

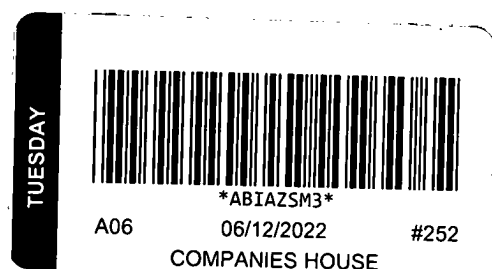
The Hoxton (Shoreditch) Limited

Annual Report and Financial Statements

Year Ended

31 March 2022

Company Number 03850699



The Hoxton (Shoreditch) Limited

Company Information

Directors	S Pasricha L G Young D McCulloch
Registered number	03850699
Registered office	Third Floor 20 Old Bailey London EC4M 7AN
Independent auditor	BDO LLP 55 Baker Street London W1U 7EU

The Hoxton (Shoreditch) Limited

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The Hoxton (Shoreditch) Limited

Strategic Report for the Year Ended 31 March 2022

The directors present their strategic report together with the audited financial statements for the year ended 31 March 2022.

Principal activities

The principal activity of the company during the year was the operation of a hotel in London trading as "The Hoxton Shoreditch". The hotel comprises 210 bedrooms, seven meeting rooms and two restaurants.

In the year ended 31 March 2022, turnover increased from £1,459,958 to £7,560,789, with the increased turnover primarily due to the ending of COVID-19 restrictions. Operating profit of £1,610,169 replaced an operating loss of £(1,819,252) in the previous year.

Business environment

The local competitive environment continues to evolve. The local area has seen increases in both bedroom stock and in demand from the corporate and leisure segments. The directors are confident about the competitive position of the hotel in this changing marketplace.

Strategy

The company has benefited from the continued execution of the company strategy, offering an individual hotel, inspired by the local neighbourhood. The hotel offers unique experiences, value for money, inviting spaces beyond the guest rooms and is constantly evolving with the area in which it is based and the offerings it makes available.

Given the success, the same strategy will be followed in the coming year, with ongoing focus on developing new ideas and concepts in order to remain competitive.

Research and development

Market intelligence provides data about the local market to benchmark pricing decisions. An awareness of local hospitality and office developments, and planning applications for proposed developments, continues to be key to the directors' understanding of how trading may be affected by changes in the competitive environment.

Future outlook

Since March 2021, the impact of the COVID-19 pandemic on the hospitality sector has steadily declined. The business and personal leisure travel markets are rebounding and buoyant as both individuals and businesses are looking to travel and make up for lost time.

The performance of the hotel has exceeded the expectations of both the market and the directors, with both ADR and Occupancy well ahead of forecasts. RevPAR is at previously unseen levels as the sector takes advantage of the pent-up demand during the pandemic.

Availability of staff continues to be a challenge, but the pressure has eased significantly versus the last financial year ended 31 March 2021. The hotel has retained sufficient staff to ensure there is no impact on the availability of rooms and level of service, however this remains more challenging than pre-COVID 19 years. Operating margins and profitability are very strong despite the widely reported inflationary pressures on both food and utilities. As at the date of signing, the directors expect to significantly exceed budget EBITDA across the Group.

The Hoxton (Shoreditch) Limited

Strategic Report (Continued) for the Year Ended 31 March 2022

Principal risks and uncertainties

The directors have assessed the main risk facing the group as the levels of inflation across the economy and the resulting cost pressures. The economic and operational impact on the hotel sector is widely reported and acknowledged by the directors. All our hotels are constantly reviewing suppliers and implementing cost-saving initiatives where possible to mitigate the impact. The largest mitigation is the high level of RevPAR that we are able to achieve and so profitability remains high.

Legislative risks

Following the UK electorate voting in favour of the UK's exit from the European Union, the terms under which the UK and EU will trade were agreed on 24 December 2020. There is a risk that travel to the UK and ability of employers to recruit from outside the EU may be adversely impacted. To the extent possible and at the appropriate time, the directors will take action to mitigate the impact on the business.

Key performance indicators

The measurements used to assess progress against revenue objectives are average rate and Revenue Per Available Room (RevPAR), a function of occupancy and average rate. The directors continue to monitor this on a regular basis, however a combination of the temporary closures due to COVID-19 and the resulting impact on demand, has meant that comparisons to prior years are not meaningful.

