

Company number: 01660121

GOLDCREST LAND LIMITED

Report and Financial Statements

30 September 2019

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GOLDCREST LAND LIMITED

REPORT AND FINANCIAL STATEMENTS 2019

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GOLDCREST LAND LIMITED

REPORT AND FINANCIAL STATEMENTS 2019

OFFICERS AND PROFESSIONAL ADVISERS

DIRECTORS

Michael Collins (Chairman and Chief Executive)* †
Jacqueline Macqueen
Martin Shipley *
Oona Collins (Non-Executive) †
Gary Channon (Non-Executive)
Michael O'Connell (Non-Executive)

* member of audit committee

† member of remuneration committee

REGISTERED OFFICE

Goldcrest House
3 Hurlingham Business Park
Sulivan Road
London
SW6 3DU

BANKERS

Barclays Bank plc
One Churchill Place
London
E14 5HP

SOLICITORS

Gowling WLG (UK) LLP
4 More London Riverside
London
SE1 2AU

AUDITORS

Nexia Smith & Williamson
Chartered Accountants
25 Moorgate
London
EC2R 6AY

GOLDCREST LAND LIMITED

CHAIRMAN'S REVIEW

FOR THE YEAR ENDED 30 SEPTEMBER 2019

Year Under Review

The company has had a disappointing year due to planning delays which has resulted in a loss before tax of £1,417,000 (2018: £197,000).

However, despite the challenging conditions we continue to have very strong relationships with our bank and external third-party investors.

On 11 March 2020 World Health Organisation declared COVID-19 to be a pandemic. Subsequent to this, governments around the world began taking measures to respond to the outbreak, including the restriction of gatherings, the closure of non-essential services, and limits on travel. At Goldcrest we closed our offices on 23 March 2020 and put in place work from home measures and will only reopen in the Autumn of 2020 having ensured the office is COVID-safe.

Health and safety of our staff, customers and consultants is in the forefront of our minds at this time and we are putting in place a series of additional health and safety and social distancing measures for all our activities.

As a result of COVID-19, transactions in the UK property market have been hugely disrupted and delays in the planning process exacerbated. As at the time of signing of these accounts, the situation is continuing to evolve rapidly, and restrictions remain in place. A prospective sale of the Norbury site fell through as a direct result of the COVID-19 pandemic and the planning process on our Rothbury site was frozen as a result of lockdown affecting the planning authority. We have however had an encouraging response to the marketing of our Pantiles site and look to complete the disposal of the site in the next quarter and we are confident that we have a highly desirable product in a market where "oven-ready" land with planning is still scarce.

During this unprecedented time the directors recognise the versatility and resilience of the UK property industry and the Company will continue to be creative and resourceful as it learns how to adapt to new ways of working.

Like the majority of businesses, we are being challenged by the ongoing uncertainty over the outcome of the negotiations to establish the mode of the United Kingdom's withdrawal from the European Union. Potential vendors are putting off decisions and this is delaying new opportunities coming to the market.

Our geographical focus remains London and the South East where the well documented under-supply of housing continues.

Key Performance Indicators (KPI's)

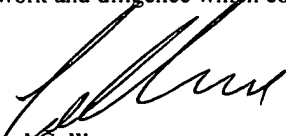
	Year ended 30 September 2019	Year ended 30 September 2018
	£'000s	£'000s
(Loss) before tax (£'000s)	(1,417)	(197)
Net assets (£'000s)	1,958	3,281
Bank loans (£'000s)	7,156	9,809
(Loss) per share	(25.2)p	(3.1)p
Dividends per share	£nil	3.5p

The Group's key performance indicators are noted in the table above.

We look forward to the next year and will remain focused on building the scope and scale of the business. We continue to build relationships with the affordable housing sector and are investigating a prudent return to housebuilding with the right partner and model.

Closing Remarks

On behalf of the board and shareholders I would like to take this opportunity to thank the Goldcrest team for their hard work and diligence which continue to deliver the long-term success for the company.


Michael Collins
Chairman and Chief Executive

GOLDCREST LAND LIMITED

STRATEGIC REPORT

FOR THE YEAR ENDED 30 SEPTEMBER 2019

The directors present the Strategic Report for Goldcrest Land Limited for the year ended 30 September 2019.

PRINCIPAL ACTIVITIES

The Group's principal activities in the year were that of land development and sales.

The results for the year are shown in the consolidated profit and loss account on page 10 of the financial statements. A review of the Group's business and future development is included within the Chairman and Chief Executive's review.

BUSINESS REVIEW

The Group focuses on buying unconsented land and working to gain planning permission on these sites to maximise the disposal value.

Tim Smith resigned as Chief Executive on 6 January 2020 and Michael Collins has become Chairman and Chief Executive ensuring continuity. A succession plan is in place.

The Group works within the constraints of the local planning framework to deliver optimum developments balancing maximisation of the site value whilst meeting design standards and enhancement of the site. An integral part of this is engagement with the local community, planning officers and members to ensure we take account of local needs.

Planning remains an ongoing risk for the Group but in its 38 year trading history it has an overwhelmingly successful record in gaining profitable planning decisions. Operational profitability for 2019 has remained weak as planning has delayed projects. COVID-19 has also further delayed the planning process and directly interrupted the sales process on one site, however successful planning resolutions in the final quarter of 2019 allow cautious positivity for 2020/21.

The Group works diligently on public consultation and engagement throughout the planning process and where necessary will take additional time to realise the right outcomes. We engage with volume housebuilders, smaller private developers as well as housing association in order to create the most appropriate schemes for our sites and the best developer to take.

