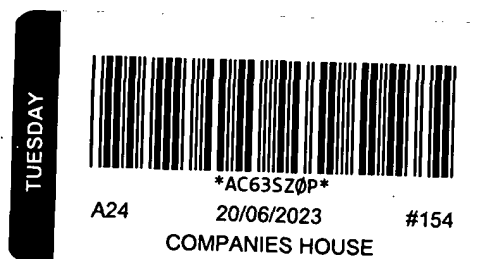


Frasers Hospitality (UK) Limited

**Annual report and consolidated
financial statements**

Registered number 04119290

30 September 2022



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Strategic report

Business review

The results of the Group for the year are set out in the profit and loss account on page 10 and are in line with Directors' expectations.

As the general pandemic-related restrictions lifted in the UK, demand for our properties increased significantly from March 2022 with a returning appetite for both business and leisure travel. Despite numerous challenges, as we brought our properties back to our high operating standards, we registered significantly improved occupancy levels compared to the previous financial year.

Top-line revenues for the year ended 30 September 2022 showed significant improvement against last financial year reflecting how our properties, with their strong brand and strategic locations, were especially popular among both domestic and international travellers. While it would appear the worst is over, with COVID-19 transitioning to an endemic phase, the senior management team remain focused on the safety and well-being of customers, employees and communities at all properties.

Looking forward, the senior management team continue to monitor the macroeconomic uncertainties, ensuring the organisational discipline, agility and resilience built since the onset of the pandemic.

Cost-efficient management will continue to guide our operations. To mitigate the industrywide labour supply challenges, we are prioritising talent acquisition and staff retention paired with progressively embedding new technology to meet evolving consumer needs and mitigate potential service gaps. Consequently, the senior management team remain optimistic about the Group's future prospects and ability to thrive and deliver growth.

Principal risks and uncertainties

Liquidity risk

Fraser's Hospitality UK Limited (the "Company") and its subsidiaries (the "Group") is engaged in the management of serviced apartments.

The Group manages its cash and borrowing requirements in order to maximise interest income and minimise interest expense, whilst ensuring the Company has sufficient liquid resources to meet the operating needs of the business.

Credit risk

Investment of cash surpluses and borrowings are made through banks and companies who must be approved by the Board. Debtors are monitored on an ongoing basis and provision is made for doubtful debts where necessary.

Disabled persons

It is the Group's policy to make no differentiation between the disabled and the able-bodied in recruitment, career development and promotion except in occupations where this policy conflicts with the Health & Safety at Work Regulations applicable to the construction and property development activities of the Group.

Employee involvement

Arrangements exist to keep all employees informed on matters of concern to them and where appropriate, they are consulted on matters which affect the progress of the Group.

Donations

The Group made no charitable donations (2021: £nil) in the year. No political donations were made (2021: £nil).

Environmental issues

The Group recognises that its commercial success is increasingly dependent upon careful consideration of the environmental, social and economic issues that affect the quality of life in the areas and communities in which it works.

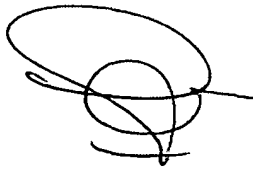
The importance of environmental issues is recognised and when carrying out development work, the Group endeavours to make a positive contribution to the quality of the environment both for the present and the future.

Strategic report *(continued)*

Health and safety at work

The Group promotes all aspects of safety throughout its operations in the interests of employees, sub-contractors, visitors to its sites and premises and the general public.

On behalf of the Board



GFJ Bakker
Director

Registered office:

3rd Floor
95 Cromwell Road
London
SW7 4DL

Dated: **31 May 2023**

Directors' report

The directors present the annual report of the Group together with the audited financial statements for the year ended 30 September 2022.

Going Concern

The financial statements have been prepared on the going concern basis which the directors believe to be appropriate for the reasons set out in note 1.

Principal activities

The principal activity of the Group is the management of serviced apartments.

Dividend

No final dividend was paid or proposed during the year (2021: £nil).

Directors

The directors of the company during the year ended 30 September 2022 and to the date of this report were:

Mr KS Chia
Mr BK Chan
Mr GFJ Bakker
Ms R Hollants Van Loocke (appointed 28 February 2023)

Certain directors benefitted from qualifying indemnity provisions in place during the financial year.

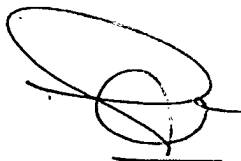
Disclosure of information to auditor

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

Auditor

Pursuant to Section 487 of the Companies Act 2006, the auditor will be deemed to be reappointed and KPMG LLP will therefore continue in office.

On behalf of the Board



GFJ Bakker
Director

Registered Office:

3rd Floor
95 Cromwell Road
London
SW7 4DL

Dated: 31 May 2023

Statement of directors' responsibilities in respect of the annual report and the financial statements

The directors are responsible for preparing the Strategic Report, the Directors' Report and the Group and parent Company financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare group and parent company financial statements for each financial year. Under that law they have elected to prepare the Group and parent company financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 101 Reduced Disclosure Framework.

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 group and parent company and of the Group's profit or loss for that period. In preparing each of the group and parent company financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable UK accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- assess the group and parent company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the group or the parent company or to cease operations, or have no realistic alternative but to do so.

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



Independent auditor's report to the members of Frasers Hospitality (UK) Limited

Opinion

We have audited the financial statements of Frasers Hospitality (UK) Limited ("the company") for the year ended 30 September 2022 which comprise the consolidated statement of profit and loss and other comprehensive income, consolidated balance sheet, consolidated statement of changes in equity, consolidated cash flow statement, company balance sheet, company statement of changes in equity and related notes, including the accounting policies in note 1.

In our opinion the financial statements:

- give a true and fair view of the state of the group's and of the parent company's affairs as at 30 September 2022 and of the group's loss for the year then ended;
- have been properly prepared in accordance with UK accounting standards, including FRS 101 Reduced Disclosure Framework; 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 are described below. We have fulfilled our ethical responsibilities under, and are independent of the company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

Going concern

The directors have prepared the financial statements on the going concern basis as they do not intend to liquidate the group or the company or to cease their operations, and as they have concluded that the group and the company's financial position means that this is realistic. They have also concluded that there are no material uncertainties that could have cast significant doubt over their ability to continue as a going concern for at least a year from the date of approval of the financial statements ("the going concern period").

In our evaluation of the directors' conclusions, we considered the inherent risks to the Group's business model and analysed how those risks might affect the Group and Company's financial resources or ability to continue operations over the going concern period.

Our conclusions based on this work:

- we consider that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate;
- we have not identified, and concur with the directors' assessment that there is not, a material uncertainty related to events or conditions that, individually or collectively, may cast significant doubt on the Group or the Company's ability to continue as a going concern for the going concern period.

However, as we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the above conclusions are not a guarantee that the Group or the Company will continue in operation.

Fraud and breaches of laws and regulations – ability to detect

Identifying and responding to risks of material misstatement due to fraud

To identify risks of material misstatement due to fraud ("fraud risks") we assessed events or conditions that could indicate an incentive or pressure to commit fraud or provide an opportunity to commit fraud. Our risk assessment procedures included:

- Enquiring of directors as to the Group's high-level policies and procedures to prevent and detect fraud, including the internal audit function, and the Group's channel for "whistleblowing", as well as whether they have knowledge of any actual, suspected or alleged fraud.
- Reading Board minutes.
- Considering remuneration incentive schemes and performance targets for management, directors and sales staff.
- Using analytical procedures to identify any unusual or unexpected relationships.



Independent auditor's report to the members of Frasers Hospitality (UK) Limited *(continued)*

We communicated identified fraud risks throughout the audit team and remained alert to any indications of fraud throughout the audit.

As required by auditing standards, we perform procedures to address the risk of management override of controls, in particular the risk that Group management may be in a position to make inappropriate accounting entries and the risk of bias in accounting estimates and judgements such as the valuations of investment property. On this audit we do not believe there is a fraud risk related to revenue recognition because there are limited incentives, rationalizations and opportunities to fraudulently adjust revenue recognition.

We did not identify any additional fraud risks.

In determining the audit procedures we took into account the results of our evaluation and testing of the operating effectiveness of some of the Group-wide fraud risk management controls

We also performed procedures including:

- Identifying journal entries and other adjustments to test based on risk criteria and comparing the identified entries to supporting documentation. These included unusual pairings with a credit or debit entry to a cash and cash equivalents accounts or investment property accounts.
- Assessing whether the judgements made in making accounting estimates are indicative of a potential bias.