The directors have reviewed the performance of each hotel against its competitor set and are satisfied with the results, where most of the hotels are leading in their competitor sets for the year.

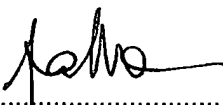
Financial instruments

The company finances its operations through shareholder loans. External bank financing has been obtained by the company's parent, Newco NHL UK (17) Limited, to which the company is a guarantor and which is secured by a fixed and floating charge over the property, assets and undertakings of the company, its subsidiary and its sister companies.

The management team's objectives are to retain sufficient liquid funds to enable the company to meet its day to day obligations as they fall due whilst minimising cost of capital and maximising returns on surplus funds.

As all the company's funds are invested in sterling bank deposit accounts and its borrowings are all obtained in sterling there is no currency exchange risk exposure.

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


.....
L G Young
Director

Date: 14 November 2022

The Hoxton (Shoreditch) Limited

Directors' Report for the Year Ended 31 March 2022

The directors present their report and the financial statements for the year ended 31 March 2022.

Results and dividends

The statement of comprehensive income is set out on page 9 and shows the profit for the year.

The profit for the year, after taxation, amounted to £623,071 (2021: £1,347,805 loss).

Directors

The directors who served during the year and up to the date of signature of the financial statements were:

S Pasricha
L G Young
E T Renaut (appointed 20 September 2021 and resigned 1 October 2022)
D McCulloch (appointed 1 October 2022)

Qualifying indemnity provision was in place for each of the directors during the year.

Directors' responsibilities

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). 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 year.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and 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.

The Hoxton (Shoreditch) Limited

Directors' Report (continued) for the Year Ended 31 March 2022

Disclosure of information to auditor

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 auditor is 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 auditor is aware of that information.

Auditor

The auditor, BDO LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

Going concern

The Directors have considered the funding requirements of the business for the next twelve months, including considering the ongoing impact of COVID-19. On the basis of their assessment, the company has been prepared on a going concern basis, as explained in note 2.3.

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



.....
L G Young
Director

Date: 14 November 2022

The Hoxton (Shoreditch) Limited

Independent Auditor's Report to the Members of The Hoxton (Shoreditch) Limited

Opinion on the financial statements

In our opinion, the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2022 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.

We have audited the financial statements of The Hoxton (Shoreditch) Limited ("the company") for the year to 31 March 2022, which comprise the Statement of Comprehensive Income, the Statement of Financial Position, the Statement of Changes in Equity, the Statement of Cash Flows and Notes to the Financial Statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

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 believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

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.

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.

The Hoxton (Shoreditch) Limited

Independent Auditor's Report to the Members of The Hoxton (Shoreditch) Limited (continued)

Other information

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

Other Companies Act 2006 reporting

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 directors' report have been prepared in accordance with applicable legal requirements.

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.

The Hoxton (Shoreditch) Limited

Independent Auditor's Report to the Members of The Hoxton (Shoreditch) Limited (continued)

Responsibilities of directors

As explained more fully in the directors' responsibilities statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Extent to which the audit was capable of detecting irregularities, including fraud

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:

In identifying and assessing risks of material misstatement in respect of irregularities, including fraud and non-compliance with laws and regulations, our procedures included the following:

- enquiring of management and the directors, concerning the company's policies and procedures for:
 - identifying, evaluating and complying with laws and regulations and whether they were aware of any instances of non-compliance;
 - detecting and responding to the risks of fraud and whether they have knowledge of any actual, suspected or alleged fraud;
- discussing among the engagement team, how and where fraud might occur in the financial statements and any potential indicators of fraud. As part of this discussion, we identified potential for fraud through management override of controls including bias in the judgements and estimates in relation to the carrying value of the Company's investments; and
- obtaining an understanding of the legal and regulatory frameworks that the company operates in, focusing on those laws and regulations that had a direct effect on the financial statements or that had a fundamental effect on the operations of the Company. The laws and regulations we considered in this context included the Companies Act 2006, UK Generally Accepted Accounting Principles, and relevant tax and employment legislation.

