Capitol Park Leeds Plc

Directors' report and audited financial statements Registered number 03203845 31 December 2021



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31 December 2021

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Officers and professional advisors

Directors J J R Murray ACA

M J Heydecke

Company secretary Pinsent Masons Secretarial Limited

Registered office 2nd Floor, Victoria Wharf

4 The Embankment Sovereign Street

Leeds LS1 4BA

Registered number 03203845

Auditors Armstrong Watson Audit Limited

Third Floor 10 South Parade

Leeds LS1 5QS

Bankers Barclays Bank plc

2nd Floor 1 Park Row Leeds LS1 5WU

Directors' report

The directors present their annual report and audited financial statement for the year ended 31 December 2021.

Principal activities and business review

The principal activity of the company is land and property development.

The company recorded an operating profit of £109,725 in the year ended 31 December 2021 (2020: loss £35,213).

The company is exempt from the requirement to prepare a strategic report on the grounds of its size.

Dividends

The directors do not recommend the payment of a dividend (2020: £nil).

Going concern

The Company had net assets of £6.6m at 31 December 2021 (2020: £6.5m). The Company is funded via a related company, Sterling Capitol Plc. This related company is funded by shareholder loan stock. In preparing these financial statements the directors have considered the future cash requirements and having received assurance over the availability of funding from its ultimate shareholder, Murray Investments Limited, the directors are satisfied it is appropriate to prepare the financial statements on a going concern basis.

Directors

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

J J R Murray ACA M J Heydecke

Indemnity

The company's Directors benefit from qualifying third party indemnity provision via a parent company insurance policy. This was in place throughout the year and remains in place at the date of approval of this report.

Disclosure of information to auditor

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the company's auditor is unaware; and each director has taken all the steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the company's auditor is aware of that information.

Auditor

Pursuant to Section 487 of the Companies Act 2006, the auditor will be deemed to be re-appointed and Armstrong Watson Audit Limited will therefore continue in office.

By order of the board

JJR Murray ACA

Director

2nd Floor Victoria Wharf 4 The Embankment, Sovereign Street Leeds United Kingdom LS1 4BA

24 May 2022

Statement of directors' responsibilities in respect of the Director's Report and the Financial Statements

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 they have elected to prepare the financial statements in accordance with UK accounting standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland.

Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and 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 estimates that are reasonable and prudent;
- state whether applicable UK accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- assess the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

Independent auditor's report to the members, as a body, of Capitol Park Leeds Plc

We have audited the financial statements of Capitol Park Leeds Plc (the 'Company') for the year ended 31 December 2021, which comprise the profit and loss account, the balance sheet, the Statement of changes in equity and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2021 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 Auditors' 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 United Kingdom, including the Financial Reporting Council'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

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

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

Other information

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Independent auditor's report to the members, as a body, of Capitol Park Leeds Plc (continued)

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 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 in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, 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' exemptions in preparing the Directors' report and from the requirement to prepare a Strategic report.

Auditors' 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 Auditors' 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.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

Our approach to identifying and assessing the risks of material misstatement in respect of irregularities, including fraud and non-compliance with laws and regulations, was as follows:

- •The engagement partner ensured that the engagement team collectively had the appropriate competence, capabilities and skills to identify or recognise non-compliance with applicable laws and regulations, such as the Health & Safety at Work Act 1974, Employment Act 2008 and Companies Act 2006.
- •We obtained an understanding of laws and regulations that affect the company, focusing on those that had a direct effect on the financial statements or that had a fundamental effect on its operations. Key laws and regulations that we identified included the UK Companies Act, tax legislation, occupational health and employment legislation.
- •We enquired of the directors, reviewed correspondence with HMRC and reviewed directors meeting minutes for evidence of non-compliance with relevant laws and regulations. We also reviewed controls the directors have in place to ensure compliance.

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Independent auditor's report to the members, as a body, of Capitol Park Leeds Plc (continued)

Auditors' responsibilities for the audit of the financial statements (continued)

- •We gained an understanding of the controls that the directors have in place to prevent and detect fraud. We enquired of the Directors about any incidences of fraud that had taken place during the accounting period.
- •The risk of fraud and non-compliance with laws and regulations and fraud was discussed within the audit team and tests were planned and performed to address these risks. We identified the potential for fraud in the following areas: inappropriate assessment of the net realisable value of stock and the recognition of revenue.
- •We reviewed financial statements disclosures and tested to supporting documentation to assess compliance with relevant laws and regulations discussed above.
- •We enquired of the directors and third-party advisors about actual and potential litigation and claims.
- •We performed analytical procedures to identify any unusual or unexpected relationships that might indicate risks of material misstatement due to fraud.
- •In addressing the risk of fraud due to management override of internal controls we tested the appropriateness of journal entries and assessed whether the judgements made in making accounting estimates were indicative of a potential bias.

