

THE CROMLECH PROPERTY CO. LIMITED
FINANCIAL STATEMENTS
31 MARCH 2016



COHEN ARNOLD
Chartered Accountants & statutory auditor
New Burlington House
1075 Finchley Road
London
NW11 0PU

THE CROMLECH PROPERTY CO. LIMITED

FINANCIAL STATEMENTS

YEAR ENDED 31 MARCH 2016

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THE CROMLECH PROPERTY CO. LIMITED

DIRECTORS' REPORT

YEAR ENDED 31 MARCH 2016

The directors present their report and the financial statements of the company for the year ended 31 March 2016.

PRINCIPAL ACTIVITIES AND BUSINESS REVIEW

The principal activity of the company is property investment in commercial properties in the UK. From time to time the company undertakes new developments and also the redevelopment of its existing properties. The company's business model is generally to hold its properties for the long term in order to generate rental income and capital appreciation. However, each of the company's investment properties is considered to be potentially for sale in the right circumstances. There has been no significant change in the nature of the company's business activities during the year under review, nor is any envisaged in the immediate future.

DIRECTORS

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

B S E Freshwater
D Davis

The Articles of Association of the company do not require the directors to retire by rotation. Neither director has a service contract with the company.

The majority of the day-to-day management of the company's properties and its operations is carried out by Freshwater Property Management Limited and Highdorn Co. Limited. Mr BSE Freshwater is a director of, but has no beneficial interest in the share capital of, either of these companies.

Mr BSE Freshwater and Mr D Davis are also Governors of the parent undertaking of Freshwater Property Management Limited, but have no beneficial interest in that company.

The only contracts in which directors were interested were those entered into in the normal course of business.

RESULTS AND DIVIDENDS

The results for the year are set out in the attached profit and loss account and explanatory notes.

The company did not pay a dividend in the year (2015: £nil). The directors do not propose a final dividend for the year (2015: £nil).

PROPERTY

A professional valuation of the company's investment portfolio was carried out at 31 March 2016 by Colliers International Property Advisers UK LLP, RICS Registered Valuers. The valuation totalled £39,000,000 (2015: £36,000,000). The amount presented in the balance sheet has been shown net of £19,974 relating to lease incentives (2015: £nil). The revaluation produced a surplus of £1,682,018 (2015: £16,839,454) which has been included in the profit and loss account.

DIRECTORS' RESPONSIBILITIES STATEMENT

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 the profit or loss of the company for that period.

THE CROMLECH PROPERTY CO. LIMITED

DIRECTORS' REPORT *(continued)*

YEAR ENDED 31 MARCH 2016

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

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

DONATIONS

During the year the company made no charitable donation nor political contribution.

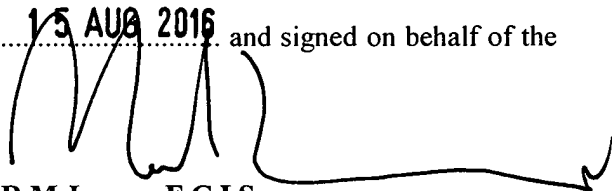
AUDITOR

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

- so far as they are aware, there is no relevant audit information of which the company's auditor is unaware; and
- they have 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.

The auditor is deemed to have been re-appointed in accordance with section 487 of the Companies Act 2006.

This report was approved by the board of directors on and signed on behalf of the board by:

15 AUG 2016

M R M Jenner, F.C.I.S.
Company Secretary

Registered office:
Freshwater House
158-162 Shaftesbury Avenue
London
WC2H 8HR

THE CROMLECH PROPERTY CO. LIMITED
INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF THE
CROMLECH PROPERTY CO. LIMITED
YEAR ENDED 31 MARCH 2016

We have audited the financial statements of The Cromlech Property Co. Limited for the year ended 31 March 2016 which comprise the profit and loss account, statement of income and retained earnings, 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), including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland".

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, 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 directors' 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 March 2016 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

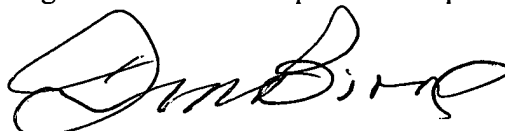
In our opinion the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements.

