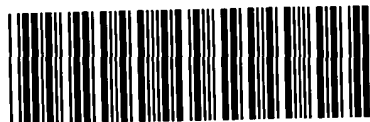


Company Registration No. 00552229 (England and Wales)

BANKS MILLS LIMITED
DIRECTORS' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JULY 2015

WEDNESDAY



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COMPANIES HOUSE

BANKS MILLS LIMITED

COMPANY INFORMATION

Directors

M C Banks OBE
R L Banks

Secretary

G L Carney

Company number

00552229

Registered office

29 St Neots Road
Sandy
Beds
SG19 1LE

Auditors

Ensors Accountants LLP
Warwick House
Ermine Business Park
Spitfire Close
Huntingdon
Cambs
PE29 6XY

BANKS MILLS LIMITED

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BANKS MILLS LIMITED

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 JULY 2015

The directors present their report and financial statements for the year ended 31 July 2015.

Principal activities

The principal activities of the company during the year were property development and property investment.

Directors

The following directors have held office since 1 August 2014:

M C Banks OBE

R L Banks

Auditors

The auditors, Ensors Accountants LLP, are deemed to be reappointed under section 487(2) of the Companies Act 2006.

Statement of directors' responsibilities

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- 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.

BANKS MILLS LIMITED

DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 JULY 2015

Statement of disclosure to auditors


So far as the directors are aware, there is no relevant audit information of which the company's auditors are unaware. Additionally, the directors have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditors are aware of that information.

Qualifying 3rd party indemnity provisions

The company maintains insurance policies on behalf of all the directors against liability arising from negligence, breach of duty and breach of trust in relation to the company.

This report has been prepared in accordance with the special provisions relating to small companies within Part 15 of the Companies Act 2006.

By order of the board



G L Carney

Secretary

21 APRIL 2016

BANKS MILLS LIMITED

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF BANKS MILLS LIMITED

We have audited the financial statements of Banks Mills Limited for the year ended 31 July 2015 set out on pages 5 to 15. 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 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 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 members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

As explained more fully in the Directors' Responsibilities Statement set out on page 1 - 2, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

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 31 July 2015 and of its profit 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 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.

BANKS MILLS LIMITED

INDEPENDENT AUDITORS' REPORT (CONTINUED) TO THE MEMBERS OF BANKS MILLS LIMITED

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 and from preparing a strategic report.

James Francis (Senior Statutory Auditor)
for and on behalf of Ensors Accountants LLP

26th April 2016

Chartered Accountants
Statutory Auditor

Warwick House
Ermine Business Park
Spitfire Close
Huntingdon
Cambs
PE29 6XY

BANKS MILLS LIMITED

PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 31 JULY 2015

	Notes	2015 £	2014 £
Turnover		1,479,916	4,238,301
Cost of sales		(126,224)	(2,358,537)
Gross profit		1,353,692	1,879,764
Administrative expenses		(620,496)	(886,643)
Operating profit	2	733,196	993,121
Profit on disposal of investment properties	2	564,202	-
Profit on ordinary activities before interest		1,297,398	993,121
Other interest receivable and similar income	3	13,963	100
Interest payable and similar charges	4	(34,162)	(35,746)
Profit on ordinary activities before taxation		1,277,199	957,475
Tax on profit on ordinary activities	5	(268,017)	(217,250)
Profit for the year	14	1,009,182	740,225

BANKS MILLS LIMITED

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES FOR THE YEAR ENDED 31 JULY 2015

	Notes	2015 £	2014 £
Profit for the financial year		1,009,182	740,225
Unrealised surplus on revaluation of properties		1,125,488	-
Total recognised gains and losses relating to the year		<u>2,134,670</u>	<u>740,225</u>

BANKS MILLS LIMITED

BALANCE SHEET

AS AT 31 JULY 2015

	Notes	2015 £	£	2014 £	£
Fixed assets					
Tangible assets	8 & 7		13,044,568		12,105,814
Current assets					
Stocks		-		123,200	
Debtors: amounts falling due within one year	9	218,059		140,749	
Debtors: amounts falling due after more than one year	9	936,678		-	
Cash at bank and in hand		1,007,071		862,727	
		<u>2,161,808</u>		<u>1,126,676</u>	
Creditors: amounts falling due within one year	10	<u>(6,169,493)</u>		<u>(463,751)</u>	
Net current (liabilities)/assets			<u>(4,007,685)</u>		<u>662,925</u>
Total assets less current liabilities			<u>9,036,883</u>		<u>12,768,739</u>
Creditors: amounts falling due after more than one year	11		-		(5,869,843)
Provisions for liabilities	12		<u>(135,380)</u>		<u>(132,063)</u>
			<u>8,901,503</u>		<u>6,766,833</u>
Capital and reserves					
Called up share capital	13		300		300
Revaluation reserve	14		4,736,668		4,237,880
Profit and loss account	14		4,164,535		2,528,653
Shareholders' funds			<u>8,901,503</u>		<u>6,766,833</u>

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime and the Financial Reporting Standard for Smaller Entities (effective April 2008).

