

Dunelm Property Services Limited
Directors' report and financial statements
for the year ended 31 December 2016

Registered Number 04031196



Dunelm Property Services Limited
Directors' report and financial statements
for the year ended 31 December 2016
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Dunelm Property Services Limited

Directors' report

The directors present their directors' report and financial statements for the year ended 31 December 2016.

Principal activities

The principal activities of the company were house construction and refurbishment on behalf of third parties. Following the transfer of trade and assets on 1 October 2011 to Esh Construction Limited, the immediate parent company, the company ceased to trade other than to reflect ongoing contracts through to completion.

Dividends

Dividends paid during the year comprise a final dividend of £nil (2015: £nil).

Directors

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

C J Ford

D J Halfacre (resigned 1 August 2017)

A Law

B Manning (resigned 28 April 2017)

G A Morgan

A E Radcliffe

Political and charitable contributions

The company made no political or charitable contributions nor incurred any political expenditure during the year (2015: £nil).

Statement of directors' responsibilities in respect of the financial statements

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 102, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

Dunelm Property Services Limited

Directors' report (continued)

Statement of directors' responsibilities in respect of the financial statements (continued)

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.

The directors 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.

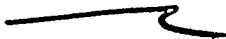
Disclosure of information to auditors

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 auditors are 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 auditors are aware of that information.

Small company provisions

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

On behalf of the board



A E Radcliffe
Director
31 August 2017

Esh House
Bowburn North Industrial Estate
Bowburn
Durham
DH6 5PF

Dunelm Property Services Limited

Independent auditors' report to the members of Dunelm Property Services Limited

Report on the financial statements

Our opinion

In our opinion, of Dunelm Property Services Limited's financial statements (the "financial statements"):

- give a true and fair view of the state of the company's affairs as at 31 December 2016 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.

What we have audited

The financial statements, included within the Directors' Report and Financial Statements (the "Annual Report"), comprise:

- the Balance Sheet as at 31 December 2016;
- the Statement of income and retained earnings for the year then ended;
- the accounting policies; and
- the notes to the financial statements, which include other explanatory information.

The financial reporting framework that has been applied in the preparation of the financial statements is United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law (United Kingdom Generally Accepted Accounting Practice).

In applying the financial reporting framework, the directors have made a number of subjective judgements, for example in respect of significant accounting estimates. In making such estimates, they have made assumptions and considered future events.

Opinions 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.

In addition, in light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we are required to report if we have identified any material misstatements in the Directors' Report. We have nothing to report in this respect.

Dunelm Property Services Limited

Independent auditors' report to the members of Dunelm Property Services Limited (continued)

Other matters on which we are required to report by exception

Adequacy of accounting records and information and explanations received

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- 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.

We have no exceptions to report arising from this responsibility.

Directors' remuneration

Under the Companies Act 2006 we are required to report to you if, in our opinion, certain disclosures of directors' remuneration specified by law are not made. We have no exceptions to report arising from this responsibility.

Entitlement to exemptions

Under the Companies Act 2006 we are required to report to you if, in our opinion, the directors were not entitled to: take advantage of the small companies exemption in preparing the Directors' Report; and take advantage of the small companies exemption from preparing a strategic report. We have no exceptions to report arising from this responsibility.

Responsibilities for the financial statements and the audit

Our responsibilities and those of the directors

As explained more fully in the Statement of director's responsibilities in respect of the financial statements, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view.

Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland) ("ISAs (UK & Ireland)"). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Dunelm Property Services Limited

Independent auditors' report to the members of Dunelm Property Services Limited (continued)

What an audit of financial statements involves

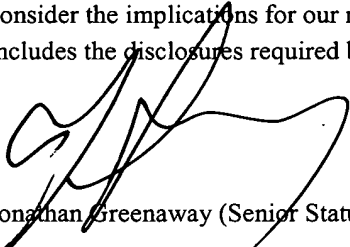
We conducted our audit in accordance with ISAs (UK & Ireland). An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of:

- whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed;
- the reasonableness of significant accounting estimates made by the directors; and
- the overall presentation of the financial statements.

We primarily focus our work in these areas by assessing the directors' judgements against available evidence, forming our own judgements, and evaluating the disclosures in the financial statements.

We test and examine information, using sampling and other auditing techniques, to the extent we consider necessary to provide a reasonable basis for us to draw conclusions. We obtain audit evidence through testing the effectiveness of controls, substantive procedures or a combination of both.

In addition, we read all the financial and non-financial information in the Annual Report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report. With respect to the Directors' Report, we consider whether this report includes the disclosures required by applicable legal requirements.



Jonathan Greenaway (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Newcastle upon Tyne
31 August 2017

Dunelm Property Services Limited

Statement of income and retained earnings for the year ended 31 December 2016

		2016	2015
	Note	£	£
Turnover	1	3,631	2,610
Cost of sales		(3,631)	(2,610)
Profit on ordinary activities before taxation	2	-	-
Tax on profit on ordinary activities		-	-
Profit for the financial year		-	-
Profit and loss account brought forward		1,500,050	1,500,050
Profit and loss account at the end of the year		1,500,050	1,500,050

All results derive from discontinuing operations.

The company had no recognised gains or losses during the current period other than those reflected in the profit and loss account.

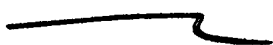
There is no material difference between the profit on ordinary activities before taxation and the result for the financial year stated above and their historical cost equivalents.