THE CROMLECH PROPERTY CO. LIMITED
INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF THE
CROMLECH PROPERTY CO. LIMITED *(continued)*
YEAR ENDED 31 MARCH 2016

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 take advantage of the small companies exemption from the requirement to prepare a strategic report.



David Birns (Senior Statutory Auditor)

For and on behalf of
Cohen Arnold
Chartered Accountants & statutory auditor

New Burlington House
1075 Finchley Road
London
NW11 0PU

15 AUG 2016

THE CROMLECH PROPERTY CO. LIMITED

PROFIT AND LOSS ACCOUNT

YEAR ENDED 31 MARCH 2016

		2016	2015
	Note	£	£
TURNOVER	3	667,699	670,271
Cost of sales		<u>(424,183)</u>	<u>(399,923)</u>
GROSS PROFIT		243,516	270,348
Administrative expenses		<u>(16,500)</u>	<u>(16,300)</u>
Net valuation gains on investment property		<u>1,682,018</u>	<u>16,839,454</u>
OPERATING PROFIT	4	1,909,034	17,093,502
Interest receivable		—	928
Interest payable	6	<u>(1,106,238)</u>	<u>(1,112,000)</u>
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		802,796	15,982,430
Taxation on ordinary activities	7	<u>174,564</u>	<u>233,214</u>
PROFIT FOR THE FINANCIAL YEAR		<u>977,360</u>	<u>16,215,644</u>

All the activities of the company are from continuing operations.

The notes on pages 8 to 19 form part of these financial statements.

THE CROMLECH PROPERTY CO. LIMITED
STATEMENT OF INCOME AND RETAINED EARNINGS
YEAR ENDED 31 MARCH 2016

	Note	2016 £	2015 £
Profit for the financial year and total comprehensive income		977,360	16,215,644
RETAINED EARNINGS/(LOSSES) AT THE START OF THE YEAR		<u>8,018,388</u>	<u>(8,197,256)</u>
RETAINED EARNINGS AT THE END OF THE YEAR		<u>8,995,748</u>	<u>8,018,388</u>

The balance on the profit and loss account at 31 March 2016 includes £25,487,178 of unrealised profits which are not available for distribution.

THE CROMLECH PROPERTY CO. LIMITED

BALANCE SHEET

31 MARCH 2016

	Note	2016 £	2015 £
FIXED ASSETS			
Investment properties	8	38,980,026	36,000,000
CURRENT ASSETS			
Debtors	9	1,064,046	1,342,932
Cash at bank and in hand		315,090	20,563
		<u>1,379,136</u>	<u>1,363,495</u>
CREDITORS: amounts falling due within one year	10	<u>(31,200,466)</u>	<u>(29,224,307)</u>
NET CURRENT LIABILITIES		<u>(29,821,330)</u>	<u>(27,860,812)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>9,158,696</u>	<u>8,139,188</u>
PROVISIONS	12	<u>(42,148)</u>	<u>—</u>
NET ASSETS		<u><u>9,116,548</u></u>	<u><u>8,139,188</u></u>
CAPITAL AND RESERVES			
Called up share capital	13	120,800	120,800
Profit and loss account	14	8,995,748	8,018,388
SHAREHOLDERS FUNDS		<u><u>9,116,548</u></u>	<u><u>8,139,188</u></u>

These financial statements were approved by the board of directors and authorised for issue on 15 AUG 2016 and are signed on behalf of the board by:

B S E Freshwater
Director

Company registration number: 613900

THE CROMLECH PROPERTY CO. LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 MARCH 2016

1. STATEMENT OF COMPLIANCE

These financial statements have been prepared in compliance with FRS 102, 'The Financial Reporting Standard applicable in the UK and the Republic of Ireland'.

2. ACCOUNTING POLICIES

Basis of preparation

The Cromlech Property Co. Limited (the "Company") is a company limited by shares and incorporated in the UK. The Company's Registered Office is Freshwater House, 158-162 Shaftesbury Avenue, London WC2H 8HR. The presentation currency of these financial statements is sterling.

The financial statements have been prepared under the historical cost convention except that investment property is measured at fair value.

