

Temple Circus Developments Limited

Report and Financial Statements

For the 52 weeks ended 24 September 2011

Registered number 6595222



Temple Circus Developments Limited

DIRECTORS' REPORT

For the 52 weeks ended 24 September 2011

The Directors present their annual report on the affairs of the Company, together with the financial statements and independent auditor's report, for the 52 weeks ended 24 September 2011. The comparative period is for the 52 weeks ended 25 September 2010.

PRINCIPAL ACTIVITIES, BUSINESS REVIEW, RESULTS AND DIVIDENDS

The principal activity of the Company is, and is expected to continue to be, that of property development. The Directors consider the results for the period to be satisfactory and expect the general level of activity to continue. The Company has one development project in progress situated in the south west of the country.

Turnover during the period was £41,028 (2010 £81,000) which consists solely of rental income. The loss for the period before taxation amounted to £(38,276) (2010 profit £72,937) and the loss after taxation was £17,854 (2010 loss of £299). No dividends were paid or proposed during the period (2010 nil).

Mitchells & Butlers manages its operations at a group level. The Directors do not review specific Key Performance Indicators for the Company, but focus primarily on its revenue, operating profit and profit before taxation compared to budget, as well as regularly reviewing its cash flow and working capital position. The performance of the Mitchells & Butlers group is discussed in the Mitchells & Butlers plc Annual Report and Accounts 2011 which are publicly available.

FUTURE PROSPECTS

The Directors expect the general level of activity to continue and consider future prospects to be satisfactory.

PRINCIPAL RISKS AND UNCERTAINTIES

The most significant risk facing the Company relates to the UK property market. A future downturn in the UK property market could cause the net realisable value of stock to fall below the carrying value in the short term.

GOING CONCERN

The Company's activities, together with the factors likely to affect its future, its financial position and financial risks are described in the business review and principal risks and uncertainties sections of the Directors' report.

The Company has adequate financial resources. As a consequence, the Directors believe that the Company is well placed to manage its business risks successfully.

After making enquiries, the Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the financial statements.

DIRECTORS

The following served as Directors of the Company during the period, and subsequently:

J A Berrow
A Cox
S Darley
A W Vaughan

Temple Circus Developments Limited

DIRECTORS' REPORT (CONTINUED)

For the 52 weeks ended 24 September 2011

AUDITOR

Deloitte LLP were appointed as the Company's auditor during the year. A resolution to re-appoint Deloitte LLP will be put to the forthcoming Annual General Meeting.

The Directors who held office as at the date of approval of this Directors' report confirm that so far as they are each aware, there is no relevant audit information of which the Company's auditor is unaware, and that each Director has taken all the steps that they ought to have taken as a Director to be aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provision of s418 of the Companies Act 2006.

On behalf of the Board,

J A Berrow
Director



Dated 20 December 2011

Temple Circus Developments Limited

DIRECTORS' RESPONSIBILITIES STATEMENT

The following statement, which should be read in conjunction with the Report of the Auditor set out on page 4, is made with a view to distinguishing for shareholders the respective responsibilities of the Directors and of the Auditor in relation to the financial statements

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 affairs of the Company and of the profit or loss of the Company for that period. In preparing those financial statements, the Directors are required to

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

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF TEMPLE CIRCUS DEVELOPMENTS LIMITED

We have audited the financial statements of Temple Circus Developments Limited for the 52 weeks ended 24 September 2011 which comprise the profit and loss account, the balance sheet and the related notes 1 to 14. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of Directors and auditor

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 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. 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 24 September 2011 and of its loss for the 52 weeks 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.

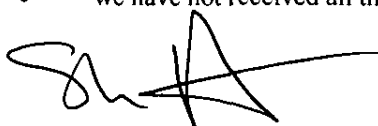
Opinion on other matter prescribed by the Companies Act 2006

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.

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.



Stephen Griggs (Senior statutory auditor)
For and on behalf of Deloitte LLP
Chartered Accountants and Statutory Auditor
London, UK

21 December 2011

Temple Circus Developments Limited

PROFIT AND LOSS ACCOUNT

For the 52 weeks ended 24 September 2011

	<i>Notes</i>	<i>52 weeks ended 24 September 2011 £</i>	<i>52 weeks ended 25 September 2010 £</i>
Turnover	2	41,028	81,000
Costs and overheads, less other income	3	<u>(69,882)</u>	<u>23</u>
OPERATING (LOSS) / PROFIT		(28,854)	81,023
Interest payable	5	<u>(9,422)</u>	<u>(8,086)</u>
(LOSS) / PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		(38,276)	72,937
Tax on (loss) / profit on ordinary activities	6	<u>20,422</u>	<u>(73,236)</u>
RETAINED LOSS FOR THE PERIOD	11	<u>(17,854)</u>	<u>(299)</u>

