 4RA

Auditor

Rothman Pantall LLP Chartered Accountants

& Statutory Auditor

2nd Floor Old Inn House 2 Carshalton Road

Sutton Surrey SM1 4RA

THE DIRECTOR'S REPORT

YEAR ENDED 31 JULY 2009

The director presents his report and the financial statements of the company for the year ended 31 July 2009

PRINCIPAL ACTIVITIES

The principal activity of the company during the year continued to be that of property management and maintenance

DIRECTOR

The director who served the company during the year was as follows

S R Adkins

DIRECTOR'S RESPONSIBILITIES

The director is responsible for preparing the Director's Report and the financial statements in accordance with applicable law and regulations

Company law requires the director to prepare financial statements for each financial year. Under that law the director has 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 director 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 those financial statements, the director is required to

- select suitable accounting policies and then 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 director is 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 him to ensure that the financial statements comply with the Companies Act 2006. He is 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 director is aware

- there is no relevant audit information of which the company's auditor is unaware, and
- the director has taken all steps that he ought to have taken to make himself aware of any relevant audit information and to establish that the auditor is aware of that information

AUDITOR

Rothman Pantall LLP are deemed to be re-appointed under section 487(2) of the Companies Act 2006

THE DIRECTOR'S REPORT (continued)

YEAR ENDED 31 JULY 2009

SMALL COMPANY PROVISIONS

This report has been prepared in accordance with the special provisions for small companies under Part 15 of the Companies Act 2006

Registered office 2nd Floor, Old Inn House 2 Carshalton Road Sutton Surrey SM1 4RA Signed by

S R Adkins

Company Director

Approved by the director on

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF GOODWIN NEW HOMES LIMITED

YEAR ENDED 31 JULY 2009

We have audited the financial statements of Goodwin New Homes Limited for the year ended 31 July 2009 which comprise the Profit and Loss Account, Balance Sheet and the related notes. 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 shareholders, as a body, in accordance with Sections 495 and 496 of the Companies Act 2006. 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 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 shareholders as a body, for our audit work, for this report, or for the opinions we have formed

RESPECTIVE RESPONSIBILITIES OF DIRECTOR AND AUDITOR

As explained more fully in the Director's Responsibilities Statement set out on page 2, the director is 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

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 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 July 2009 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

OPINION ON OTHER MATTERS PRESCRIBED BY THE COMPANIES ACT 2006

In our opinion the information given in the Director's Report for the financial year for which the financial statements are prepared is consistent with the financial statements

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF GOODWIN NEW HOMES LIMITED (continued)

YEAR ENDED 31 JULY 2009

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 director's remuneration specified by law are not made, or
- we have not received all the information and explanations we require for our audit, or
- the director was not entitled to prepare the financial statements and the director's report in accordance with the small companies regime

A D MILLER (Senior Statutory

Auditor)

For and on behalf of ROTHMAN PANTALL LLP

Chartered Accountants

& Statutory Auditor

2nd Floor Old Inn House 2 Carshalton Road Sutton Surrey SM1 4RA 29 | W|0

PROFIT AND LOSS ACCOUNT

YEAR ENDED 31 JULY 2009

	Note	2009 £	2008 £
TURNOVER		50,887	55,775
Administrative expenses		77,320	99,174
OPERATING LOSS	2	(26,433)	(43,399)
Interest payable and similar charges		1,093	1,310
LOSS ON ORDINARY ACTIVITIES BEFORE TAXA	TION	(27,526)	(44,709)
Tax on loss on ordinary activities		-	-
LOSS FOR THE FINANCIAL YEAR		(27,526)	(44,709)

The notes on pages 8 to 13 form part of these financial statements.

BALANCE SHEET

31 JULY 2009

		200	9	2008	
	Note	£	£	£	£
FIXED ASSETS Tangible assets	3		53,912		52,255
CURRENT ASSETS Debtors	4	103,698		107,031	
Cash at bank and in hand	-	100,000		13,198	
		103,798		120,229	
CREDITORS. Amounts falling due within one year	5	230,581		217,829	
NET CURRENT LIABILITIES			(126,783)		(97,600)
TOTAL ASSETS LESS CURRENT L	JABILITIE	S	(72,871)		(45,345)
CAPITAL AND RESERVES					
Called-up equity share capital	8		100		100
Profit and loss account	9		(72,971)		(45,445)
DEFICIT			(72,871)		(45,345)

These financial statements have been prepared in accordance with the special provisions for small companies under Part 15 of the Companies Act 2006 and with the Financial Reporting Standard for Smaller Entities (effective April 2008)

S R ADKINS Director

Company Registration Number 02700902

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 JULY 2009

1. ACCOUNTING POLICIES

Basis of accounting

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)

Turnover

The turnover shown in the profit and loss account represents amounts invoiced during the year, exclusive of Value Added Tax

Depreciation

Depreciation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows

Furniture and equipment

20% per annum straight line

Depreciation is not being charged on expenses related to the refurbishment of the office, since this has still not been completed

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

Provision is made for tax on gains arising from the revaluation (and similar fair value adjustments) of fixed assets, and gains on disposal of fixed assets that have been rolled over into replacement assets, only to the extent that, at the balance sheet date, there is a binding agreement to dispose of the assets concerned. However, no provision is made where, on the basis of all available evidence at the balance sheet date, it is more likely than not that the taxable gain will be rolled over into replacement assets and charged to tax only where the replacement assets are sold.