The financial statements have been prepared in accordance with the accounting principles appropriate to a going concern, notwithstanding the company's net current liabilities, which the directors believe to be appropriate for the following reasons. The company is dependent for its working capital on funds provided to it by the company's ultimate parent undertaking, Daejan Holdings PLC. Daejan Holdings PLC has considerable financial resources together with a large property portfolio and access to credit facilities. Daejan Holdings PLC has provided the company with an undertaking that, for at least 12 months from the date of approval of these financial statements, it will continue to make available such funds as are needed by the company.

This should enable the company to continue in operational existence for the foreseeable future by meeting its liabilities as they fall due for payment. As with any company placing reliance on other group entities for financial support, the directors acknowledge that there can be no certainty that this support will continue, although, at the date of approval of these financial statements, they have no reason to believe that it will not do so.

Based on this undertaking the directors believe that it remains appropriate to prepare the financial statements on a going concern basis. The financial statements do not include any adjustments that would result from the basis of preparation being inappropriate.

Transition to FRS 102

The entity transitioned from previous UK GAAP to FRS 102 as at 1 April 2014. Details of how FRS 102 has affected the reported financial position and financial performance is given in note 19.

THE CROMLECH PROPERTY CO. LIMITED
NOTES TO THE FINANCIAL STATEMENTS *(continued)*

YEAR ENDED 31 MARCH 2016

2. ACCOUNTING POLICIES *(continued)*

Disclosure exemptions

FRS 102 grants certain first-time adoption exemptions from the full requirements of FRS 102 in the transition period. The following exemption has been taken in these financial statements:

- Lease arrangements - in order to determine whether an arrangement contains a lease, the Company has analysed facts and circumstances existing at 1 April 2014 rather than commencement date of the arrangement.

The Company's ultimate parent undertaking, Daejan Holdings PLC, includes the Company in its consolidated financial statements. The consolidated financial statements of Daejan Holdings PLC are prepared in accordance with International Financial Reporting Standards (IFRS) and are available to the public and may be obtained from Freshwater House, 158-162 Shaftesbury Avenue, London WC2H 8HR.

In these financial statements, the company is considered to be a qualifying entity (for the purposes of FRS 102) and has applied the exemptions available under FRS 102 in respect of the following disclosures:

- Reconciliation of the number of shares outstanding from the beginning to the end of the period;
- Cash Flow Statement and related notes;
- Key Management Personnel compensation; and
- Basic and Other Financial Instruments.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

Judgements and key sources of estimation uncertainty

Judgements made by the directors, in the application of these accounting policies that have significant effect on the financial statements and estimates with a significant risk of material adjustment in the next year are discussed in note 18.

Turnover

Turnover comprises rents and service charges receivable. Rental income from investment property leased out under operating leases is recognised in the profit and loss account on a straight line basis over the period to first break clause. Lease incentives granted to tenants are recognised on a straight line basis over the period to first break clause. Service charge income is recognised as the services are provided.

Property outgoings

The costs of repairs are recognised in the profit and loss account in the year in which they are incurred.

Lease payments under operating leases are recognised in the profit and loss account on a straight line basis over the term of the lease.

THE CROMLECH PROPERTY CO. LIMITED
NOTES TO THE FINANCIAL STATEMENTS *(continued)*

YEAR ENDED 31 MARCH 2016

2. ACCOUNTING POLICIES *(continued)*

Taxation

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the profit and loss account except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised directly in equity or other comprehensive income.

Current tax is expected tax payable or receivable on the taxable income or loss for the year, using rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Provision is made for consideration payable to or receivable from other group undertakings for the surrender of losses under group relief provisions.

Deferred tax is provided on timing differences which arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in the financial statements. The following timing differences are not provided for: differences between accumulated depreciation and tax allowances for the cost of a fixed asset if and when all conditions for retaining the tax allowances have been met. Deferred tax is not recognised on permanent differences arising because certain types of income or expense are non-taxable or are disallowable for tax or because certain tax charges or allowances are greater or smaller than the corresponding income or expense.

Deferred tax is provided in respect of the additional tax that will be paid or avoided on differences between the amount at which an asset (other than goodwill) or liability is recognised in a business combination and the corresponding amount that can be deducted or assessed for tax.