OUTLOOK AND COVID-19

At the time of writing, there are severe macro-economic uncertainties surrounding world trade, Covid-19 and the continued discussions about post arrangements with the EU. There are clearly significant short-term challenges for all UK businesses. Along with many businesses we have closed our offices in the interests of our workforce. As noted above, the Group's finances are underpinned by support from our major shareholders and a supportive banking partner in Barclays. We have stress tested our forecasts with severe scenarios including loss of sales, delay of sales and planning delays all relating to the impact of coronavirus. We have also examined actions we may take to preserve cash resources and have discussed covenants with Barclays. At this stage the Board remain confident that the Group can overcome the challenges posed by Covid-19. The underlying fundamentals of the UK and specifically the London housing market remain strong given the imbalance between supply and demand. Negotiating the planning system and taking challenging sites through to development-readiness continue to add considerable value though there will undoubtedly be headwinds this year caused by Covid-19 which will affect our workforce and customers in ways that cannot be accurately predicted as we publish these results. Goldcrest came through the 2009 crisis intact and I see no reason why this should not be the case now with our committed and able workforce, current site opportunities and position in the market place.

The Group has secured two planning permissions in the first quarter of the new trading year, is making good progress on existing sites and has been active in the market seeking new opportunities. Further details on the strategic review of the business and key performance indicators are provided in the Chairman's review.

Approved by the Board of Directors and signed on behalf of the board.


Michael Collins
Chairman and Chief Executive

GOLDCREST LAND LIMITED

DIRECTORS' REPORT

FOR THE YEAR ENDED 30 SEPTEMBER 2019

The directors present their annual report and the audited financial statements for the year ended 30 September 2019.

RESULTS AND DIVIDENDS

The Group loss for the year after taxation amounted to £1,323,000 (2018: £175,000). During the year dividends of £nil (2018: 3.5p per share) totalling £nil were payable (2018: £64,244).

DIRECTORS

The directors of the Company at 30 September 2019 who held office throughout the year and at the date the financial statements are approved, unless otherwise stated, were:

Michael Collins
Tim Smith (resigned 6 January 2020)
Oona Collins
Jacqueline Macqueen
Gary Channon
Carolyn Malet de Carteret (resigned 17 April 2020)
Michael O'Connell (appointed 1 November 2018)
Martin Shipley (appointed 4 February 2019)

Oona Collins, Gary Channon and Michael O'Connell retire by rotation at the Annual General Meeting and, being eligible, offer themselves for re-election.

FINANCIAL RISK MANAGEMENT

The main financial risks faced by the Group are a downturn in the property market and adverse changes in interest rates. The Group is managed in such a way as to limit the adverse effects of these risks on the financial performance of the Group.

Interest rate risk

The policy of the Group is to finance its land and property purchases using loans with mainly variable rates, but with fixed interest rates where appropriate. The Group uses only one banker for its financing which enables it to build good relationships and obtain competitive rates. The Group intends to continue to borrow on this basis but would review this situation should there be any changes in the long term economic forecast.

Property market risk

The risk of a downturn in the property market is mitigated by maintaining a high margin hurdle for acquisition. In addition, close attention is paid to trends in the property market and the economy in general to ensure that returns from properties are maximised.

Liquidity risk

The policy of the Group is to finance its site purchases with a combination of bank funding and other financing. Debt facilities are raised from Barclays Bank plc where the Group has a proven track record in obtaining appropriate debt facilities to finance site purchases. In addition, financing can be raised as required from the group shareholders.

Where the Group is not purchasing any sites, the policy is for the Group to maintain adequate levels of liquidity to maintain its operations for a minimum of 12 months without transacting any underlying business.

GOLDCREST LAND LIMITED

DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 30 SEPTEMBER 2019

Risk of UK leaving the European Union

We have reviewed and continue to monitor the potential impact of the UK leaving the EU on our business, under various scenarios. We consider that a managed departure subject to a withdrawal agreement between the UK and the EU will have no significant direct impact, with markets able to adjust over time as detailed future arrangements become clear. If the UK leaves without a deal, the biggest impact we foresee is the effect on our market, in particular, of a potential decline in consumer confidence and economic activity in general. We believe our business planning is as prepared as possible for this uncertainty. Goldcrest Land currently does not have any customers or suppliers based in countries outside the UK. Again the risk of a significant decline in the value of Sterling will affect Goldcrest indirectly in terms of disruption to economic activity and funding availability. We continue to monitor this complex issue.

COVID-19

On 30 January 2020 the World Health Organisation declared COVID-19 to be a global health emergency. Subsequent to this, governments around the world began taking measures to respond to the outbreak, including the restriction of gatherings, the closure of non-essential services, and limits on travel. As a result, transactions in the UK property market have been hugely disrupted and delays in the planning process exacerbated. As at the time of signing of these accounts, the situation is continuing to evolve rapidly and restrictions remain in place.

During this unprecedented time the directors recognise the versatility and resilience of the UK property industry and the Company will continue to be creative and resourceful as it learns how to adapt to new ways of working.

The company policy on going concern and COVID-19 is referred to in Note 1.

PRICE AND CREDIT RISK

The Group does not consider that it is exposed to any significant price or credit risk.

DISCLOSURE OF INFORMATION TO THE AUDITORS

Each director of the company who was a director at the time of this report was approved, has confirmed that in fulfilling their duties as a director they have:

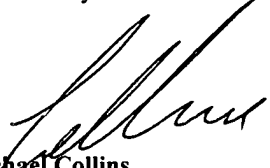
- taken all the necessary steps in order to make themselves aware of any information relevant to the audit and to establish that the auditors are aware of that information; and
- so far as they are aware, there is no relevant audit information of which the auditors have not been made aware.

This confirmation is given and should be interpreted in accordance with the provision s418 of the Companies Act 2006.

AUDITORS

The current auditors, Nexia Smith & Williamson are deemed to be re-appointed as auditors.

