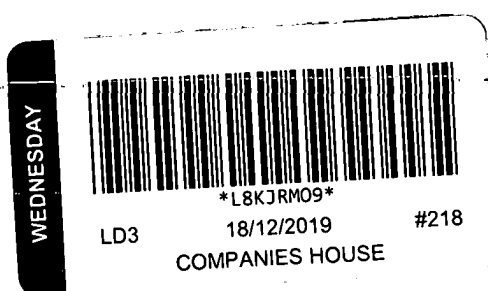

MACDONALD & COMPANY GROUP LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2019



MACDONALD & COMPANY GROUP LIMITED

COMPANY INFORMATION

Directors P H Moore
R J G Macdonald
D E Zaneva-Todorinski
D J G Macdonald

Company secretary D E Zaneva-Todorinski

Registered number 03670901

Registered office 2 Harewood Place
Hanover Square
London
W1S 1BX

Independent auditors Crowe U.K. LLP
St Brides Square
10 Salisbury Square
London
EC4Y 8EH

Bankers HSBC Bank PLC
Oxford Circus
196 Oxford Street
Fitzrovia
London
W1D 1NT

MACDONALD & COMPANY GROUP LIMITED

CONTENTS

	Page
Strategic report	1 - 3
Directors' report	4 - 5
Independent auditors' report	6 - 8
Statement of comprehensive income	9
Statement of financial position	10
Statement of changes in equity	11
Notes to the financial statements	12 - 19

MACDONALD & COMPANY GROUP LIMITED

STRATEGIC REPORT FOR THE YEAR ENDED 31 MARCH 2019

Performance of the business and Outlook

OVERVIEW

The Company's principal activity during the year was that of a holding company.

The core business of the investments held is the provision of recruitment staff services to the commercial property and real estate markets in the UK and around the world. The investments trade as Macdonald & Company through two UK subsidiaries and two foreign subsidiaries.

Principal Risks and Uncertainties

Risk management is an important part of the management process throughout the group. The composition of the Board is structured to give balance and expertise when considering the principal risks and uncertainties of the Group.

The principal risks identified are as follows:

Dependence on Key People

The sustainable success of the Group is dependent on the continued service of senior management and key people. The loss of the services of the senior management and other key people could have a material effect on the business. Group has put in to place an internal talent acquisition function and invested in management information systems, training and development programmes, competitive pay structures and long-term remuneration plans, the aim of which is to retain the key employees. The Group is fortunate to have the loyalty of the senior management team which allows the business to progress, even in uncertain markets.

Competition

The Group's focus is on specialist, niche sectors where clients need expert knowledge and high levels of service. The Directors believe that the Group is well positioned in its chosen markets. Whilst the Group seeks to continue to improve its competitive positions, the actions of current, or indeed potential, competitors may adversely affect the Group's business.

Macro-economic factors

Recruitment activity is driven largely by economic cycles and the level of business confidence. The Group is geographically diversified, spanning different countries which reduces reliance on the success of any particular market.

Regulatory position

The recruitment industry is subject to an increasing level of regulation and compliance which varies in its degree of complexity from country to country. The Group takes its responsibilities seriously and remains committed to being compliant in each of the regions in which it operates. In order to reduce the legal and compliance risks, fee earners and support staff receive regular training and updates of changes in legal and compliance requirements.

MACDONALD & COMPANY GROUP LIMITED

STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2019

Cyber Security and data protection

The risk of sensitive information being accessed without authorisation has grown in the wider business environment. Any successful breach can lead to the loss of commercially sensitive data, candidate and clients' data, damage our brand reputation and lead to business disruption. With increasing regulation on data protection there is an ongoing risk of failing to comply with regulations leading to reputational damage.

In May 2018 General Data Protection legislation was introduced to promote data governance and accountability amongst organisations. The Group has reviewed its processes considering this legislation and made all required changes to ensure compliance. Policies to safeguard assets and data within the Group have been introduced.