The Hoxton (Shoreditch) Limited

Independent Auditor's Report to the Members of The Hoxton (Shoreditch) Limited (continued)

Auditor's responsibilities for the audit of the financial statements (continued)

Extent to which the audit was capable of detecting irregularities, including fraud (continued)

In addition to the above, our procedures to respond to risks identified included the following:

- reviewing the financial statement disclosures and testing to supporting documentation to assess compliance with the relevant laws and regulations noted above;
- enquiring of management and the directors as to whether there were instances of actual and potential litigation and claims against the Company which would indicate non-compliance with laws and regulations;
- performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud;
- reading minutes of meetings of those charged with governance; and
- addressing the risk of fraud through management override of controls by, testing the appropriateness of journal entries; assessing and challenging the judgements and estimates made by management and the directors in relation to the carrying value of the Company's investments; and evaluating the business rationale of any significant transactions that are unusual or outside the normal course of business.

We also communicated relevant identified laws and regulations and potential fraud risks to all engagement team members and remained alert to any indications of fraud or non-compliance with laws and regulations throughout the audit.

Our audit procedures were designed to respond to risks of material misstatement in the financial statements, recognising that the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery, misrepresentations or through collusion. There are inherent limitations in the audit procedures performed and the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we are to become aware of it.

A further description of our responsibilities for the audit of the financial statements is located at the Financial Reporting Council's website at: <https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

Use of our report

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

DocuSigned by:

Mark RA Edwards

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Mark RA Edwards (Senior Statutory Auditor)
For and on behalf of BDO LLP, Statutory Auditor
London
United Kingdom

Date: 18 November 2022

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

The Hoxton (Shoreditch) Limited

Statement of Comprehensive Income for the Year Ended 31 March 2022

	Notes	2022 £	2021 £
Turnover	4	7,560,789	1,459,958
Cost of sales		(2,714,336)	(1,830,041)
Gross profit/(loss)		4,846,453	(370,083)
Administrative expenses		(3,313,597)	(2,055,274)
Other income	5	77,313	606,105
Operating profit/(loss)	6	1,610,169	(1,819,252)
Interest payable and similar charges	9	(473,068)	(438,426)
Profit/(loss) before tax		1,137,101	(2,257,678)
Tax (expense)/credit on profit/(loss)	10	(514,030)	909,873
Profit/(loss) for the financial year		623,071	(1,347,805)

All amounts relate to continuing operations.

There was no other comprehensive income for the year ended 31 March 2022 (2021: £nil).

The notes on pages 13 to 25 form part of these financial statements.

The Hoxton (Shoreditch) Limited

Registered number: 03850699

Statement of Financial Position As at 31 March 2022

	Notes	2022 £	2021 £
Fixed assets			
Tangible assets	11	17,281,349	17,991,045
Investments	12	2	2
		<hr/>	<hr/>
		17,281,351	17,991,047
Current assets			
Stocks	13	103,255	112,920
Debtors	14	3,085,737	1,944,507
Cash and cash equivalents		1,471,920	294,620
		<hr/>	<hr/>
		4,660,912	2,352,047
Creditors: amounts falling due within one year	15	(14,494,955)	(14,032,887)
		<hr/>	<hr/>
Net current liabilities		(9,834,043)	(11,680,840)
		<hr/>	<hr/>
Total assets less current liabilities		7,447,308	6,310,207
		<hr/>	<hr/>
Provisions for liabilities			
Deferred tax	16	(1,729,991)	(1,215,961)
		<hr/>	<hr/>
Net assets		5,717,317	5,094,246
		<hr/>	<hr/>
Capital and reserves			
Share capital	17	10,650	10,650
Retained earnings	18	5,706,667	5,083,596
		<hr/>	<hr/>
		5,717,317	5,094,246
		<hr/>	<hr/>

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:



.....
L G Young
Director

Date: 14 November 2022

The notes on pages 13 to 25 form part of these financial statements.

The Hoxton (Shoreditch) Limited

Statement of Changes in Equity for the Year Ended 31 March 2022

	Share capital £	Retained earnings £	Total equity £
At 1 April 2021	10,650	5,083,596	5,094,246
Comprehensive profit for the year			
Profit for the year	-	623,071	623,071
	<hr/>	<hr/>	<hr/>
At 31 March 2022	10,650	5,706,667	5,717,317
	<hr/>	<hr/>	<hr/>

Statement of Changes in Equity for the Year Ended 31 March 2021

	Share capital £	Retained earnings £	Total equity £
At 1 April 2020	10,650	6,431,401	6,442,051
Comprehensive loss for the year			
Loss for the year	-	(1,347,805)	(1,347,805)
	<hr/>	<hr/>	<hr/>
At 31 March 2021	10,650	5,083,596	5,094,246
	<hr/>	<hr/>	<hr/>

The notes on pages 13 to 25 form part of these financial statements.