Approved by the Board of Directors on 1 July 2020 and signed on behalf of the Board



Michael Collins
Chairman and Chief Executive

GOLDCREST LAND LIMITED

STATEMENT OF DIRECTORS' RESPONSIBILITIES

FOR THE YEAR ENDED 30 SEPTEMBER 2019

The directors are responsible for preparing the Strategic Report, 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) including FRS 102 "The Financial Reporting Standard applicable in the United Kingdom and the 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 of the group and of the profit or loss of the company/group 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; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company and group 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 the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GOLDCREST LAND LIMITED

Opinion

We have audited the financial statements of Goldcrest Land Limited (the 'parent company') and its subsidiaries (the 'group') for the year ended 30 September 2019 which comprise the Consolidated Profit and Loss Account, the Consolidated and Company Balance Sheets, the Consolidated and Company Statements of Changes in Equity, the Consolidated Cash Flow Statement and the 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 FRS 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 group's and of the parent company's affairs as at 30 September 2019 and of the group's loss 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.

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 group and parent 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.

Material uncertainty related to going concern

We draw attention to the going concern and Covid-19 paragraphs within note 1 in the financial statements. On 11 March 2020, Covid-19 was declared a pandemic by the World Health Organisation. As explained in that note, the Directors have taken a number of actions in response, including utilising the Government's CJRS furlough scheme, deferring some interest payments and cutting discretionary overheads, whilst continuing to maintain contact with relevant planning committees. However, ultimately the impact of the Covid-19 pandemic on the business remains unquantifiable at this stage, particularly in relation to future cashflows and the timing and prices achieved from sales and delays relating to planning. As stated in note 1, these events or conditions, along with the other matters as set forth in note 1, indicate that a material uncertainty exists that may cast significant doubt on the company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Our responsibilities and the responsibilities of the directors with respect to going concern are described below in the relevant sections of this report.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GOLDCREST LAND LIMITED (CONTINUED)

Other information

The other information comprises the information included in the Report and Financial Statements, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information. 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.

Opinion on other matters prescribed by the Companies Act 2006

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

- the information given in the strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report have 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 group and the parent company and their environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or the directors' report.

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 by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company 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.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement set out on page 6, 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 group's and the parent 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 group or the parent company or to cease operations, or have no realistic alternative but to do so.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GOLDCREST LAND LIMITED (CONTINUED)

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.

Use of our report

This report is made solely to the parent 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 parent 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 parent company and the parent company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Nexia Smith & Williamson

Jonathan Pryor
Senior Statutory Auditor, for and on behalf of
Nexia Smith & Williamson
Statutory Auditor
Chartered Accountants

25 Moorgate
London
EC2R 6AY

2 July 2020

GOLDCREST LAND LIMITED

CONSOLIDATED PROFIT AND LOSS ACCOUNT For the year ended 30 September 2019

	Notes	2019 £'000	2018 £'000
TURNOVER	1	5,740	7,251
Cost of sales		(4,837)	(4,546)
Impairment of development stock		(232)	-
GROSS PROFIT		671	2,705
Administrative expenditure		(1,719)	(2,306)
Selling expenses		(132)	(294)
Other operating income		143	197
Gain on disposal of fixed asset		-	502
OPERATING (LOSS)/PROFIT		(1,037)	804
Interest receivable		5	16
Finance costs	5	(385)	(1,017)
(LOSS) ON ORDINARY ACTIVITIES BEFORE TAXATION	3	(1,417)	(197)
Tax credit on loss on ordinary activities	6	94	22
TOTAL (LOSS) AND COMPREHENSIVE INCOME FOR THE FINANCIAL YEAR		(1,323)	(175)
(Loss) per share			
- basic	8	(25.2)p	(3.1)p
- fully diluted	8	(25.2)p	(3.1)p

Total profit and comprehensive income for the financial year is attributable to the shareholders.

The notes on pages 17 to 30 form part of the financial statements.

GOLDCREST LAND LIMITED

CONSOLIDATED BALANCE SHEET

As at 30 September 2019

	Note	2019 £'000	Restated 2018 £'000
FIXED ASSETS			
Tangible assets	9	28	42
		<u>28</u>	<u>42</u>
CURRENT ASSETS			
Stocks	11	22,307	21,252
Debtors	12	133	1,859
Cash at bank and in hand		1,347	933
		<u>23,787</u>	<u>24,044</u>
CREDITORS: amounts falling due within one year			
Bank loans and overdraft	13	(7,156)	(6,792)
Co-investors' loans	13	(11,471)	(9,038)
Other creditors	13	(770)	(2,125)
		<u>(19,397)</u>	<u>(17,955)</u>
NET CURRENT ASSETS		<u>4,390</u>	<u>6,089</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>4,418</u>	<u>6,131</u>
CREDITORS: amounts falling due after more than one year			
Bank loans	14	(2,460)	(2,850)
Co-investors' loans	14	-	-
		<u>(2,460)</u>	<u>(2,850)</u>
NET ASSETS		<u>1,958</u>	<u>3,281</u>
CAPITAL AND RESERVES			
Called up share capital	17	107	107
Own shares in ESOP trust	21	(248)	(248)
Share premium account	18	2,189	2,189
Capital redemption reserve	18	81	81
Profit and loss account	18	(171)	1,152
		<u>1,958</u>	<u>3,281</u>

The notes on pages 17 to 30 form part of the financial statements.

These financial statements were approved by the Board of Directors on 2 July 2020.

Signed on behalf of the Board of Directors



Michael Collins
Chairman and Chief Executive

GOLDCREST LAND LIMITED

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
For the year ended 30 September 2019

	Called Up Share Capital £'000	Own Shares In ESOP Trust £'000	Share Premium Account £'000	Capital Redemption Reserve £'000	Profit and Loss Account £'000	Total Equity £'000
Balance at 1 October 2017	182	(248)	2,189	6	12,562	14,691
Total comprehensive income	-	-	-	-	(175)	(175)
Dividends	-	-	-	-	(64)	(64)
Shares cancelled	(75)	-	-	75	(11,171)	(11,171)
Balance at 30 September 2018	107	(248)	2,189	81	1,152	3,281
Total comprehensive income	-	-	-	-	(1,323)	(1,323)
Balance at 30 September 2019	107	(248)	2,189	81	(171)	1,958

The notes on pages 17 to 30 form part of the financial statements.