Information Technology

The Group is highly dependent on certain technology systems and the infrastructure on which they operate in order to maintain its client and candidate database. These systems rely on specific suppliers who provide the technology infrastructure and disaster recovery solutions. The performance of these suppliers is continually monitored to ensure that the services are available and maintained. Therefore, the systems and infrastructure are regularly reviewed and upgraded to ensure appropriate provision of functionality and resilience to support the business as it develops.

Foreign Exchange Risk

The Group has a degree of translation exposure in accounting for overseas operations and expects this to increase in line with the growth of the Group's operations outside the United Kingdom. Currently the Group's policy is not to hedge against this exposure. However, the Group seeks to minimise this exposure by converting into sterling all cash balances received in foreign currency that are not required for local short-term working capital needs. The Group will continue to monitor its policies in this area.

Treasury Policies, Liquidity and Financial Risk

Surplus funds are held to support short term working capital requirements. These funds are invested using short-term and period deposits, with a policy of maximising fixed interest returns whilst providing the flexibility required to fund on-going operations and to invest cash safely and profitably.

Although the financial risks to which the Group is exposed are currently considered to be minimal, future interest rate, liquidity and foreign currency risks could arise. The Board will continually review its existing policies and make changes as required to limit the financial risks of the business.

Credit Risk Management

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial loss to the Group. The principal credit risk arises from the Group's trade receivables. Monthly credit evaluation is performed on the financial condition of accounts receivable based on payment history and third-party credit references with appropriate provisions being made.

MACDONALD & COMPANY GROUP LIMITED

**STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2019**

Current trading and outlook

The Group continues to focus on its core markets to deliver organic revenue growth, to improve productivity gains and to drive profit growth. Despite the increasing political risks that reduce business confidence in the UK and Europe, we are confident about our abilities to generate good returns and will continue to invest for the long term.

The Board is mindful of both the political inertia in the U.K. and the intensifying trade dispute between the United States and China, both of which could affect our largest markets. Consequently, the Group continues to explore new geographies and has expanded its client base into mainland Europe and Saudi Arabia as we seek to diversify to mitigate risk.

The Group aims to optimise interaction between its brands to fully deliver Group benefits and to be positioned to respond swiftly and effectively to any changes impacting our activity, from regulatory changes, digital automation to candidate shortages.

The profit for the year, after taxation, amounted to £450,000 (2018 – £450,000).

A dividend of £450,000 has been paid during the year (2018 – £450,000).

This report was approved by the board on 13 December 2019 and signed on its behalf.



D J G Macdonald
Director

MACDONALD & COMPANY GROUP LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 2019

The directors present their report and the financial statements for the year ended 31 March 2019.

Directors' responsibilities statement

The directors are responsible for preparing the strategic report, the directors' report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 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 for the Company's financial statements and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- 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 to 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.

Results and dividends

The profit for the year, after taxation, amounted to £450,000 (2018 - £450,000).

Directors

The directors who served during the year were:

P H Moore
R J G Macdonald
D E Zaneva-Todorinski
D J G Macdonald

Strategic report

The company has chosen, in accordance with section 414C of the Company's Act 2006, to set out the following information which would otherwise be required to be contained in the director's report within the strategic report:

Financial risk management objective and policies.

MACDONALD & COMPANY GROUP LIMITED

**DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2019**

Disclosure of information to auditors

Each of the persons who are directors at the time when this directors' report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the Company's auditors are unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

Post balance sheet events

There have been no significant events affecting the Company since the year end.

Auditors

The auditors, Crowe U.K. LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

This report was approved by the board on 13 December 2019 and signed on its behalf.



