Rownsmoss Limited

Registered in England and Wales Company Number 01185176

Annual report and financial statements for the year ended 31 August 2020

Rownsmoss Limited

Annual report and financial statements for the year ended 31 August 2020

Contents

Rownsmoss Limited

Officers and professional advisers

Directors
J S Walker
I C Mellor

Secretary
C J Taylor

Registered and principal office
Eton College
Eton
Windsor
Berkshire
SL4 6DB

Bankers
Barclays Bank PLC
One Churchill Place
Canary Wharf
London
E14 5HP

BlackRock
JPMorgan House
International Financial Services Centre
Dublin 1
Ireland

Solicitors
Charles Russell Speechlys
5 Fleet Place
London
EC4A 1RD

Auditor
Crowe U.K. LLP
55 Ludgate Hill
London
EC4M 7JW

Rownsmoss Limited

Directors' Report for the year ended 31 August 2020

The directors present their annual report and the audited financial statements of the company for the year ended 31 August 2020. This Directors' Report has been prepared in accordance with the provisions applicable to small companies entitled to the small companies' exemption.

Principal activities

The principal activities of the company are property development, management and rental.

Results for the year

The company's trading results are set out in the profit and loss account on page 7. The loss for the year before gift aid and taxation was £116,786 (2019: profit of £616,356). Part of the loss this year is attributable to the revaluation loss on investment property of £81k (2019: £159k). Last year's results also include proceeds from the sale of an investment (£890k) which was a one off.

Directors

The current directors who served throughout the financial year and up to the date of this report are as shown on page 1.

Going concern

The company had closing net assets of £313,749 (2019: £430,535) and cash balances of £181,662 (2019: £501,270). The directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. No material uncertainties in relation to the ability of the company to continue on a going concern basis have been identified by the directors. 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 Annual 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;

•state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and

•prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The directors are responsible for keeping adequate accounting records that 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.

Statement of disclosure of information to auditors

The directors of the company who held office at the date of approval of this Directors' Report confirm that:

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

- the directors have taken all the steps that ought to have been taken as directors in order to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

In preparing this report, the directors have taken advantage of the small companies' exemptions provided by the Companies Act 2006.

Auditor

Crowe U.K. LLP have indicated their willingness to be reappointed for another term and appropriate arrangements have been put in place for them to be deemed reappointed as auditor in the absence of an Annual General Meeting.

By order of the board

J S Walker
Director
Date: 27 January 2021

Independent Auditor's Report to the Members of Rownsmoss Limited

Opinion

We have audited the financial statements of Rownsmoss Limited for the year ended 31 August 2020 which comprise the Profit and Loss Account, the Balance Sheet and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 August 2020 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Independent Auditor's Report to the Members of Rownsmoss Limited (continued)

Opinion on other matter prescribed by the Companies Act 2006

In our opinion based on the work undertaken in the course of our audit

- the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in directors' report.
We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept by the company, 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 the requirement to prepare a strategic report.

Responsibilities of directors

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, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.
In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists.
Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.
A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Rownsmoss Limited

Independent Auditor's Report to the Members of Rownsmoss Limited (continued)

Use of this report

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

Tina Allison

Tina Allison
Senior Statutory Auditor
For and on behalf of
Crowe U.K. LLP
Statutory Auditor
55 Ludgate Hill,
London,
EC4M 7JW

29 March 2021

Rownsmoss Limited

Profit and loss account for the year ended 31 August 2020

	Notes	2020 £	2019 £
Turnover	3	**16,585**	905,544
Cost of sales		**(52,697)**	(131,245)
Gross (loss)/profit		**(36,112)**	774,299
Administrative expenses		**(1,149)**	(9,670)
Revaluation of investment property		**(81,000)**	(159,225)
Operating (loss)/profit	4	**(118,261)**	605,404
Interest receivable		**1,476**	117,344
Interest paid		**-**	(106,392)
(Loss)/profit for the financial year before tax		**(116,785)**	616,356
Tax on profit/(loss) for year		**-**	-
(Loss)/profit for the financial year after tax	10	**(116,785)**	616,356

The notes on pages 9 to 12 form part of these financial statements.

Rownsmoss Limited

Balance sheet as at 31 August 2020

	Notes	2020 £	2019 £
Fixed assets			
Investment property	6	**762,000**	843,000
Current assets			
Debtors	7	**10,512**	17,564
Cash at bank and in hand		**181,662**	501,270
Total current assets		**192,174**	518,834
Creditors - amounts falling due within one year	8	**(640,424)**	(931,299)
Net current liabilities		**(448,250)**	(412,465)
Total net assets		**313,750**	430,535
Capital and reserves			
Called up share capital	9	**2**	2
Profit and loss account	10	**313,748**	430,533
Shareholders' funds	10	**313,750**	430,535

The notes on pages 9 to 12 form part of these financial statements.

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

The financial statements of Rownsmoss Limited, registered number 01185176, were authorised for issue and approved by the board of directors on

J S Walker
Director
27 January 2021

Rownsmoss Limited

Notes to the financial statements for the year ended 31 August 2020

1 Company information

Rownsmoss Limited is a private company limited by shares and registered in England and Wales (company number 01185176). The address of the registered office is Eton College, Eton, Windsor, Berkshire SL4 6DB.