The Hoxton (Shoreditch) Limited

Statement of Cash Flows for the Year Ended 31 March 2022

	Notes	2022 £	2021 £
Cash flows from operating activities			
Profit/(loss) for the financial year		623,071	(1,347,805)
Adjustments for:			
Interest paid	9	473,068	438,426
Taxation charge/(credit)	10	514,030	(909,873)
Depreciation of tangible assets	11	786,533	776,085
Decrease/(Increase) in stocks		9,665	(34,944)
(Increase)/decrease in debtors		(1,141,230)	190,582
Increase in creditors		1,827,326	54,419
Net cash generated from/(used in) from operating activities		3,092,463	(833,110)
Cash flows from investing activities			
Purchase of tangible fixed assets		(76,837)	(2,233,532)
Net cash used in investing activities		(76,837)	(2,233,532)
Cash flows from financing activities			
Drawdown of loans from group undertakings		15,400	4,618,188
Repayment of loans by group undertakings		(1,034,716)	(2,546,923)
Interest paid		(819,010)	-
Net cash (used in)/generated from financing activities		(1,838,326)	2,071,265
Net increase/(decrease) in cash and cash equivalents		1,177,300	(995,377)
Cash and cash equivalents at beginning of year		294,620	1,289,997
Cash and cash equivalents at end of year		1,471,920	294,620

The notes on pages 13 to 25 form part of these financial statements.

The Hoxton (Shoreditch) Limited

Notes to the Financial Statements for the Year Ended 31 March 2022

1. General information

The Hoxton (Shoreditch) Limited is a private company, limited by shares, incorporated in England and Wales under the Companies Act. The address of the registered office is given on the company information page and the nature of the company's operations and principal activities are set out in the strategic report.

2. Accounting policies

2.1 Basis of preparation of financial statements

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 preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the company accounting policies (see note 3).

The following principal accounting policies have been applied:

2.2 Financial reporting standard 102 - reduced disclosure exemptions

The company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by the FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirements of Section 11 Financial Instruments paragraphs 11.41(b), 11.41(c), 11.41(e), 11.41(f), 11.42, 11.44 to 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b) and 11.48(c);
- the requirements of Section 12 Other Financial Instruments paragraphs 12.26 to 12.27, 12.29(a), 12.29(b) and 12.29A; and
- the requirements of Section 33 Related Party Disclosures paragraph 33.7.

This information is included in the consolidated financial statements of Newco NHL UK (17) Limited as at 31 March 2021 and these financial statements may be obtained from Companies House, Crown Way, Maindy, Cardiff, CF14 3UZ.

2.3 Going concern

The directors have received confirmation from the parent group that support will be provided to the company to meet its obligations as and when they fall due for a period of at least twelve months from the date of approval of these financial statements. On this basis, the directors have concluded it is appropriate to prepare the financial statements on a going concern basis.

The Hoxton (Shoreditch) Limited

Notes to the Financial Statements (continued) for the Year Ended 31 March 2022

2. Accounting policies (continued)

2.4 Turnover

The turnover shown in the statement of comprehensive income represents amounts receivable during the year, exclusive of Value Added Tax. The company has derived its turnover from the operation of a hotel in London and government grants. Room revenue is the main source of turnover for the company which is recognised over the period the rooms are occupied. Other income is recognised when services are rendered and an invoice is raised to the customer.

2.5 Grant income

Government grants are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with.

Grants are accounted for under the accruals model as permitted by FRS 102. Grants relating to expenditure on tangible fixed assets are credited to the profit and loss account at the same rate as the depreciation on the assets to which the grant relates. The deferred element of grants is included in creditors as deferred income.

Grants of a revenue nature are recognised in "other income" within profit or loss in the same period as the related expenditure. This includes the Government Coronavirus Job Retention Scheme ('Furlough').

2.6 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Freehold property	-	Nil
Long-term leasehold property	-	50 years
Plant and machinery	-	15 years
Fixtures and fittings	-	10 years
Office equipment	-	3 years
Assets under construction	-	Nil

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the statement of comprehensive income.

2.7 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

2.8 Stocks

Stocks are stated at the lower of cost and net realisable value, being the estimated selling price less costs to complete and sell. Cost represents the purchase price of goods for resale.