D J G Macdonald
Director

MACDONALD & COMPANY GROUP LIMITED

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF MACDONALD & COMPANY GROUP LIMITED

Opinion

We have audited the financial statements of Macdonald & Company Group Limited (the 'Company') for the year ended 31 March 2019, which comprise the statement of comprehensive income, the statement of financial position, 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 March 2019 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

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

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

Other information

The directors are responsible for the other information. The other information comprises the information included in the Annual Report, other than the financial statements and our 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

MACDONALD & COMPANY GROUP LIMITED

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF MACDONALD & COMPANY GROUP LIMITED (CONTINUED)

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 Company and its 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 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.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement on page 4, 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.

MACDONALD & COMPANY GROUP LIMITED

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF MACDONALD & COMPANY GROUP LIMITED (CONTINUED)

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.

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.



Stacy Eden (senior statutory auditor)
for and on behalf of
Crowe U.K. LLP
St Brides Square
10 Salisbury Square
London
EC4Y 8EH

13 December 2019

MACDONALD & COMPANY GROUP LIMITED

STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 MARCH 2019

	2019 £	2018 £
Income from shares in group undertakings	450,000	450,000
Profit before tax	<u>450,000</u>	<u>450,000</u>
Profit for the financial year	<u>450,000</u>	<u>450,000</u>
Other comprehensive income for the year		
Total comprehensive income for the year	<u>450,000</u>	<u>450,000</u>

There were no recognised gains and losses for 2019 or 2018 other than those included in the statement of comprehensive income.

The notes on pages 12 to 19 form part of these financial statements.

MACDONALD & COMPANY GROUP LIMITED
REGISTERED NUMBER: 03670901

STATEMENT OF FINANCIAL POSITION
AS AT 31 MARCH 2019

	Note	2019 £	2018 £
Fixed assets			
Investments	7	235	235
		<u>235</u>	<u>235</u>
Current assets			
Debtors: amounts falling due within one year	8	242,814	242,814
		<u>242,814</u>	<u>242,814</u>
Creditors: amounts falling due within one year	9	(2,580)	(2,580)
		<u>(2,580)</u>	<u>(2,580)</u>
Net current assets		<u>240,234</u>	<u>240,234</u>
Total assets less current liabilities		<u>240,469</u>	<u>240,469</u>
Net assets		<u><u>240,469</u></u>	<u><u>240,469</u></u>
Capital and reserves			
Called up share capital	11	1,237	1,237
Share premium account	12	231,109	231,109
Profit and loss account	12	8,123	8,123
		<u>240,469</u>	<u>240,469</u>
		<u><u>240,469</u></u>	<u><u>240,469</u></u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 13 December 2019.



D J G Macdonald
Director

The notes on pages 12 to 19 form part of these financial statements.

MACDONALD & COMPANY GROUP LIMITED

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 MARCH 2019**

	Called up share capital	Share premium account	Profit and loss account	Total equity
	£	£	£	£
At 1 April 2018	1,237	231,109	8,123	240,469
Comprehensive income for the year				
Profit for the year	-	-	450,000	450,000
Other comprehensive income for the year	-	-	-	-
Total comprehensive income for the year	-	-	450,000	450,000
Dividends: Equity capital	-	-	(450,000)	(450,000)
Total transactions with owners	-	-	(450,000)	(450,000)
At 31 March 2019	1,237	231,109	8,123	240,469

The notes on pages 12 to 19 form part of these financial statements.

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 MARCH 2018**

	Called up share capital	Share premium account	Profit and loss account	Total equity
	£	£	£	£
At 1 April 2017	1,237	231,109	8,123	240,469
Comprehensive income for the year				
Profit for the year	-	-	450,000	450,000
Other comprehensive income for the year	-	-	-	-
Total comprehensive income for the year	-	-	450,000	450,000
Dividends: Equity capital	-	-	(450,000)	(450,000)
Total transactions with owners	-	-	(450,000)	(450,000)
At 31 March 2018	1,237	231,109	8,123	240,469

The notes on pages 12 to 19 form part of these financial statements.

MACDONALD & COMPANY GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2019

1. Accounting policies

1.1 General information and basis of preparation of financial statements

Macdonald & Company Group Limited is a company limited by shares incorporated in England and Wales. The address of the registered office is 2 Harewood Place, Hanover Square, London, W1S 1BX.

