

Company Registration Number 00300930

**COLEBREAM ESTATES LIMITED
FINANCIAL STATEMENTS
YEAR ENDED 25 MARCH 2014**

COLEBREAM ESTATES LIMITED

FINANCIAL STATEMENTS

YEAR ENDED 25 MARCH 2014

	Pages
Contents	
Officers and professional advisers	1
Notice of annual general meeting	2
Five year summary	3
Chairman's statement	4
Directors' report	5 to 6
Independent auditor's report to the shareholders	7 to 8
Profit and loss account	9
Statement of total recognised gains and losses	10
Balance sheet	11
Notes to the financial statements	12 to 20

COLEBREAM ESTATES LIMITED
OFFICERS AND PROFESSIONAL ADVISERS

The board of directors	A G Phillips M J Pendower A Stranack A Nairn
Company secretary	A Stranack
Date of incorporation	20 May 1935
Registered office	95 Jermyn Street London SW1Y 6JE
Auditor	BSG Valentine Chartered Accountants & Statutory Auditor Lynton House 7 - 12 Tavistock Square London WC1H 9BQ
Bankers	National Westminster Bank Plc PO Box 12263 1 Princes Street London EC2R 8PH Lloyds TSB Bank Plc 25 Gresham Street London EC2V 7HN
Solicitors	DMH Stallard LLP 6 New Street Square New Fetter Lane London EC4A 3BF
Surveyors	GPBR Phoenix Beard The Exchange 19 Newhall Street Birmingham B3 3PJ

COLEBREAM ESTATES LIMITED

NOTICE OF MEETING

Notice is hereby given that the Annual General Meeting of the company will be held at 12 noon on 18 September 2014 at The Royal Theatrical Fund, 2nd Floor, 11 Garrick Street, London WC2E 9AR.

1. To receive and adopt the directors' report and financial statements for the year ended 25 March 2014.
2. To re-appoint BSG Valentine as auditor and to authorise the directors to fix their remuneration.
3. (a) To declare a dividend.
(b) To re-elect directors.
4. To transact any other business of an Annual General Meeting.

Registered office:

95 Jermyn Street
London
SW1Y 6JE

By order of the board

A Stranack
Company secretary

.....

Notes:

- a. A shareholder entitled to attend and vote at the meeting may appoint one or more proxies to attend and, on a poll, vote on his behalf. A proxy need not be a member of the company.
- b. A form of proxy is enclosed with this notice for your use in respect of the business set out above. To be effective, the form of proxy together with the power of attorney or other authority (if any) under which it is signed (or a notarially certified or an office copy of such power of authority) must be lodged at the company's registered office at least forty-eight hours before the time appointed for the meeting.

COLEBREAM ESTATES LIMITED

5 YEAR SUMMARY

YEAR ENDED 25 MARCH 2014

	2010	2011	2012	2013	2014
Rental income (£'000)	698	618	777	1,008	1,041
Net interest receivable /(payable) (£'000)	(5)	1	(34)	(72)	(89)
Profit after tax (£'000)	446	335	318	430	588
Earnings per share	18.10p	13.55p	12.82p	17.31p	23.64p
Dividends per share	10.75p	10.75p	11.25	12.00p	13.00p
Net assets (£'000)	7,800	8,280	8,238	8,040	8,884
Net assets per share	£3.17	£3.35	£3.32	£3.24	£3.57

Notes

- a Profits after taxation and earnings per share exclude surpluses on sales of properties
- b Earnings per share and net assets per share are calculated using a weighted average number of shares
The weighted average number of shares in issue in the year to 25 March 2014 is 2,486,868.
- c Dividends per share are calculated using the number of shares in issue on the dividend payment date.
- d Net assets reflect the result of an external valuation. The directors previously revalued the properties annually themselves.
- e The earnings per share calculated for the year to 25 March 2010 includes a corporation tax refund related to additional capital allowances reclaimed in respect of prior years.

COLEBREAM ESTATES LIMITED

CHAIRMAN'S STATEMENT

YEAR ENDED 25 MARCH 2014

The company has maintained its improved performance over the last year and the restructuring of investment types is continuing to produce benefits to shareholders.

The results for the year to 25th March 2014 once again show an increased gross profit. The rental income was £1,041,000 compared with £1,008,000 last year. The increased income produced last year has been slightly exceeded.

Direct property management expenses were £47,000 compared to last year's figure of £127,000. There was no further write down of the Hoddesdon property stock in hand this year.