Identifying and responding to risks of material misstatement related to compliance with laws and regulations

We identified areas of laws and regulations that could reasonably be expected to have a material effect on the financial statements from our general commercial and sector experience, through discussion with the directors and other management (as required by auditing standards), and discussed with the directors and other management the policies and procedures regarding compliance with laws and regulations.

We communicated identified laws and regulations throughout our team and remained alert to any indications of non-compliance throughout the audit.

The potential effect of these laws and regulations on the financial statements varies considerably.

Firstly, the Group is subject to laws and regulations that directly affect the financial statements including financial reporting legislation (including related companies legislation), distributable profits legislation and taxation legislation and we assessed the extent of compliance with these laws and regulations as part of our procedures on the related financial statement items.

Secondly, the Group is subject to many other laws and regulations where the consequences of non-compliance could have a material effect on amounts or disclosures in the financial statements, for instance through the imposition of fines or litigation. We identified the following areas as those most likely to have such an effect: health and safety, data protection laws, anti-bribery, employment law and regulatory capital. Auditing standards limit the required audit procedures to identify non-compliance with these laws and regulations to enquiry of the directors and other management and inspection of regulatory and legal correspondence, if any. Therefore if a breach of operational regulations is not disclosed to us or evident from relevant correspondence, an audit will not detect that breach.

Context of the ability of the audit to detect fraud or breaches of law or regulation

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it.

In addition, as with any audit, there remained a higher risk of non-detection of fraud, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. Our audit procedures are designed to detect material misstatement. We are not responsible for preventing non-compliance or fraud and cannot be expected to detect non-compliance with all laws and regulations.

Strategic report and directors' report

The directors are responsible for the strategic report and the directors' report. Our opinion on the financial statements does not cover those reports and we do not express an audit opinion thereon.

Our responsibility is to read the strategic report and the directors' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge.



Independent auditor's report to the members of Frasers Hospitality (UK) Limited

(continued)

Based solely on that work:

- we have not identified material misstatements in the strategic report and the directors' report;
- in our opinion the information given in those reports for the financial year is consistent with the financial statements; and
- in our opinion those reports have been prepared in accordance with the Companies Act 2006.

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required 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 parent company 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.

We have nothing to report in these respects.

Directors' responsibilities

As explained more fully in their statement set out on page 6, the directors are responsible for: the preparation of the financial statements and for being satisfied that they give a true and fair view; 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; 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 they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities

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 our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the Financial Reporting Council's website at www.frc.org.uk/auditorsresponsibilities.

The purpose of our audit work and to whom we owe our responsibilities

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.

Sarah Tannock-Kitchen (Senior Statutory Auditor)

for and on behalf of KPMG LLP, Statutory Auditor

Chartered Accountants

One Snowhill

Snow Hill Queensway

Birmingham, B4 6GH

Dated: 5 June 2023

Consolidated profit and loss account and other comprehensive income
for year ended 30 September 2022

| | <i>Note</i> | 2022 £000 | 2021 £000 |
|--|-------------|----------------------------|--------------|
| Revenue | 2 | 8,653 | 4,674 |
| Other income | 3 | (3) | 224 |
| Cost of sales | | (1,731) | (1,428) |
| Gross profit | | 6,919 | 3,470 |
| Administrative expenses | | (8,035) | (3,146) |
| Interest payable and similar expenses | | - | (2) |
| Movement in valuation of investment property | | - | (444) |
| Operating (loss) and (loss) before tax | | (1,116) | (122) |
| Taxation | 6 | (271) | (117) |
| (Loss) for the year | | (1,387) | (239) |
| Other comprehensive expense | | | |
| <i>Items that are or may be reclassified subsequently to profit or loss:</i> | | | |
| Foreign currency translation differences – foreign operations | | (11) | 21 |
| Other comprehensive expense for the year, net of income tax | | (1,398) | (218) |
| Total comprehensive expense for the year | | (1,398) | (218) |

In both the current and prior year, the group made no material acquisitions and had no discontinued operations.

The notes form an integral part of the financial statements.

Consolidated balance sheet
at 30 September 2022

| | Note | 2022 £000 | 2021 £000 |
|--|------|-----------------|----------------|
| Non-current assets | | | |
| Property, plant and equipment | 7 | 175 | 212 |
| Investment property | 8 | 1,130 | 1,130 |
| Intangible asset | 9 | 20 | 25 |
| | | <u>1,325</u> | <u>1,367</u> |
| Current assets | | | |
| Trade and other receivables | 11 | 10,505 | 7,225 |
| Cash and cash equivalents | | 3,512 | 2,450 |
| | | <u>14,017</u> | <u>9,675</u> |
| Total assets | | 15,342 | 11,042 |
| Current liabilities | | | |
| Trade and other payables | 12 | (12,986) | (7,288) |
| Total liabilities | | (12,986) | (7,288) |
| Net assets | | 2,356 | 3,754 |
| Equity attributable to equity holders of the parent | | | |
| Share capital | 14 | - | - |
| Translation reserve | 14 | 121 | 132 |
| Retained earnings | | 2,235 | 3,622 |
| Total equity | | 2,356 | 3,754 |

These financial statements were approved by the board of directors on **31 May** 2023 and were signed on its behalf by:



GFJ Bakker
Director

Company registered number: 04119290

The notes form an integral part of the financial statements.

Consolidated statement of changes in equity

| | Share Capital £000 | Translation reserve £000 | Retained Earnings £000 | Total Equity £000 |
|---|--------------------------|--------------------------------|------------------------------|-------------------------|
| Balance at 1 October 2020 | - | 111 | 3,861 | 3,972 |
| Total comprehensive income for the period (Loss) for the year | - | - | (239) | (239) |
| Other comprehensive income Foreign currency translation differences – foreign operations | - | 21 | - | 21 |
| Total comprehensive expense for the period | - | 21 | (239) | (218) |
| Transactions with owners, recorded directly in equity Dividends | - | - | - | - |
| Balance at 30 September 2021 | - | 132 | 3,622 | 3,754 |
| | Share Capital £000 | Translation reserve £000 | Retained Earnings £000 | Total Equity £000 |
| Balance at 1 October 2021 | - | 132 | 3,622 | 3,754 |
| Total comprehensive income for the period (Loss) for the year | - | - | (1,387) | (1,387) |
| Other comprehensive income Foreign currency translation differences – foreign operations | - | (11) | - | (11) |
| Total comprehensive expense for the period | - | (11) | (1,387) | (1,398) |
| Transactions with owners, recorded directly in equity Dividends | - | - | - | - |
| Balance at 30 September 2022 | - | 121 | 2,235 | 2,356 |

Consolidated cash flow statement
for year ended 30 September 2022

| | <i>Note</i> | 2022 £000 | 2021 £000 |
|---|-------------|----------------------------|--------------|
| Cash flows from operating activities | | | |
| (Loss) for the year | | (1,387) | (239) |
| Adjustments for: | | | |
| Depreciation | 7 | 69 | 64 |
| Amortisation | 9 | 5 | 5 |
| Valuation movement | | - | 444 |
| Taxation | 6 | 271 | 117 |
| | | <hr/> | <hr/> |
| | | (1,042) | 391 |
| (Decrease) in trade and other receivables | | (3,321) | (2,203) |
| Increase in trade and other payables | | 5,487 | 2,137 |
| | | <hr/> | <hr/> |
| | | 1,124 | 325 |
| Tax paid | | (30) | (79) |
| | | <hr/> | <hr/> |
| Net cash from operating activities | | 1,094 | 246 |
| | | <hr/> | <hr/> |
| Cash flows from investing activities | | | |
| Valuation movement on investment property | 8 | - | (444) |
| Acquisition of plant, property and equipment | 7 | (32) | (25) |
| Acquisition of intangibles | 9 | - | - |
| | | <hr/> | <hr/> |
| Net cash from investing activities | | (32) | (469) |
| | | <hr/> | <hr/> |
| Net increase/ (decrease) in cash and cash equivalents | | 1,062 | (223) |
| Cash and cash equivalents at 1 October | | 2,450 | 2,673 |
| | | <hr/> | <hr/> |
| Cash and cash equivalents at 30 September | | 3,512 | 2,450 |
| | | <hr/> | <hr/> |

Notes

(forming part of the financial statements)

1 Accounting policies

Frasers Hospitality (UK) Limited (the “Company”) is a company limited by shares and incorporated and domiciled in the UK.

The group financial statements consolidate those of the Company and its subsidiaries (together referred to as the “Group”). The parent company financial statements present information about the Company as a separate entity and not about its group.