The Hoxton (Shoreditch) Limited

Notes to the Financial Statements (continued) for the Year Ended 31 March 2022

2. Accounting policies (continued)

2.9 Current and deferred taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in the statement of comprehensive income, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the reporting date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

2.10 Debtors

Short term debtors are measured at transaction price, less any impairment.

2.11 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

In the Statement of Cash Flows, cash and cash equivalents are shown net of bank overdrafts that are repayable on demand and form an integral part of the company's cash management.

2.12 Creditors

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

2.13 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.

The Hoxton (Shoreditch) Limited

Notes to the Financial Statements (continued) for the Year Ended 31 March 2022

2. Accounting policies (continued)

2.14 Pensions

Defined contribution pension plan

The company operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the company pays fixed contributions into a separate entity. Once the contributions have been paid the company has no further payment obligations.

The contributions are recognised as an expense in the statement of comprehensive income when they fall due. Amounts not paid are shown in accruals as a liability in the statement of financial position. The assets of the plan are held separately from the company in independently administered funds.

2.15 Interest payable

Interest payable is recognised in the Statement of Comprehensive Income on an accruals basis.

3. Judgements in applying accounting policies and key sources of estimation uncertainty

In preparing these financial statements, the directors have had to make the following judgements:

- Determine whether there are indicators of impairment of the company's tangible assets. Factors taken into consideration in reaching such a decision include the economic viability and expected future financial performance of the asset and where it is a component of a larger cash-generating unit, the viability and expected future performance of that unit.

Other key sources of estimation uncertainty:

- **Tangible fixed assets (see note 11)**
Tangible fixed assets are depreciated over their useful lives taking into account residual values, where appropriate. The actual lives of the assets and residual values are assessed annually and may vary depending on the number of factors. In re-assessing asset lives, factors such as technological innovation, product life cycles and maintenance programmes are taken into account. Residual value assessments consider issues such as future market conditions, the remaining life of the asset and projected disposal values.

The Hoxton (Shoreditch) Limited

Notes to the Financial Statements (continued) for the Year Ended 31 March 2022

4. Analysis of turnover

All turnover arose within the United Kingdom.

5. Other income

Government grants relates to a government grant of £77,313 (2021: £606,105) that was received by the company in respect of the Coronavirus Job Retention Scheme ("CJRS").

6. Operating profit/(loss)

The operating profit/(loss) is stated after charging:

	2022 £	2021 £
Depreciation of tangible fixed assets	786,533	776,085
Operating lease rentals	613,552	508,698

During the year, no director received any emoluments (2021: £nil). All directors' emoluments are borne by another group company.

7. Auditor's remuneration

	2022 £	2021 £
Fees payable to the company's auditor for the audit of the company's annual accounts	44,500	37,917

Non audit fees are disclosed in the consolidated financial statements of the parent company, Newco NHL UK (17) Limited.

The Hoxton (Shoreditch) Limited

Notes to the Financial Statements (continued) for the Year Ended 31 March 2022

8. Employees

Staff costs were as follows:

	2022 £	2021 £
Wages and salaries	1,384,882	923,735
Social security costs	130,709	73,520
Cost of defined contribution scheme	15,405	19,934
	<u>1,530,996</u>	<u>1,017,189</u>

The average number of employees during the year was as follows:

	2022 Number	2021 Number
Administrative staff	33	31
Management staff	4	4
	<u>37</u>	<u>35</u>

9. Interest payable and similar expenses

	2022 £	2021 £
Interest payable on loans from group undertakings	<u>473,068</u>	<u>438,426</u>

The Hoxton (Shoreditch) Limited

Notes to the Financial Statements (continued) for the Year Ended 31 March 2022

10. Taxation

	2022 £	2021 £
Corporation tax		
Adjustments in respect of previous periods	-	(932,244)
Group taxation relief	-	-
Total current tax	-	(932,244)
Deferred tax		
Origination and reversal of timing differences	111,654	40,717
Adjustments in respect of prior periods	13,974	(18,346)
Effect of tax rate change on opening balance	388,402	-
Total deferred tax	514,030	22,371
Taxation on profit/(loss) on ordinary activities	514,030	(909,873)

The Finance Act 2021 legislated to increase the standard rate of corporation tax to 25% from 1 April 2023 for all companies/groups with taxable profits over £250k.