Administration costs were £214,000 compared to £256,000 last year. Legal and professional fees, bank charges and directors' fees were reduced during the year. There were some small increases because of empty property.

The operating profit reported for the period was £841,000 compared with £626,000 last year. There were profits on income from property share this year as explained in note 13 of the accounts. Taking net bank interest for the year this produces a profit before taxation of £752,000 compared with last year's profit of £554,000. This is a good result.

The board has recommended a final dividend of 7.75 pence per share. Taken with the interim dividend this will total 13.00 pence per share compared with 12.00 pence per share last year.

The portfolio valuation at 25th March 2014 has been carried out by the directors and stands at £9,883,000 compared with £9,042,000 last year. The bank long term debt totals £1,665,000.

I explained last year about the joint investment in Guildford and we have made another in Leatherhead. The benefits have only just begun during the reported year but are proving to be very good indeed.

I would like to express my thanks to my fellow directors, our London office team and our managing agents for their work during the year. The workload has once again increased but the rewards are obvious in the results and the benefit to shareholders.

I remind shareholders about the company web site where shareholders seeking information can use it to view company activities. We have circulated a letter regarding reporting to shareholders electronically in accordance with the modern, environmental trend away from paper and postage. All shareholders should consider this carefully with respect to their preferences. I also remind shareholders about their portal where secure share information can be viewed. Shareholders who have not done so can set up their personal shareholder account at www.capitashareportal.com by entering Colebream Estates Limited in the company search field and then their 11 digit investment code shown on their dividend vouchers.

The Annual General Meeting this year will be at The Royal Theatrical Fund, 2nd Floor, 11 Garrick Street, London WC2E 9AR and all shareholders are invited for drinks after the meeting as usual. The directors are always pleased to see shareholders and this is an ideal occasion to meet and discuss matters of interest.

A.H. Godfrey Phillips.
Chairman.

5th August 2014

COLEBREAM ESTATES LIMITED

DIRECTORS' REPORT

YEAR ENDED 25 MARCH 2014

The directors present their report and the financial statements of the company for the year ended 25 March 2014.

PRINCIPAL ACTIVITIES

The principal activity of the company during the year continues to be that of property investment and the directors are continuing to seek out suitable opportunities to further improve the company's portfolio of properties.

DIRECTORS

The directors who served the company during the year were as follows:

A G Phillips
M J Pendower
A Stranack
A Nairn

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 year.

In preparing these financial statements, the directors are required to:

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

AUDITOR

The auditors, BSG Valentine, have indicated their willingness to be re-elected and a resolution to reappoint them will be put to the members at the annual general meeting.

Each of the persons who is a director at the date of approval of this report confirm that:

- so far as each director is aware, there is no relevant audit information of which the company's auditor is unaware; and
- each director has taken all steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

COLEBREAM ESTATES LIMITED

DIRECTORS' REPORT *(continued)*

YEAR ENDED 25 MARCH 2014

SMALL COMPANY PROVISIONS

This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

Registered office:
95 Jermyn Street
London
SW1Y 6JE

Signed by order of the directors

A STRANACK
Company Secretary

Approved by the board on

COLEBREAM ESTATES LIMITED

**INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF
COLEBREAM ESTATES LIMITED**

YEAR ENDED 25 MARCH 2014

We have audited the financial statements of Colebream Estates Limited for the year ended 25 March 2014 which comprise the Profit and Loss Account, Statement of Total Recognised Gains and Losses, 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).

This report is made solely to the company's shareholders, 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 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 DIRECTORS AND AUDITOR

As explained more fully in the Directors' Responsibilities Statement set out on page 5, the directors are responsible for the preparation of the Annual Report, 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 annual report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. 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 25 March 2014 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 requirements of 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.

COLEBREAM ESTATES LIMITED

**INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF
COLEBREAM ESTATES LIMITED (continued)**

YEAR ENDED 25 MARCH 2014

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.

Lynton House
7 - 12 Tavistock Square
London
WC1H 9BQ

.....