The company is a holding company and part of a group that specialises in providing permanent recruitment services to the Commercial Property and Real Estate markets in the UK and Dubai.

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

The company's functional and presentational currency is GBP.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies (see note 2).

The following principal accounting policies have been applied:

1.2 Going concern

The company has net assets and no fixed costs, and on this basis it is a going concern.

1.3 Consolidation

The company has taken exemption from preparing consolidated financial statements as allowed by FRS102 paragraph 9.3, as the company is a wholly owned subsidiary and its immediate parent is established under the law of an EEA state.

1.4 Cash flow

The company has taken exemption from providing a cash flow as it is included in the parent's consolidated financial statements.

1.5 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

1.6 Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

MACDONALD & COMPANY GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2019

1. Accounting policies (continued)

1.7 Financial instruments

Financial assets and liabilities are recognised in the Company's balance sheet when the Company becomes a party to the contractual provision of the instrument.

The Company's financial assets comprise receivable balances that arise from its operations. Receivables are initially measured at fair value and subsequently at amortised cost using the effective interest rate method, less any impairment. Interest income is recognised by applying the effective interest rate, except for short-term receivables when the recognition of interest would be immaterial.

Financial assets are assessed for impairment at each balance sheet date, and are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows of the investment have been impacted.

The carrying amount of the financial asset is reduced by the impairment loss directly for all financial assets with the exception of trade receivables, where the carrying amount is reduced through the use of an allowance account. When a receivable is considered uncollectible, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against the allowance account. Changes in the carrying amount of the allowance account are recognised in the profit or loss account. If in a subsequent period the amount of the impairment loss decreases and the decreases can be related objectively to an event occurring after the impairment was recognised, the previously recognised impairment loss is reversed through profit and loss to the extent that the carrying amount of the financial asset at the date the impairment is reversed does not exceed what the amortised cost would have been had the impairment not been recognised.

Financial liabilities and equity instruments are initially measured at fair value and are classified according to the substance of the contractual arrangements entered into. Financial liabilities are subsequently measured at amortised cost.

1.8 Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

1.9 Dividends

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting.

2. Judgments in applying accounting policies and key sources of estimation uncertainty

In preparing these financial statements, the directors do not consider there to be any key sources of estimation and uncertainty when applying the accounting policies.

MACDONALD & COMPANY GROUP LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2019**

3. Auditors' remuneration

All audit costs were borne by Macdonald and Company Property Limited.

4. Employees

The company has no employees other than the directors, who did not receive any remuneration (2018 - £Nil). Exemption has been taken not to disclose compensation to key management as this is disclosed with the parent's consolidated financial statements.

The average monthly number of employees, including the directors, during the year was as follows:

	2019 No.	2018 No.
Directors	4	4

5. Taxation

	2019 £	2018 £
Total current tax	-	-
Deferred tax		
Total deferred tax	-	-
Taxation on profit on ordinary activities	-	-

MACDONALD & COMPANY GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2019

5. Taxation (continued)

Factors affecting tax charge for the year

Dividends received by the company are not taxable.

	2019 £	2018 £
Profit on ordinary activities before tax	<u>450,000</u>	<u>450,000</u>
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2018 - 19%)	85,500	85,500
Effects of:		
Exempt income	(85,500)	(85,500)
Total tax charge for the year	<u>-</u>	<u>-</u>

Factors that may affect future tax charges

There were no factors that may affect future tax charges.