GOLDCREST LAND LIMITED

COMPANY BALANCE SHEET

As at 30 September 2019

	Note	2019 £'000	Restated 2018 £'000
FIXED ASSETS			
Tangible assets	9	28	42
Investments		-	-
		<u>28</u>	<u>42</u>
CURRENT ASSETS			
Stocks	11	22,307	21,252
Debtors	12	133	1,859
Cash at bank and in hand		1,347	933
		<u>23,787</u>	<u>24,044</u>
CREDITORS: amounts falling due within one year			
Bank loans and overdraft	13	(7,156)	(6,792)
Co-investors' loans	13	(11,471)	(9,038)
Other creditors	13	(770)	(2,125)
		<u>(19,397)</u>	<u>(17,955)</u>
NET CURRENT ASSETS		<u>4,390</u>	<u>6,089</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>4,418</u>	<u>6,131</u>
CREDITORS: amounts falling due after more than one year			
Bank loans	14	(2,460)	(2,850)
Co-investors' loans	14	-	-
		<u>(2,460)</u>	<u>(2,850)</u>
NET ASSETS		<u>1,958</u>	<u>3,281</u>
CAPITAL AND RESERVES			
Called up share capital	17	107	107
Own shares in ESOP trust	21	(248)	(248)
Share premium account	18	2,189	2,189
Capital redemption reserve	18	81	81
Profit and loss account	18	(171)	1,152
		<u>1,958</u>	<u>3,281</u>

The parent company has taken advantage of the exemption allowed under s408 of the Companies Act 2006 and has not presented its own profit and loss account in these financial statements. The loss after tax of the parent company for the year was £1,323,000 (2018: £175,000)

The notes on pages 17 to 30 form part of the financial statements.

These financial statements were approved by the Board of Directors on 1 July 2020.

Signed on behalf of the Board of Directors


Michael Collins
Chairman and Chief Executive

GOLDCREST LAND LIMITED

COMPANY STATEMENT OF CHANGES IN EQUITY

For the year ended 30 September 2019

	Called Up Share Capital £'000	Own Shares In ESOP trust £'000	Share Premium Account £'000	Capital Redemption Reserve £'000	Profit and Loss Account £'000	Total Equity £'000
Balance at 30 September 2017	182	(248)	2,189	6	12,562	14,691
Total comprehensive income	-	-	-	-	(175)	(175)
Dividends	-	-	-	-	(64)	(64)
Shares cancelled	(75)	-	-	75	(11,171)	(11,171)
Balance at 30 September 2018	107	(248)	2,189	81	1,152	3,281
Total comprehensive income	-	-	-	-	(1,323)	(1,323)
Balance at 30 September 2019	107	(248)	2,189	81	(171)	1,958

The notes on pages 17 to 30 form part of the financial statements.

GOLDCREST LAND LIMITED

CONSOLIDATED CASH FLOW STATEMENT **For the year ended 30 September 2019**

	2019 £'000	Restated 2018 £'000
Cash flows from operating activities		
(Loss) after tax	(1,323)	(175)
Tax (credit)	(94)	(22)
Finance costs	380	1,001
Depreciation and impairment	20	30
Disposal of fixed asset	-	596
(Increase) in stock	(1,055)	(2,857)
Decrease /(increase) in debtors	1,726	(1,726)
(Decrease) /increase in creditors	(100)	248
Cash inflow /(outflow) from operating activities	(446)	(2,905)
Tax paid	(1,161)	(153)
Net cash (outflow) from operating activities	(1,607)	(3,058)
Cash flows from investing activities		
Interest received	5	16
Purchase of tangible assets	(6)	(29)
Net cash outflow from investing activities	(1)	(13)
Cash flows from financing activities		
Co-investor loans (unsecured)	2,433	-
Bank loans (secured)	(26)	2,634
Interest paid	(385)	(1,597)
Buy back and cancellation of shares	-	(11,171)
Dividends paid	-	(64)
Net cash inflow/(outflow) from financing activities	2,022	(10,198)
Increase/ (decrease) in cash in the year	414	(13,269)
Cash and cash equivalents at beginning of the year	933	14,202
Cash and cash equivalents at end of the year	<u>1,347</u>	<u>933</u>

The notes on pages 17 to 30 form part of the financial statements.

GOLDCREST LAND LIMITED**CONSOLIDATED NET DEBT RECONCILIATION****For the year ended 30 September 2019**

	1 October 2018 £'000	Cashflows £'000	Non cash movement £'000	30 September 2019 £'000
Cash at bank and in hand	933	414	-	1,347
Bank borrowings due within 1 year	(6,792)	(301)	(63)	(7,156)
Bank borrowings due in more than 1 year	(2,850)	390	-	(2,460)
Co-investor loans	(8,340)	(2,727)	-	(11,067)
Net debt	<u>(17,049)</u>	<u>(2,224)</u>	<u>(63)</u>	<u>(19,336)</u>

GOLDCREST LAND LIMITED

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 September 2019

1. ACCOUNTING POLICIES

The principal accounting policies are summarised below.

Basis of preparation

Goldcrest Land Limited is a limited company, limited by shares, incorporated in England and Wales under the Companies Act 2006 (registered number 01660121). Its registered office is 3 Hurlingham Business Park, Sullivan Road, London, SW6 3DU. The nature of the Group and Company's operations and its principal activities are set out in the Group Strategic report.

The financial statements have been prepared under the historical cost convention as modified by the revaluation of certain assets in accordance with the company's accounting policies and in accordance with FRS 102, 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

Accounting convention

The financial statements are prepared under the historical cost convention on a going concern basis.

Basis of consolidation

The Group financial statements consolidate the financial statements of Goldcrest Land Limited and all its subsidiary undertakings. No profit and loss account for Goldcrest Land Limited has been presented as permitted by Section 408 of the Companies Act 2006. The Group has elected to apply all amendments to FRS 102, as set out in the triennial review published in December 2017, prior to the mandatory adoption for accounting periods beginning on or after 1 January 2019. The adoption of these amendments has not resulted in any prior period adjustments for the Group or Company.

