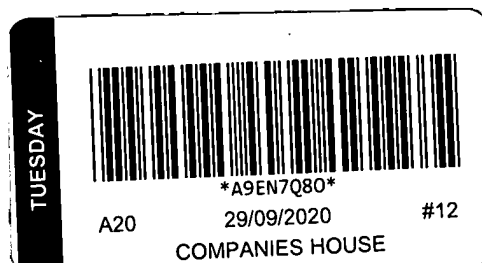


**Urban Splash (South West) Limited**  
**Financial Statements**  
**For the year ended**  
**30 September 2019**



# **Urban Splash (South West) Limited**

## **Financial Statements**

**Year ended 30 September 2019**

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# **Urban Splash (South West) Limited**

## **Officers and Professional Advisers**

<b>The board of directors</b>	Mr. T.P.R. Bloxham M.B.E. Mr. J. M. Falkingham Mr. J.P. Curnuck Mr. S.D. Gawthorpe Mr. N.J. Cornish
<b>Company secretary</b>	Kimberley Jane Essop
<b>Registered number</b>	04160106
<b>Registered office</b>	Timber Wharf 16-22 Worsley Street Castlefield Manchester United Kingdom M15 4LD
<b>Auditor</b>	BDO LLP Statutory auditor Manchester United Kingdom

# **Urban Splash (South West) Limited**

## **Directors' Report**

### **Year ended 30 September 2019**

The directors present their report and the financial statements of the company for the year ended 30 September 2019.

#### **Principal activities**

During a prior year, the company sold its remaining property assets and from that date, ceased to trade.

#### **Directors**

The directors who served the company during the year were as follows:

Mr. T.P.R. Bloxham M.B.E.  
Mr. J. M. Falkingham  
Mr. J.P. Curnuck  
Mr. S.D. Gawthorpe  
Mr. N.J. Cornish

#### **Results and dividends**

The loss for the year amounted to £434,945 (2018: loss of £17,056). The directors have not recommended a dividend (2018: same).

#### **Strategic report**

No separate Strategic Report has been presented as the company is entitled to the small companies exemption.

#### **Events after the end of the reporting period**

On 30 January 2020, the World Health Organisation (WHO) announced COVID-19 as a global health emergency. On 11 March 2020, it announced that COVID-19 was a global pandemic. On 23 March 2020, the UK Government announced a nationwide lockdown.

#### **Going concern**

As a consequence of the sale of the company's property asset in a prior year, the financial statements are prepared on a basis other than going concern. This has no impact on the value of the assets or liabilities on the balance sheet at 30 September 2019.

#### **Directors' responsibilities statement**

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and the profit or loss of the company for that period.

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

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

# Urban Splash (South West) Limited

## Directors' Report *(continued)*

Year ended 30 September 2019

### Directors' responsibilities statement *(continued)*

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

### Auditor

Each of the persons who is a director at the date of approval of this report confirms that:

- so far as they are aware, there is no relevant audit information of which the company's auditor is unaware;
- they have taken all 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; and
- this confirmation is given and should be interpreted in accordance with the provisions of S418 of the Companies Act.

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

### Small company provisions

This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

This report was approved by the board of directors on 24/09/2020 and signed on behalf of the board by:



Mr. J.P. Curnuck  
Director

Registered office:  
Timber Wharf  
16-22 Worsley Street  
Castlefield  
Manchester  
United Kingdom  
M15 4LD

# **Urban Splash (South West) Limited**

## **Independent Auditor's Report to the Member of Urban Splash (South West) Limited**

**Year ended 30 September 2019**

### **Opinion**

We have audited the financial statements of Urban Splash (South West) Limited (the 'company') for the year ended 30 September 2019 which comprise the statement of income and retained earnings, statement of financial position and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 30 September 2019 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

### **Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### **Emphasis of matter - financial statements prepared other than on a going concern basis**

We draw attention to note 3 in the financial statements, which indicates that the financial statements have been prepared on a basis other than that of a going concern. Our opinion is not modified in respect of this matter.

### **Other information**

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

# Urban Splash (South West) Limited

## Independent Auditor's Report to the Member of Urban Splash (South West) Limited *(continued)*

Year ended 30 September 2019

### Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report has been prepared in accordance with applicable legal requirements.

### Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the directors' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the directors' report and from the requirement to prepare a strategic report.

### Responsibilities of directors

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

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

### Auditor's responsibilities for the audit of the financial statements

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

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditor's report.