These financial statements were prepared in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework (“FRS 101”). In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of international accounting standards in conformity with the requirements of the Companies Act 2006 (“Adopted IFRSs”), but makes amendments where necessary in order to comply with Companies Act 2006 and has set out below where advantage of the FRS 101 disclosure exemptions has been taken. All amounts in the financial statements have been rounded to the nearest £1,000. The Company has elected to prepare its parent company financial statements in accordance with FRS 101; these are presented on pages 33 to 44.

The following Adopted IFRSs have been issued but have not been applied in these financial statements. Their adoption is not expected to have a material effect on the financial statements unless otherwise indicated:

- Amendments to References to the Conceptual Framework in IFRS Standards (effective date to be confirmed).

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

Judgements made by the directors, in the application of these accounting policies that have significant effect on the financial statements and estimates with a significant risk of material adjustment in the next year are discussed in note 18.

1.1. Measurement convention

The financial statements are prepared on the historical cost basis.

1.2. Going concern

The financial statements have been prepared on the going concern basis which the directors believe to be appropriate for the following reasons.

The directors have prepared cash flow forecasts for the Company for a period of at least 12 months from the date of approval of these financial statements (“the going concern assessment period”). The directors have given careful consideration to the current economic environment.

In forming their view the directors have taken into consideration that Frasers Property Limited, the penultimate parent company, has provided a letter of support to the directors of the Company to confirm that it intends, should the need arise, to provide financial and/or other support to the Company, including, if required, not seeking repayment of amounts currently made available (Note 12 - £5,788,000 at 30 September 2022), for the year.

Having performed this assessment, the directors are confident that the Company will have sufficient funds to continue in operational existence by meeting its liabilities as they fall due for payment for at least 12 months from the date of approval of the financial statements and therefore have prepared the financial statements on a going concern basis. As with any entity placing reliance on other group entities for financial support, the Board acknowledge that there can be no certainty that this support will continue although, at the date of approval of these financial statements, they have no reason to believe that it will not do so. As a result, the directors believe that it is appropriate to prepare the financial statements on a going concern basis.

Notes (continued)

1 Accounting policies (continued)

1.3 Basis of consolidation

Subsidiaries

Subsidiaries are entities controlled by the Group. The Group controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. In assessing control, the Group takes into consideration potential voting rights that are currently exercisable. The acquisition date is the date on which control is transferred to the acquirer. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases. Losses applicable to the non-controlling interests in a subsidiary are allocated to the non-controlling interests even if doing so causes the non-controlling interests to have a deficit balance.

Transactions eliminated on consolidation

Intra-group balances and transactions, and any unrealised income and expenses arising from intra-group transactions, are eliminated. Unrealised gains arising from transactions with equity-accounted investees are eliminated against the investment to the extent of the Group's interest in the investee. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

1.4 Foreign currency

Transactions in foreign currencies are translated to the respective functional currencies of Group entities at the foreign exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are retranslated to the functional currency at the foreign exchange rate ruling at that date. Foreign exchange differences arising on translation are recognised in the income statement. Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction.

The assets and liabilities of foreign operations, including goodwill and fair value adjustments arising on consolidation, are translated to the Group's presentational currency, Sterling, at foreign exchange rates ruling at the balance sheet date. The revenues and expenses of foreign operations are translated at an average rate for the year where this rate approximates to the foreign exchange rates ruling at the dates of the transactions.

Exchange differences arising from this translation of foreign operations are reported as an item of other comprehensive income and accumulated in the translation reserve or non-controlling interest, as the case may be. When a foreign operation is disposed of, such that control is lost, the entire accumulated amount in the FCTR, net of amounts previously attributed to non-controlling interests, is recycled to profit or loss as part of the gain or loss on disposal. When the Group disposes of only part of its interest in a subsidiary that includes a foreign operation while still retaining control, the relevant proportion of the accumulated amount is reattributed to non-controlling interests.

1.5 Financial instruments

(i) Recognition and initial measurement

Trade receivables and debt securities issued are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the company becomes a party to the contractual provisions of the instrument.

A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

(ii) Classification and subsequent measurement

Financial assets

(a) Classification

On initial recognition, a financial asset is classified as measured at: amortised cost; FVOCI – debt investment; FVOCI – equity investment; or FVTPL.

Financial assets are not reclassified subsequent to their initial recognition unless the Company changes its business model for managing financial assets in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

Notes (continued)

1 Accounting policies (continued)

1.5 Financial instruments (continued)

A financial asset is measured at amortised cost if it meets both of the following conditions:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A debt investment is measured at FVOCI if it meets both of the following conditions:

- it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI. This election is made on an investment-by-investment basis.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets.

Cash and cash equivalents

Cash and cash equivalents comprise cash balances and call deposits. Bank overdrafts that are repayable on demand and form an integral part of the Company's cash management are included as a component of cash and cash equivalents for the purpose only of the cash flow statement.

(b) Subsequent measurement and gains and losses

Financial assets at FVTPL – these assets (other than derivatives designated as hedging instruments) are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.

Financial assets at amortised cost – These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

Debt investments at FVOCI – these assets are subsequently measured at fair value. Interest income calculated using the effective interest method, foreign exchange gains and losses and impairment are recognised in profit or loss. Other net gains and losses are recognised in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to profit or loss.

Equity investments at FVOCI – these assets are subsequently measured at fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are never reclassified to profit or loss.

Financial liabilities and equity

Financial instruments issued by the Company are treated as equity only to the extent that they meet the following two conditions:

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

Notes (continued)

1 Accounting policies (continued)

1.5 Financial instruments (continued)

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.

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

Intra-group financial instruments

Where the company enters into financial guarantee contracts to guarantee the indebtedness of other companies within its 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.

(iii) Impairment

The company recognises loss allowances for expected credit losses (ECLs) on financial assets measured at amortised cost, debt investments measured at FVOCI and contract assets (as defined in IFRS 15).

The company measures loss allowances at an amount equal to lifetime ECL, except for other debt securities and bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition, which are measured as 12-month ECL.

Loss allowances for trade receivables and contract assets are always measured at an amount equal to lifetime ECL

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECL, the company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the company's historical experience and informed credit assessment and including forward-looking information.

Lifetime ECLs are the ECLs that result from all possible default events over the expected life of a financial instrument.

12-month ECLs are the portion of ECLs that result from default events that are possible within the 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

The maximum period considered when estimating ECLs is the maximum contractual period over which the company is exposed to credit risk.

Measurement of ECLs

ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the company expects to receive). ECLs are discounted at the effective interest rate of the financial asset.

Credit-impaired financial assets

At each reporting date, the company assesses whether financial assets carried at amortised cost and debt securities at FVOCI are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Write-offs

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery.

Notes (continued)

1 Accounting policies (continued)

1.6 Classification of financial instruments issued by the Group

Following the adoption of IAS 32, financial instruments issued by the Group are treated as equity only to the extent that they meet the following two conditions:

- (c) they include no contractual obligations upon the group 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 group; and
- (d) 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.

1.7. Non-derivative financial instruments

Non-derivative financial instruments comprise investments in equity and debt securities, trade and other receivables, cash and cash equivalents, loans and borrowings, and trade and other payables.

Trade and other receivables

Trade and other receivables are recognised initially at fair value. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses.

Trade and other payables

Trade and other payables are recognised initially at fair value. Subsequent to initial recognition they are measured at amortised cost using the effective interest method.

Cash and cash equivalents

Cash and cash equivalents comprise cash balances and call deposits. Bank overdrafts that are repayable on demand and form an integral part of the Group's cash management are included as a component of cash and cash equivalents for the purpose only of the cash flow statement.

Interest-bearing borrowings

Interest-bearing borrowings are recognised initially at fair value less attributable transaction costs. Subsequent to initial recognition, interest-bearing borrowings are stated at amortised cost using the effective interest method, less any impairment losses.

1.8. Investment property

Property under construction or development for future use as an investment property is accounted for using the cost measurement model elected for investment property. When the entity completes the construction or development of a self-constructed investment property this will be carried at fair value.

In applying the fair value model in IAS 40 Investment Property:

- i. investment properties will be held at fair value. Any gains or losses arising from changes in the fair value will be recognised in profit or loss in the period that they arise; and
- ii. no depreciation will be provided in respect of investment properties applying the fair value model.

Any gain or loss arising from a change in fair value will be recognised in profit or loss.

1.9. Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses. Depreciation is charged to the income statement on a straight-line basis over the estimated useful lives of each part of an item of property, plant and equipment. The estimated useful lives are as follows:

Office equipment 33.33%

Depreciation methods, useful lives and residual values are reviewed at each balance sheet date.

