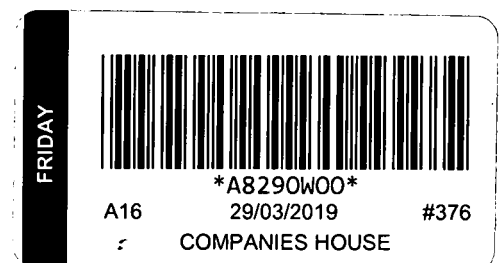


Shenstone Properties Limited

Directors' Report and Financial Statements

For the year ended 30 June 2018



Company Registration No. 02036008 (England and Wales)

Shenstone Properties Limited

Company Information

Directors	R. Mansell J. Mansell R. Fokschaner
Secretary	W. D. McDauid
Company number	02036008
Registered office	Minster House Minster Pool Walk Lichfield WS13 6QT
Auditors	Kingston Smith LLP Devonshire House 60 Goswell Road London EC1M 7AD
Bankers	National Westminster Bank plc 1 Cavendish Square London W1A 4NU AIG Asset Management (Europe) Limited 58 Fenchurch Street London EC3M 4AB

Shenstone Properties Limited

Contents

	Page
Directors' report	1
Directors' responsibilities statement	2
Independent auditor's report	3 - 5
Profit and loss account	6
Balance sheet	7
Statement of changes in equity	8
Notes to the financial statements	9 - 16

Shenstone Properties Limited

Directors' Report

For the year ended 30 June 2018

The directors present their report and financial statements for the year ended 30 June 2018.

Principal activities

The principal activities of the company continued to be the sale of the freehold interest in properties, together with ground rents and fees received for assignment, administration and insurance of property transactions, along with the proceeds from the sale of investments.

Directors

The directors who held office during the year and up to the date of signature of the financial statements were as follows:

R. Mansell
J. Mansell
R. Fokschaner

Auditor

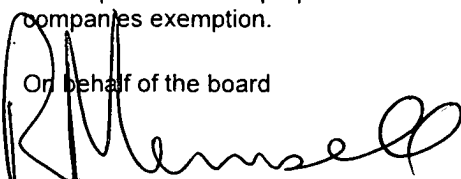
The auditors, Kingston Smith LLP are deemed to be re-appointed under section 487(2) of the Companies Act 2006.

Statement of disclosure to auditor

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information of which the company's auditor is unaware. Additionally, the directors individually have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditor is aware of that information.

This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

On behalf of the board



R. Mansell
Director

20 MARCH 2019

Shenstone Properties Limited

Directors' Responsibilities Statement

For the year ended 30 June 2018

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and 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;
- 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.

Shenstone Properties Limited

Independent Auditor's Report

To the Members of Shenstone Properties Limited

Opinion

We have audited the financial statements of Shenstone Properties Limited (the 'company') for the year ended 30 June 2018 set out on pages 6 to 16. 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 company's affairs as at 30 June 2018 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

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 Directors' 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.

Shenstone Properties Limited

Independent Auditor's Report (Continued)

To the Members of Shenstone Properties Limited

Opinions on other matters 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 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, 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 take advantage of the small companies exemption from the requirement to prepare a Strategic Report.

Responsibilities of directors

As explained more fully in the Directors' Responsibilities Statement set out on page 2, 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.

Shenstone Properties Limited

Independent Auditor's Report (Continued)

To the Members of Shenstone Properties Limited

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.

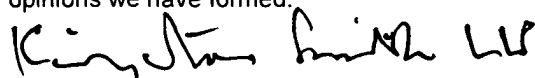
As part of an audit in accordance with ISAs (UK) we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purposes of expressing an opinion on the effectiveness of the company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

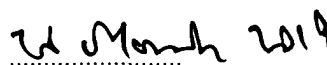
We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Use of our 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 for no purpose other than to draw to the attention of the company's members those matters we are required to include in an auditor's report addressed to them. To the fullest extent permitted by law, we do not accept or assume responsibility to any party other than the company and the company's members as a body, for our work, for this report, or for the opinions we have formed.