# **Urban Splash (South West) Limited**

## **Independent Auditor's Report to the Member of Urban Splash (South West) Limited** *(continued)*

**Year ended 30 September 2019**

### **Use of our report**

This report is made solely to the company's member, 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 member 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 member as a body, for our audit work, for this report, or for the opinions we have formed.

BDO LLP

Gary Harding (Senior Statutory Auditor)

For and on behalf of  
BDO LLP  
Statutory auditor  
Manchester  
United Kingdom

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

Date: 25 September 2020



**Urban Splash (South West) Limited**  
**Statement of Income and Retained Earnings**  
**Year ended 30 September 2019**

	<b>Note</b>	<b>2019 £</b>	<b>2018 £</b>
Administrative expenses		(436,309)	(17,540)
<b>Operating loss</b>		<u>(436,309)</u>	<u>(17,540)</u>
Other interest receivable and similar income	<b>5</b>	1,366	486
Interest payable and similar expenses	<b>6</b>	<u>(2)</u>	<u>(2)</u>
<b>Loss before taxation</b>		<u>(434,945)</u>	<u>(17,056)</u>
Tax on loss	<b>7</b>	<u>—</u>	<u>—</u>
<b>Loss for the financial year and total comprehensive income</b>		<u>(434,945)</u>	<u>(17,056)</u>
<b>Retained losses at the start of the year</b>		<u>(4,980,757)</u>	<u>(4,963,701)</u>
<b>Retained losses at the end of the year</b>		<u>(5,415,702)</u>	<u>(4,980,757)</u>

All the activities of the company are from discontinued operations.

The accompanying notes are an integral part of this Statement of Income and Retained Earnings.

The notes on pages 9 to 14 form part of these financial statements.

# Urban Splash (South West) Limited

## Statement of Financial Position

30 September 2019

	Note	2019 £	2018 £
<b>Fixed assets</b>			
Investments	8	2	2
<b>Current assets</b>			
Debtors	9	9,813	141,622
Cash at bank and in hand		26,785	6,275
		<u>36,598</u>	<u>147,897</u>
<b>Creditors: amounts falling due within one year</b>	10	(5,452,301)	(5,128,655)
<b>Net current liabilities</b>		<u>(5,415,703)</u>	<u>(4,980,758)</u>
<b>Total assets less current liabilities</b>		<u>(5,415,701)</u>	<u>(4,980,756)</u>
<b>Net liabilities</b>		<u>(5,415,701)</u>	<u>(4,980,756)</u>
<b>Capital and reserves</b>			
Called up share capital	11	1	1
Profit and loss account	12	(5,415,702)	(4,980,757)
<b>Member deficit</b>		<u>(5,415,701)</u>	<u>(4,980,756)</u>

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime and in accordance with FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

These financial statements were approved by the board of directors and authorised for issue on 24.10.2020, and are signed on behalf of the board by:



Mr. J.P. Curnuck  
Director

Company registration number: 04160106

The notes on pages 9 to 14 form part of these financial statements.

# Urban Splash (South West) Limited

## Notes to the Financial Statements

Year ended 30 September 2019

### 1. General information

The company is a private company limited by shares, registered in England and Wales. The address of the registered office is Timber Wharf, 16-22 Worsley Street, Castlefield, Manchester, M15 4LD, United Kingdom.

### 2. Statement of compliance

These financial statements have been prepared in compliance with Section 1A of FRS 102, 'The Financial Reporting Standard applicable in the UK and the Republic of Ireland'.

### 3. Accounting policies

#### Basis of accounting

The financial statements have been prepared on the historical cost basis.

The financial statements are prepared in sterling, which is the functional currency of the entity.

The company was incorporated in the United Kingdom under the Companies Act.

The principal accounting policies are summarised below, which have been applied consistently throughout the current and preceding years.

#### Going concern

As a consequence of the sale of the company's property assets in a prior year, the company ceased to trade and therefore the financial statements are prepared on a basis other than going concern. The directors' intention is to wind up the company in due course. This has no impact on the value of the assets or liabilities on the balance sheet at 30 September 2019.

#### Disclosure exemptions

The entity satisfies the criteria of being a qualifying entity as defined in FRS 102. Its financial statements are consolidated into the financial statements of Urban Splash Group Holdings Limited which can be obtained publicly. As such, advantage has been taken of the following disclosure exemptions available under paragraph 1.12 of FRS 102:

- (a) No cash flow statement has been presented for the company.
- (b) Disclosures in respect of financial instruments have not been presented.
- (c) Disclosures in respect of the fixed asset and investments movement prior year comparative have not been presented.