Deferred tax assets are recognised only to the extent that the director considers 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

YEAR ENDED 31 JULY 2009

1. ACCOUNTING POLICIES (continued)

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

2. OPERATING LOSS

Operating loss is stated after charging

	2009	2008
	£	£
Director's remuneration	_	_
Depreciation of owned fixed assets	3,400	2.778
Loss on disposal of fixed assets	12	_,
Auditor's fees	2,134	3,400
	<u> </u>	

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 JULY 2009

3. TANGIBLE FIXED ASSETS

			easehold nprovem- ents £	Furniture and equipment £	Total £
	COST At 1 August 2008 Additions Disposals		38,631 3,632 —	40,427 1,437 (22,003)	79,058 5,069 (22,003)
	At 31 July 2009		42,263	19,861	62,124
	DEPRECIATION At 1 August 2008 Charge for the year On disposals		- - -	26,803 3,400 (21,991)	26,803 3,400 (21,991)
	At 31 July 2009			8,212	8,212
	NET BOOK VALUE At 31 July 2009 At 31 July 2008		42,263 38,631	11,649 13,624	53,912 52,255
4.	DEBTORS				
	Trade debtors Amounts owed by group undertakings Other debtors Director's current account Prepayments and accrued income		2009 £ 93,877 1,227 209 2,799 5,586 103,698		2008 £ 97,279 6,599 3,014 139 - 107,031
5.	CREDITORS: Amounts falling due within	one year			
	Overdrafts Trade creditors Amounts owed to group undertakings Other creditors including taxation and socia	2009 £	£ 20,720 28,431 175,616	2008 £	£ - 4,024 183,225
	PAYE and social security VAT Other creditors Accruals and deferred income	2,978 902 - 1,934		1,376 9,605 15,999 3,600	
			5,814 230,581		30,580 217,829

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 JULY 2009

6. CAPITAL COMMITMENTS AND CONTINGENT LIABILITIES

There were no capital commitments or contingent liabilities as at 31 July 2009 (2008 - nil)

7. RELATED PARTY TRANSACTIONS

As at 31 July 2009, Goodwin New Homes Limited has the following loan balances outstanding to companies in which S R Adkins has a material interest

	2009	2008
	£	£
London Interspace Company Limited	40,000	40,000
Goodwin Associates Limited	135,616	124,428

All loans are considered fully repayable

Duning the year, Goodwin New Homes Limited supplied the following office services to companies in which S R Adkins has a material interest

	2009	2008
	£	£
Goodwin Associates Limited	_	6,497
Tooting & Mitcham Sports & Leisure		•
Limited	_	13,788
London Interspace HG Limited	16,109	47,443
Dewmead Limited	11,345	24,252
Rowerange Limited	5,988	14,912
Beasdale Properties Limited	· -	1,967
London Interspace Company Limited	8,669	23,707
London Interspace HM Limited	20,981	25,580

All loans are considered fully repayable

As at 31 July 2009, Goodwin New Homes Limited has the following trade balances outstanding from other companies in which S R Adkins has a material interest

	200 9	2008
	£	£
London Interspace Co Limited	(403)	12,386
Goodwin Associates Limited	· -	1,516
London Interspace HG Limited	41,592	27,206
London Interspace HM Limited Tooting and Mitcham Sports and	25,093	22,668
Leisure Limited	(39)	-

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 JULY 2009

7. RELATED PARTY TRANSACTIONS (continued)

Rowerange Limited	6,285	5,684
Dewmead Limited	16,036	12,429
Beasdale Properties Limited	-	57

All balances are considered fully repayable

No interest is payable on, or receivable from, loans to related parties or trade balances

As at 31 July 2009, Goodwin New Homes has the following trade balances outstanding to other companies in which SR Adkins has a material interest

	2009	2008
	£	£
London Interspace Tooting and		
Mitcham Hub Limited	_	47
Goodwin Associates Limited	16,515	_
	· · · · · · · · · · · · · · · · · · ·	

During the year, Goodwin New Homes Limited paid rent of £24,000 (2008 - £24,000) to S R Adkins

At the year end S R Adkins owed the company a balance of £2,659 (2008 - £nil) in relation to barclaycard expenditure. This balance was fully repaid on 8th August 2009

8. SHARE CAPITAL

Authorised share capital:

	100 Ordinary shares of £1 each		2009 £ 100		2008 £ 100
	Allotted, called up and fully paid:				
	100 Ordinary shares of £1 each	2009 No 100	£ 100	2008 No 100	£ 100
9	PROFIT AND LOSS ACCOUNT				
	Balance brought forward		2009 £ (45,445)		2008 £ (736)
	Loss for the financial year		(27,526)		(44,709)
	Balance carned forward		(72,971)		(4 <u>5,445</u>)

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 JULY 2009

10. ULTIMATE PARENT COMPANY

Goodwin New Homes Limited is owned 100% by Goodwin Associates Group Limited, a company incorporated in the United Kingdom

11 ULTIMATE CONTROLLING PARTY

S R Adkins is the ultimate controlling party by virtue of his 100% shareholding in Goodwin Associates Group Limited, a company incorporated in the United Kingdom, which owns 100% of Goodwin Associates Limited and is the ultimate parent company

12 DEFERRED TAXATION

There is no potential liability for taxation for the year ended 31 July 2009 (2008 - nil)

13 GOING CONCERN

The directors are of the opinion that the financial statements be prepared on a going concern basis which is based on the continued support of the company's related parties and other companies in the same group

Should the company be unable to continue trading, adjustments would have to be made to reduce the assets to their recoverable amount, to provide for any further liabilities and to reclassify fixed assets as current assets