DANIEL BURKE (Senior Statutory
Auditor)

For and on behalf of
BSG VALENTINE
Chartered Accountants
& Statutory Auditor

COLEBREAM ESTATES LIMITED

PROFIT AND LOSS ACCOUNT

YEAR ENDED 25 MARCH 2014

	Note	2014 £	2013 £
TURNOVER		1,040,951	1,008,138
Cost of sales		(47,237)	(126,697)
GROSS PROFIT		993,714	881,441
Administrative expenses		(213,718)	(255,679)
Other operating income	2	60,829	—
OPERATING PROFIT	3	840,825	625,762
Interest receivable		187	248
Interest payable and similar charges		(88,830)	(72,099)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		752,182	553,911
Tax on profit on ordinary activities	4	(164,344)	(124,155)
PROFIT FOR THE FINANCIAL YEAR		<u>587,838</u>	<u>429,756</u>

All of the activities of the company are classed as continuing.

The notes on pages 12 to 20 form part of these financial statements.

COLEBREAM ESTATES LIMITED

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES

YEAR ENDED 25 MARCH 2014

	2014 £	2013 £
Profit for the financial year attributable to the shareholders	587,838	429,756
Unrealised profit/(loss) on revaluation of certain fixed assets	560,000	(352,826)
Total gains and losses recognised since the last annual report	<u>1,147,838</u>	<u>76,930</u>

The notes on pages 12 to 20 form part of these financial statements.

COLEBREAM ESTATES LIMITED

BALANCE SHEET

AS AT 25 MARCH 2014

		2014		2013	
	Note	£	£	£	£
FIXED ASSETS					
Tangible assets	6		9,120,000		8,542,000
Investments	7		763,000		500,000
			9,883,000		9,042,000
CURRENT ASSETS					
Stocks		1,850,000		1,850,000	
Debtors	8	234,478		197,094	
Cash at bank and in hand		191,987		160,374	
		2,276,465		2,207,468	
CREDITORS: Amounts falling due within one year	9	(1,610,563)		(650,088)	
NET CURRENT ASSETS			1,255,932		1,557,380
TOTAL ASSETS LESS CURRENT LIABILITIES			10,548,902		10,599,380
CREDITORS: Amounts falling due after more than one year	10		(1,664,545)		(2,559,518)
			8,884,357		8,039,862
CAPITAL AND RESERVES					
Called-up equity share capital	14		622,339		621,183
Share premium account	15		40,344		36,184
Revaluation reserve	16		2,271,648		1,711,648
Share options reserve	17		140,018		121,751
Other reserves	18		2,363,394		2,364,586
Profit and loss account	19		3,446,614		3,184,510
SHAREHOLDERS' FUNDS	20		8,884,357		8,039,862

These accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

These accounts were approved by the directors and authorised for issue on, and are signed on their behalf by:

.....
A G PHILLIPS

.....
A NAIRN

Company Registration Number: 00300930

The notes on pages 12 to 20 form part of these financial statements.

COLEBREAM ESTATES LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 25 MARCH 2014

1. ACCOUNTING POLICIES

Basis of accounting

The financial statements have been prepared under the historical cost convention, modified to include the revaluation of certain fixed assets, and in accordance with applicable UK accounting standards.

In accordance with the company's Articles of Association surpluses and deficits on property sales are transferred to capital reserve.

Consolidation

In the opinion of the directors, the company and its subsidiary undertakings comprise a small group. The company has therefore taken advantage of the exemption provided by Section 398 of the Companies Act 2006 not to prepare group accounts.

Cash flow statement

The directors have 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.

Turnover

Turnover relates to rents receivable and is stated exclusive of VAT.

Fixed assets

All fixed assets are initially recorded at cost.

Investment properties

In accordance with SSAP 19, investment properties are revalued annually and the aggregate surplus or deficit is transferred to a revaluation reserve. No depreciation is provided in respect of investment properties.

The Companies Act 2006 requires all properties to be depreciated. However, this requirement conflicts with the generally accepted accounting principle set out in SSAP 19. The directors consider that, as these properties are all held for their investment potential rather than for consumption, to depreciate them would not give a true and fair view, and that it is necessary to adopt SSAP 19 in order to give a true and fair view.

Stocks

Stocks represent properties acquired for re-sale.

Stocks are valued at the lower of cost and net-realizable value.

COLEBREAM ESTATES LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 25 MARCH 2014

1. ACCOUNTING POLICIES *(continued)*

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.
- 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 a discounted/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.

Share-based payments

The company issues equity-settled share-based payments to all employees (including directors). Equity-settled share-based payments are measured at fair value at the date of grant. The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, together with a corresponding increase in equity, based upon the company's estimate of the shares that will eventually vest.

Fair value is measured by an external valuer.