The Company has also taken advantage of the following exemptions available under FRS 102

- the exemption from preparing a statement of cash flows
- the exemption from disclosing key management personnel compensation.

The group results for the year includes a loss after tax of £1,323,000 (2018: £175,000), which is dealt with in the financial statements of the parent company.

Going concern and Covid-19

On 11 March 2020 World Health Organisation declared COVID-19 to be a pandemic. The effects of the subsequent lockdown have added considerable uncertainty to the trading conditions. Goldcrest closed its offices on 23 March 2020 and put in place work from home measures and will only reopen in the Autumn of 2020 having ensured the office is COVID-safe. The company has utilised the government's CJRS furlough scheme, given notice to co-investors as provided in the agreements that interest will be rolled up till maturity, and otherwise cut much of our discretionary overhead spend. Work from home has been instituted in full and we continue to communicate across the team and with our consultants. The workings of planning committees have also been closely monitored to ensure we take every opportunity to push our remaining sites without planning onto the earliest virtual planning committees possible. Communication with planning officers has continued despite the lack of face to face meetings. The team has utilised video conferencing to continue the marketing effort on our sites with planning and are looking to make a disposal on one site in the next quarter. Although we continue to monitor sites for purchase the group will not make any acquisitions in the next quarter.

We continue to report as usual to Barclays and have discussed covenants with them, confirmed the availability of overdraft funding and also extended all four loans up to 26 June 2021.

The Annual General Meeting for 2020 will not be held but we have kept investors apprised of the situation by email. All prospective dividends have been cancelled for the foreseeable future. We continue to update co-investors quarterly on site progress and on 24 March 2020 gave notice to co-investors that quarterly interest payable on fixed interest loans would be rolled up and paid on disposal.

The directors have carefully considered the impact of COVID-19 on the future cash resources and prospects of the Group and have looked at scenarios based on plausible as well as adverse assumptions. However, ultimately

GOLDCREST LAND LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

For the year ended 30 September 2019

the impact of the COVID-19 pandemic on the business remains unquantifiable at this stage, particularly in relation to future cashflows, the timing and prices achieved from sales and delays relating to planning.

Cashflows have been tested on a range of scenarios, a best estimate, a plausible but unlikely negative scenario and a severe worst-case scenario. The group's bank facilities have been extended to 26 June 2021 slightly less than 12 months from the signing date. The directors are confident of the financial support of the key shareholders to provide sufficient funds to enable it to meet in full its obligations to third parties, including employees and the bank, for at least the period from today's date up to 26 June 2021 which is the date of the bank refinancing even in the case of a worst case scenario. In the event that sites on the current facility remain unsold at that date the group is confident of its ability to refinance the sites given their value versus current funding.

Turnover

Turnover is measured at the fair value of the consideration received or receivable and represents amounts receivable for goods and services provided in the normal course of business, net of discounts, VAT and other sales related taxes.

Turnover comprises amounts receivable for properties sold in the normal course of business excluding value added tax. Profit on the sale of land is recognised when the contract is exchanged and it is unconditional by the balance sheet date.

Tangible fixed assets and depreciation

Tangible assets comprise freehold property, plant and equipment. Freehold property, plant and equipment are stated at cost less accumulated depreciation and any recognised impairment loss.

Depreciation is charged so as to write off the cost of assets to their residual values, over their estimated useful lives, using the straight-line method, on the following bases:

Fixtures, fittings and equipment	-	over 5 years
Computer equipment	-	over 3 years
Motor vehicles	-	over 4 years

Leasing and hire purchase

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases. At the balance sheet date all leases are classified as operating leases.

Rentals payable under operating leases are charged to profit or loss on a straight-line basis over the term of the relevant lease. Benefits received and receivable as an incentive to enter into an operating lease are also spread on a straight line basis over the lease term.

Finance costs

Directly attributable finance costs are capitalised throughout the period of development, from land purchase through planning and development to disposal.

Employee Share Ownership Plan

The Company's accounts include the Goldcrest Land Limited Employee Share Ownership Plan (ESOP). The directors consider that the Company has control of the shares held by the trust and bears their benefits and risks. Shares held by the trust are shown as a deduction from shareholders' funds. Other assets and liabilities of the ESOP are recognised as assets and liabilities of the company.

Stock and work in progress

Stock and work in progress are stated at the lower of cost and net realisable value. Cost includes cost of acquisition, finance costs, professional fees and directly attributable overhead expenditure. Net realisable value is based on estimated selling price less further costs expected to be incurred to completion and disposal.

GOLDCREST LAND LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

For the year ended 30 September 2019

1. ACCOUNTING POLICIES (CONTINUED)

Stock is recognised as an asset at the point where the risks and rewards have transferred to the company which is the point where contracts have been exchanged and it is unconditional by the balance sheet date.

Where the beneficial interest in stock and work in progress has been transferred to another entity within the Group, deemed completion of that transfer occurs immediately prior to the sale of that asset to a party external to the Group.

Taxation

The tax expense represents the sum of the tax currently payable and any deferred tax. The current tax charge is based on the 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 balance sheet date.

Deferred tax is recognised in respect of all timing differences between taxable profits and total comprehensive income that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Deferred tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised. Deferred tax assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

Deferred tax liabilities are recognised for timing differences arising on investments in subsidiaries, except where the group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset realised. Deferred tax is charged or credited to profit or loss, except when it relates to items charged or credited directly to other comprehensive income, in which case the deferred tax is also dealt with in other comprehensive income.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the group intends to settle on a net basis.

Investments

Fixed asset investments are stated at cost less any impairment in value.

Pension costs

Retirement benefits to employees are provided by a defined contribution scheme. Contributions are charged to the profit and loss account in the period to which they relate.

