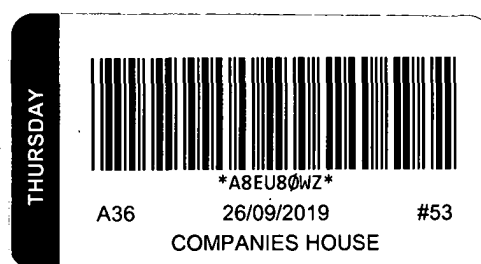


ROC

Company Registration No. 00347823 (England and Wales)

KEETONS MANAGEMENT SERVICES LIMITED
UNAUDITED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2018
PAGES FOR FILING WITH REGISTRAR



KEETONS MANAGEMENT SERVICES LIMITED

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KEETONS MANAGEMENT SERVICES LIMITED

BALANCE SHEET

AS AT 31 DECEMBER 2018

	Notes	2018 £	£	2017 £	£
Fixed assets					
Tangible assets	3		3,538,654		3,399,608
Current assets					
Debtors	4	2,468,589		2,598,707	
Cash at bank and in hand		53,349		9,778	
		<u>2,521,938</u>		<u>2,608,485</u>	
Creditors: amounts falling due within one year	5	<u>(468,095)</u>		<u>(463,897)</u>	
Net current assets			<u>2,053,843</u>		<u>2,144,588</u>
Total assets less current liabilities			<u>5,592,497</u>		<u>5,544,196</u>
Creditors: amounts falling due after more than one year	6		(1,800,000)		(1,800,000)
Provisions for liabilities			<u>(12,200)</u>		<u>(1,837)</u>
Net assets			<u><u>3,780,297</u></u>		<u><u>3,742,359</u></u>
Capital and reserves					
Called up share capital	7		660,625		660,625
Capital redemption reserve			39,375		39,375
Profit and loss reserves			<u>3,080,297</u>		<u>3,042,359</u>
Total equity			<u><u>3,780,297</u></u>		<u><u>3,742,359</u></u>

The director of the company has elected not to include a copy of the profit and loss account within the financial statements.

For the financial year ended 31 December 2018 the company was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies.

The director acknowledges his responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements.

The members have not required the company to obtain an audit of its financial statements for the year in question in accordance with section 476.

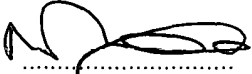
These financial statements have been prepared and delivered in accordance with the provisions applicable to companies subject to the small companies regime.

KEETONS MANAGEMENT SERVICES LIMITED

BALANCE SHEET (CONTINUED)

AS AT 31 DECEMBER 2018

The financial statements were approved and signed by the director and authorised for issue on 10 SEPTEMBER 2019



.....
Mr M G Barlow
Director

Company Registration No. 00347823

KEETONS MANAGEMENT SERVICES LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2018

1 Accounting policies

Company information

Keetons Management Services Limited is a private company limited by shares incorporated in England and Wales. The registered office is 2nd Floor, Heathmans House, 19 Heathmans Road, London, SW6 4TJ.

1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared under the historical cost convention, modified to include the revaluation of freehold properties and to include investment properties and certain financial instruments at fair value. The principal accounting policies adopted are set out below.

1.2 Turnover

Turnover is recognised at the fair value of the consideration received or receivable for services provided in the normal course of business, and is shown net of VAT.

Revenue from contracts for the provision of professional services is recognised by reference to the stage of completion when the stage of completion, costs incurred and costs to complete can be estimated reliably. The stage of completion is calculated by comparing costs incurred, mainly in relation to contractual hourly staff rates and materials, as a proportion of total costs. Where the outcome cannot be estimated reliably, revenue is recognised only to the extent of the expenses recognised that it is probable will be recovered.

1.3 Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Freehold property	
Computer equipment	33% on cost
Fixtures and fittings	33% on cost
Motor vehicles	20% on cost

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is credited or charged to profit or loss.

1.4 Impairment of fixed assets

At each reporting period end date, the company reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

KEETONS MANAGEMENT SERVICES LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2018

1 Accounting policies

(Continued)

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Recognised impairment losses are reversed if, and only if, the reasons for the impairment loss have ceased to apply. Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

1.5 Cash at bank and in hand

Cash at bank and in hand are basic financial assets and include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1.6 Financial instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the company's balance sheet when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Basic financial assets

Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

Classification of financial liabilities

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 company after deducting all of its liabilities.

KEETONS MANAGEMENT SERVICES LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2018

1 Accounting policies

(Continued)

Basic financial liabilities

Basic financial liabilities, including creditors, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

1.7 Equity instruments

Equity instruments issued by the company are recorded at the proceeds received, net of transaction costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

1.8 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the profit and loss account because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

Deferred tax

Deferred tax liabilities are generally recognised for all timing differences and deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Such assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the profit and loss account, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. Deferred tax assets and liabilities are offset when the company has a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

KEETONS MANAGEMENT SERVICES LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2018

1 Accounting policies

(Continued)

1.9 Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense, unless those costs are required to be recognised as part of the cost of stock or fixed assets.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

1.10 Retirement benefits

Payments to defined contribution retirement benefit schemes are charged as an expense as they fall due.