6. Dividends

	2019 £	2018 £
Dividends paid on equity shares	<u>450,000</u>	<u>450,000</u>
	<u>450,000</u>	<u>450,000</u>

MACDONALD & COMPANY GROUP LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2019**

7. Fixed asset investments

	Investments in subsidiary companies £
Cost	
At 1 April 2018	<u>235</u>
At 31 March 2019	<u><u>235</u></u>

Subsidiary undertakings

The following were subsidiary undertakings of the Company:

Name	Principal activity	Country of incorporation	Holding
Macdonald & Company Property Limited	Recruitment agency	England and Wales	100%
Macdonald & Company Overseas Limited	Dormant	England and Wales	100%
Macdonald & Company Freelance Limited (indirect subsidiary underaking)	Recruitment agency	England and Wales	100%
Macdonald & Company Pty Limited	Recruitment agency	Australia	100%
Macdonald & Company Limited	Recruitment agency		100%
Ru Yi Consulting Limited (indirect subsidiary undertaking)	Dormant	Hong Kong	100%
Macdonald & Company Pte Ltd	Recruitment agency	Singapore	100%
Macdonald & Company Recruitment Proprietary Limited	Dormant	South Africa	100%
Command Recruitment Group (H.K.) Limited	Recruitment agency	Hong Kong	60%

MACDONALD & COMPANY GROUP LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2019**

7. Fixed asset investments (continued)

Subsidiary undertakings (continued)

The aggregate of the share capital and reserves as at 31 March 2019 and the profit or loss for the year ended on that date for the subsidiary undertakings were as follows:

Name	Aggregate of share capital and reserves £	Profit/(Loss) £
Macdonald & Company Property Limited	1,605,393	821,184
Macdonald & Company Overseas Limited	(8,949)	-
Macdonald & Company Freelance Limited (indirect subsidiary underaking)	425,514	44,834
Macdonald & Company Pty Limited	9,288	(10,857)
Macdonald & Company Limited	1,975,198	84,744
Ru Yi Consulting Limited (indirect subsidiary undertaking)	908	-
Macdonald & Company Pte Ltd	497,676	35,350
Macdonald & Company Recruitment Proprietary Limited	1,197	-
Command Recruitment Group (H.K.) Limited	1,666,670	754,360

8. Debtors

	2019 £	2018 £
Amounts owed by group undertakings	242,814	242,814
	<u>242,814</u>	<u>242,814</u>

9. Creditors: Amounts falling due within one year

	2019 £	2018 £
Corporation tax	161	161
Other creditors	2,419	2,419
	<u>2,580</u>	<u>2,580</u>

MACDONALD & COMPANY GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2019

10. Financial instruments

	2019 £	2018 £
Financial assets		
Financial assets that are debt instruments measured at amortised cost	<u>242,814</u>	<u>242,814</u>
Financial liabilities		
Financial liabilities measured at amortised cost	<u>2,419</u>	<u>2,419</u>
Financial assets measured at amortised cost comprise intercompany loans.		
Financial liabilities measured at amortised cost comprise other creditors.		

11. Share capital

	2019 £	2018 £
Allotted, called up and fully paid		
20,060 Ordinary A shares of £0.01 each	201	201
103,583 Ordinary B shares of £0.01 each	<u>1,036</u>	<u>1,036</u>
	<u>1,237</u>	<u>1,237</u>

A' Ordinary shares of 1p each and 'B' Ordinary shares of 1p each rank pari passu in all respects.

12. Reserves

Share premium account

The balance held on this reserve is the amount which was received by the company for shares exceeding their nominal value.

Profit & loss account

The balance held on this reserve is the accumulated profits of the Company.

13. Related party transactions

The Company has taken advantage allowed by Financial Reporting Standard 102 paragraph 33.1A, not to disclose any transactions with other members of the group as it is a wholly owned subsidiary.

MACDONALD & COMPANY GROUP LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2019**

14. Ultimate Parent Undertaking and Controlling Party

The ultimate parent company is Prime People Plc, a company incorporated in England and Wales, which is the parent of both the smallest and largest groups of which the Company is a member.

Prime People Plc is controlled by its directors, as they are the majority shareholders collectively holding over 50% of the share capital.

Copies of the consolidated financial statements of Prime People Plc are available from Companies House, Crown Way, Cardiff, CF14 3UZ.