Dunelm Property Services Limited
Directors' report and financial statements
for the year ended 31 December 2017

Registered Number 04031196

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Dunelm Property Services Limited
Directors' report and financial statements
for the year ended 31 December 2017
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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 2017.

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 (2016: £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 (resigned 11 May 2018)
A E Radcliffe
M A Sowerby (appointed 29 January 2018)

Political and charitable contributions
The company made no political or charitable contributions nor incurred any political expenditure during the year (2016: £nil).

Statement of director's 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.

Directors' report (continued)

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

Disclosure of information to auditors
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.

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

Independent auditors
The auditors, PricewaterhouseCoopers LLP, have indicated their willingness to continue in office and a resolution concerning their re-appointment will be proposed at the Annual General Meeting.

Small company provisions
In preparing this report, the directors have taken advantage of the small company's exemptions provided by section 415A of the Companies Act 2006.

On behalf of the board

A E Radcliffe
Director
Date 20/9/18

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 audit of the financial statements

Opinion

In our opinion, Dunelm Property Services Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2017 and of its result for the year then ended;
- have been properly prepared 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); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Directors' report and financial statements (the "Annual Report"), which comprise: the balance sheet as at 31 December 2017; the statement of income and retained earnings for the year then ended; the accounting policies; and the notes to the financial statements.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' 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 remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

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

- 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.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern.

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance 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 an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of 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 based on these responsibilities.

With respect to the Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

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

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

Directors' Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Directors' Report for the year ended 31 December 2017 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Directors' Report.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

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 in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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.

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 FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

Use of this report

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.

Other required reporting

Companies Act 2006 exception reporting

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

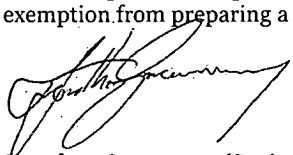
- we have not received all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.

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

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: prepare financial statements in accordance with the small companies regime; 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.



Jonathan Greenaway (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Newcastle upon Tyne
20 September 2018

Dunelm Property Services Limited

Statement of income and retained earnings for the year ended 31 December 2017

	Note	2017 £	2016 £
Turnover	1	-	3,631
Cost of sales		-	(3,631)
Result before taxation	2	-	-
Tax on result		-	-
Result 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 result 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 2017

	Note	2017 £	2016 £
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 20/9/18 and were signed on its behalf by:

M A Sowerby

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.

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.

Statement of accounting policies (continued)

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.

Critical judgements and estimates in applying the accounting policies
The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the application of the accounting policies and the reported amounts of assets and liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are continually evaluated and are based on historical experience and other factors, including expectations of future events that are reasonable under the circumstances. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

There are no critical judgements and estimates.

Dunelm Property Services Limited

Notes to the financial statements for the year ended 31 December 2017

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 2017	-

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

Notes to the financial statements for the year ended 31 December 2017 (continued)

5 Debtors

	2017	2016
	£	£
Amounts owed by group undertakings	**1,500,050**	1,500,050

6 Called-up share capital

	2017	2016
	£	£
Allotted, called-up and fully paid		
1,500,000 (2016: 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 2017 amounted to £7.4m (2016: £9.5m). 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 in the group headed by Esh Investments Limited. The consolidated accounts of these companies are available to the public and may be obtained from Companies House.

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