Due to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, as with any audit, there remained a higher risk of non-detection of irregularities, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. We are not responsible for preventing fraud or non-compliance with laws and regulations and cannot be expected to detect all fraud and non-compliance with laws and regulations.

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 Auditors' report.

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 so that we might state to the Company's members those matters we are required to state to them in an Auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members, as a body, for our audit work, for this report, or for the opinions we have formed.

Simon Turner (Senior statutory auditor)

for and on behalf of

Armstrong Watson Audit Limited

Chartered Accountants Statutory Auditors

Northallerton

Date: 22 May Vol2

Profit and loss account

For the year ended 31 December 2021

	Note	Year ended 31 December 2021 £	Year ended 31 December 2020 £
Turnover Cost of sales		20,314	
Gross profit Administrative income/(expenditure)	3	20,314 89,411	(35,213)
Total operating profit/(loss)	3	109,725	(35,213)
Interest receivable and similar income Interest payable and similar charges .	<i>4</i> 5	(4) 	18 (3)
Profit/(loss) on ordinary activities before taxation Taxation	6	109,721 (6,688)	(35,198) 6,688
Profit/(loss) for the financial year		103,033	(28,510)

All of the company's activites are continuing.

There is no other comprehensive income other than the loss stated above and therefore no separate statement of other comprehensive income has been prepared.

The notes on pages 10 to 16 form part of these financial statements.

Balance sheet

as at 31 December 2021

Non current assets Investments in subsidiaries 7	As at 31 December 2020	31 D	As at ecember 2021	31 De	Note	
·	£ -		± -		7	
Current assets Debtors: falling due after 1 year 8 6,647,074 6,921,480	.480	6.921.480		6.647.074	8	
Debtors: falling due within 1 year 9 - 26,264				-		
Cash at bank and in hand 6,847 6,151	•	•		6,847	-	
				<u> </u>		
6,653,921 6,953,895	,895	6,953,895		6,653,921		
Creditors: amounts falling due within one year 10 (45,120) (126,588)					10	Creditors: amounts falling due within one year
Net current assets 6,608,801 6,827,30	6,827,307		6,608,801			Net current assets
						
Non current liabilities						Non current liabilities
	(332,741)		(11,202)		11	
Net assets 6,597,599 6,494,56	6,494,566		6 597 599			Net assets
110t assets						1401 455065
0.7411	_					Carital and account
Capital and reserves Called up share capital 12 50,000 50,00	50,000		50,000		12	
	6,444,566				12	
From and ross account 0,347,377 0,444,30	0,444,300		0,347,333			From and loss account
Shareholders' equity 6,597,599 6,494,50	6,494,566		6,597,599			Shareholders' equity
						·

The notes on pages 10 to 16 form part of these financial statements.

These financial statements were approved by the board of directors on 24 May 2022 and were signed on its behalf by:

JJR Murray ACA

Director

Company registered number: 03203845

Total

Profit and loss

Called up

	share capital £	account £	equity £
Balance at 1 January 2020	50,000	6,473,076	6,523,076
Loss for the year	-	(28,510)	(28,510)
Balance at 31 December 2020	50,000	6,444,566	6,494,566

	Called up share capital	Profit and loss account	Total equity
	£	£	£
Balance at 1 January 2021	50,000	6,444,566	6,494,566
Profit for the year	-	103,033	103,033
		· ·	
Balance at 31 December 2021	50,000	6,547,599	6,597,599

The notes on pages 10 to 16 form part of the financial statements.

Statement of Changes in Equity

Capitol Park Leeds Plc
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Notes

(forming part of the financial statements)

1 Accounting policies

Capitol Park Leeds Plc (the "Company") is a company limited by shares and incorporated and domiciled in the UK.

Basis of preparation

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Section 1A of Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006. The presentation currency of these financial statements is sterling.

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

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

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

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the financial statements.

Consolidation

The company is a parent company of a small group. As such it applies the Companies Act exemption from preparing consolidated financial statements.