Notes (continued)

1 Accounting policies (continued)

1.10. Intangible assets

Intangible assets that are acquired by the Company are stated at cost less accumulated amortisation and less accumulated impairment losses.

Amortisation

Amortisation is charged to the profit and loss account on a straight-line basis over the estimated useful lives of intangible assets unless such lives are indefinite. Intangible assets with an indefinite useful life and goodwill are systematically tested for impairment at each balance sheet date. Other intangible assets are amortised from the date they are available for use. Estimated useful lives are as follows:

- Software costs 5-10 years

1.11. Impairment excluding inventories

Financial assets (including receivables)

A financial asset not carried at fair value through profit or loss is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.

An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate. Interest on the impaired asset continues to be recognised through the unwinding of the discount. When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed through profit or loss.

Non-financial assets

The carrying amounts of the Group's non-financial assets, other than inventories, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit").

An impairment loss is recognised if the carrying amount of an asset or its CGU exceeds its estimated recoverable amount. Impairment losses are recognised in profit or loss.

Impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

1.12. Employee benefits

Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which the company pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution pension plans are recognised as an expense in the income statement in the periods during which services are rendered by employees.

1.13. Revenue

Turnover, which excludes value added tax, represents the income arising from the management of serviced apartments.

Notes (continued)

1 Accounting policies (continued)

1.14. Government Grants

The Group and Company recognise government grants related to income in the period that the expense is incurred.

The Group and Company have adopted to present the income related to government grants as 'other income' in the consolidated statement of profit and loss and other comprehensive income.

1.15. Expenses

Operating lease payments

Payments made under operating leases are recognised in the income statement on a straight-line basis over the term of the lease. Lease incentives received are recognised in the income statement as an integral part of the total lease expense.

Financing income and expenses

Interest income and interest payable is recognised in profit or loss as it accrues, using the effective interest method.

1.16. Taxation

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

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

Deferred tax is provided on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the balance sheet date.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised.

1.17. Leases

Policy applicable from 1 October 2019

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company uses the definition of a lease under IFRS 16. This policy is applied to contracts entered into, on or after 1 October 2019.

As a lessee

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Company by the end of the lease term or the cost of the right-of-use asset reflects that the Company will exercise a purchase option. In that case, the right-of-use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as that of property, plant and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate.

Notes (continued)

1 Accounting policies (continued)

1.17 Leases (continued)

Short-term leases and leases of low-value assets

The Company has elected not to recognise right-of-use assets and lease liabilities for leases of low-value assets and short-term leases, including IT equipment. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

As a lessor

To classify each lease, the Company makes an overall assessment of whether the lease transfers substantially all of the risks and rewards incidental to ownership of the underlying asset. If this is the case, then the lease is a finance lease; if not, then it is an operating lease. As part of this assessment, the Company considers certain indicators such as whether the lease is for the major part of the economic life of the asset.

When the Company is an intermediate lessor, it accounts for its interests in the head lease and the sub-lease separately. It assesses the lease classification of a sub-lease with reference to the right-of-use asset arising from the head lease, not with reference to the underlying asset. If a head lease is a short-term lease to which the Company applies the exemption described above, then it classifies the sub-lease as an operating lease.

The Company recognises lease payments received from investment properties under operating leases as income on a straight-line basis over the lease term.

2 Revenue

Revenue is generated through the rendering of services in relation to the principal activity of the Group.

| | 2022 £000 | 2021 £000 |
|----------------|--------------|--------------|
| United Kingdom | 7,361 | 4,466 |
| France | 1,292 | 208 |
| | <u>8,653</u> | <u>4,674</u> |

3 Other income

| | 2022 £000 | 2021 £000 |
|------------------|--------------|--------------|
| Government Grant | (3) | 224 |

Government grant income received is from the Government's Coronavirus Job Retention Scheme. This allowed the Company to reclaim an element of wages and salaries, social security and pension costs for employees who were furloughed after March 2020.

Notes (continued)

4 Auditors' remuneration

Auditor's remuneration:

| | 2022 £000 | 2021 £000 |
|---|-------------------|-------------------|
| Audit of these financial statements | 16 | 16 |
| Audit of financial statements of subsidiary | 14 | 14 |
| Amounts receivable by the company's auditor and its associates in respect of: | | |
| Other assurance services | - | - |
| Taxation compliance services | 8 | 8 |
| Taxation advisory services | - | - |
| | <u> </u> | <u> </u> |

5 Staff numbers and costs

The average number of persons employed by the group (including directors) during the year, analysed by category, was as follows:

| | Number of employees 2022 | 2021 |
|--------------------------------------|-----------------------------|-------------------|
| Office management and site personnel | 43 | 47 |
| | <u> </u> | <u> </u> |

The aggregate payroll costs of these persons were as follows:

| | 2022 £000 | 2021 £000 |
|---|-------------------|-------------------|
| Wages and salaries | 2,819 | 1,863 |
| Social security costs | 307 | 297 |
| Contributions to defined contribution plans | 111 | 140 |
| | <u> </u> | <u> </u> |
| | 3,237 | 2,300 |
| | <u> </u> | <u> </u> |

The number of directors who had retirement benefits accruing under a defined contributions scheme in the year was one (2021: none).

| | 2022 £000 | 2021 £000 |
|------------------------|-------------------|-------------------|
| Directors' emoluments | 371 | 359 |
| Pensions contributions | 4 | 20 |
| | <u> </u> | <u> </u> |
| | 375 | 379 |
| | <u> </u> | <u> </u> |

The aggregate of remuneration of the highest paid director was £371,00 (2021: £359,000), and Company pension contributions of £4,000 (2021: £20,000) were made to a money purchase scheme on his behalf.

Notes (continued)

5 Staff numbers and costs (continued)

| | Number of directors | |
|--|---------------------|------|
| | 2022 | 2021 |
| Retirement benefits are accruing to the following number of directors under: | | |
| Money purchase schemes | 1 | 1 |

Part of the directors' remuneration package is recharged to a related company to reflect services rendered by the director to that company.

6 Taxation

Recognised in the income statement

| | 2022 £000 | 2021 £000 |
|---|--------------|--------------|
| <i>Current tax expense/(credit)</i> | | |
| Current year | 275 | 143 |
| Current tax expense | 275 | 143 |
| <i>Deferred tax expense</i> | | |
| Origination and reversal of temporary differences | (4) | (26) |
| Deferred tax expense | (4) | (26) |
| Total tax expense/(credit) | 271 | 117 |

Reconciliation of effective tax rate

| | 2021 £000 | 2021 £000 |
|--|--------------|--------------|
| Profit/(Loss) for the year | (1,387) | (239) |
| Total tax expense/(credit) | 271 | 117 |
| Profit/(Loss) excluding taxation | (1,116) | (122) |
| Tax using the UK corporation tax rate of 19% (2021: 19%) | (212) | (23) |
| Permanent differences | 3 | 3 |
| Movement in deferred tax not recognised | - | (47) |
| Adjustments in respect of prior periods | 130 | 129 |
| Group relief surrendered | 352 | - |
| Adjust closing deferred tax to average rate | (2) | 55 |
| Total tax expense/(credit) | 271 | 117 |

A change to the main UK corporation tax rate was announced in the UK Budget on 3 March 2021, and substantively enacted on 24 May 2021. The Budget announced an increase in the Corporation Tax main rate of 19% to 25% with effect from 1 April 2023.

Deferred tax balances are held at the future tax rate of 25% (2021: 25%).

Notes (continued)

7 Property, plant and equipment

| | Office Equipment £000 |
|---|--------------------------------------|
| Cost | |
| Balance at 1 October 2020 | 551 |
| Additions | 25 |
| Disposals | (28) |
| | <hr/> |
| Balance at 30 September 2021 and 1 October 2021 | 548 |
| Additions | 32 |
| Disposals | - |
| | <hr/> |
| Balance at 30 September 2022 | 580 |
| | <hr/> |
| Depreciation and impairment | |
| Balance at 1 October 2020 | 300 |
| Depreciation charge for the year | 64 |
| Disposals | (28) |
| | <hr/> |
| Balance at 30 September 2021 and 1 October 2021 | 336 |
| Depreciation charge for the year | 69 |
| Disposals | - |
| | <hr/> |
| Balance at 30 September 2022 | 405 |
| | <hr/> |
| Net book value | |
| At 1 October 2020 | 251 |
| | <hr/> |
| At 30 September 2021 and 1 October 2021 | 212 |
| | <hr/> |
| At 30 September 2022 | 175 |
| | <hr/> |

8 Investment property

| | Freehold land and buildings £000 | Right of use assets £000 | Total £000 |
|--|---|---|-----------------------|
| Net book value at 30 September 2021 and 1 October 2021 | 1,130 | - | 1,130 |
| Fair value movement | - | - | - |
| | <hr/> | <hr/> | <hr/> |
| Net book value at 30 September 2022 | 1,130 | - | 1,130 |
| | <hr/> | <hr/> | <hr/> |

The Directors consider that there is no difference between the net book value and fair value of investment property held at the period end. No acquisitions have been made in the period.