Approved by the Board for issue on 21 April 2016

M C Banks OBE
Director

Company Registration No. 00552229

BANKS MILLS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 JULY 2015

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008).

The directors have considered the trading and cash flows for a period 12 months from the signing of the financial statements. These show that with the continued support of the group the company can meet its liabilities as they fall due for the foreseeable future. Therefore the company's directors have a reasonable expectation that the company will be able to continue in operational existence for the foreseeable future, and they continue to adopt the going concern basis of accounting in preparing these financial statements.

1.2 Compliance with accounting standards

The financial statements are prepared in accordance with applicable United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), which have been applied consistently (except as otherwise stated).

1.3 Turnover

Turnover represents amounts derived from ordinary activities, and is stated net of VAT and trade discounts. Turnover is measured at the fair value of the consideration due, and is derived from two primary sources:

1. Rental income

Rental income from operating leases is recognised on a straight-line basis over the term of the lease. The aggregate cost of incentives provided to lessees is recognised as a reduction of rental income over the lease term on a straight-line basis.

2. Developed property sales

Revenue from developed property sales is recognised on completion of contract.

The company does not undertake sales under long-term contracts or contracts for on-going services.

1.4 Tangible fixed assets and depreciation

Tangible fixed assets other than freehold land are stated at cost or valuation less depreciation. Depreciation is provided at rates calculated to write off the cost or valuation less estimated residual value of each asset over its expected useful life, as follows:

Land and buildings Freehold	2-10% straight line
Plant and machinery	10-33% straight line
Motor vehicles	20% straight line

The part of the annual depreciation charge on revalued assets which relates to the revaluation surplus is transferred from the revaluation reserve to the profit and loss account.

Investment properties are shown at their open market value. The surplus or deficit arising from the annual revaluation is transferred to the revaluation reserve unless a deficit on an individual property is expected to be permanent, in which case it is recognised in the profit and loss account for the period. Depreciation is not provided in respect of investment properties.

This treatment is contrary to the Companies Act 2006 which states that assets should be depreciated, but is in accordance with SSAP 19. Investment properties are held for their investment potential and not for use in the company, and therefore their current value is of prime importance. In the opinion of the directors, the departure from the provisions of the Act is necessary in order to give a true and fair view of the financial position of the company.

BANKS MILLS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 JULY 2015

1 Accounting policies (Continued)

1.5 Leasing

Rentals payable under operating leases are charged against income on a straight line basis over the lease term.

1.6 Stock and work in progress

Work in progress is valued at the lower of cost and net realisable value after making due allowances for obsolete and slow moving items.

Work in progress is valued on the basis of direct costs. Provision is made for any foreseeable losses where appropriate. No element of profit is included in work in progress.

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 that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different to those in which they are recognised in the financial statements.

Deferred tax assets are recognised only to the extent that the directors consider it 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 at the average tax rates that are expected to apply in the periods in which timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantially enacted by the balance sheet date. Deferred tax is measured on a non-discounted basis.

2	Operating profit	2015 £	2014 £
	Operating profit is stated after charging:		
	Depreciation of tangible assets	8,540	8,910
	Auditors' remuneration	4,750	4,750
		<u> </u>	<u> </u>

The exceptional item represents the profit on disposal of an investment property.

3	Investment income	2015 £	2014 £
	Bank interest	-	100
	Other interest	13,963	-
		<u> </u>	<u> </u>
		13,963	100
		<u> </u>	<u> </u>

BANKS MILLS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 JULY 2015

4	Interest payable	2015	2014
		£	£
	Included in interest payable is the following amount:		
	On amounts payable to group companies	34,162	35,746
		<u> </u>	<u> </u>
5	Taxation	2015	2014
		£	£
	Domestic current year tax		
	U.K. corporation tax	264,700	218,326
		<u> </u>	<u> </u>
	Total current tax	264,700	218,326
	Deferred tax		
	Origination and reversal of timing differences	3,317	(1,076)
		<u> </u>	<u> </u>
		268,017	217,250
		<u> </u>	<u> </u>
6	Dividends	2015	2014
		£	£
	Ordinary interim paid	-	500,000
		<u> </u>	<u> </u>

No dividends were made during the year (2014 - £1,667 per share).

