

Limebridge Co. Limited
Unaudited Financial Statements
31 March 2023

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Limebridge Co. Limited

Financial Statements

Year ended 31 March 2023

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Limebridge Co. Limited

Directors' Report

Year ended 31 March 2023

The directors present their report and the unaudited financial statements of the Company for the year ended 31 March 2023.

Principal activities and business review

The principal activity of the Company is property investment in residential properties in the UK. From time to time the Company undertakes new developments and also the redevelopment of 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:

D Davis
B S E Freshwater

The Articles of Association of the Company do not require the directors to retire by rotation.

The directors do not have service contracts.

The majority of the day-to-day management of the Company's properties and its operations are carried out by Highdorn Co. Limited. Mr B S E Freshwater is a director of, but has no beneficial interest in the share capital of, Highdorn Co. Limited.

Results and dividends

The results for the year are set out in the attached profit and loss account and explanatory notes. The financial position of the company at the end of the year is set out in the attached balance sheet and explanatory notes.

The Company did not pay a dividend in the year (2022: £nil). The directors do not propose a final dividend for the year (2022: £nil).

Limebridge Co. Limited

Directors' Report *(continued)*

Year ended 31 March 2023

Going concern

The directors have considered the impact of high consumer price inflation and interest rates, which has resulted in unprecedented risks and significant levels of volatility on the macro economy and the particular market that the Company and the Daejan Holdings Limited Group operates in. The directors have considered the impact on the Company, as explained in note 3.

The directors are satisfied that the Company and the Group will have sufficient resources to be able to meet its liabilities as they fall due for a period of at least 12 months from the date of the financial statements. Thus they continue to adopt the going concern basis of accounting in preparing the financial statements.

Directors' responsibilities statement

The directors are responsible for preparing the strategic report, 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 UK Accounting standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland*.

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.

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;
- assess the company's ability to continue as a going concern, disclosing, as applicable, matters to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

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 responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

Audit exemption for the year ended 31 March 2023

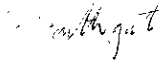
The Company has taken advantage of the audit exemption set out within Section 479A of the Companies Act 2006 for the year ended 31 March 2023. Consequently, KPMG LLP have ceased to act as the company's auditor.

Limebridge Co. Limited

Directors' Report *(continued)*

Year ended 31 March 2023

This report was approved by the board of directors on 7 December 2023 and signed on behalf of the board by:



J S Southgate
Company Secretary

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

Limebridge Co. Limited

Profit and Loss Account and Other Comprehensive Income

Year ended 31 March 2023

		2023	2022
	Note	£	£
Turnover	4	43,550	42,370
Property outgoings		<u>(7,824)</u>	<u>(15,274)</u>
Gross profit		35,726	27,096
Administrative expenses		<u>(11,760)</u>	<u>(11,760)</u>
Operating profit	5	23,966	15,336
Interest receivable and similar income	6	<u>11,000</u>	<u>10,000</u>
Profit before taxation		34,966	25,336
Tax on profit	8	<u>(6,644)</u>	<u>(51,630)</u>
Profit/(loss) for the financial year and total comprehensive income		<u>28,322</u>	<u>(26,294)</u>

All the activities of the Company are from continuing operations.

The notes on pages 7 to 16 form part of these financial statements.

Limebridge Co. Limited

Balance Sheet

31 March 2023

	Note	2023 £	2022 £
Fixed assets			
Investment property	9	867,000	867,000
Current assets			
Debtors	10	366,789	336,896
Creditors: amounts falling due within one year	11	(11,974)	(10,403)
Net current assets		354,815	326,493
Total assets less current liabilities		1,221,815	1,193,493
Provisions for liabilities and charges	12	(195,065)	(195,065)
Net assets		<u>1,026,750</u>	<u>998,428</u>
Capital and reserves			
Called up share capital	14	100	100
Profit and loss account	15	1,026,650	998,328
Total equity		<u>1,026,750</u>	<u>998,428</u>

For the year ending 31 March 2023 the company was entitled to exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary companies. 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 of the Companies Act 2006. The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of financial statements.