Deferred tax is measured at the tax rate that is expected to apply to the reversal of the related difference, using tax rates enacted or substantively enacted at the balance sheet date. For investment property that is measured at fair value, deferred tax is provided at the rate and allowances applicable to the sale of the property.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

THE CROMLECH PROPERTY CO. LIMITED
NOTES TO THE FINANCIAL STATEMENTS *(continued)*

YEAR ENDED 31 MARCH 2016

2. ACCOUNTING POLICIES *(continued)*

Investment properties

Investment properties are properties which are held either to earn rental income or for capital appreciation or for both. Investment properties are recognised initially at cost.

Subsequent to initial recognition

- Investment properties whose fair value can be measured reliably without undue cost or effort are held at fair value. Any gains or losses arising from changes in the fair value are recognised in the profit and loss account in the period that they arise; and
- No depreciation is provided in respect of investment properties applying the fair value model.

This treatment, as regards the company's investment properties, may be a departure from the requirements of the Companies Act concerning depreciation of fixed assets. However, these properties are not held for consumption but for investment and the directors consider that systematic annual depreciation would be inappropriate. The accounting policy adopted is therefore necessary for the financial statements to give a true and fair view. Depreciation is only one of the many factors reflected in the annual valuation and the amount which might otherwise have been shown cannot be separately identified or quantified.

Investment property fair value is based on a valuation by an external, independent valuer, having an appropriate recognised professional qualification and recent experience in the location and class of property being valued. Any gain or loss arising from a change in fair value is recognised in the profit and loss account.

Disposals of properties

The company generally holds its properties for the long term in order to generate rental income and capital appreciation although in the right circumstances any property could be available for sale. When an outright sale does occur the resulting surplus based on the excess of sales proceeds over valuation is included within the company's profit on ordinary activities, and taxation applicable thereto is shown as part of the taxation charge. Disposals are recognised on the date the significant risks and rewards of ownership have been transferred. In addition the company also 'sells' leasehold extensions when requested by leaseholders. The proceeds of these leasehold extension sales, less directly applicable costs, are also included in profit on disposal of investment properties.

THE CROMLECH PROPERTY CO. LIMITED
NOTES TO THE FINANCIAL STATEMENTS *(continued)*

YEAR ENDED 31 MARCH 2016

2. ACCOUNTING POLICIES *(continued)*

Financial instruments

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the entity after deducting all its financial liabilities.

Basic financial instruments

Trade and other debtors

Trade and other debtors are recognised initially at transaction price plus attributable transaction costs. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses. If the arrangement constitutes a financing transaction, for example if payment is deferred beyond normal business terms, then it is measured at the present value of future payments discounted at a market rate for a similar debt instrument.

Trade and other creditors

Trade and other creditors are recognised initially at transaction price less attributable transaction costs. Subsequent to initial recognition they are measured at amortised cost using the effective interest method. If the arrangement constitutes a financing transaction, for example if payment is deferred beyond normal business terms, then it is measured at the present value of future payments discounted at a market rate for a similar debt instrument.

Income and expenses

Interest receivable and Interest payable:

Interest income and interest payable are recognised in the profit and loss account as they accrue, using the effective interest method.

Borrowing costs that are directly attributable to the acquisition, construction or redevelopment of an asset that takes a substantial time to be prepared for use are expensed as incurred.

Interest receivable and similar income include interest receivable on intercompany loans.

Related party transactions

The company has taken advantage of the exemptions in FRS102 in order to dispense with the requirements to disclose transactions with other companies in the Daejan Holding PLC group.

3. TURNOVER

Turnover arises from:

	2016	2015
	£	£
Rent receivable	<u>667,699</u>	<u>670,271</u>

The whole of the turnover is attributable to the principal activity of the company wholly undertaken in the United Kingdom.

THE CROMLECH PROPERTY CO. LIMITED
NOTES TO THE FINANCIAL STATEMENTS *(continued)*

YEAR ENDED 31 MARCH 2016

4. OPERATING PROFIT

Operating profit or loss is stated after charging:

	2016 £	2015 £
Fees payable for the audit of the financial statements	<u>11,000</u>	<u>10,800</u>

Amounts receivable by the company's auditor in respect of services to the company, other than the audit of the company's financial statements, have not been disclosed as the information is required instead to be disclosed on a consolidated basis in the consolidated financial statements of the company's ultimate parent undertaking, Daejan Holdings PLC.