The Hoxton (Shoreditch) Limited

Notes to the Financial Statements (continued) for the Year Ended 31 March 2022

10. Taxation (continued)

Factors affecting tax charge for the year

The tax assessed for the year is lower than (2021: higher than) the standard rate of corporation tax in the UK of 19.00% (2021: 19.00%). The differences are explained below:

	2022 £	2021 £
Profit/(loss) on ordinary activities before tax	1,137,101	(2,257,678)
Profit/(loss) on ordinary activities multiplied by standard rate of corporation tax in the UK of 19.00% (2021: 19.00%)	216,049	(428,959)
Effects of:		
Fixed asset differences	(399)	48,291
Expenses not deductible for tax purposes	967	4,089
Adjustments to tax charge in respect of prior periods	-	(932,244)
Adjustments to tax charge in respect of prior periods - deferred tax	13,974	(18,346)
Adjustments to deferred tax due to change in rates	325,029	-
Deferred tax not recognised	(41,591)	417,296
Other movements	1	-
Total tax charge/(credit) for the year	514,030	(909,873)

The Hoxton (Shoreditch) Limited

Notes to the Financial Statements (continued) for the Year Ended 31 March 2022

11. Tangible fixed assets

	Long leasehold property £	Plant and machinery £	Fixtures and fittings £	Office equipment £	Assets under construction £	Total £
Cost or valuation						
At 1 April 2021	20,583,117	1,267,988	4,070,835	558,785	6,288	26,487,013
Additions	14,335	-	46,075	16,427	-	76,837
Transfers	-	-	6,288	-	(6,288)	-
At 31 March 2022	20,597,452	1,267,988	4,123,197	575,212	-	26,563,850
Depreciation						
At 1 April 2021	4,009,239	1,214,233	2,720,354	552,142	-	8,495,968
Charge for the year	427,649	35,843	317,662	5,379	-	786,533
At 31 March 2022	4,436,888	1,250,076	3,038,016	557,521	-	9,282,501
Net book value						
At 31 March 2022	16,160,564	17,912	1,085,181	17,691	-	17,281,349
At 31 March 2021	16,573,878	53,755	1,350,481	6,643	6,288	17,991,045

12. Investments

	Investments in subsidiary companies £
Cost	
At 1 April 2021 and at 31 March 2022	2
Net book value	
At 1 April 2021 and at 31 March 2022	2

The company owns 100% of the issued share capital of WS Hotels Properties (Shoreditch) Limited which is incorporated in England and Wales and the address of the registered office is Third Floor, 20 Old Bailey, London, EC4M 7AN. The company is dormant.

The Hoxton (Shoreditch) Limited

Notes to the Financial Statements (continued) for the Year Ended 31 March 2022

13. Stocks

	2022 £	2021 £
Consumables stores	103,255	112,920

Stock recognised in cost of sales during the year as an expense was £139,604 (2021: £53,707).

14. Debtors

	2022 £	2021 £
Trade debtors	345,383	466,017
Other debtors	51,501	-
VAT receivable	-	26,203
Prepayments and accrued income	1,438,410	205,875
Amounts owed by group undertakings	1,244,900	1,244,900
Amounts owed by related parties	5,543	1,512
	<u>3,085,737</u>	<u>1,944,507</u>

Amounts owed by group undertakings relate to group relief payments and intragroup recharges. These balances are non-interest bearing and are repayable on demand.

15. Creditors: Amounts falling due within one year

	2022 £	2021 £
Trade creditors	1,433,228	113,884
Amounts owed to group undertakings	10,889,334	12,254,592
Other amounts owed to group undertakings	1,020,891	1,095,217
Other taxation and social security	185,688	-
Other creditors	165,132	152,348
Accruals and deferred income	795,549	416,846
Amounts owed to related parties	5,133	-
	<u>14,494,955</u>	<u>14,032,887</u>

Amounts owed to group undertakings are interest bearing at a fixed interest rate of 4%, are unsecured and fall due within one year.

Other amounts owed to group undertakings relate to group relief payments and intragroup recharges. These balances are non-interest bearing and are repayable on demand.