BANKS MILLS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 JULY 2015

7 Tangible fixed assets

	Investment properties £
Cost or valuation	
At 1 August 2014	11,978,965
Additions	776,797
Revaluation	1,125,488
Disposals	(966,492)
At 31 July 2015	12,914,758
Net book value	
At 31 July 2015	12,914,758
At 31 July 2014	11,978,964

The valuations of the investment properties were originally made as at 31 July 2015 by the directors of the company. The directors have revised these valuations during the current year. The directors valued the properties on an open market value for existing use basis, based on their knowledge of the local property market and the return an investor would expect to receive from commercial let property. The surplus on revaluation has been transferred to the revaluation reserve.

If the investment properties had not been revalued, they would have been included on the historical cost basis at £8,178,090 (2014 - £7,741,084).

The directors review the investment property valuations annually, and consider that the valuations in the accounts are not significantly different from open market value.

All investment properties are held for use in operating leases.

BANKS MILLS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 JULY 2015

8 Tangible fixed assets

	Land and buildings	Plant and machinery etc	Total
	£	£	£
Cost or valuation			
At 1 August 2014	154,817	127,234	282,051
Additions	-	11,500	11,500
Disposals	-	(11,409)	(11,409)
At 31 July 2015	154,817	127,325	282,142
Depreciation			
At 1 August 2014	44,792	110,409	155,201
On disposals	-	(11,409)	(11,409)
Charge for the year	2,460	6,080	8,540
At 31 July 2015	47,252	105,080	152,332
Net book value			
At 31 July 2015	107,565	22,245	129,810
At 31 July 2014	110,025	16,825	126,850

9 Debtors

	2015 £	2014 £
Trade debtors	101,367	115,564
Other debtors	1,053,370	25,185
	1,154,737	140,749

Debtors include an amount of £936,678 (2014 - £-) which is due after more than one year.

BANKS MILLS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 JULY 2015

10 Creditors: amounts falling due within one year	2015 £	2014 £
Trade creditors	8,542	52,242
Amounts owed to group undertakings and undertakings in which the company has a participating interest	5,713,198	5,662
Taxation and social security	287,729	229,274
Other creditors	160,024	176,573
	<u>6,169,493</u>	<u>463,751</u>

11 Creditors: amounts falling due after more than one year	2015 £	2014 £
Other creditors	-	5,869,843
	<u>-</u>	<u>5,869,843</u>
Analysis of loans		
Wholly repayable within five years	-	5,869,843
	<u>-</u>	<u>5,869,843</u>

12 Provisions for liabilities	Deferred tax liability £
Balance at 1 August 2014	132,063
Profit and loss account	3,317
Balance at 31 July 2015	<u>135,380</u>

The deferred tax liability is made up as follows:

	2015 £	2014 £
Accelerated capital allowances	<u>135,380</u>	<u>132,063</u>

No provision has been made for deferred tax on gains recognised on revaluing the investment properties to their market value. Such tax would become payable only if the properties were sold.

BANKS MILLS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 JULY 2015

13 Share capital	2015	2014
	£	£
Allotted, called up and fully paid		
300 Ordinary shares of £1 each	300	300

14 Statement of movements on reserves	Revaluation reserve	Profit and loss account
	£	£
Balance at 1 August 2014	4,237,880	2,528,653
Profit for the year	-	1,009,182
Transfer from revaluation reserve to profit and loss account	(626,700)	626,700
Revaluation during the year	1,125,488	-
Balance at 31 July 2015	4,736,668	4,164,535

15 Contingent liabilities

The company has a cross guarantee with the other group companies. At 31 July 2015 the potential liability was £nil (2014 - £1,636,211).

In the current year the company provided security to the SCB Holdings (Sandy) Limited Pension Fund up to a maximum of £3,000,000 (2014 - £3,000,000). This amount has been secured against specific investment properties of the company.

16 Financial commitments

At 31 July 2015 the company was committed to making the following payments under non-cancellable operating leases in the year to 31 July 2016:

	2015	2014
	£	£
Operating leases which expire:		
In over five years	18,145	18,145

BANKS MILLS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 JULY 2015

17 Capital commitments	2015	2014
	£	£
At 31 July 2015 the company had capital commitments as follows:		
Contracted for but not provided in the financial statements	360,000	-
	<u> </u>	<u> </u>

On 15 July 2015 the company agreed to purchase 2 new build properties for £360,000.

18 Control

The immediate parent undertaking is SCB Holdings (Sandy) Limited.

The ultimate holding company and controlling related party is Sanwalton Limited, a company registered in England and Wales. This company is the parent undertaking of the smallest and largest group to consolidate these financial statements. Copies of Sanwalton Limited consolidated financial statements can be obtained from Companies House.

19 Related party relationships and transactions

The company has taken advantage of the exemption available in accordance with FRS 8 'Related party disclosures' not to disclose transactions entered into between two or more members of a group, as the company is a wholly owned subsidiary undertaking of the group to which it is party to the transactions.

The bank overdraft is secured by a cross guarantee with the group companies subject to a limit of £2,000,000.