Where the terms of equity settled transactions are modified, as a minimum an expense is recognised as if the terms had not been modified. In addition, an expense is recognised for any increase in the value of the transaction as a result of the modification, as measured at the date of modification.

Where an equity-settled transaction is cancelled, it is treated as if it had vested on the date of the cancellation, and any expense not yet recognised for the transaction is recognised immediately.

Financial instruments

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as either financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

2. OTHER OPERATING INCOME

	2014	2013
	£	£
Other operating income	<u>60,829</u>	<u>—</u>

During the year the company received a profit share of £48,447 (2013: £nil) from Astranta (Pannells Court) LP and £12,382 (2013: £nil) from Astranta Leatherhead LLP. Please refer to note 7 and note 13 for further information regarding the investments.

COLEBREAM ESTATES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 25 MARCH 2014

3. OPERATING PROFIT

Operating profit is stated after charging:

	2014	2013
	£	£
Directors' remuneration	105,900	135,125
Equity-settled share-based payments	18,268	17,085
Auditor's fees	<u>12,000</u>	<u>12,000</u>

4. TAXATION ON ORDINARY ACTIVITIES

(a) Analysis of charge in the year

	2014	2013
	£	£
Current tax:		
UK Corporation tax based on the results for the year at 23% (2013 - 24%)	<u>164,344</u>	<u>124,155</u>
Total current tax	<u>164,344</u>	<u>124,155</u>

No provision has been made in these financial statements for taxation on capital gains which would arise if the company's properties were realised at the directors' valuation at 25 March 2014. The potential liability is estimated at approximately £94,332 (2013: £34,602).

(b) Factors affecting current tax charge

The tax assessed on the profit on ordinary activities for the year is lower than the standard rate of corporation tax in the UK of 23% (2013 - 24%).

	2014	2013
	£	£
Profit on ordinary activities before taxation	<u>752,182</u>	<u>553,911</u>
Profit on ordinary activities by rate of tax	173,002	132,939
Expenses not deductible for tax purposes	1,635	1,385
Capital allowances	(2,599)	(3,318)
Marginal relief	(5,615)	(9,516)
Share based payment	<u>(2,079)</u>	<u>2,665</u>
Total current tax (note 4(a))	<u>164,344</u>	<u>124,155</u>

5. DIVIDENDS

Equity dividends

	2014	2013
	£	£
Paid		
Equity dividends on ordinary shares	<u>325,734</u>	<u>297,096</u>

COLEBREAM ESTATES LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 25 MARCH 2014

6. TANGIBLE FIXED ASSETS

	Freehold property	Leasehold property	Total
	£	£	£
COST OR VALUATION			
At 26 March 2013	7,235,000	1,307,000	8,542,000
Additions	125,000	–	125,000
Disposals	–	(107,000)	(107,000)
Revaluation	353,000	207,000	560,000
At 25 March 2014	<u>7,713,000</u>	<u>1,407,000</u>	<u>9,120,000</u>
DEPRECIATION			
At 26 March 2013 and 25 March 2014	–	–	–
NET BOOK VALUE			
At 25 March 2014	<u>7,713,000</u>	<u>1,407,000</u>	<u>9,120,000</u>
At 25 March 2013	<u>7,235,000</u>	<u>1,307,000</u>	<u>8,542,000</u>

The company's freehold and long leasehold properties were valued by the directors at £9,120,000 on 25 March 2014.

In respect of certain fixed assets stated at valuations, the comparable historical cost and depreciation values are as follows:

	2014	2013
	£	£
Net book value at end of year	<u>9,120,000</u>	<u>8,542,000</u>
Historical cost:		
At 26 March 2013	6,790,048	6,775,852
Cost of additions to revalued assets brought forward	45,826	45,826
At 25 March 2014	<u>6,835,874</u>	<u>6,821,678</u>

7. INVESTMENTS

	£
COST	
At 26 March 2013	500,000
Additions	263,000
At 25 March 2014	<u>763,000</u>
NET BOOK VALUE	
At 25 March 2014	<u>763,000</u>
At 25 March 2013	<u>500,000</u>

COLEBREAM ESTATES LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 25 MARCH 2014

7. INVESTMENTS *(continued)*

The company has an investment of £500,000 in a Limited Partnership, Astranta (Pannells Court) LP. The company's investment represents 20.75% of the partnership's capital. The Limited Partnership was formed on 15 March 2013 in the UK. The company also has an investment of £263,000 in a Limited Liability Partnership, Astranta Leatherhead LLP. The company's investment represents 50.10% of the partnership's capital. The Limited Liability Partnership was formed on 27 March 2013 in the UK.