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

These financial statements were approved by the board of directors and authorised for issue on 7 December 2023, and are signed on behalf of the board by:



B S E Freshwater
Director

Company registration number: 00868817

The notes on pages 7 to 16 form part of these financial statements.

Limebridge Co. Limited

Statement of Changes in Equity

Year ended 31 March 2023

	Called up share capital £	Profit and loss account £	Total £
At 1 April 2021	100	1,024,622	1,024,722
Loss for the year	—	(26,294)	(26,294)
Total comprehensive income for the year	—	(26,294)	(26,294)
At 31 March 2022	100	998,328	998,428
Profit for the year	—	28,322	28,322
Total comprehensive income for the year	—	28,322	28,322
At 31 March 2023	100	1,026,650	1,026,750

The notes on pages 7 to 16 form part of these financial statements.

Limebridge Co. Limited

Notes to the Financial Statements

Year ended 31 March 2023

1. General information

The Company is a company limited by shares, registered in England and Wales. The address of the registered office is Freshwater House, 158-162 Shaftesbury Avenue, London, WC2H 8HR.

2. 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 and the requirements of Companies Act 2006.

The Company has taken advantage of the audit exemption set out within Section 479A of the Companies Act (2006) for the year ended 31 March 2023. Daejan Holdings limited (00305105) has guaranteed the liabilities of the Company subsidiaries under Section 479A and 479C of the Companies Act 2006.

3. Accounting policies

Basis of preparation

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

The presentation currency of these financial statements is sterling.

The financial statements have been prepared under the going concern basis which the directors consider to be appropriate for the following reasons:

At the balance sheet date, the Company is in a net asset position.

High consumer price inflation and interest rates and have had a negative impact on the macro economy and the particular market that the Company and the Daejan Holdings Limited group ("the Group") operates in. The directors have placed a particular focus on the Group's going concern assessment given the intercompany loans received and have considered the principal risks to the Group.

The directors have prepared the cash flow forecasts of the Group for at least twelve months from the date of approval of the financial statements. In this forecast, the directors have taken account of the implications of the negative economic factors detailed above which would impact the cash inflows and outflows. The directors have modelled a severe but plausible downside scenario in respect of the Group's cash flows and considered the likelihood of the Group's loan covenants being breached in the coming 12 months and remedy packages in the event that these covenants are breached. The result of this forecast indicates that in this scenario the Company cash needs are still within the available financial resources.

In preparing this forecast, the directors have taken into account the following key business risks and uncertainties:

- Market risks on demand and supply;
- Yield shift movements;
- Possible failure of tenants due to negative economic factors and reductions in net rental income; and
- Increased capital expenditure required to maintain the assets.

Limebridge Co. Limited

Notes to the Financial Statements *(continued)*

Year ended 31 March 2023

3. Accounting policies *(continued)*

Having taken into account the risks and uncertainties that exist within the business, the directors have concluded that the Company has adequate financial resources to continue in operational existence for the foreseeable future. Accordingly, the directors have concluded that it is appropriate to continue to adopt the going concern basis in preparing these financial statements and that there is no material uncertainty to this position, as the directors have a reasonable expectation that the Company has adequate resources under all plausible circumstance to continue in operational existence for the foreseeable future by meeting its liabilities and commitments as they fall due.

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

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 19.

Disclosure exemptions

The Company's ultimate parent undertaking, Daejan Holdings Limited, includes the Company in its consolidated financial statements. The consolidated financial statements of Daejan Holdings Limited are prepared in accordance with UK-adopted 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 end of the period;
- Cash Flow Statement and related notes;
- Key Management Personnel compensation; and
- Basic and other financial instruments.

Limebridge Co. Limited

Notes to the Financial Statements *(continued)*

Year ended 31 March 2023

3. Accounting policies *(continued)*

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 the 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.