2 Accounting policies

Basis of preparation of financial statements

These financial statements have been prepared in accordance with applicable United Kingdom accounting standards, including Financial Reporting Standard 102 ('FRS 102') Section 1A Small Entities, and with the Companies Act 2006. The financial statements have been prepared on the historical cost convention as modified by the revaluation of investment properties at fair value through profit and loss.

Going concern

The company had closing net assets of £313,749 (2019: £430,535) and cash balances of £181,662 (2019: £501,270). The directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. No material uncertainties in relation to the ability of the company to continue on a going concern basis have been identified by the directors. Thus, the financial statements have been prepared on the going concern basis.

Turnover

Turnover represents the proceeds, excluding VAT where applicable, from rental income and property development.

Investment properties

Independent valuers valued leasehold investment properties at 31 August 2019 and 31 August 2020. The aggregate surplus or deficit is transferred to unrealised gains and losses and shown on the profit and loss account. These properties are not depreciated.

Debtors

Debtors are recognised at the settlement date and measured at the transaction value.

Creditors

Trade creditors are measured at the transaction value as per the invoice. Other liabilities such as amount due to parent undertaking and other creditors are measured at transaction value.

Financial Instruments

Rownsmoss Limited has financial assets and financial liabilities of a kind that qualify as basic financial instruments. Basic financial instruments are initially recognised at transaction value and subsequently measured at amortised cost. Financial assets held at amortised cost comprise cash at bank and in hand and trade debtors. Financial liabilities held at amortised cost comprise inter-company balances.

Taxation

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

Deferred taxation is provided in full on timing differences that result in an obligation at the balance sheet date to pay more tax, or a right to pay less tax, at a future date, at rates expected to apply when they crystallise based on current tax rates and law. Timing differences arise from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in the financial statements.

Notes to the financial statements for the year ended 31 August 2020 (continued)

Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered. Deferred tax assets and liabilities are not discounted.

3 Turnover

The company's activities consist of property development, management and rental in the United Kingdom. Turnover arising from property development represents the proportion of work performed on long term contracts based on costs incurred to date. Turnover relating to rental income is recognised in the period to which it relates.

Rownsmoss Limited recognises ground rent income of £7,838 (2019: £3,528). Rent income of £8,574 (2019: £11,822).

4 (Loss)/profit before tax and gift aid

	2020 £	2019 £
(Loss)/profit before tax and gift aid is stated after charging:		
Auditor's remuneration		
Fees payable to the company's auditor for the audit of the company's annual accounts (net of VAT)	**5,000**	4,840

5 Directors and employees

No director received any remuneration during the year for services to the company (2019: £nil). The directors are remunerated by Eton College for their services to the group.

The company has no employees (2019: none).

6 Fixed asset investments

	2020 £	2019 £
Valuation		
At 1 September	**843,000**	1,002,225
Revaluation	**(81,000)**	(159,225)
At 31 August	**762,000**	843,000
Net book amount at 31 August	**762,000**	843,000
Net book amount at 1 September	**843,000**	1,002,225

Notes to the financial statements for the year ended 31 August 2020 (continued)

7 Debtors

	2020	2019
	£	£
Amounts falling due within one year		
Trade debtors	**900**	3,850
Other taxes and social security	**7,040**	8,223
Prepayments	**1,988**	5,491
Accrued income	**584**	-
	10,512	17,564

8 Creditors – amounts falling due within one year

	2020	2019
	£	£
Trade creditors	**33,775**	58,154
Amount due to parent undertaking	**548,040**	748,040
Accruals	**45,409**	120,905
Other creditors	**13,200**	4,200
	640,424	931,299

Amounts due to the parent undertaking are unsecured and repayable on demand.

9 Called up share capital

	2020	2019
	£	£
Called up, allotted and fully paid:		
2 ordinary shares of £1 each	**2**	2

10 Reconciliation of shareholders' (deficit)/funds and statement of movement in reserves

	Share capital	Profit and loss account	2020 Total	2019 Total
	£	£	£	£
Balance brought forward	**2**	**430,533**	**430,535**	(185,821)
(Loss)/profit for the year	-	(116,785)	(116,785)	616,356
Closing shareholders' funds	**2**	**313,748**	**313,750**	430,535

Rownsmoss Limited

Notes to the financial statements for the year ended 31 August 2020 (continued)

11 Related party transactions

The company is wholly owned by its parent undertaking. The company has therefore taken advantage of the exemption provided in FRS 102 'Related Party Transactions' not to disclose related party transactions with other group members.

12 Ultimate parent and controlling party

The directors regard Eton College as the parent and ultimate controlling party. Eton College heads the smallest and largest group for which consolidated accounts are prepared. Copies of the parent's consolidated financial statements are available on the Charity Commission website under registered charity number 1139086. The registered address of Eton College is Eton College, Eton, Windsor, Berkshire SL4 6DW.