Consolidated financial statements are not presented as the company takes advantage of the exemption afforded by Section 400 of the Companies Act 2006, because it is a wholly owned subsidiary of Urban Splash Group Holdings Limited which prepares consolidated financial statements which are publicly available.

#### Judgements and key sources of estimation uncertainty

The preparation of the financial statement requires management to make judgements, estimates and assumptions that may affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. The directors do not consider any estimates or assumption to be "key" warranting disclosure.

# Urban Splash (South West) Limited

## Notes to the Financial Statements *(continued)*

### Year ended 30 September 2019

#### 3. Accounting policies *(continued)*

##### **Taxation**

Corporation tax is provided at amounts expected to be paid using the tax rates and laws that have been enacted or substantively enacted by the statement of financial position date.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the statement of financial position date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the statement of financial position date. Timing differences are differences between the company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

A net deferred tax asset is regarded as recoverable and therefore recognised only when, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted. Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the statement of financial position date that are expected to apply to the reversal of the timing difference. Deferred tax relating to property, plant and equipment measured using the revaluation model and investment property measured at fair value is calculated using the tax rates and allowances that would apply to the disposal of such assets.

Where items recognised in other comprehensive income or equity are chargeable to or deductible for tax purposes, the resulting current or deferred tax expense or income is presented in the same component of comprehensive income or equity as the transaction or other event that resulted in the tax expense or income.

Current tax assets and liabilities are offset only when there is a legally enforceable right to set off the amounts and the group intends either to settle on a net basis or to realise the asset and settle the liability simultaneously. Deferred tax assets and liabilities are offset only if: a) the company has a legally enforceable right to set off current tax assets against current tax liabilities; and b) the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

##### **Investments**

Fixed asset investments are initially recorded at cost, and subsequently stated at cost less any accumulated impairment losses.

# Urban Splash (South West) Limited

## Notes to the Financial Statements *(continued)*

### Year ended 30 September 2019

#### 3. Accounting policies *(continued)*

##### Financial instruments

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the entity after deducting all of its financial liabilities.

Where the contractual obligations of financial instruments (including share capital) are equivalent to a similar debt instrument, those financial instruments are classed as financial liabilities. Financial liabilities are presented as such in the statement of financial position. Finance costs and gains or losses relating to financial liabilities are included in the statement of comprehensive income. Finance costs are calculated so as to produce a constant rate of return on the outstanding liability.

Where the contractual terms of share capital do not have any terms meeting the definition of a financial liability then this is classed as an equity instrument. Dividends and distributions relating to equity instruments are debited direct to equity.

All financial assets and liabilities are initially measured at transaction price (including transaction costs), except for those financial assets classified as at fair value through profit or loss, which are initially measured at fair value, unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future payment discounted at a market rate of interest.

Financial assets are derecognised only when the contractual rights to the cash flows from the financial asset expire or are settled or when the company transfers to another party the financial asset and substantially all of the risks and rewards of ownership of the financial asset.

Financial liabilities are derecognised only when the obligation specified on the contract is discharged, cancelled or expires.

#### 4. Operating profit / (loss)

Deloitte LLP resigned as auditor during the year and BDO LLP were appointed.

Audit fees of the company were borne by another group company, but if recharged, would have amounted to £1,000 (2018: £440).

There were no employees employed by the company during either year. The directors' remuneration was borne by another group company in both years.

#### 5. Other interest receivable and similar income

	2019	2018
	£	£
Interest on cash and cash equivalents	116	30
Interest receivable and similar income	1,250	456
	<u>1,366</u>	<u>486</u>

# Urban Splash (South West) Limited

## Notes to the Financial Statements *(continued)*

### Year ended 30 September 2019

#### 6. Interest payable and similar expenses

	2019 £	2018 £
Other interest payable and similar charges	<u>2</u>	<u>2</u>

#### 7. Tax on loss

##### Reconciliation of tax income

The tax assessed on the loss on ordinary activities for the year is higher than (2018: higher than) the standard rate of corporation tax in the UK of 19% (2018: 19%).

	2019 £	2018 £
Loss on ordinary activities before taxation	(434,945)	(17,056)
Loss on ordinary activities by rate of tax	(82,640)	(3,241)
Creation of tax losses	<u>82,640</u>	<u>3,241</u>
Tax on loss	<u>-</u>	<u>-</u>

##### Factors that may affect future tax income

Finance Act 2016, which was substantively enacted in September 2016, included provisions to reduce the rate of UK corporation tax to 17% with effect from 1 April 2020. Accordingly, as this legislation was substantively enacted by 30 September 2019, unrecognised deferred tax balances have been revalued to the lower rate of 17% in these accounts. Subsequent to the year-end the reduction in the future rate of corporation tax to 17% was repealed, and accordingly, the unrecognised deferred tax asset will be increased in the next financial year.