Interest receivable and Interest payable

Interest payable and similar expenses include interest payable, finance expenses on shares classified as liabilities and finance leases recognised in profit or loss using the effective interest method and the unwinding of the discount on provisions. Borrowing costs that are directly attributable to the acquisition, construction or production of an asset that takes a substantial time to be prepared for use are expensed as incurred.

Other interest receivable and similar income include interest receivable on funds invested and net foreign exchange gains.

Interest income and interest payable are recognised in profit and loss as they accrue, using the effective interest method. Dividend income is recognised in the profit and loss account on the date the company's right to receive payments is established. Foreign currency gains and losses are reported on a net basis.

Limebridge Co. Limited

Notes to the Financial Statements *(continued)*

Year ended 31 March 2023

3. 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 the equity or 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 adjustments 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 expenses 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.

Investment property

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:

a) 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

b) No depreciation is provided in respect of investment properties applying the fair value model.

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.

Limebridge Co. Limited

Notes to the Financial Statements *(continued)*

Year ended 31 March 2023

Sale of investment 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 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.

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

Cash and cash equivalents

Cash and cash equivalents comprise cash balances and call deposits.

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.

Related party transactions

The Company has taken advantage of the exemptions in FRS 102 in order to dispense with the requirements to disclose transactions with other companies in the Daejan Holdings Limited group.

Limebridge Co. Limited

Notes to the Financial Statements *(continued)*

Year ended 31 March 2023

3. Accounting policies *(continued)*

4. Turnover

Turnover arises from:

	2023	2022
	£	£
Rents receivable	<u>43,550</u>	<u>42,370</u>

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

5. Operating profit

Operating profit or loss is stated after charging:

	2023	2022
	£	£
Fees payable for the audit of the financial statements	<u>9,600</u>	<u>9,600</u>

Amounts receivable by the Company's auditor in respect of services to the Company, other than for 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 Limited.

6. Interest receivable and similar income

	2023	2022
	£	£
Interest from group undertakings	<u>11,000</u>	<u>10,000</u>

7. Particulars of employees

None of the directors received remuneration in respect of their services to the Company (2022: £nil).

The staff provided by the property and administrative management company, Highdorn Co. Limited, are engaged under joint employment contracts with a fellow subsidiary 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 (2022: £nil).

Limebridge Co. Limited

Notes to the Financial Statements *(continued)*

Year ended 31 March 2023

8. Tax on profit

Major components of tax expense

	2023 £	2022 £
Current tax:		
UK current tax expense	6,644	4,814
Deferred tax:		
Origination and reversal of timing differences	–	1
Impact of change in tax rate	–	46,815
Total deferred tax	–	46,816
Tax on profit	6,644	51,630

Reconciliation of tax expense

The tax assessed on the profit on ordinary activities for the year is the same as (2022: higher than) the standard rate of corporation tax in the UK of 19% (2022: 19%).

	2023 £	2022 £
Profit on ordinary activities before taxation	34,966	25,336
Profit on ordinary activities by rate of tax	6,644	4,814
Impact of change in tax rate	–	46,815
Other timing differences on unrealised gains	–	1
Tax on profit	6,644	51,630

Factors that may affect future tax expense

Current tax has been calculated at 19%, the enacted corporation tax rate at 31 March 2023 and 2022. An increase to 25% from 1 April 2023 was enacted on 10 June 2021. Therefore, deferred tax balances have been calculated at 25%, the rate expected to apply when profits are realised.

Limebridge Co. Limited

Notes to the Financial Statements *(continued)*

Year ended 31 March 2023

9. Investment property

	Long leasehold property £
Cost	
At 1 April 2022 and 31 March 2023	<u>867,000</u>
Carrying amount	
At 31 March 2023	<u>867,000</u>
At 31 March 2022	<u>867,000</u>

Investment property held at valuation

An independent professional revaluation of all of the Company's property was carried out on 31 March 2023 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 (2023).