2 Employees

The average monthly number of persons (including directors) employed by the company during the year was 2 (2017 - 2).

3 Tangible fixed assets

	Freehold property £	Computer equipment £	Fixtures and fittings £	Motor vehicles £	Total £
Cost					
At 1 January 2018	3,390,425	365,856	46,946	7,399	3,810,626
Additions	-	-	-	154,546	154,546
At 31 December 2018	3,390,425	365,856	46,946	161,945	3,965,172
Depreciation and impairment					
At 1 January 2018	-	363,455	46,946	617	411,018
Depreciation charged in the year	-	1,142	-	14,358	15,500
At 31 December 2018	-	364,597	46,946	14,975	426,518
Carrying amount					
At 31 December 2018	3,390,425	1,259	-	146,970	3,538,654
At 31 December 2017	3,390,425	2,401	-	6,782	3,399,608

The total original cost of investment properties shown at valuation above was £4,638,038 (2017: £4,638,038). Investment properties are held for use under operating leases.

The company commissioned a valuation of the investment property portfolio in December 2016 which was undertaken by Fowler Sandford, Chartered Surveyors and Valuers, which valued the property portfolio at £3,390,425. As the director believes that market values have not altered materially, these valuations have been incorporated into the financial statements as at 31 December 2018.

KEETONS MANAGEMENT SERVICES LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2018

4 Debtors	2018	2017
	£	£
Amounts falling due within one year:		
Trade debtors	50,115	48,685
Amounts owed by group undertakings	2,408,558	2,537,160
Other debtors	9,916	12,862
	<u>2,468,589</u>	<u>2,598,707</u>
5 Creditors: amounts falling due within one year	2018	2017
	£	£
Trade creditors	14,868	(4,614)
Corporation tax	-	19,267
Other taxation and social security	24,041	19,363
Other creditors	429,186	429,881
	<u>468,095</u>	<u>463,897</u>
6 Creditors: amounts falling due after more than one year	2018	2017
	£	£
Other creditors	<u>1,800,000</u>	<u>1,800,000</u>
<p>The loan of £1,800,000 (2017: £1,800,000) from Barlow Group Limited is secured by: A first legal charge over the land at Keetons Hill, Sheffield, with registered Number SYK394092; and a legal charge over 1 Broom Close, Sheffield, with registered number SYK552372.</p> <p>In addition, the loan is secured by way of a fixed charge over both properties at the above addresses and a floating charge over all moveable plant, machinery, furniture and equipment within these properties.</p> <p>Interest is charged on the loan at 1.5% per annum.</p>		
7 Called up share capital	2018	2017
	£	£
Ordinary share capital		
Issued and fully paid		
660,625 Ordinary shares of £1 each	<u>660,625</u>	<u>660,625</u>
	<u>660,625</u>	<u>660,625</u>

KEETONS MANAGEMENT SERVICES LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2018

8 Related party transactions

The immediate and ultimate parent company is Keetons Holdings Limited, a company incorporated in England and Wales. The ultimate controlling party is M G Barlow, a director of the company.

Mr M G Barlow is the controlling party of a number of companies and details of transactions and balances with these companies are detailed below:

The company made sales to and purchases from Barlow Group Limited of £102,000 (2017 - £127,793) and £12,842 (2017 - £40,352) respectively. Balances outstanding at the end of the year with this company were £10,200 (2017 - £14,961) debit and £3,213 (2017 - £2,702) credit.

At 31 December 2018, the company had an outstanding loan from Barlow Group Limited of £1,800,000 (2017 - £1,800,000). Interest payable in the year is £30,000 (2017 - £30,000) and is detailed in note 6.

At 31 December 2018, the company had an outstanding loan from Barlow Group Holdings Limited of £400,000 (2017 - £400,000). The loan is non-interest bearing, unsecured and repayable on demand.

As at 31 December 2018, the company owed subsidiaries of Barlow Group Limited, Barlow Financial Interiors Limited and Barlow Joinery Production Limited £1,000 (2017 - £1,000) and £25,075 (2017 - £25,075) respectively.

The company made sales to Birley Manufacturing Limited of £254,740 (2017 - £265,124) and had a balance outstanding at the year end of £122,353 (2016 - £31,761) debit.

During the year the company repaid loans to Keetons Holdings Limited, its immediate parent company of £128,602 (2017 - advances of £120,001). The balance of £2,408,558 (2017 - £2,537,160) remained outstanding at the year end. The loan is unsecured, interest free and repayable on demand.

At the end of the year Mr M G Barlow was owed £105 (2016 - £Nil) of expenses incurred personally on behalf of Keetons Management Services Ltd. This balance is held in trade creditors.