James Cross (Senior Statutory Auditor)
For and on behalf of Kingston Smith LLP,
Statutory Auditor



Devonshire House
60 Goswell Road
London
EC1M 7AD

Shenstone Properties Limited

Profit and Loss Account

For the year ended 30 June 2018

	Notes	2018 £	2017 £
Turnover		5,353,562	4,895,725
Cost of sales		(744,372)	(573,990)
Gross profit		<u>4,609,190</u>	<u>4,321,735</u>
Administrative expenses		(526,713)	(543,121)
Operating profit	3	<u>4,082,477</u>	<u>3,778,614</u>
Interest receivable and similar income		464	1,396
Interest payable and similar expenses		(830,673)	(869,844)
Profit before taxation		<u>3,252,268</u>	<u>2,910,166</u>
Taxation	4	(476,582)	(477,904)
Profit for the financial year		<u>2,775,686</u>	<u>2,432,262</u>
Other comprehensive income		-	-
Total comprehensive income for the year		<u><u>2,775,686</u></u>	<u><u>2,432,262</u></u>

Shenstone Properties Limited

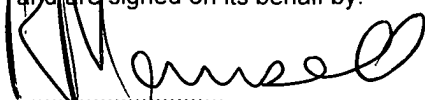
Balance Sheet

As at 30 June 2018

	Notes	2018 £	£	2017 £	£
Fixed assets					
Tangible assets	6		11,795		15,727
Current assets					
Stock		11,199,242		11,012,042	
Debtors	7	10,357,687		9,952,268	
Investments	8	13,404		13,404	
Cash at bank and in hand		3,474,266		3,237,783	
		25,044,599		24,215,497	
Creditors: amounts falling due within one year	9	(3,251,050)		(3,823,094)	
Net current assets			21,793,549		20,392,403
Total assets less current liabilities			21,805,344		20,408,130
Creditors: amounts falling due after more than one year	10		(14,840,000)		(14,872,000)
Provisions for liabilities	11		(65,370)		(71,842)
Net assets			6,899,974		5,464,288
Capital and reserves					
Called up share capital	12		303,030		303,030
Share premium account			96,970		96,970
Profit and loss reserves			6,499,974		5,064,288
Total equity			6,899,974		5,464,288

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

The financial statements were approved by the board of directors and authorised for issue on 20 MARCH 2019 and are signed on its behalf by:



R. Mansell
Director

Company Registration No. 02036008

Shenstone Properties Limited

Statement of Changes in Equity

For the year ended 30 June 2018

	Notes	Share capital £	Share premium account £	Profit and loss reserves £	Total £
Balance at 1 July 2016		303,030	96,970	3,972,026	4,372,026
Year ended 30 June 2017:					
Profit and total comprehensive income for the year		-	-	2,432,262	2,432,262
Dividends	5	-	-	(1,340,000)	(1,340,000)
Balance at 30 June 2017		303,030	96,970	5,064,288	5,464,288
Year ended 30 June 2018:					
Profit and total comprehensive income for the year		-	-	2,775,686	2,775,686
Dividends	5	-	-	(1,340,000)	(1,340,000)
Balance at 30 June 2018		303,030	96,970	6,499,974	6,899,974

Shenstone Properties Limited

Notes to the Financial Statements

For the year ended 30 June 2018

1 Accounting policies

Company information

Shenstone Properties Limited is a private company limited by shares incorporated in England and Wales. The registered office is Minster House, Minster Pool Walk, Lichfield, WS13 6QT.

1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime.

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

The financial statements have been prepared under the historical cost convention. The principal accounting policies adopted are set out below.

1.2 Turnover

Turnover represents amounts receivable in respect of the sale of the freehold interest in properties, together with ground rents and fees received for assignment, administration and insurance of property transactions, along with the proceeds from the sale of investments.

Turnover arose wholly within the United Kingdom.

1.3 Tangible fixed assets

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

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

Computer equipment	25% reducing balance
--------------------	----------------------

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

1.4 Impairment of fixed assets

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

Shenstone Properties Limited

Notes to the Financial Statements (Continued)

For the year ended 30 June 2018

1 Accounting policies

(Continued)

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

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

1.5 Stock

Stocks are stated at the lower of cost and net realisable value. Net realisable value is based on estimated selling price less further costs expected to be incurred to completion and disposal.

1.6 Cash and cash equivalents

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

1.7 Financial instruments

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

Financial instruments are recognised in the company's statement of financial position when the company becomes party to the contractual provisions of the instrument.