5. PARTICULARS OF EMPLOYEES

No salaries or wages have been paid to the directors during the year (2015: £Nil).

The staff provided by the property and administrative management company, Highdorn Co. Limited, are engaged under joint employment contracts with a fellow subsidiary undertaking of the company and their costs subsequently recharged to the company at a level appropriate to the activity of the company. No recharges were made during the year (2015: Nil).

6. INTEREST PAYABLE

	2016 £	2015 £
Interest due to group undertakings	1,106,000	1,112,000
Other interest payable	238	—
	<u>1,106,238</u>	<u>1,112,000</u>

7. TAXATION ON ORDINARY ACTIVITIES

Major components of tax income

	2016 £	2015 £
Current tax:		
Adjustments in respect of prior periods	(40,199)	(214)
Consideration receivable for group relief	(176,513)	(233,000)
Total current tax	<u>(216,712)</u>	<u>(233,214)</u>
Deferred tax:		
Origination and reversal of timing differences	42,148	—
Taxation on ordinary activities	<u>(174,564)</u>	<u>(233,214)</u>

All tax is recognised in the profit and loss account.

THE CROMLECH PROPERTY CO. LIMITED
NOTES TO THE FINANCIAL STATEMENTS *(continued)*

YEAR ENDED 31 MARCH 2016

7. TAXATION ON ORDINARY ACTIVITIES *(continued)*

Reconciliation of tax income

The tax assessed on the profit on ordinary activities for the year is lower than (2015: lower than) the standard rate of corporation tax in the UK of 20% (2015: 21%).

	2016 £	2015 £
Profit on ordinary activities before taxation	<u>802,796</u>	<u>15,982,430</u>
Profit on ordinary activities by rate of tax	160,559	3,356,310
Adjustment to tax charge in respect of prior periods	(40,199)	(214)
Effect of expenses not deductible for tax purposes	1,255	–
Unused tax losses	–	(53,350)
Timing differences on unrealised gains	(294,255)	(3,536,285)
Other differences	<u>(1,924)</u>	<u>325</u>
Tax on profit on ordinary activities	<u>(174,564)</u>	<u>(233,214)</u>

Factors that may affect future tax income

Reductions in the UK Corporation Tax rate to 19% (effective from 1 April 2017) and 18% (effective from 1 April 2020) were substantially enacted on 18 November 2015. This will reduce the Company's future tax charge accordingly. A further reduction to the UK Corporation Tax rate to 17% was announced on 16 March 2016 but this has not yet been enacted into

8. INVESTMENT PROPERTIES

	Freehold property £
Fair value	
At 1 April 2015	36,000,000
Additions	1,298,008
Revaluations	1,682,018
At 31 March 2016	<u><u>38,980,026</u></u>
Carrying amount	
At 31 March 2016	<u><u>38,980,026</u></u>
At 31 March 2015	<u><u>36,000,000</u></u>

THE CROMLECH PROPERTY CO. LIMITED
NOTES TO THE FINANCIAL STATEMENTS *(continued)*

YEAR ENDED 31 MARCH 2016

8. INVESTMENT PROPERTIES *(continued)*

Investment properties held at valuation

An independent professional revaluation of the Company's property was carried out at 31 March 2016 by Colliers International Property Advisers UK LLP, RICS Registered Valuers. The revaluation figures are based on open market value assessed in accordance with the RICS Valuation - Professional Standards (2014).

Valuation techniques and key inputs

The company's commercial property units (£39 million) were valued using the development appraisal method, calculating the Gross Development Value of the completed development and deducting from this the cost of construction, professional fees, costs of finance and developers profit over the time horizon of the development project.

Contractual obligations not yet invoiced or paid, for the construction or development of investment property, amounted to £25,767,330 at 31 March 2016 (2015: £nil).

Historical cost model

The historical cost of investment properties at 31 March 2016 is £13,450,700 (2015: £12,152,692).

9. DEBTORS

	2016	2015
	£	£
Trade debtors	57,700	169,784
Amounts owed by group undertakings	703,247	256,214
Other debtors	303,099	916,934
	<u>1,064,046</u>	<u>1,342,932</u>

All debtors are payable within one year or are payable on demand. All intra-group loans are sterling loans with interest paid at the rate of 3.86% (2015: 3.98%).