Going concern

The Company is funded via a related company, Sterling Capitol Plc, with which it shares mutual Directors.

The Directors of the Company have received confirmation from the Directors of Sterling Capitol Plc that amounts payable will not be recalled for a period of at least 12 months.

Sterling Capitol Plc is funded by shareholder loan stock. Having received assurance over the availability of funding from its ultimate shareholder, Murray Investments Limited, the Directors are satisfied that Sterling Capitol Plc will not be required to recall its funds provided to the Company.

The directors of Sterling Capitol Plc have received an indication from Murray Investments Limited indicating that:

- they will not demand repayment of the shareholder loanstock for at least 12 months from the date the financial statements are approved; and
- they will make available to Sterling Capitol Plc additional borrowing facilities on terms that are mutually agreeable to the shareholder and Sterling Capitol Plc in order to provide appropriate financial support to enable Sterling Capitol Plc and its related entities to meet their liabilities as they fall due for a period of at least 12 months from the date the financial statements are approved.

In consideration of the above factors, the directors are satisfied that it is appropriate to prepare financial statements on a going concern basis.

1 Accounting policies (continued)

Taxation

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

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

Deferred tax is provided on timing differences which arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in the financial statements. Deferred tax is not recognised on permanent differences arising because certain types of income or expense are non-taxable or are disallowable for tax or because certain tax charges or allowances are greater or smaller than the corresponding income or expense.

Deferred tax is measured at the tax rate that is expected to apply to the reversal of the related difference, using tax rates enacted or substantively enacted at the balance sheet date.

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

Classification of financial instruments issued by the company

In accordance with FRS 102.22, financial instruments issued by the Company are treated as equity only to the extent that they meet the following two conditions:

- (a) they include no contractual obligations upon the company to deliver cash or other financial assets or to exchange financial assets or financial liabilities with another party under conditions that are potentially unfavourable to the company; and
- (b) where the instrument will or may be settled in the company's own equity instruments, it is either a non-derivative that includes no obligation to deliver a variable number of the company's own equity instruments or is a derivative that will be settled by the company's exchanging a fixed amount of cash or other financial assets for a fixed number of its own equity instruments.

To the extent that this definition is not met, the proceeds of issue are classified as a financial liability. Where the instrument so classified takes the legal form of the company's own shares, the amounts presented in these financial statements for called up share capital and share premium account exclude amounts in relation to those shares.

Key accounting estimates and judgements

Having considered the key accounting policies the directors consider there to be no significant estimate or judgements that would have a material impact on the financial results other than the recoverability of debtors and provisions:

- (a) Debtor recoverability: Management are required to judge when there is sufficient objective evidence to require the impairment of individual debtor balances. It does this by assessing on a forward-looking basis, the expected credit losses associated with its debtor balances. In determining the expected credit losses the management takes into account any recent payment behaviours and future expectations of likely default events, on a case by case basis. Due to the reliance on future events there is some uncertainty associated with the judgement made.
- (b) Provision valuation: The financial statements include provisions for liabilities relating to future events. Management have based these provisions on information available to them and their experience of similar situations. As the outcome will not be certain until a future event occurs there is estimation uncertainty over the value of the provision as the future event unfolds.

2 Directors' remuneration

None of the directors received any remuneration from the company during the period or in the previous period. The remuneration of the directors was borne in full by Sterling Capitol plc, the Company's immediate parent.

3 Operating profit

Profit/loss on ordinary activities before taxation is stated after charging:	Year ended 31 December 2021 £	Year ended 31 December 2020 £
Release of provision	(87,882)	-
Auditor remuneration: Audit of these financial statements Other services relating to taxation	2,000 200	2,000 200

The company had nil (2020: nil) persons employed during the year. None of the directors received any emoluments for their services to the company.

4 Interest receivable and similar income

	Year ended 31 December 2021	Year ended 31 December 2020 £
Bank interest Other interest receivable	-	18
		18
		
5 Interest payable and similar charges		
	Year ended 31 December 2021	Year ended 31 December 2020 £
Bank charges	4	3
	4	3

6 Taxation

Total tax expense recognised in the profit and loss account

	Year ended 31 December 2021 £	Year ended 31 December 2020 £
Current tax	-	-
Current tax on income for the period	_	-
Adjustments in respect of prior periods	-	-
		