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

The company only has basic financial instruments measured at amortised cost, with no financial instruments measured classified as other or measured at fair value.

1.8 Equity instruments

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

1.9 Taxation

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

Current tax

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

Shenstone Properties Limited

Notes to the Financial Statements (Continued)

For the year ended 30 June 2018

1 Accounting policies

(Continued)

Deferred tax

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

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

1.10 Employee benefits

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

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

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

1.11 Leases

Rentals payable under operating leases, including any lease incentives received, are charged to income on a straight line basis over the term of the relevant lease except where another more systematic basis is more representative of the time pattern in which economic benefits from the lease asset are consumed.

1.12 Instalment sales

It is the company's policy to account for the sale of property when sold on an instalment basis when the first instalment has been received.

2 Judgements and key sources of estimation uncertainty

In the application of the company's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

The material areas where estimates and assumptions are made are as follows:

- Carrying value of stock
- Recoverability of trade and other debtors

Shenstone Properties Limited

Notes to the Financial Statements (Continued)

For the year ended 30 June 2018

3 Operating profit

	2018	2017
	£	£
Operating profit for the year is stated after charging:		
Auditors' remuneration for audit services	34,315	33,315
Auditors' remuneration for non-audit services	16,770	16,290
Depreciation of owned tangible fixed assets	3,932	5,242
Cost of stock recognised as an expense	264,110	208,476
Operating lease charges	16,500	16,500
	<u> </u>	<u> </u>

4 Taxation

	2018	2017
	£	£
Current tax		
UK corporation tax on profits for the current period	388,511	344,732
Adjustments in respect of prior periods	94,543	132,470
	<u> </u>	<u> </u>
Total current tax	483,054	477,202
	<u> </u>	<u> </u>
Deferred tax		
Origination and reversal of timing differences	(6,472)	702
	<u> </u>	<u> </u>
Total tax charge	476,582	477,904
	<u> </u>	<u> </u>

5 Dividends

	2018	2017
	£	£
Ordinary final	1,340,000	1,340,000
	<u> </u>	<u> </u>

Shenstone Properties Limited

Notes to the Financial Statements (Continued)

For the year ended 30 June 2018

6 Tangible fixed assets

	Plant and machinery etc £
Cost	
At 1 July 2017 and 30 June 2018	246,660
Depreciation and impairment	
At 1 July 2017	230,933
Depreciation charged in the year	3,932
At 30 June 2018	234,865
Carrying amount	
At 30 June 2018	11,795
At 30 June 2017	15,727

7 Debtors

	2018 £	2017 £
Amounts falling due within one year:		
Trade debtors	960,253	913,562
Amounts due from group undertakings	7,082,845	7,145,644
Other debtors	2,314,589	1,893,062
	<u>10,357,687</u>	<u>9,952,268</u>

Other debtors include £235,000 (2017: £235,000) due from Ernest R Shaw Limited, a related party, which is due in more than one year as detailed in note 15.

8 Current asset investments

	2018 £	2017 £
Listed investments	<u>13,404</u>	<u>13,404</u>
Market valuation of listed investments	<u>21,978</u>	<u>25,321</u>

Shenstone Properties Limited

Notes to the Financial Statements (Continued)

For the year ended 30 June 2018

9 Creditors: amounts falling due within one year

	2018 £	2017 £
Corporation tax	388,511	925,874
Other taxation and social security	18,007	18,007
Other creditors	2,844,532	2,879,213
	<u>3,251,050</u>	<u>3,823,094</u>

Other creditors includes £32,000 (2017: £32,000) being the element of the loan provided by AIG Asset Management (Europe) Limited due within one year as detailed in note 10.

10 Creditors: amounts falling due after more than one year

	2018 £	2017 £
Bank loans	<u>14,840,000</u>	<u>14,872,000</u>

Amounts included above which fall due after five years are as follows:

Payable by instalments	<u>14,712,000</u>	<u>14,744,000</u>
------------------------	-------------------	-------------------

On 23 June 2014 the company refinanced with a £15m facility provided by AIG Asset Management (Europe) Limited. The loan is repayable in six monthly instalments, bears interest at 5% and is repayable by 30 December 2049.

The loan is secured by fixed and floating charges over the company and all property and assets present and future to CBRE Loan Securing Limited as agent of AIG Asset Management (Europe) Limited.