The results of the above entities are as follows:

Aggregate capital and reserves	2014	2013
Astranta Leatherhead LLP	549,718	-
Astranta (Pannells Court) LP	2,583,263	-
Profit for the year		
Astranta Leatherhead LLP	24,718	-
Astranta (Pannells Court) LP	233,513	-

8. DEBTORS

	2014	2013
	£	£
Trade debtors	160,142	151,188
Other debtors	12,021	44,031
Prepayments and accrued income	62,315	1,875
	<u>234,478</u>	<u>197,094</u>

9. CREDITORS: Amounts falling due within one year

	2014	2013
	£	£
Bank loans	707,795	117,765
Trade creditors	4,127	12,467
Other creditors including taxation and social security:		
Corporation tax	164,344	124,155
PAYE and social security	21,416	20,321
VAT	132,328	36,388
Other creditors	52,200	16,592
Accruals and deferred income	528,353	322,400
	<u>1,610,563</u>	<u>650,088</u>

The following liabilities disclosed under creditors falling due within one year are secured by the company:

	2014	2013
	£	£
Bank loans	<u>707,795</u>	<u>117,765</u>

COLEBREAM ESTATES LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 25 MARCH 2014

10. CREDITORS: Amounts falling due after more than one year

	2014	2013
	£	£
Bank loans and overdrafts	1,664,545	2,559,518
	<u>1,664,545</u>	<u>2,559,518</u>

The following liabilities disclosed under creditors falling due after more than one year are secured by the company:

	2014	2013
	£	£
Bank loans and overdrafts	1,664,545	2,559,518
	<u>1,664,545</u>	<u>2,559,518</u>

The bank loans are secured by first Legal Charges over ten properties by Lloyds TSB Bank Plc, including 61-63 Fore Street, Exeter, ITT Unit Bingley Road, Hoddesdon, 19 Wincheap, Canterbury, 36 Clipstone Road, Mansfield, 175 Clapham Park Road, London, Units 1 and 2 Gemini, Cody Road, 8-10 Cordwallis Street, Maidenhead, 44 Monson Road, Tunbridge Wells, 8&9 Union Street, Reading and 250-256 High Street, Dorking.

At the balance sheet date, the company has three bank loans with repayments terms as follows:

Loan 1 is repayable in a single instalment of £1,211,644 on 18th November 2018. Interest is payable at 2.85% p.a. over the bank's base rate.

Loan 2 is to be repaid in 84 consecutive monthly instalments commencing in November 2011. Interest is payable at 2.85% p.a. over the bank's base rate.

Loan 3 is to be repaid on or before 15 March 2015. Interest is payable at 3.60% p.a. over the bank's base rate.

11. CREDITORS - CAPITAL INSTRUMENTS

Creditors include finance capital which is due for repayment as follows:

	2014	2013
	£	£
Amounts repayable:		
In one year or less or on demand	707,795	117,765
In more than one year but not more than two years	117,765	901,765
In more than two years but not more than five years	353,295	353,296
In more than five years	1,193,485	1,304,457
	<u>2,372,340</u>	<u>2,677,283</u>

12. SHARE-BASED PAYMENTS

Equity-settled share-based payments

The company has a share option scheme for all employees (including directors). During the year 28,362 (2013 - 9,312) ordinary shares were issued by the company to a Share Incentive Plan Trust. Of these 4,621 (2013 - 4,096) vest unconditionally in the employees at £1.15 (2013 - £1.15) per share. The remaining 23,741 (2013 - 5,216) shares vest in the employees in three years. These shares have been valued at £1.15 (2013 - £1.15) by an external valuer and agreed by HM Revenue and Customs. The expense to the company of providing these shares to the employees is taken to the profit and loss account over three years and credited to a share based payment reserve. The options are settled in equity once exercised.

COLEBREAM ESTATES LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 25 MARCH 2014

12. SHARE-BASED PAYMENTS *(continued)*

The company recognised total expenses of £18,268 (2013 - £17,085) related to equity-settled share-based payment transactions during the year.

13. RELATED PARTY TRANSACTIONS

During the year the company entered into the following related party transactions in addition to fees paid to directors.

1. Office expenses of £18,000 (2013: £15,000) were paid to Spreadsheet Solutions Limited, of which M Pendower is a director and shareholder.