Notes (continued)

9 Intangible assets

| | £000 |
|----------------------|-----------|
| Opening balance | 25 |
| Additions | - |
| Amortisation | (5) |
| | <hr/> |
| At 30 September 2022 | 20 |
| | <hr/> |

10 Deferred tax assets and liabilities

Recognised deferred tax assets and liabilities

Deferred tax assets and liabilities are attributable to the following:

| | Assets | | Liabilities | |
|--------------------------------|--------------|--------------|--------------|--------------|
| | 2022 £000 | 2021 £000 | 2022 £000 | 2021 £000 |
| Property, plant and equipment | - | - | - | - |
| Other | 114 | 110 | - | - |
| | <hr/> | <hr/> | <hr/> | <hr/> |
| Tax assets / (liabilities) | 114 | 110 | - | - |
| | <hr/> | <hr/> | <hr/> | <hr/> |
| Net tax assets / (liabilities) | 114 | 110 | - | - |
| | <hr/> | <hr/> | <hr/> | <hr/> |

Movement in deferred tax during the current and prior year

| | 1 October 2020 £000 | Recognised in income £000 | 30 September 2021 £000 | Recognised in income £000 | 30 September 2022 £000 |
|-------------------------------|---------------------------|---------------------------------|------------------------------|---------------------------------|------------------------------|
| Property, plant and equipment | - | - | - | - | - |
| Other | 78 | 32 | 110 | 4 | 114 |
| | <hr/> | <hr/> | <hr/> | <hr/> | <hr/> |
| | 78 | 32 | 110 | 4 | 114 |
| | <hr/> | <hr/> | <hr/> | <hr/> | <hr/> |

Unrecognised deferred tax assets

There are no deferred tax assets that have not been recognised.

11 Trade and other receivables

| | 2022 £000 | 2021 £000 |
|-------------------------------------|--------------|--------------|
| Trade receivables | 1,364 | 479 |
| Amounts due from group undertakings | 7,728 | 6,192 |
| Other debtors | 1,141 | 247 |
| Corporation tax | - | 45 |
| Prepayments | 158 | 152 |
| Deferred taxation (note 10) | 114 | 110 |
| | <hr/> | <hr/> |
| | 10,505 | 7,225 |
| | <hr/> | <hr/> |

Amounts due from group undertakings are interest free and repayable on demand and are non- interest bearing.

Notes (continued)

12 Trade and other payables

| | 2022 £000 | 2021 £000 |
|------------------------------------|---------------|--------------|
| Trade payables | 154 | 102 |
| Amounts owed to group undertakings | 5,788 | 4,156 |
| Other payables | 1,151 | 824 |
| Accrued expenses | 3,586 | 2,199 |
| Provisions | 2,100 | - |
| Corporation tax | 207 | 7 |
| | <u>12,986</u> | <u>7,288</u> |

The Company holds a provision in relation to an ongoing arbitration. The provision is based on management's best estimate of the legal costs. However, the final outcome depends on the arbitration proceedings and further provisions may or may not be required.

Amounts owed to group undertakings are interest free and repayable on demand and are non-interest bearing.

13 Employee benefits

Defined contribution plans

The Group operates a number of defined contribution pension plans. The total expense relating to these plans in the current year was £111,000 (2021: £140,000).

14 Capital and reserves

Share capital

| | 2022 £ | 2021 £ |
|---|------------|------------|
| <i>Allotted, called up and fully paid</i> | | |
| 50 'A' ordinary shares of £1 each | 50 | 50 |
| 50 'B' ordinary shares of £1 each | 50 | 50 |
| | <u>100</u> | <u>100</u> |
| Shares classified in shareholders' funds | <u>100</u> | <u>100</u> |

Both classes of ordinary share capital rank *pari passu* for dividend payments and amounts receivable on a winding up. Each share carries the right to one vote.

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company.

Translation reserve

The translation reserve comprises all foreign exchange differences arising since 1 October 2014, the transition date to Adopted IFRSs, from the translation of the financial statements of foreign operations, as well as from the translation of liabilities that hedge the Company's net investment in a foreign subsidiary.

Dividends

The following dividends were recognised during the period £nil (2021: £nil). After the balance sheet date dividends of £nil (2021: £nil) were proposed by the directors. The dividends have not been provided for.

Notes (continued)

15 Financial instruments

(a) Fair values of financial instruments

Fair values

Financial assets and liabilities are measured at amortised cost, and carrying value is considered to be a reasonable approximation to fair value.

(b) Credit risk

Financial risk management

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group's receivables from customers and investment securities.

The Group manages its cash balances centrally and prepares rolling cash flow forecasts to ensure funds are available to meet its secured and unsecured commitments as and when they fall due.

Exposure to credit risk

The maximum exposure to credit risk at the balance sheet date by class of financial instrument was:

| | 2022 £000 | 2021 £000 |
|-------------------|--------------|--------------|
| Trade receivables | 1,364 | 479 |

The concentration of credit risk for trade receivables at the balance sheet date by geographic region was:

| | 2022 £000 | 2021 £000 |
|----------------|--------------|--------------|
| United Kingdom | 1,036 | 470 |
| France | 328 | 9 |

Credit quality of financial assets and impairment losses

The aging of trade receivables at the balance sheet date was:

| | Gross 2022 £000 | Impairment 2022 £000 | Gross 2021 £000 | Impairment 2021 £000 |
|----------------------|-----------------------|----------------------------|-----------------------|----------------------------|
| Not past due | 194 | (1) | 424 | (1) |
| Past due 0-30 days | 993 | (8) | 34 | - |
| Past due 31-120 days | 191 | (5) | 23 | (1) |
| More than 120 days | 698 | (698) | 403 | (403) |
| | 2,076 | (712) | 884 | (405) |

Notes (continued)

15 Financial instruments (continued)

The movement in the allowance for impairment in respect of trade receivables during the year was as follows:

| | 2022 £000 | 2021 £000 |
|----------------------------|--------------|--------------|
| Balance at 1 October | (405) | - |
| Impairment loss recognised | (307) | (405) |
| Impairment loss reversed | - | - |
| | <hr/> | <hr/> |
| Balance at 30 September | (712) | (405) |
| | <hr/> | <hr/> |

(c) Liquidity risk

Financial risk management

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due.

The Group manages its cash balances centrally and prepares rolling cash flow forecasts to ensure funds are available to meet its secured and unsecured commitments as and when they fall due.

The following are the contractual maturities of financial liabilities, including estimated interest payments and excluding the effect of netting agreements:

| 2022 | | | | | | |
|---|----------------------------|--|---------------------------|-------------------------|-------------------------|--------------------------------|
| | Carrying amount £000 | Contract- ual cash flows £000 | 1 year or less £000 | 1 to <2years £000 | 2 to <5years £000 | 5 years and over £000 |
| Non-derivative financial liabilities | | | | | | |
| Amounts owed to group undertakings | 5,788 | 5,788 | 5,788 | - | - | - |
| Trade and other payables | 7,198 | 7,198 | 7,198 | - | - | - |
| | | | | | | |
| | | 12,986 | 12,986 | - | - | - |
| | | | | | | |

| 2021 | | | | | | |
|---|----------------------------|-----------------------------------|---------------------------|-------------------------|-------------------------|--------------------------------|
| | Carrying amount £000 | Contractual cash flows £000 | 1 year or less £000 | 1 to <2years £000 | 2 to <5years £000 | 5 years and over £000 |
| Non-derivative financial liabilities | | | | | | |
| Amounts owed to group undertakings | 4,156 | 4,156 | 4,156 | - | - | - |
| Trade and other payables | 3,132 | 3,132 | 3,132 | - | - | - |
| | | | | | | |
| | | 7,288 | 7,288 | - | - | - |
| | | | | | | |

Notes (continued)

15 Financial instruments (continued)

(d) Market risk

Market risk - Foreign currency risk

Financial risk management

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the Group's income or the value of its holdings of financial instruments

The Group has exposure to foreign currency risk arising from trade and other payables which are denominated in foreign currencies. The Group is not, however, exposed to significant transactional foreign currency risk. The Group's exposure to foreign currency risk is as follows and is based on carrying amounts for monetary financial instruments.

| 30 September 2022 | Sterling £000 | Euro £000 | Total £000 |
|---------------------------|------------------|--------------|---------------|
| Cash and cash equivalents | 2,590 | 922 | 3,512 |
| Trade receivables | 1,036 | 328 | 1,364 |
| Trade payables | (84) | - | (84) |
| | <hr/> | <hr/> | <hr/> |
| Balance sheet exposure | 3,542 | 1,250 | 4,792 |
| | <hr/> | <hr/> | <hr/> |
| 30 September 2021 | Sterling £000 | Euro £000 | Total £000 |
| Cash and cash equivalents | 1,816 | 634 | 2,450 |
| Trade receivables | 470 | 9 | 479 |
| Trade payables | (101) | (1) | (102) |
| | <hr/> | <hr/> | <hr/> |
| Balance sheet exposure | 2,185 | 642 | 2,827 |
| | <hr/> | <hr/> | <hr/> |

Sensitivity analysis

A 10% percent weakening of the following currencies against the pound sterling at 30 September each year end would have increased / (decreased) equity and profit or loss by the amounts shown below. This calculation assumes that the change occurred at the balance sheet date and had been applied to risk exposures existing at that date.