Valuation techniques and key inputs

The company's residential houses and apartments (£0.9 (2022: £0.9 million)) were valued using a sales valuation approach, derived from recent comparable transactions in the market, adjusted by applying discounts to reflect status of occupation and condition. The largest discounts were applied to those properties subject to registered tenancies, reflecting the relative difference in security of tenure, whilst the smallest discounts were applied to those properties subject to assured shorthold tenancies. The base discount for condition was 10% (2022: 10%) reflecting the current estimates of costs being incurred. Sales value assumptions were based on £596 per square foot (2022: £547 per square foot).

Historical cost model

The historical cost of investment properties included in the above valuation is £5,560 (2022: £5,560).

10. Debtors

	2023 £	2022 £
Amounts owed by group undertakings	361,409	331,462
Other debtors	<u>5,380</u>	<u>5,434</u>
	<u>366,789</u>	<u>336,896</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 3.45% (2022: 3.22%).

Limebridge Co. Limited

Notes to the Financial Statements *(continued)*

Year ended 31 March 2023

11. Creditors: amounts falling due within one year

	2023	2022
	£	£
Corporation tax	6,644	4,814
Other creditors	5,330	5,589
	<u>11,974</u>	<u>10,403</u>

All intra-group loans are sterling loans repayable on demand with interest paid at the rate of 3.45% (2022: 3.22%).

12. Provisions for liabilities and charges

	Deferred tax (note 13) £
At 1 April 2022 and 31 March 2023	<u>195,065</u>

13. Deferred tax

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

	2023	2022
	£	£
Included in provisions for liabilities and charges (note 12)	<u>195,065</u>	<u>195,065</u>

The deferred tax account consists of the tax effect of timing differences in respect of:

	2023	2022
	£	£
Fair value adjustment of investment property	<u>195,065</u>	<u>195,065</u>

14. Called up share capital

Issued, called up and fully paid

	2023		2022	
	No.	£	No.	£
Ordinary shares of £1 each	<u>100</u>	<u>100</u>	<u>100</u>	<u>100</u>

15. Reserves

The profit and loss account reserve records retained earnings and accumulated losses.

Limebridge Co. Limited

Notes to the Financial Statements *(continued)*

Year ended 31 March 2023

16. Operating leases

As lessor

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

	2023	2022
	£	£
Not later than 1 year	<u>6,746</u>	<u>6,496</u>

17. Related party transactions

The majority of the day-to-day management of the Company's properties and its operations are carried out by Highdorn Co. Limited ("Highdorn"). Mr BSE Freshwater is a director of, but has no beneficial interest in the share capital of, Highdorn.

In their capacity as property managing agents, Highdorn collect rents and incur direct property expenses on behalf of the Company. During the year £1,985 (2022: £1,953) was charged by Highdorn for the provision of a full range of management services, which were charged for at normal commercial rates. The credit balance outstanding in respect of these services at 31 March 2023 is £230 (2022: £259), which is included within other creditors.

18. Controlling party

The Company is controlled by its immediate parent company, Daejan (UK) Limited, whose registered office is Freshwater House, 158-162 Shaftesbury Avenue, London WC2H 8HR.

The members of the Freshwater Family, as defined in the Daejan Holdings Limited annual reports, are considered to be the ultimate controlling party, being the ultimate controlling party of Daejan Holdings Limited, which is incorporated in Great Britain and registered in England and Wales.

The largest and smallest group in which the results of the Company are consolidated is that headed by Daejan Holdings Limited. The consolidated financial statements of Daejan Holdings Limited are available to the public and may be obtained from the Daejan Holdings Limited website (www.daejanholdings.com) or Freshwater House, 158-162 Shaftesbury Avenue, London WC2H 8HR. No other group financial statements include the results of the Company.

19. 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 9). 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 9 above, all the Company's properties are valued by external valuers with appropriate qualifications and experience.

ii. Impairment of 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.