10. CREDITORS: amounts falling due within one year

	2016	2015
	£	£
Trade creditors	965	87,231
Amounts owed to group undertakings	30,831,240	28,898,708
Social security and other taxes	—	45,763
Other creditors	368,261	192,605
	<u>31,200,466</u>	<u>29,224,307</u>

All intra-group loans are sterling loans repayable on demand with interest paid at the rate of 3.86% (2015: 3.98%).

11. DEFERRED TAX

The deferred tax included in the balance sheet is as follows:

	2016	2015
	£	£
Included in provisions (note 12)	<u>42,148</u>	<u>—</u>

THE CROMLECH PROPERTY CO. LIMITED
NOTES TO THE FINANCIAL STATEMENTS *(continued)*
YEAR ENDED 31 MARCH 2016

12. PROVISIONS

	Deferred tax (note 11) £
Additions	42,148
At 31 March 2016	<u>42,148</u>

13. CALLED UP SHARE CAPITAL

Issued, called up and fully paid

	2016		2015	
	No.	£	No.	£
Ordinary shares of £1 each	<u>120,800</u>	<u>120,800</u>	<u>120,800</u>	<u>120,800</u>

14. CAPITAL AND RESERVES

Called-up share capital represents the nominal value of shares that have been issued.

Profit and loss account includes all current and prior period retained profits and losses.

15. COMMITMENTS UNDER OPERATING LEASES

As lessor

The total future minimum lease payments receivable under non-cancellable operating leases are as follows:

	2016 £	2015 £
Not later than 1 year	608,000	491,000
Later than 1 year and not later than 5 years	<u>965,457</u>	<u>336,986</u>
	<u>1,573,457</u>	<u>827,986</u>

16. DIRECTORS' INTERESTS IN CONTRACTS

The majority of the day-to-day management of the company's properties and its operations is carried out by Freshwater Property Management Limited and Highdorn Co. Limited. Mr BSE Freshwater is a director of, but has no beneficial interest in the share capital of either of these companies.

Mr BSE Freshwater and Mr D Davis are also Governors of the parent undertaking of Freshwater Property Management Limited, but have no beneficial interest in that company.

Transactions with Highdorn Co. Limited during the year are disclosed in Note 5.

During the year £27,138 (2015: £29,135), was payable to Freshwater Property Management Limited for the provision of a full range of management services, which were charged for at normal commercial rates. The amount owing to Freshwater Property Management Limited at 31 March 2016 is £19,308 (2015: £29,135).

THE CROMLECH PROPERTY CO. LIMITED
NOTES TO THE FINANCIAL STATEMENTS *(continued)*

YEAR ENDED 31 MARCH 2016

17. PARENT COMPANY AND CONTROLLING PARTY

The company is controlled by its immediate parent undertaking, City and Country Properties Limited, a company registered in England and Wales.

The parent undertaking of the smallest and largest group of undertakings for which group financial statements are drawn up is Daejan Holdings PLC, a company registered in England and Wales.

Copies of financial statements of Daejan Holdings PLC can be obtained from the following address:

Freshwater House, 158-162 Shaftesbury Avenue, London WC2H 8HR.

The ultimate parent undertaking and controlling party is Daejan Holdings PLC.

18. ACCOUNTING ESTIMATES AND JUDGEMENTS

i. Property valuations

The valuation of the company's property portfolio is inherently subjective, depending on many factors, including the individual nature of each property, its location and expected future net rental values, market yields and comparable market transactions (as set out in Note 8). Therefore the valuations are subject to a degree of uncertainty and are made on the basis of assumptions which may not prove to be accurate, particularly in periods of difficult market or economic conditions. As noted in Note 2 above, all the company's properties are valued by external valuers with appropriate qualifications and experience.

ii. Trade debtors

Management uses details of the age of trade debtors and the status of any disputes together with external evidence of the credit status of the counterparty in making judgements concerning any need to impair the carrying values.

19. TRANSITION TO FRS 102

These are the first financial statements that comply with FRS 102. The company transitioned to FRS 102 on 1 April 2014.