Dividend policy

Dividend distribution to the company's shareholders is recognised as a liability in the group's financial statements in the period in which the dividends are approved by the members of the company.

Financial instruments

Financial assets and financial liabilities are recognised in the balance sheet when the group becomes a party to the contractual provisions of the instrument.

GOLDCREST LAND LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

For the year ended 30 September 2019

1. ACCOUNTING POLICIES (CONTINUED)

Trade and other debtors and creditors are classified as basic financial instruments and measured on initial recognition at transaction price. Debtors and creditors are subsequently measured at amortised cost using the effective interest rate method. A provision is established when there is objective evidence that the group will not be able to collect all amounts due.

Cash and cash equivalents are classified as basic financial instruments and comprise cash in hand and at bank, short-term bank deposits with an original maturity of three months or less and bank overdrafts which are an integral part of the group's cash management.

Financial liabilities and equity instruments issued by the group are classified in accordance with the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

Unsecured bonds which provide general funding for the Group and earn a fixed interest coupon are classified as basic financial instruments. These financial instruments are initially measured at transaction price and subsequently measured at amortised cost using the effective interest rate method.

Co-investors' loans are classified as basic financial instruments where the interest rate is fixed for the duration of the loan. These loans are initially measured at transaction price and subsequently measured at amortised cost using the effective interest rate method.

Co-investors' loans are classified as other financial instruments where the return to the investor is dependent upon the successful outcome of the site disposal. These loans are measured at fair value on initial recognition and at the end of each reporting period.

Financial instruments (continued)

An equity instrument is any contract that evidences a residual interest in the assets of the group after deducting all of its liabilities. Equity instruments issued by the company are recorded at the proceeds received, net of direct issue costs.

Employee benefits

Short term employee benefits including holiday pay and annual bonuses are accrued as services are rendered. Contributions to defined contribution pension schemes are charged to profit or loss as they become payable in accordance with the rules of the scheme. Differences between contributions payable in the year and those actually paid are shown as either accruals or prepayments in the balance sheet.

Share Buyback

In cases where shares are redeemed or purchased wholly out of profits available for distribution, a sum equal to the amount by which the company's share capital is diminished on cancellation of the share (the nominal value of the shares) is transferred to the capital redemption reserve. At the same time, the Company's retained earnings are debited by the amount of cash paid.

2. KEY SOURCES OF ESTIMATION UNCERTAINTY AND JUDGEMENTS

The preparation of financial statements in conformity with generally accepted accounting practice requires management to make estimates and judgements that affect the reported amounts of assets and liabilities as well as the disclosure of contingent assets and liabilities at the balance sheet date and the reported amounts of revenues and expenses during the reporting period.

Carrying value of stock

Stock is held at the lower of cost and net realisable value. The directors are required to assess the expected selling price and costs to sell of each of the sites that constitute the Group's stock and work in progress to determine the correct carrying value.

GOLDCREST LAND LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

For the year ended 30 September 2019

2. KEY SOURCES OF ESTIMATION UNCERTAINTY AND JUDGEMENTS (CONTINUED)

Cost includes the cost of acquisition, finance costs, legal and professional fees and directly attributable expenditure incurred during development prior to sale. Estimation of the selling price is subject to significant inherent uncertainties, in particular the prediction of future trends in the market value of land.

Valuation of co-investor loans

Co-investors loans that are classified as other financial instruments are held at fair value. The fair value is estimated using valuation techniques which use certain timescale assumptions and estimates of the future selling price and the profitability of sites.

Whilst the directors exercise due care and attention to make reasonable estimates, taking into account all available information in estimating the future selling price for both the carrying value of stock and the valuation of co-investor loans the estimates will, in all likelihood differ from the actual selling prices achieved in future periods. These differences may, in certain circumstances, be very significant. The critical judgement in respect of receipt of planning consent further increases the level of estimation uncertainty in this area.

3. (LOSS) ON ORDINARY ACTIVITIES BEFORE TAXATION

	2019 £'000	2018 £'000
The (loss) on ordinary activities before taxation is stated after charging:		
Depreciation and impairment: owned fixed assets	20	30
Operating lease rentals – office equipment	4	4
Auditor's remuneration		
- audit of the parent company and consolidated financial statements	27	22
	<u> </u>	<u> </u>

4. INFORMATION REGARDING DIRECTORS AND EMPLOYEES

Number of employees

The average monthly number of persons (including directors) employed by the Group and Company during the year was:

	2019 Number	2018 Number
Office and management	<u>18</u>	<u>20</u>

Employment costs (including directors)

	2019 £'000	2018 £'000
Wages and salaries	753	1,199
Pensions	40	34
Social security costs	87	146
	<u>880</u>	<u>1,379</u>

GOLDCREST LAND LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

For the year ended 30 September 2019

4. INFORMATION REGARDING DIRECTORS AND EMPLOYEES (CONTINUED)

Directors' remuneration

	2019 £'000	2018 £'000
Aggregate remuneration in respect of qualifying services (including social security costs)	343	663
Pension contributions	23	14
Fees	31	57
	<u>397</u>	<u>734</u>

The amounts in respect of the highest paid director are as follows:

	2019 £'000	2018 £'000
Emoluments (including social security costs)	<u>128</u>	<u>235</u>

5. FINANCE COSTS

	2019 £'000	2018 £'000
On loans and overdrafts repayable:		
Within five years not repayable by instalments	953	713
Within five years repayable by instalments	6	24
Interest on co-investor loans	179	307
Co-investor share of site profit	-	715
Other interest	15	-
	<u>1,153</u>	<u>1,759</u>
Interest capitalised during the year	<u>(768)</u>	<u>(742)</u>
	<u>385</u>	<u>1,017</u>

GOLDCREST LAND LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

For the year ended 30 September 2019

6. TAX (CREDIT) ON LOSS ON ORDINARY ACTIVITIES

The tax (credit) comprises:

	2019 £'000	2018 £'000
Current tax		
UK corporation tax	(94)	(22)
Total current tax	<u>(94)</u>	<u>(22)</u>
Deferred tax		
Origination and reversal of timing differences	-	-
Total deferred tax charge	<u>-</u>	<u>-</u>
Total tax charge on profit on ordinary activities	<u>(94)</u>	<u>(22)</u>

The differences between the total tax shown above and the amount calculated by applying the standard rate of UK corporation tax to the profit before tax are as follows:

	2019 £'000	2018 £'000
Group (loss) on ordinary activities before tax	<u>(1,417)</u>	<u>(197)</u>
(Loss) on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2018: 19.5%)	(269)	(38)
Effects of:		
Expenses not deductible for tax purposes	36	47
Other timing differences	(94)	-
Unrelieved tax losses and other deductions	234	-
Depreciation in excess of capital allowances	(1)	(1)
Additional tax relief	-	(30)
Group current tax (credit) for the year	<u>(94)</u>	<u>(22)</u>

The change in the applicable tax rate compared with the previous year is as a result of a change in the rate of UK corporation tax.

At the year-end, the company had £1,228K of accumulated trading losses, available to be offset against future taxable trading profits. A deferred tax asset of £234K has not been recognised because there is not a satisfactory expectation of sufficient trading profits in the foreseeable future to utilise the losses.

7. DIVIDENDS

	2019 £'000	2018 £'000
Ordinary shares:		
- First 2019 interim dividend paid of £nil (2018: £0.035) per share	-	64
	<u>-</u>	<u>64</u>

GOLDCREST LAND LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

For the year ended 30 September 2019

8. BASIC AND DILUTED EARNINGS PER SHARE

Basic earnings per share has been calculated by dividing the attributable loss of £1,323,000 (2018: £175,000) by 5,260,427 (2018: 5,658,286) being the basic weighted average number of ordinary shares in issue during the year, after deducting the shares held by the Employee Share Ownership Plan.

The diluted profit per share calculation for the year ended 30 September 2019 is identical to that used for basic profit per share as there are no share options.

9. TANGIBLE FIXED ASSETS

Group & Company	Fixtures, fittings, and equipment £'000	Computer equipment £'000	Motor vehicles £'000	Total £'000
Cost				
At 1 October 2018	30	116	15	161
Additions	-	6	-	6
Disposals	(6)	(23)	-	(29)
At 30 September 2019	24	99	15	138
Depreciation and impairment				
At 1 October 2018	21	83	15	119
Charge for the year	3	17	-	20
Disposals	(6)	(23)	-	(29)
At 30 September 2019	18	77	15	110
Net book value				
At 30 September 2019	6	22	-	28
At 30 September 2018	9	33	-	42

GOLDCREST LAND LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

For the year ended 30 September 2019

10. FIXED ASSET INVESTMENTS

The subsidiaries are:

	Percentage holding	Issued ordinary share capital
Goldcrest Homes (Construction) Limited	100	£2
Goldcrest Land (England) Limited	100	£1

All the subsidiaries registered office is 3 Hurlingham Business Park, Sullivan Road, London, SW6 3DU.

In accordance with s479A of the Companies Act 2006, the subsidiaries are not required to carry out an audit.

In accordance with s394A of the Companies Act 2006, the subsidiaries are not required to prepare individual accounts.

All the above companies are incorporated in Great Britain and operate in the United Kingdom. All companies are involved in property development.

Company

	Shares in Subsidiary Undertakings £	Total £
Cost		
At 1 October 2018 and at 30 September 2019	3	3
Net Book Value		
At 1 October 2018 and at 30 September 2019	3	3

11. STOCKS

	Group and Company	
	2019 £'000	2018 £'000
Development land at cost	22,539	21,252
Impairment of land	(232)	-
	22,307	21,252

Development land for the Group and Company includes capitalised finance costs of £1,972,502 (2018: £1,678,280). Of these capitalised finance costs £378,893 (2018: £698,288) was attributable to fair value movements in co-investor loans (see note 15).

Bank loans are secured by site specific legal charges over the Group's stock of land for development.

GOLDCREST LAND LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

For the year ended 30 September 2019

12. DEBTORS

	Group		Company	
	2019	Restated 2018	2019	Restated 2018
	£'000	£'000	£'000	£'000
Trade debtors	36	1,789	36	1,789
Other debtors	30	30	30	30
Prepayments	67	40	67	40
	<u>133</u>	<u>1,859</u>	<u>133</u>	<u>1,859</u>

Bank transactions costs of £167,000 in 2018 were included in prepayments. The prior year has been restated to show this netted against bank loans.

13. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	Group		Company	
	2019	Restated 2018	2019	Restated 2018
	£'000	£'000	£'000	£'000
Bank loans (secured)	7,156	6,792	7,156	6,792
Co-investors' loans (unsecured)	11,471	9,038	11,471	9,038
Trade creditors	199	426	199	426
Other taxes and social security costs	46	46	46	46
Corporation tax	-	1,255	-	1,255
Other creditors	378	249	378	249
Accruals and deferred income	147	149	147	149
	<u>19,397</u>	<u>17,955</u>	<u>19,397</u>	<u>17,955</u>

Included in the Co-investors' loans above is £6,025,000 (2018: £4,968,000) of loans classified as other financial instruments held at fair value.

14. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	Group and Company	
	2019	2018
	£'000	£'000
Bank loans (secured)	2,460	2,850
	<u>2,460</u>	<u>2,850</u>

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
For the year ended 30 September 2019

Group and Company

	Restated
2019	2018
£'000	£'000

GOLDCREST LAND LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

For the year ended 30 September 2019

16. OBLIGATIONS UNDER OPERATING LEASES

At the balance sheet date the group has future minimum lease payments under non-cancellable leases as follows:

	Other	
Group and Company	2019 £'000	2018 £'000
Due:		
Within one year	80	78
Within two to five years	320	320
After five years	1,520	1,600
	<u>1,920</u>	<u>1,998</u>

17. CALLED UP EQUITY SHARE CAPITAL

	2019 £	2018 £
Authorised:		
50,000,000 (2018 : 50,000,000) 2p ordinary shares	<u>1,000,000</u>	<u>1,000,000</u>
Allotted and fully paid:		
At 1 October 2018		
5,355,119 (1 October 2017: 9,078,674) 2p ordinary shares	107,103	181,574
nil (2018: 3,723,555) shares purchased and cancelled	-	(74,471)
5,355,119 2p ordinary shares	<u>107,103</u>	<u>107,103</u>

18. RESERVES

Share premium

The share premium account is used to record the aggregate amount or value of premiums paid when the company's shares are issued at an amount in excess of nominal value.

Profit and loss account

The profit and loss reserve relates to the accumulated, undistributed profits of the Group that have been recognised through the profit and loss account.

Capital Redemption reserve

The increase in the capital redemption reserve of £nil (2018: £74,471) relates to the purchase of nil shares (2018: 3,723,555) of own share capital from shareholders during the year. Nil shares (2018: 3,723,555) were purchased and cancelled and nil shares (2018: nil) were purchased into treasury. The amount included in the capital redemption reserve represents the nominal value of the shares purchased.

GOLDCREST LAND LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

For the year ended 30 September 2019

19. RELATED PARTY TRANSACTIONS

CO-INVESTOR LOANS

At 30 September 2019, co-investor loans owed to related parties were as follows:

Name of related party	Relationship	Amount owed (2019) £	Amount owed (2018) £
Hannah-Louise Collins	Daughter of Michael Collins	1,563,480	800,000
Yasmin-Marie Collins	Daughter of Michael Collins	1,563,480	800,000
Potential Plus Consultancy	A company of which Oona Collins is the sole director and the 100% shareholder	175,000	125,000

During the year co-investor loans of £476,960 (2018: £1,050,000) were introduced through related parties or entities they controlled for the purchase of specific sites. £476,960 (2018: £1,050,000) of the loans will be repaid together with a share of site profits upon disposal of the relevant site.

During the year loans amounting to £1,100,000 (2018: £nil) were introduced to the Company for medium term funding by related parties or entities they controlled. £1,100,000 (2018: £nil) of these are fixed interest loans accruing interest at a rate of 8% per annum rolled up and paid on maturity.

During the year co-investor loans of £nil (2018: £500,000) were repaid together with £nil (2018: £210,500) of site profit.

GOLDCREST COMMERCIAL LIMITED

During the previous year town planning and land development consultancy work was undertaken by Goldcrest Commercial Limited, a company of which Michael Collins is the principal director and the 100% shareholder. Total fees of £nil (2018: £250,000) were charged in the year. £nil (2018: £nil) is included in trade creditors and remains outstanding at the year end.

GOLDCREST LAND (UK) LIMITED

During the year Goldcrest Land (UK) Limited, a company of which Michael Collins is the principal director and the 100% shareholder, paid fees for £15,805 (2018: £362,000) for services provided by Goldcrest Land Limited. A figure of £2,254 plus VAT of £451 (2018: £1,000 + £200 VAT) is outstanding at the year end.

TRANSACTIONS WITH DIRECTORS

During the year consultancy fees of £12,000 (2018: £10,000) were paid to Potential Plus Consultancy Ltd, a company of which Oona Collins is the principal director and the 100% shareholder. A figure of £nil (2018: £2,000) is outstanding at the year end.

DIVIDENDS TO DIRECTORS

During the year dividends of £nil (2018: £6,064) were paid to directors of the Company.

Key management are those persons having authority and responsibility for planning, directing and controlling the activities of the Group. In the opinion of the Board, key management comprises the directors and information regarding their emoluments stated in accordance with FRS 102 is set out in note 4.

No further transactions with related parties were undertaken such as are required to be disclosed under FRS 102.

20. CONTINGENT LIABILITIES

The Company is party to a cross-guarantee and debenture for the bank borrowings of its subsidiary companies.

GOLDCREST LAND LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

For the year ended 30 September 2019

21. ESOP SHARES

Investment in the shares of the company represents shares held by Goldcrest Land Limited Employee Share Ownership Plan (ESOP). The purpose of the ESOP is to hold shares for subsequent sale or grant to employees.

	Shares held in ESOP number	Nominal Value £'000
At 1 October 2018	94,692	2
Shares disposed during the year	-	-
	<hr/>	<hr/>
At 30 September 2019	94,692	2
	<hr/>	<hr/>
Cost:		£'000
At 1 October 2018		248
Shares disposed during the year		-
		<hr/>
At 30 September 2019		248
		<hr/>

22. FINANCIAL INSTRUMENTS

The carrying value for each category of financial instrument is as follows:

	2019 £'000	2018 £'000
Financial assets		
Financial assets measured at amortised cost	66	1,854
	<hr/>	<hr/>
Financial liabilities		
Financial liabilities measured at fair value	6,033	4,968
Financial liabilities measured at amortised cost	15,778	14,703
	<hr/>	<hr/>

Financial assets measured at amortised cost comprise trade and other debtors

Financial liabilities measured at fair value comprise Co-investors' loans. Co-investor loans measured at fair value are based on expected profit from disposal rather than a rate of interest.

Financial liabilities measured at amortised cost comprise trade and other creditors, bank loans, Co-investors' loans, bonds and accruals.

23. POST BALANCE SHEET EVENTS

On 7 February 2020 a site at 208 Durnsford Road was sold for £1,900,000. The stock and work in progress at September 2019 has been impaired by £232,000 to reflect the disposal of this site.

On 19 June 2021 bank loans amounting to £7,156,000 which were due to expire within 12 months were extended so as to expire on 26 June 2021. These loans are shown within loans expiring in less than 1 year.

24. CONTROLLING PARTY

In the opinion of the directors, there is no ultimate controlling party. The day to day control of the group is vested with the directors.