The Hoxton (Shoreditch) Limited

Notes to the Financial Statements (continued) for the Year Ended 31 March 2022

16. Deferred taxation

	2022 £	2021 £
At beginning of year	(1,215,961)	(1,193,590)
Charged to the statement of comprehensive income	(514,030)	(22,371)
	<u>(1,729,991)</u>	<u>(1,215,961)</u>
At end of year	(1,729,991)	(1,215,961)
The provision for deferred taxation is made up as follows:		
	2022 £	2021 £
Fixed asset timing differences	(1,729,991)	(1,215,961)
	<u>(1,729,991)</u>	<u>(1,215,961)</u>

17. Share capital

	2022 £	2021 £
Allotted, called up and fully paid		
106,500 A ordinary shares of £0.10 each (2021: 101,175)	10,650	10,118
Nil B ordinary shares of £0.10 each (2021: 5,325)	-	532
	<u>10,650</u>	<u>10,650</u>

On 31 March 2022, the B Ordinary shares were converted to A Ordinary shares.

At 31 March 2022, 100% of the A Ordinary shares are held by Newco NHL UK (17) Limited

18. Reserves

Share capital

Share capital represents the nominal value of the shares issued.

Retained earnings

This represents cumulative profits or losses, net of dividends paid and other adjustments.

The Hoxton (Shoreditch) Limited

Notes to the Financial Statements (continued) for the Year Ended 31 March 2022

19. Capital commitments

At 31 March 2022 the company had capital commitments as follows:

	2022 £	2021 £
Contracted for but not provided in these financial statements	3,150	55,000

The capital commitments at both period ends are in relation to a refurbishment project undertaken at the hotel.

20. Pension commitments

The company operates a defined contributions pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The pension cost charge represents contributions payable by the company to the fund and amounted to £15,405 (2021: £19,934). Contributions totalling £5,992 (2021: £12,531) were payable to the fund at the reporting date.

21. Commitments under operating leases

At 31 March 2022 the company had future minimum lease payments under non-cancellable operating leases as follows:

	2022 £	2021 £
Not later than 1 year	656,433	1,304,512
Less than 1 year and not later than 5 years	2,625,732	3,853,948
Later than 5 years	47,919,609	44,360,960
	<u>51,201,774</u>	<u>49,519,420</u>

The company has an annual commitment to pay the higher of 5.5% of gross turnover, or the amount stated above.

22. Contingent liabilities

The company is a guarantor to a £299.9m (2021: £272.3m) bank loan facility taken out by the immediate parent company, Newco NHL UK (17) Limited and a related party, The Hoxton (Southwark) Limited. The available loan was drawn down to the extent of £224.8m as at March 2022.

On 23 December 2021 the group's loan facility was refinanced at comparable market rates. The new loan facility is repayable in full in December 2023.

The Hoxton (Shoreditch) Limited

Notes to the Financial Statements (continued) for the Year Ended 31 March 2022

23. Related party transactions

At 31 March 2022, the company owed its parent company, Newco NHL UK (17) Limited £10,889,334 (2021: £12,254,592). This amount is included within amounts owed to group undertakings due within one year. Interest of £473,068 was charged on this balance during the year (2021:- £438,426).

Norlake Hospitality Limited ('Norlake'), the parent company of Newco NHL UK (17 Limited), charged the company £42,364 during the year in respect of expense recharges (2021: £106,925). At 31 March 2022, the company owed £50,837 to Norlake (2021: £128,310). The company also owed £37,810 (2021: £34,663) to other subsidiaries of the Norlake Hospitality group in respect of trading balances.

At 31 March 2022, the company owed Norlake Hospitality Limited and other subsidiaries of the Norlake Hospitality group £932,244 in respect of group relief payments (2021: £932,244).

The company is related to Ennismore International Management Limited (Ennismore) by virtue of the fact that Ennismore is controlled by a director of the company. During the year, Ennismore charged the company £573,719 (2021: £142,468) in respect of management and other services and £126,145 (2021: £368,372) in respect of expense recharges. At 31 March 2022, the company was owed £410 from Ennismore (2021: £1,512)

24. Controlling party

The company is an immediate subsidiary undertaking of Newco NHL UK (17) Limited, a company registered in England and Wales. The ultimate parent company is Bharti Overseas Private Limited. In the opinion of the directors there is no single ultimate controlling party.

The largest group in which the results the company are consolidated is that headed by Bharti Overseas Private Limited, a company incorporated in India. Copies of the Bharti Overseas Private Limited consolidated accounts are available to the public and may be obtained from the Ministry of Corporate Affairs, India. The smallest group in which the results are consolidated is that headed by Newco NHL UK (17) Limited, a company registered in England and Wales. The consolidated accounts of Newco NHL UK (17) Limited are available to the public and may be obtained from Companies House, Crown Way, Maindy, Cardiff, CF14 3UZ.