A deferred tax asset amounting to £1,897,371 (2018: £1,823,430) in respect of £1,188,450 (2018: £1,114,509) for trading losses, plus £708,921 (2018: £708,921) in relation to capital losses has not been recognised because, in the opinion of the directors there will be no suitable taxable profits available in the foreseeable future.

#### 8. Investments

	Shares in group undertakings £
<b>Cost</b>	
At 1 October 2018 and 30 September 2019	<u>2</u>
<b>Impairment</b>	
At 1 October 2018 and 30 September 2019	<u>-</u>
<b>Carrying amount</b>	
At 30 September 2019	<u>2</u>
At 30 September 2018	<u>2</u>

The company's investments are 100% holdings in Urban Splash (South West) Birnbeck Limited and Urban Splash South West (Bridewell) Limited, property development companies incorporated in England which disposed of their only development property assets in prior periods and are now dormant.

# Urban Splash (South West) Limited

## Notes to the Financial Statements *(continued)*

### Year ended 30 September 2019

#### 9. Debtors

	2019	2018
	£	£
Trade debtors	9,142	18,285
Prepayments and accrued income	–	123,337
Other debtors	671	–
	<u>9,813</u>	<u>141,622</u>

#### 10. Creditors: amounts falling due within one year

	2019	2018
	£	£
Payments received on account	5,923	5,925
Amounts owed to group undertakings	5,022,731	533,903
Amounts owed to related parties	–	4,488,827
Accruals and deferred income	423,647	100,000
	<u>5,452,301</u>	<u>5,128,655</u>

On 30 September 2019, the company completed a restructuring of the £4,488,827 loan owed to the shareholders of the ultimate parent company, included in amounts owed to related parties in the prior year.

The debt was novated to another group company, and in consideration for the debt novation, the company now owes the equivalent amount of debt to another group company, which is shown within amounts due to group undertakings, which is non-interest bearing and unsecured.

#### 11. Called up share capital

##### Issued, called up and fully paid

	2019		2018	
	No.	£	No.	£
Ordinary shares of £1 each	<u>1</u>	<u>1</u>	<u>1</u>	<u>1</u>

#### 12. Reserves

Profit and loss account - This reserve records retained earnings and accumulated losses.

#### 13. Contingencies

During a prior year, the ultimate parent company's shareholders purchased all debt and accrued interest due to HSBC plc. All terms and conditions of the facility agreements remain in place, and under these agreements, the company has provided unlimited multilateral guarantees in respect of certain of the group's loan balances. At the year end, the contingent liability in respect of the guarantees was £17,000,000 (2018: £35,916,059).

During the year ended 31 March 2009 a debenture was created by the company to secure all monies due or to become due to HSBC Bank plc, the benefit of which was transferred to the shareholders of the ultimate parent company in a prior year.

# Urban Splash (South West) Limited

## Notes to the Financial Statements *(continued)*

### Year ended 30 September 2019

#### 14. Events after the end of the reporting period

On 30 January 2020, the World Health Organisation (WHO) announced COVID-19 as a global health emergency. On 11 March 2020, it announced that COVID-19 was a global pandemic. On 23 March 2020, the UK Government announced a nationwide lockdown.

#### 15. Related party transactions

As a subsidiary undertaking of Urban Splash Group Holdings Limited (formerly Urban Splash Newco One Limited), the company has taken advantage of the exemption in section 33 of FRS102, from disclosing transactions with other members of the group headed by Urban Splash Group Holdings Limited (formerly Urban Splash Newco One Limited).

Included within amounts owed to related parties in creditors falling due within one year is £nil (2018: £4,488,827) owed to the shareholders of the ultimate parent company.

#### 16. Controlling party

Urban Splash Group Holdings Limited (formerly Urban Splash Newco One Limited), a company incorporated in England, is the ultimate parent company as at 30 September 2019. During the year it acquired 100% of the share capital of Urban Splash Holdings Limited via a share for share exchange. The directors still continue to regard T.P.R. Bloxham M.B.E. as the ultimate controlling party.

Urban Splash Group Holdings Limited (formerly Urban Splash Newco One Limited) is the parent company of the largest and smallest group of which the company is a member and for which financial statements are drawn up. Copies of the financial statements are available from Timber Wharf, 16-22 Worsley Street, Castlefield, Manchester, M15 4LD.