THE CROMLECH PROPERTY CO. LIMITED
NOTES TO THE FINANCIAL STATEMENTS *(continued)*

YEAR ENDED 31 MARCH 2016

19. TRANSITION TO FRS 102 *(continued)*

Reconciliation of equity

	1 April 2014			31 March 2015		
	As previously stated £	Effect of FRS 102 (as transition £	restated) £	As previously stated £	Effect of FRS 102 (as transition £	restated) £
Fixed Assets	19,000,000	–	19,000,000	36,000,000	–	36,000,000
Current Assets	964,167	–	964,167	1,363,495	–	1,363,495
Creditors: amounts falling due within one year	(28,040,623)	–	(28,040,623)	(29,224,307)	–	(29,224,307)
Net current liabilities	(27,076,456)	–	(27,076,456)	(27,860,812)	–	(27,860,812)
Total assets less current liabilities	(8,076,456)	–	(8,076,456)	8,139,188	–	8,139,188
Net assets	(8,076,456)	–	(8,076,456)	8,139,188	–	8,139,188
Capital And Reserves	(8,076,456)	–	(8,076,456)	8,139,188	–	8,139,188

Reconciliation of profit or loss for the year

	Year ended 31 March 2015		
	As previously stated £	Effect of FRS 102 (as transition £	restated) £
Turnover	670,271	–	670,271
Cost of sales	(399,923)	–	(399,923)
Gross profit	270,348	–	270,348
Administrative expenses	(16,300)	–	(16,300)
Net valuation gains on investment property	–	16,839,454	16,839,454
Operating profit	254,048	16,839,454	17,093,502
Interest receivable	928	–	928
Interest payable	(1,112,000)	–	(1,112,000)
Taxation on ordinary activities	233,214	–	233,214
Profit for the financial year	(623,810)	16,839,454	16,215,644

THE CROMLECH PROPERTY CO. LIMITED
NOTES TO THE FINANCIAL STATEMENTS *(continued)*

YEAR ENDED 31 MARCH 2016

19. TRANSITION TO FRS 102 *(continued)*

The following were changes in accounting policies arising from the transition to FRS102:

Investment properties:

Previously, the company's investment properties were held at market value, with aggregate surplus or deficit being recorded in the revaluation reserve, with the exception of permanent diminutions in value which were written off through the profit and loss account. Under FRS 102, these properties are held at fair value, with changes in fair value being recorded in the profit and loss account.

THE CROMLECH PROPERTY CO. LIMITED
MANAGEMENT INFORMATION
YEAR ENDED 31 MARCH 2016

The following pages do not form part of the financial statements.

THE CROMLECH PROPERTY CO. LIMITED**DETAILED PROFIT AND LOSS ACCOUNT****YEAR ENDED 31 MARCH 2016**

	2016	2015
	£	£
TURNOVER	667,699	670,271
COST OF SALES		
General and water rates	(274,424)	(268,491)
Insurance	(14,740)	(8,843)
Repairs and renewals	(19,013)	(2,107)
Legal and professional	(30,082)	(27,095)
Light and heat	(201)	(147)
Porterage and cleaning	(50,710)	(36,005)
Letting & management commission	(35,013)	(57,235)
	(424,183)	(399,923)
GROSS PROFIT	243,516	270,348
OVERHEADS		
Administrative expenses	(16,500)	(16,300)
Net valuation gains on investment property	1,682,018	16,839,454
OPERATING PROFIT	1,909,034	17,093,502
Interest receivable	—	928
Interest payable	(1,106,238)	(1,112,000)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	802,796	15,982,430

THE CROMLECH PROPERTY CO. LIMITED
NOTES TO THE DETAILED PROFIT AND LOSS ACCOUNT
YEAR ENDED 31 MARCH 2016

	2016 £	2015 £
ADMINISTRATIVE EXPENSES		
Legal and professional fees	(5,500)	(5,500)
Auditors remuneration	<u>(11,000)</u>	<u>(10,800)</u>
	<u>(16,500)</u>	<u>(16,300)</u>
 INTEREST RECEIVABLE		
Other interests receivable	<u>—</u>	<u>928</u>
 INTEREST PAYABLE		
Interest on amounts due to group undertakings	(1,106,000)	(1,112,000)
Other interest payable	<u>(238)</u>	<u>—</u>
	<u>(1,106,238)</u>	<u>(1,112,000)</u>