This analysis assumes that all other variables, in particular other exchange rates and interest rates, remain constant. The analysis is performed on the same basis for year ended 30 September 2022.

| | Equity | | Profit or loss | |
|---|--------|------|----------------|------|
| | 2022 | 2021 | 2022 | 2021 |
| | £000 | £000 | £000 | £000 |
| € | (125) | (64) | (125) | (64) |

A 10% percent strengthening of the above currencies against the pound sterling at 30 September would have had the equal but opposite effect on the above currencies to the amounts shown above, on the basis that all other variables remain constant.

Market risk – Interest rate risk

At the balance sheet date the Group had no interest commitments and as a result there is no interest rate risk (2020: none).

Notes (continued)

15 Financial instruments (continued)

(e) Capital management

The Group's objectives when managing capital, which comprises equity and reserves at 30 September 2022 of £2,356,000 (2021: £3,754,000) are to safeguard its ability as a going concern, so that it can continue to provide returns to shareholders and benefits to our other stakeholders.

16 Related parties

The company is a wholly-owned subsidiary of Frasers Hospitality Pte Limited. At the year end, the Group owed a net amount to Frasers Hospitality Pte Limited of £218,000 (2021: £422,000).

Frasers Hospitality Holdings Pte Limited is a limited partner of Frasers Residential Investment Partnership Limited ('FRIP'), and at the year end, the company owed £3,651,000 (2021: £2,035,000) to FRIP.

Frasers St Giles Street Management Limited is a fellow subsidiary of Frasers Hospitality Holdings Pte Limited, and at the year end, the amount owed to Frasers St Giles Street Management Limited was £86,000 (2021: £2,000).

Fairdace Limited is a fellow subsidiary of Frasers Hospitality Holdings Pte Limited. At the year end, the amount owed by Fairdace Limited was £1,170,000 (2021: £1,045,000).

39 QGG Management Limited is a fellow subsidiary of Frasers Hospitality Holdings Pte Limited. At the year end, the company was owed £784,000 (2021: £627,000) by 39 QGG Management Limited.

Frasers Property (UK) Limited is a fellow subsidiary in the group headed by Frasers Property Limited. At the year end the amount owed to Frasers Property (UK) Limited was £105,000 (2021: £105,000).

Frasers Property Limited, Frasers Hospitality (UK) Limited's intermediate parent, was owed an amount of £ nil at the year end (2021: £8,000).

Frasers Hospitality Hamburg Investments Limited ("FHHIL") is a fellow subsidiary in the group headed by Frasers Hospitality Holdings Pte Limited. At the year end the amounts owed from FHHIL was £1,233,000 (2021: £1,310,000).

Frasers Hospitality Frankfurt Investments Limited ('FHFIL') is a fellow subsidiary in the group headed by Frasers Hospitality Holdings Pte Limited. At the year end the amount owed to FHFIL was £739,000 (2021: £730,000).

Frasers Hospitality Berlin Investments Limited ('FHBIL') is a fellow subsidiary in the group headed by Frasers Hospitality Holdings Pte Limited. At the year end the amount owed to FHBIL was £280,000 (2021: £10,000).

FHT Europe Asset Management Limited is a fellow subsidiary in the group headed by TCC Assets Limited. At the year end, the amount owed by FHT Europe Asset Management Limited was £1,000 (2021: £nil).

Notes (continued)

16 Related parties (continued)

FHT London 1 Limited is a fellow subsidiary in the group headed by TCC Assets Limited. At the year end, the amount owed by FHT London 1 Limited was £259,000 (2021: £127,000).

FHT London 2 Limited is a fellow subsidiary in the group headed by TCC Assets Limited. At the year end, the amount owed by FHT London 2 Limited was £291,000 (2021: £100,000).

FHT Scotland 1 Limited is a fellow subsidiary in the group headed by TCC Assets Limited. At the year end, the amount owed by FHT Scotland 1 Limited was £169,000 (2021: £39,000).

FHT Scotland 2 Limited is a fellow subsidiary in the group headed by TCC Assets Limited. At the year end, the amount owed by FHT Scotland 2 Limited was £112,000 (2021: £56,000).

Frasers Hospitality Barcelona Management S.L ('FHB') is a fellow subsidiary in the group headed by Frasers Hospitality Holdings Pte Limited. At the year end the amount owed from FHB was £245,000 (2021: £245,000).

Frasers Hospitality Barcelona Investments ('FHBI') is a fellow subsidiary in the group headed by Frasers Hospitality Holdings Pte Limited. At the year end the amount owed from FHBI was £685,000 (2021: £682,000).

P I Hotel Management Ltd (PIHM) is a fellow subsidiary in the group headed by Frasers Property Limited. At the year end the amount owed from PIHM was £676,000 (2021: £355,000).

Frasers Hospitality Frankfurt GmbH is a fellow subsidiary in the group headed by Frasers Hospitality Holdings Pte Limited. At the year end the amount owed from Frasers Hospitality Frankfurt GmbH was £299,000 (2021: £111,000).

Frasers Hospitality Berlin GmbH is a fellow subsidiary in the group headed by Frasers Hospitality Holdings Pte Limited. At the year end the amount owed from Frasers Hospitality Berlin GmbH was £262,000 (2021: £68,000).

Frasers Hospitality Leipzig GmbH is a fellow subsidiary in the group headed by Frasers Hospitality Holdings Pte Limited. At the year end the amount owed from Frasers Hospitality Leipzig GmbH was £1,266,000 (2021: £1,097,000).

Frasers Hospitality Hamburg GmbH is a fellow subsidiary in the group headed by Frasers Hospitality Holdings Pte Limited. At the year end the amount owed from Frasers Hospitality Hamburg GmbH was £238,000 (2021: £38,000).

Global Link Investments Limited is a fellow subsidiary in the group headed by TCC Assets Limited, and at the year end the amount owed by Global Link Investments Limited was £28,000 (2021: £6,000).

Frasers Property Corporate Services Pte Ltd is a fellow subsidiary in the group headed by Frasers Property Limited. At the year end the amount owed from Frasers Corporate Service Limited was £4,000 (2021: £71,000).

Frasers Management (UK) Limited is a fellow subsidiary in the group headed by Frasers Property Limited. At the year end the amount owed from Frasers Management (UK) Limited was £7,000 (2021: £145,000).

Frasers Hospitality Holdings Pte Ltd is a fellow subsidiary in the group headed by Frasers Property Limited. At the year end the amount owed to Frasers Property Holdings PL was £702,000 (2021: £702,000).

Malmaison Hotel du Vin Brand Services Limited is a fellow subsidiary in the group headed by Frasers Property Limited. At the year end the amount owed from Malmaison Hotel du Vin Brand Services Limited was £11,000 (2021: £211,000).

Notes (continued)

17 Ultimate parent company and parent company of larger group

At the year end, the entire issued share capital of Frasers Hospitality (UK) Limited was owned by Frasers Hospitality Holdings Pte Limited, a company incorporated in Singapore. The company's ultimate parent undertaking is TCC Assets Limited, a company incorporated in Thailand.

The smallest group for which consolidated financial statements are prepared is headed by Frasers Property Limited. Copies of the financial statements of Frasers Property Limited can be obtained from: Frasers Property Limited, 438 Alexandra Road, Alexandra Point, Singapore 119958.