All activities are derived from continuing operations

The Company has no recognised gains and losses other than the profit above (2010 loss) and therefore no separate statement of total recognised gains and losses has been presented

The notes on pages 7 to 10 form an integral part of these financial statements

BALANCE SHEET

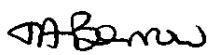
At 24 September 2011

	Notes	2011 £	2010 £
CURRENT ASSETS			
Stocks	7	2,656,773	2,594,084
Debtors	8	<u>66,053</u>	<u>76,462</u>
		2,722,826	2,670,546
CREDITORS: amounts falling due within one year	9	<u>(2,728,708)</u>	<u>(2,658,574)</u>
NET ASSETS		<u>(5,882)</u>	<u>11,972</u>
CAPITAL AND RESERVES			
Share capital	10,11	1	1
Profit and loss account	11	<u>(5,883)</u>	<u>11,971</u>
EQUITY SHAREHOLDERS' FUNDS	11	<u>(5,882)</u>	<u>11,972</u>

The notes on pages 7 to 10 form an integral part of these financial statements

Approved by the Board

20 December 2011


J A Berrow
 Director

Temple Circus Developments Limited

NOTES TO THE FINANCIAL STATEMENTS

For the 52 weeks ended 24 September 2011

1. ACCOUNTING POLICIES

A summary of the principal accounting policies as applied consistently throughout the period and the preceding period by the Company is set out below. They comply with applicable accounting standards in the United Kingdom.

Basis of accounting

The financial statements are prepared under the historical cost convention drawn up to comply with applicable UK accounting standards.

Accounting reference date

The Company's accounting reference date is 30 September. The Company has drawn up its financial statements for the 52 weeks to 24 September 2011, the Saturday directly preceding the accounting reference date, as permitted by section 390(3) of the Companies Act 2006. The comparative period is for the 52 weeks ended 25 September 2010.

Going Concern

The Directors have considered the cash requirements of the business for 12 months from the date of this report and are satisfied that sufficient funds are available to meet the liabilities as they fall due. Accordingly the financial statements have been prepared on a going concern basis.

Stocks

The basis of valuation is as follows:

Development contracts in progress are valued at the lower of cost, which includes acquisition costs, fees and other development costs, and net realisable value. Net realisable value is based on estimated selling prices less further costs expected to be incurred in bringing the development contracts to completion and disposal.

Turnover & development profit

Turnover comprises the value of sales and rents (excluding VAT) provided in the normal course of business.

Turnover and profit are recognised on developments when their outcome can be reasonably foreseen, which, in most instances, will occur when contracts for their sale have been exchanged. Full provision is made for foreseeable development losses.

Cash flow

As permitted under FRS1 (Revised 1996) 'Cash flow statements', the Company has taken advantage of the exemption from the requirement to prepare a cash flow statement as the Company is a wholly owned subsidiary undertaking of Mitchells & Butlers plc whose financial statements for the 52 weeks ended 25 September 2011 and the 52 weeks ended 25 September 2010 include a consolidated cash flow statement incorporating the cash flows of the Company.

Use of estimates

The preparation of financial statements requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results can differ from those estimates. Estimates are used when accounting for items such as tax and asset impairments.

Taxation

Current tax is provided at amount expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Group relief

It is the policy of the Mitchells & Butlers Group for group tax relief to be paid for by the receiving company. From 2011 the policy has been amended and no payment is made for Group tax relief received.

Temple Circus Developments Limited

NOTES TO THE FINANCIAL STATEMENTS

For the 52 weeks ended 24 September 2011

2. TURNOVER ANALYSIS

	<i>52 weeks ended 24 September 2011 £</i>	<i>52 weeks ended 25 September 2010 £</i>
Property rents on operating leases	<u>41,028</u>	<u>81,000</u>

All turnover originated in the UK from continuing operations

3. COSTS AND OVERHEADS, LESS OTHER INCOME

	<i>52 weeks ended 24 September 2011 £</i>	<i>52 weeks ended 25 September 2010 £</i>
Raw materials and consumables	132,351	155,211
Other external charges/(income)	40	(23)
Change in stocks of finished goods and work in progress	<u>(62,689)</u>	<u>(155,211)</u>
	<u>69,882</u>	<u>(23)</u>