11 Provisions for liabilities

	2018 £	2017 £
Deferred tax liabilities	<u>65,370</u>	<u>71,842</u>

The deferred tax liability is made up as follows:

	2018 £	2017 £
Accelerated capital allowances	1,501	2,085
Short term timing differences	63,869	69,757
	<u>65,370</u>	<u>71,842</u>

Shenstone Properties Limited

Notes to the Financial Statements (Continued)

For the year ended 30 June 2018

12 Share capital

	2018 £	2017 £
Issued, allotted and fully paid		
300,000 Ordinary shares of £1 each	300,000	300,000
3,030 Ordinary "A" shares of £1 each	3,030	3,030
	<u>303,030</u>	<u>303,030</u>

The Ordinary and 'A' Ordinary shares rank pari passu.

13 Contingent liabilities

The company is party to an unlimited guarantee with Shenstone Group Limited and Overseas Commodities Limited.

14 Operating lease commitments

Lessee

At the reporting end date the company had outstanding commitments for future minimum lease payments under non-cancellable operating leases, as follows:

	2018 £	2017 £
Within one year	<u>16,500</u>	<u>16,500</u>

The future rental income due to the company under non-cancellable operating leases has not been disclosed as the information is not available at the date of signing of these financial statements.

15 Related party transactions

Interest on directors' loans has been accrued but not paid or credited at 5.5% in the year (2017: 5.5%) as follows: R Mansell £226 (2017: £13,868) and to R Fokschaner £81,468 (2017: £86,774). The director loan account balances due from R Mansell and due to R Fokschaner as at 30 June 2018 were £5,159 and £1,429,736 respectively (2017: £8,220 and £1,532,732 both due to).

At the year end the company was owed £1,330,196 (2017: £1,330,196) by Friary Insurance Services Limited and £235,000 (2017: £235,000) by Ernest R Shaw Limited, companies of which R Mansell is a director and in which R Mansell and R Fokschaner have a material interest. On 15 December 2015 the company entered into a subordinated loan agreement with Ernest R Shaw Limited, providing an interest free loan facility of £650,000. At the year end £235,000 (2017: £235,000) of this facility had been drawn down. The earliest date the loan is due for repayment is 19 December 2019.

Shenstone Properties Limited

Notes to the Financial Statements (Continued)

For the year ended 30 June 2018

15 Related party transactions

(Continued)

The company is party to an intercreditor agreement between Allied Irish Bank, P Miller, a director and shareholder of Ernest R Shaw Limited, and the company.

At the year end the company was owed £12,372 (2017: £8,885) by Rayfen Limited, a company with common directors and in which R Mansell and R Fokschaner have a material interest. The balance is interest free, unsecured and repayable on demand.

At the year end the company was owed £450,764 (2017: £87,700) by Metaco Commodities Limited, a company of which R Mansell is a director and in which R Mansell and J Mansell have a material interest. The balance is interest free, unsecured and repayable on demand.

At the year end the company owed £845 (2017: £nil) to Overseas Commodities Limited, a company with common directors and in which R Mansell and R Fokschaner have a material interest. The balance is interest free, unsecured and repayable on demand.

At year end the company was owed £2,352,246 (2017: £2,372,485) by Shenstone Group Limited and £4,730,599 (2017: £4,773,159) by Hadrian Property Management Company Limited. Both companies are under common control.

The company's ultimate parent undertaking, Shendor Limited, has guaranteed the amount owed by Hadrian Property Management Company Limited to the company. The directors are of the opinion that the amount owed by Hadrian Property Management Company Limited is fully recoverable.

Rent of £48,000 (2017: £48,000) is payable for a property owned jointly by R Mansell and R Fokschaner's sons.

The company has taken the exemption to disclose related party transactions with companies under the same control in accordance with FRS 102 - Section 33 "Related Party Disclosures".

16 Control

The company's immediate parent undertaking is Shenstone Group Limited, a company registered in England and Wales. The ultimate parent company is Shendor Limited, a company also registered in England and Wales. Copies of the consolidated financial statements of Shendor Limited can be obtained from the registered office.

R Mansell, a director, is considered to be the ultimate controlling party by virtue of his 50% shareholding in Shendor Limited and his management of the company's day to day operations.