The company's ultimate parent undertaking and controlling party is TCC Assets Limited, a company incorporated and registered in Thailand. The largest group for which consolidated financial statements are prepared is headed by TCC Assets Limited.

18 Accounting estimates and judgements

Key sources of estimation uncertainty

The directors consider the only area of estimation uncertainty in the financial statements is the valuation of investment property. This element of uncertainty is minimised by the Board assessing the valuation of investment property for indicators of impairment each year.


Critical accounting judgements in applying the Company's accounting policies

The directors consider that there are no critical accounting judgements (except for those involving estimates included above).

Company balance sheet
at 30 September 2022

| | Note | 2022 £000 | 2021 £000 |
|--|------|---------------------|---------------------|
| Fixed assets | | | |
| Tangible fixed assets | 21 | 175 | 212 |
| Investment property | 23 | 1,130 | 1,130 |
| Investments | 24 | 26 | 26 |
| Intangible asset | 22 | 20 | 25 |
| | | <u>1,351</u> | <u>1,393</u> |
| Current assets | | | |
| Debtors (including £nil (2021: £nil) due after more than one year) | 25 | 9,171 | 7,042 |
| Cash at bank and in hand | | 2,590 | 1,816 |
| | | <u>11,761</u> | <u>8,858</u> |
| Creditors: amounts falling due within one year | 26 | <u>(11,698)</u> | <u>(6,922)</u> |
| Net current assets | | <u>63</u> | <u>1,936</u> |
| Net assets | | <u><u>1,414</u></u> | <u><u>3,329</u></u> |
| Capital and reserves | | | |
| Called up share capital | 28 | - | - |
| Profit and loss account | | 1,414 | 3,329 |
| Shareholders' funds | | <u><u>1,414</u></u> | <u><u>3,329</u></u> |

These financial statements were approved by the board of directors on 31 May 2023 and were signed on its behalf by:



GFJ Bakker
Director

Company registered number: 04119290

The notes form an integral part of the financial statements.

Company statement of changes in equity

| | Called up share capital £000 | Profit and loss account £000 | Total equity £000 |
|--|---------------------------------------|------------------------------------|----------------------|
| Balance at 1 October 2020 | - | 3,626 | 3,626 |
| Total comprehensive income for the period | | | |
| Loss for the year | - | (297) | (297) |
| | <hr/> | <hr/> | <hr/> |
| Balance at 30 September 2021 | - | 3,329 | 3,329 |
| | <hr/> <hr/> | <hr/> <hr/> | <hr/> <hr/> |

| | Called up share capital £000 | Profit and loss account £000 | Total equity £000 |
|--|---------------------------------------|------------------------------------|----------------------|
| Balance at 1 October 2021 | - | 3,329 | 3,329 |
| Total comprehensive income for the period | | | |
| Loss for the year | - | (1,915) | (1,915) |
| | <hr/> | <hr/> | <hr/> |
| Balance at 30 September 2022 | - | 1,414 | 1,414 |
| | <hr/> <hr/> | <hr/> <hr/> | <hr/> <hr/> |

Notes

(forming part of the financial statements)

19 Accounting policies

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

Basis of preparation

These financial statements were prepared in accordance with Financial Reporting Standard 101 *Reduced Disclosure Framework* ("FRS 101").

In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of International Financial Reporting Standards as adopted by the EU ("Adopted IFRSs"), but makes amendments where necessary in order to comply with Companies Act 2006 and has set out below where advantage of the FRS 101 disclosure exemptions has been taken. The presentation currency of these financial statements is sterling. All amounts in the financial statements have been rounded to the nearest £1,000.

Under section s408 of the Companies Act 2006 the company is exempt from the requirement to present its own profit and loss account.

In these financial statements, the company has applied the exemptions available under FRS 101 in respect of the following disclosures:

- a Cash Flow Statement and related notes;
- Disclosures in respect of transactions with wholly-owned subsidiaries;
- Disclosures in respect of capital management;
- The effects of new but not yet effective IFRSs;
- Disclosures in respect of the compensation of Key Management Personnel; and
- Disclosures of transactions with a management entity that provides key management personnel services to the company.

As the consolidated financial statements include the equivalent disclosures, the Company has also taken the exemptions under FRS 101 available in respect of the following disclosures:

- Certain disclosures required by IFRS 13 *Fair Value Measurement* and the disclosures required by IFRS 7 *Financial Instrument Disclosures*.

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

Judgements made by the directors, in the application of these accounting policies that have significant effect on the financial statements and estimates with a significant risk of material adjustment in the next year are discussed in note 30.

Notes (continued)

19 Accounting policies (continued)

Measurement convention

The financial statements are prepared on the historical cost basis.

Impairment

Financial assets (including trade and other debtors)

A financial asset not carried at fair value through profit or loss is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.

An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount and the present value of estimated future cash flows discounted at the asset's original effective interest rate. For financial instruments measured at cost less impairment an impairment is calculated as the difference between its carrying amount and the best estimate of the amount that the Company would receive for the asset if it were to be sold at the reporting date. Interest on the impaired asset continues to be recognised through the unwinding of the discount. When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed through profit or loss.

Non-financial assets

The carrying amounts of the Company's non-financial assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. For goodwill, and intangible assets that have indefinite useful lives or that are not yet available for use, the recoverable amount is estimated each year at the same time.

The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

An impairment loss is recognised if the carrying amount of an asset or its CGU exceeds its estimated recoverable amount. Impairment losses are recognised in profit or loss.

Impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

Notes (continued)

19 Accounting policies (continued)

Financial instruments

(i) Recognition and initial measurement

Trade receivables and debt securities issued are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the company becomes a party to the contractual provisions of the instrument.

A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

(ii) Classification and subsequent measurement

Financial assets

(c) Classification

On initial recognition, a financial asset is classified as measured at: amortised cost; FVOCI – debt investment; FVOCI – equity investment; or FVTPL.

Financial assets are not reclassified subsequent to their initial recognition unless the Company changes its business model for managing financial assets in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

A financial asset is measured at amortised cost if it meets both of the following conditions:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A debt investment is measured at FVOCI if it meets both of the following conditions:

- it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI. This election is made on an investment-by-investment basis.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets.

Cash and cash equivalents

Cash and cash equivalents comprise cash balances and call deposits. Bank overdrafts that are repayable on demand and form an integral part of the Company's cash management are included as a component of cash and cash equivalents for the purpose only of the cash flow statement.

Notes (continued)

19 Accounting policies (continued)

Financial instruments (continued)

(d) Subsequent measurement and gains and losses

Financial assets at FVTPL - these assets (other than derivatives designated as hedging instruments) are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.

Financial assets at amortised cost - These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

Debt investments at FVOCI - these assets are subsequently measured at fair value. Interest income calculated using the effective interest method, foreign exchange gains and losses and impairment are recognised in profit or loss. Other net gains and losses are recognised in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to profit or loss.

Equity investments at FVOCI - these assets are subsequently measured at fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are never reclassified to profit or loss.

Financial liabilities and equity

Financial instruments issued by the Company are treated as equity only to the extent that they meet the following two conditions:

- (e) 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
- (f) 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.

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

Intra-group financial instruments

Where the company enters into financial guarantee contracts to guarantee the indebtedness of other companies within its 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.

(iii) Impairment

The company recognises loss allowances for expected credit losses (ECLs) on financial assets measured at amortised cost, debt investments measured at FVOCI and contract assets (as defined in IFRS 15).

The company measures loss allowances at an amount equal to lifetime ECL, except for other debt securities and bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition, which are measured as 12-month ECL.

Loss allowances for trade receivables and contract assets are always measured at an amount equal to lifetime ECL

Notes (continued)

19 Accounting policies (continued)

Financial instruments) (continued)

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECL, the company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the company's historical experience and informed credit assessment and including forward-looking information.

Lifetime ECLs are the ECLs that result from all possible default events over the expected life of a financial instrument.

12-month ECLs are the portion of ECLs that result from default events that are possible within the 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

The maximum period considered when estimating ECLs is the maximum contractual period over which the company is exposed to credit risk.

Measurement of ECLs

ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the company expects to receive). ECLs are discounted at the effective interest rate of the financial asset.

Credit-impaired financial assets

At each reporting date, the company assesses whether financial assets carried at amortised cost and debt securities at FVOCI are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Write-offs

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery.

Classification of financial instruments issued by the Company

Following the adoption of IAS 32, 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.

Non-derivative financial instruments

Non-derivative financial instruments comprise investments in equity and debt securities, trade and other debtors, cash and cash equivalents, loans and borrowings, and trade and other creditors.