Dunelm Property Services Limited

Balance sheet as at 31 December 2016

	Note	2016 £	2015 £
Fixed assets			
Investments	4	-	-
Current assets			
Debtors	5	1,500,050	1,500,050
Net assets		1,500,050	1,500,050
Capital and reserves			
Called up share capital	6	1,500,000	1,500,000
Profit and loss account		50	50
Total shareholders' funds		1,500,050	1,500,050

The financial statements on pages 6 to 11 were approved by the board of directors on 31 August 2017 and were signed on its behalf by:



A E Radcliffe
Director

Company registered number: 04031196

Dunelm Property Services Limited

Statement of accounting policies

Statement of compliance and general information

The Company is limited by shares and is incorporated in the United Kingdom. The registered office is Esh House, Bowburn North Industrial Estate, Durham, DH6 5PF. These financial statements have been prepared in compliance with the United Kingdom Accounting Standards, including Financial Reporting Standard 102, “The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland” (“FRS 102”) and the Companies Act 2006.

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

Exemptions for qualifying entities under FRS 102

FRS 102 allows a qualifying entity certain disclosure exemptions, subject to certain conditions, which have been complied with.

The Company has taken advantage of the following exemptions:

- i) from preparing a statement of cash flows, on the basis that it is a qualifying entity and the consolidated statement of cash flows, included in these financial statements, includes the Company’s cash flows;
- ii) from the requirement to present a reconciliation of the number of shares outstanding at the beginning and end of the period as required by paragraph 4.12(a)(iv);
- iii) from disclosing the company key management personnel compensation in total, as required by FRS 102 paragraph 33.7.

As 100% of the company’s voting rights are controlled within the group headed by Esh Holdings Limited, the company has taken advantage of the exemption contained in paragraph 33.1A of FRS 102 and has therefore not disclosed transactions or balances with wholly owned subsidiaries which form part of the group.

Going concern

After making detailed enquiries, the board is confident that the company has adequate resources to continue in operational existence for the foreseeable future and accordingly continue to prepare the financial statements on a going concern basis.

Investments

Investments in subsidiary undertakings are stated at cost less amounts written off.

Dividends on shares presented within shareholders’ funds

Dividends are only recognised as a liability at that date to the extent that they are declared prior to the year end. Unpaid dividends that do not meet these criteria are disclosed in the notes to the financial statements.

Dunelm Property Services Limited

Statement of accounting policies (continued)

Taxation

The charge for taxation is based on the profit for the year and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes.

Deferred tax is recognised, without discounting, in respect of all timing differences between the treatment of certain items for taxation and accounting purposes which have arisen but not reversed by the balance sheet date, except as otherwise required by section 29 of FRS 102.

Financial instruments

Where the company enters into financial guarantee contracts to guarantee the indebtedness of other companies within the group, the company considers these to be insurance arrangements and accounts for them as such. In this respect, the company treats the guarantee contract as a contingent liability until such time as it becomes probable that the company will be required to make a payment under the guarantee.

Classification of financial instruments issued by the company

Financial instruments issued by the company are treated as equity (i.e. forming part of shareholders' funds) 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.

Finance payments associated with financial liabilities are dealt with as part of interest payable and similar charges. Finance payments associated with financial instruments that are classified as part of shareholders' funds (see dividends policy), are dealt with as appropriations in the reconciliation of movements in shareholders' funds.

Turnover

Turnover is measured at the fair value of consideration received or receivable net of discounts and VAT provided that it can be measured reliably.

Turnover on long term contracts is recorded at cost appropriate to the stage of completion plus attributable profits, less amounts recognised in previous years, as set out in the accounting policy for long term contracts. Turnover on short term contracts is recognised when the contract is completed.

Dunelm Property Services Limited

Notes to the financial statements for the year ended 31 December 2016

1 Turnover

All turnover is derived from the principal activity, wholly undertaken in the United Kingdom.

2 Notes to the profit and loss account

In the current year the audit fee has been borne by another group company.

3 Remuneration of directors

The directors were the only employees of the company and did not receive any remuneration during the current or preceding year. Their services to this Company and to a number of other subsidiaries are of a non-executive nature and their emoluments are deemed to be wholly attributable to their services to the parent company.

4 Investments

	Shares in group undertakings £
Cost and net book value	
At 1 January and 31 December 2016	-

The undertakings in which the company's interest at the year end is more than 20% are as follows:

	Proportion of shares held £	Nature of business £
Subsidiary undertakings		
Wilkinson Facilities Services Limited	100%	Non trading
Dunelm National Projects Ltd	100%	Property development
David Wilkinson Building Contractors Ltd	100%	Dormant

Dunelm Property Services Limited

Notes to the financial statements for the year ended 31 December 2016 (continued)

5 Debtors

	2016	2015
	£	£
Amounts owed by group undertakings	1,500,050	1,500,050

6 Called-up share capital

	2016	2015
	£	£
Allotted, called-up and fully paid		
1,500,000 (2015: 1,500,000) ordinary shares of £1 each	1,500,000	1,500,000

7 Contingent liabilities

The company is party to a group composite arrangement with certain of the companies in the Esh group under which overdrafts and cash balances can be offset. The total group liability and group overdraft at 31 December 2016 amounted to £9.5m (2015: £6.1m). The composite arrangement does not include Dunelm Homes Limited which has its own discrete banking arrangements.

8 Ultimate parent company and parent undertaking of larger group of which the company is a member

The company is a subsidiary undertaking of Esh Construction Limited, incorporated in England and Wales. The ultimate parent company is Esh Investments Limited, incorporated in England and Wales.

The smallest group which the results of the company are consolidated is that headed by Esh Construction Limited. The largest group in which the results of the company are consolidated is the group headed by Esh Investments Limited. The consolidated accounts of these companies are available to the public and may be obtained from Esh House, Bowburn North Industrial Estate, Bowburn, Durham DH6 5PF.

The directors do not consider there to be an ultimate controlling party.