Total current tax	-	-
Deferred tax		
Origination and reversal of timing differences	8,799	(6,688)
Effect of tax rate change on opening balance	(2,111)	-
Total deferred tax charge/(credit)	6,688	(6,688)
Total tax charge/(credit)	6,688	(6,688)
Reconciliation of effective tax rate	Year ended 31 December 2021 £	Year ended 31 December 2020 £
Profit/(loss) for the period	103,033	(28,510)
Total tax charge/(credit)	6,688	(6,688)
Profit excluding taxation	109,721	(35,198)
Tax using the UK corporation tax rate of 19% (2020: 19%) Effects of:	20,847	(6,688)
Expenses not deductible for tax purposes	-	-
Transfer pricing adjustment	-	-
Income not taxable for tax purposes	-	-
Adjustments to tax charge in respect of prior periods	(14.150)	-
Group relief claimed	(14,159)	-
		
Total tax charge/(credit) included in profit or loss	6,688	(6,688)

Factors that may affect future tax charges:

An increase in the UK corporate tax from 19% to 25% was announced in the 2021 budget, this is scheduled to take effect from April 2023. The rate for small profits under £50,000 will remain at 19%, and there will be taper relief for businesses with profits between £50,000 and £250,000. Since the proposal to increase the rate to 25% had not been substantively enacted at the balance sheet date, its effects are not included in these financial statements.

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7	Investments	ın	cubcidiaries

Cost At 1 January 2021 Disposals As at 31 December 2021	£
Provision for impairment At 1 January 2021 Disposals At 31 December 2021	
Net book value	
At 31 December 2021 At 31 December 2020	-

Investments comprises 100% of the issued share capital of the following principal subsidiaries which are registered in England and Wales:

* held directly by Capital Park Leeds Plc

	Principal activity	Issued share capital
Zonearchive Plc*	Dormant	50,000 £1 ordinary shares
Sterling Capitol Properties (South Yorkshire) Limited	Dormant	1 £1 ordinary share

The registered office address of all above investments is Victoria Wharf, 4 The Embankment, Sovereign Street, Leeds, LS1 4BA.

8 Debtors: amounts falling due after one year

	Year ended 31 December 2021 £	Year ended 31 December 2020 £
Amounts owed from related parties	6,647,074	6,921,480
	6,647,074	6,921,480

Amounts due from related parties are interest free. The timing of their recoverability is assessed on the 1 January each year. As such the directors do not consider there to be any material fair value adjustments to the debtors carrying value due to it not being due within 12 months of the balance sheet date.

9 Debtors: amounts falling due within one year

	Year ended	Year ended
	31 December 2021	31 December 2020
	£	£
Other debtors	-	19,576
Deferred tax debtor (see note 6)	-	6,688
		=
	-	26,264

10 Creditors: amounts falling due within one year

	Year ended 31 December 2021 £	Year ended 31 December 2020 £
Trade creditors Amounts due to related parties Accruals and deferred income Other creditors VAT creditor	41,020 4,100 -	1,110 41,020 6,443 41,614 36,401
	45,120	126,588

11 Provisions

	Supplier provison	Legal claim	Total
	£	£	£
At start of the year	11,202	321,539	332,741
Provisions released during the year	-	(87,882)	(87,882)
Provisions utilised during the year	-	(233,657)	(233,657)
			
	11,202	-	11,202

The supplier provision is in relation to invoices received, which are in dispute.

The legal claim was settled during the year.

12 Called up share capital

	Year ended 31 December 2021 £	Year ended 31 December 2020 £
Allotted, called up and fully paid Ordinary share of £1 each	50,000	50,000

13 Related party transactions

Related parties of the company are group and other members within the group. The wholly owned exemption has been taken from disclosing related party transactions with group companies.

The company has a net debtor position of £6,647,074 (2020: £6,921,480) owed at the year end. £4,870,343 (2020: £5,115,960) is owed from Capitol Park Barnsley Limited, £1,659,565 (2020: £1,688,354) is owed from Sterling Capitol plc and £117,166 (2020: £117,166) is owed from Capitol Park Goole Limited.

The company has a net liability of £41,020 (2020: £41,020) owed to Zonearchive plc outstanding at the year end. Zonearchive Plc is a fully owned subsidiary of Capitol Park Leeds plc.

14 Ultimate controlling company

The company's immediate parent is Sterling Capitol plc. No other group financial statements include the results of the company. The ultimate controller of the group is Sir RS Murray.

All salary costs, directors fees and audit are borne by Sterling Capitol Plc on behalf of Capitol Park Leeds Plc.