Trade and other debtors

Trade and other debtors are recognised initially at fair value. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses.

Trade and other creditors

Trade and other creditors are recognised initially at fair value. Subsequent to initial recognition they are measured at amortised cost using the effective interest method.

Notes (continued)

19 Accounting policies (continued)

Intra-group financial instruments

Where the Company enters into financial guarantee contracts to guarantee the indebtedness of other companies within its 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.

Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses.

Depreciation is charged to the income statement on a straight-line basis over the estimated useful lives of each part of an item of property, plant and equipment. The estimated useful lives are as follows:

Office equipment 33.33%

Depreciation methods, useful lives and residual values are reviewed at each balance sheet date.

Intangible assets

Intangible assets that are acquired by the Company are stated at cost less accumulated amortisation and less accumulated impairment losses.

Amortisation

Amortisation is charged to the profit and loss account on a straight-line basis over the estimated useful lives of intangible assets unless such lives are indefinite. Intangible assets with an indefinite useful life and goodwill are systematically tested for impairment at each balance sheet date. Other intangible assets are amortised from the date they are available for use. Estimated useful lives are as follows:

- Software costs 5 - 10 years

Taxation

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

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

Deferred tax is provided on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for: differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the balance sheet date.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised.

20 Remuneration of directors

| | 2022 £000 | 2021 £000 |
|---|--------------|--------------|
| Directors' remuneration | 371 | 359 |
| Company contributions to money purchase pension plans | 4 | 20 |
| | <u>375</u> | <u>379</u> |

The aggregate of remuneration of the highest paid director was £371,000 (2021: £359,000), and Company pension contributions of £4,000 (2021: £20,000) were made to a money purchase scheme on his behalf.

Notes (continued)

20 Remuneration of directors (continued)

| | Number of directors | |
|--|---------------------|------|
| | 2022 | 2021 |
| Retirement benefits are accruing to the following number of directors under: | | |
| Money purchase schemes | 1 | 1 |

Part of the director's remuneration package is recharged to a related company to reflect services rendered by the director to that company.

21 Property, plant and equipment

| | Office Equipment £000 |
|---|-----------------------------|
| Cost | |
| Balance at 1 October 2020 | 551 |
| Additions | 25 |
| Disposals | (28) |
| | <hr/> |
| Balance at 30 September 2021 | 548 |
| | <hr/> |
| Balance at 1 October 2021 | 548 |
| Additions | 32 |
| Disposals | - |
| | <hr/> |
| Balance at 30 September 2022 | 580 |
| | <hr/> |
| Depreciation and impairment | |
| Balance at 1 October 2020 | 300 |
| Depreciation charge for the year | 64 |
| Disposals | (28) |
| | <hr/> |
| Balance at 30 September 2021 | 336 |
| | <hr/> |
| Balance at 1 October 2021 | 336 |
| Depreciation charge for the year | 69 |
| Disposals | - |
| | <hr/> |
| Balance at 30 September 2022 | 405 |
| | <hr/> |
| Net book value | |
| At 1 October 2020 | 251 |
| | <hr/> |
| At 30 September 2021 and 1 October 2021 | 212 |
| | <hr/> |
| At 30 September 2022 | 175 |
| | <hr/> |

Notes (continued)

22 Intangible assets

| | £000 |
|----------------------|-------|
| Opening balance | 25 |
| Additions | - |
| Amortisation | (5) |
| | <hr/> |
| At 30 September 2022 | 20 |
| | <hr/> |

23 Investment property

| | Freehold land and buildings | Right of use assets | Total |
|--|--------------------------------|------------------------|-------|
| | £000 | £000 | £000 |
| Net book value at 30 September 2021 and 1 October 2021 | 1,130 | - | 1,130 |
| Fair value movement | - | - | - |
| | <hr/> | <hr/> | <hr/> |
| Net book value at 30 September 2022 | 1,130 | - | 1,130 |
| | <hr/> | <hr/> | <hr/> |

The Directors consider that there is no difference between the net book value and fair value of investment property held at the period end. No acquisitions have been made in the period.

24 Fixed asset investments

| | Shares in group undertakings £000 |
|--------------------------|---|
| Cost | |
| At beginning of year | 26 |
| | <hr/> |
| At end of year | 26 |
| | <hr/> |
| Net book value | |
| At 1 October 2021 | 26 |
| | <hr/> |
| At end 30 September 2022 | 26 |
| | <hr/> |

The investment is in 100% of the share capital of Société de Gestion Residence la Défense*, a company registered in France, which specialises in the management of serviced apartments. *Registered address: 38 Rue des Mathurins, 75008 Paris, France.

The directors have undertaken an impairment assessment and determined that impairment of £nil is required (2021:nil).

Notes (continued)

25 Debtors

| | 2022 £000 | 2021 £000 |
|------------------------------------|--------------|--------------|
| Trade debtors | 1,036 | 470 |
| Amounts owed by group undertakings | 7,740 | 6,199 |
| Other debtors | 123 | 66 |
| Prepayments | 158 | 152 |
| Corporation tax | - | 45 |
| Deferred tax (note 28) | 114 | 110 |
| | <u>9,171</u> | <u>7,042</u> |

Amounts owed by group undertakings are interest free and repayable on demand and non interest bearing.

26 Creditors: amounts falling due within one year

| | 2022 £000 | 2021 £000 |
|------------------------------------|---------------|--------------|
| Trade creditors | 154 | 101 |
| Amounts owed to group undertakings | 5,788 | 4,165 |
| Other creditors | 910 | 746 |
| Accruals and deferred income | 4,831 | 1,910 |
| Corporation tax | 15 | - |
| | <u>11,698</u> | <u>6,922</u> |

Amounts owed to group undertakings are interest free and repayable on demand and non interest bearing.

27 Deferred tax assets and liabilities

Recognised deferred tax assets and liabilities

Deferred tax assets and liabilities are attributable to the following:

| | Assets | | Liabilities | |
|--------------------------------|--------------|--------------|--------------|--------------|
| | 2022 £000 | 2021 £000 | 2022 £000 | 2021 £000 |
| Property, plant and equipment | - | - | - | - |
| Other | 114 | 110 | - | - |
| | <u>114</u> | <u>110</u> | <u>-</u> | <u>-</u> |
| Tax assets / (liabilities) | 114 | 110 | - | - |
| | <u>114</u> | <u>110</u> | <u>-</u> | <u>-</u> |
| Net tax assets / (liabilities) | 114 | 110 | - | - |

| | 1 October 2020 £000 | Recognised in income £000 | 30 September 2021 £000 | Recognised in income £000 | 30 September 2022 £000 |
|-------------------------------|---------------------------|---------------------------------|---------------------------------|---------------------------------|---------------------------------|
| Property, plant and equipment | - | - | - | - | - |
| Other | 78 | 32 | 110 | 4 | 114 |
| | <u>78</u> | <u>32</u> | <u>110</u> | <u>4</u> | <u>114</u> |

Notes (continued)

28 Called up share capital

Share capital

| | 2022 £ | 2021 £ |
|---|-----------|-----------|
| <i>Allotted, called up and fully paid</i> | | |
| 50 'A' ordinary shares of £1 each | 50 | 50 |
| 50 'B' ordinary shares of £1 each | 50 | 50 |
| | <hr/> 100 | <hr/> 100 |
| | <hr/> | <hr/> |
| Shares classified in shareholders' funds | 100 | 100 |
| | <hr/> | <hr/> |

Both classes of ordinary share capital rank *pari passu* for dividend payments and amounts receivable on a winding up. Each share carries the right to one vote.

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company.

Dividends

The following dividends were recognised during the period £nil (2021: £nil). After the balance sheet date dividends of £nil (2021: £nil) were proposed by the directors. The dividends have not been provided for.

29 Ultimate parent undertaking

At the year end, the entire issued share capital of Frasers Hospitality (UK) Limited was owned by Frasers Hospitality Holdings Pte Limited, a company incorporated in Singapore. The company's ultimate parent undertaking is TCC Assets Limited, a company incorporated in Thailand.

The company's ultimate parent undertaking and controlling party is TCC Assets Limited, a company incorporated and registered in Thailand. The largest group for which consolidated financial statements are prepared is headed by TCC Assets Limited.

30 Accounting estimates and judgements

Key sources of estimation uncertainty

The directors consider the only area of estimation uncertainty in the financial statements is the valuation of investment property. This element of uncertainty is minimised by the Board assessing the valuation of investment property for indicators of impairment each year.

Critical accounting judgements in applying the Company's accounting policies

The directors consider that there are no critical accounting judgements (except for those involving estimates included above).