Auditor remuneration payable to Deloitte LLP for audit services was £1,500 2010 fees of £2,000 were payable to Ernst & Young LLP The fee is borne on behalf of the Company by another group company There were no non-audit services provided in either year

4. INFORMATION REGARDING EMPLOYEES

The Company has no employees other than the Directors serving during the period The Directors received no remuneration for their services to this Company

5. INTEREST PAYABLE

	<i>52 weeks ended 24 September 2011 £</i>	<i>52 weeks ended 25 September 2010 £</i>
Bank interest payable	<u>9,422</u>	<u>8,086</u>

Temple Circus Developments Limited

NOTES TO THE FINANCIAL STATEMENTS

For the 52 weeks ended 24 September 2011

6. TAXATION

	52 weeks ended 24 September 2011 £	52 weeks ended 26 September 2010 £
UK corporation tax at 27% (2010 28%)		
Current period	(10,335)	20,422
Group relief surrendered for no payment	10,335	-
Prior periods	(20,422)	52,814
Tax on profit on ordinary activities	(20,422)	73,236
Tax rate reconciliation	%	%
UK corporation tax standard rate	27.0	28.0
Prior periods	(53.4)	72.4
Group relief surrendered for no payment	(27.0)	-
Effective current tax rate	(53.4)	100.4

There is no provided or unprovided deferred tax at either balance sheet date

Factors which may affect future tax charges

A number of changes to the UK Corporation Tax system were announced in the March 2011 Budget Statement. The Finance Act 2011 was enacted on 19 July 2011 and reduced the main rate of corporation tax from 26% to 25% from 1 April 2012.

The effect on the Company of this change to the UK tax system in these financial statements is nil.

Further reductions to the main rate of corporation tax are proposed to be enacted separately each year with the aim of reducing the rate by 1% per annum to 23% by 1 April 2014. This further change is not included in these financial statements.

7. STOCKS

	2011 £	2010 £
Work in progress	2,656,773	2,594,084

The replacement cost of stocks approximates to the value at which they are stated in the financial statements.

8. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2011 £	2010 £
Other debtors	66,053	76,462

9. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2011 £	2010 £
Amounts owed to immediate parent undertaking	2,146,578	2,155,617
Other creditors	70,279	437
Group relief payable	-	78,007
Overdraft	511,851	424,513
	2,728,708	2,658,574

Temple Circus Developments Limited

NOTES TO THE FINANCIAL STATEMENTS

For the 52 weeks ended 24 September 2011

10. CALLED UP SHARE CAPITAL

	2011 £	2010 £
Allotted, issued, called up and fully paid 1 ordinary share of £1	<u>1</u>	<u>1</u>

All shares carry equal rights

11. RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS

	<i>Share Capital</i> £	<i>Profit & Loss Account</i> £	<i>Equity shareholders' funds</i> £
At 26 September 2009	1	12,270	12,271
Retained loss for the period	-	(299)	(299)
At 25 September 2010	1	11,971	11,972
Retained loss for the period	-	(17,854)	(17,854)
At 24 September 2011	<u>1</u>	<u>(5,883)</u>	<u>(5,882)</u>

12. RELATED PARTY DISCLOSURES

As a wholly owned subsidiary of Mitchells & Butlers plc, the Company has taken advantage of the exemption under FRS 8 'Related party disclosures' not to disclose details of related party transactions or balances with entities which form part of the group

13. CONTINGENT LIABILITIES

The Company is party to a composite guarantee with other Group companies which also participate in its day-to-day cash pooling arrangements. Any potential liability is the aggregate gross overdraft of every participant, capped at the level of in hand cash held by the Company. At 24 September 2011, the Company had an overdraft per the bank of £511,851 (2010 overdraft of £420,390) which is less than the aggregate gross overdraft of all the participant companies. Therefore, at 24 September 2011, the Company did not have a contingent liability under the composite guarantee (2010 nil)

14. ULTIMATE PARENT UNDERTAKING

Mitchells & Butlers plc is the ultimate parent undertaking and controlling party of the Company. The immediate parent undertaking of the Company is Standard Commercial Property Developments Limited. The only group in which Temple Circus Developments Limited is consolidated is that headed by Mitchells & Butlers plc. Copies of the Group consolidated financial statements of Mitchells & Butlers plc are available from the Company Secretary, Mitchells & Butlers plc, 27 Fleet Street, Birmingham, B3 1JP. All undertakings above, including the Company, are companies incorporated in the United Kingdom and registered in England and Wales.