2. During the year ended 25 March 2013 the company became a partner in a Limited Partnership, Astranta (Pannells Court) LP. The company has invested £500,000 in this partnership representing 20.75% of the total members' capital introduced. Some of the company's directors are also partners in Astranta (Pannells Court) LP. During the year Colebream Estates received a profit share of £48,447 (2013: £nil).

3. During the year ended 25 March 2014 the company became a partner in a Limited Liability Partnership, Astranta Leatherhead LLP. The company has invested £263,000 in this partnership representing 50.10% of the total members' capital introduced. Some of the company's directors are also partners in Astranta Leatherhead LLP. During the year Colebream Estates received a profit share of £12,382.

14. SHARE CAPITAL

Authorised share capital:

	2014 £	2013 £
4,000,000 Ordinary shares of £0.25 each	1,000,000	1,000,000

Allotted, called up and fully paid:

	2014		2013	
	No	£	No	£
Ordinary shares (2013 - 2,484,732) of £0.25 each	2,489,356	622,339	2,484,732	621,183

During the year the company issued 4,621 (2013 - 4,096) ordinary shares of £0.25 each for £1.15 (2013 - £1.15) per share through a Share Incentive Plan for the directors. A further 23,741 (2013 - 5,216) shares were issued to the Share Incentive Plan Trust which is controlled by the company. The details are set out in note 11.

15. SHARE PREMIUM ACCOUNT

	2014 £	2013 £
Balance brought forward	36,184	32,498
Premium on shares issued in the year	4,160	3,686
Balance carried forward	40,344	36,184

COLEBREAM ESTATES LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 25 MARCH 2014

16. REVALUATION RESERVE

	2014 £	2013 £
Balance brought forward	1,711,648	2,064,474
Revaluation of fixed assets	560,000	(352,826)
Balance carried forward	<u>2,271,648</u>	<u>1,711,648</u>

17. SHARE OPTIONS RESERVE

	2014 £	2013 £
Balance brought forward	121,751	104,666
Recognition of equity-settled share-based payments in the year	18,267	17,085
Balance carried forward	<u>140,018</u>	<u>121,751</u>

18. OTHER RESERVES

	2014 £	2013 £
Balance brought forward	2,364,586	2,364,586
Transfer from profit and loss account	(1,192)	-
	<u>2,363,394</u>	<u>2,364,586</u>

19. PROFIT AND LOSS ACCOUNT

	2014 £	2013 £
Balance brought forward	3,184,510	3,051,850
Profit for the financial year	587,838	429,756
Equity dividends	(325,734)	(297,096)
Balance carried forward	<u>3,446,614</u>	<u>3,184,510</u>

20. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	2014		2013	
	£	£	£	£
Profit for the financial year		587,838		429,756
Other net recognised gains and losses		560,000		(352,826)
New equity share capital subscribed	1,156		1,024	
Premium on new share capital subscribed	4,160		3,686	
		5,316		4,710
Equity dividends		(325,734)		(297,096)
Transfer from profit and loss account		(1,192)		–
Recognition of equity-settled share-based payments in the year		18,267		17,085
Net addition/(reduction) to shareholders' funds		844,495		(198,371)
Opening shareholders' funds		8,039,862		8,238,233
Closing shareholders' funds		8,884,357		8,039,862

21. SCHEDULE OF PROPERTIES

FREEHOLD

Wincheap, Canterbury
 61/63 Fore Street, Heavitree, Exeter
 3/4 Cordwallis Street, Maidenhead
 36 Clipstone Road West, Forest Town, Mansfield
 8/9 Union Street, Reading
 123 High Street, Sevenoaks
 44 Monson Road, Tunbridge Wells
 66 Grove Street, Wilmslow
 173-175 Clapham Park Road, London
 33/35 High Street, Leatherhead
 Oak Green House, High Street, Dorking
 ITT Unit, Bingley Road, Hoddesdon
 15 Tudor Road, Canterbury

LONG LEASEHOLD

Units 1&2, Gemini Business Centre, Cody Road, London

With the exception of Maidenhead, Wincheap, Hoddesdon and Gemini (which are light industrial) and Mansfield (which is occupied by a veterinary practice) the use of the properties is primarily retail.

ACTIVITY OF TENANT

PROPORTION OF	RENTAL INCOME		CAPITAL VALUE	
	% 2014	% 2013	% 2014	% 2013
Light Industrial	46	53	33	42
Retail	39	31	49	43
Office	10	10	11	9
Other	5	6	7	6