

CANONBURY VILLAS LIMITED

**Company Number 04478844
Company Limited By Guarantee**

**Annual Report and Financial Statements
Year ended 31st December 2018**

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CANONBURY VILLAS LIMITED

Annual report and financial statements for the year ended 31st December 2018

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Directors

Ulf Duddeck
Magali Reyes
Jasper Gilles Teulings
Deirdre Lynn
Steven Jay Warshal

(Resigned 5 October 2018)

Secretary and registered office

Steve Warshal
c/o MHA MacIntyre Hudson, New Bridge Street House, 30-34 New Bridge Street, London, EC4V 6BJ

Company limited by guarantee registration number

04478844

Auditors

MHA MacIntyre Hudson, New Bridge Street House, 30-34 New Bridge Street, London, EC4V 6BJ

Report of the directors for the year ended 31st December 2018

The directors present their report together with the audited financial statements for the year ended 31 December 2018.

Constitution and objects

The organisation is a company limited by guarantee without share capital, incorporated on 5 July 2002.

The company was established under a memorandum of association which established the objects and powers of the company and is governed under its articles of association.

One of the objects of the company is to promote and procure the protection of wildlife and the elimination of damage to the environment of the Earth.

Results and dividends

The income and expenditure account is set out on page 5 and shows the result for the year.

The company is limited by guarantee and cannot pay dividends.

During the period the company received rental income from its investment property. The Company has given its tenant partial waivers of rent, and as a result for the period only £4,000 was receivable.

Principal activity

The principal activity of the company is to own property for investment purposes.

Fixed assets

Movements on fixed assets are shown in note 4 to the accounts.

Directors

The directors of the company during the year and up to the date of this report were as follows:

Ulf Duddeck
Jasper Gilles Teulings
Steven Jay Warshal
Magali Reyes
Deirdre Lynn

(Resigned 5 October 2018)

None of the directors held any beneficial interest in the company.

Directors' responsibilities

The directors are responsible for preparing the Annual 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.

Report of the directors for the year ended 31st December 2018 (continued)

In preparing these 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,
- prepare the financial statements on the going concern basis (unless it is inappropriate to presume that the Company will continue in operation).

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 detection and prevention of fraud and other irregularities.

The directors have confirmed that, so far as they are aware, there is no relevant audit information of which the Company's auditors are unaware, and that they have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

Auditors

MHA MacIntyre Hudson have indicated their willingness to continue in office and offer themselves for re-appointment as such, under Section 485 of the Companies Act 2006.

Small company special provisions

This report has been prepared taking advantage of the small companies exemption of section 415A of the Companies Act 2006.

By order of the board



Steve Warshal

Director

Date: 22 March 2019

Independent auditor's report to the Members of Canonbury Villas Limited (Registered Company 04478844)

Opinion

We have audited the financial statements of Canonbury Villas Limited (the 'company') for the year ended 31 December 2018 which comprise the Income and Expenditure Account, the Statement of Comprehensive Income, the Balance Sheet and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland* (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2018, and of its loss for the year then ended; and
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been properly 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 Financial Reporting Council'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.

Conditions relating to going concern

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

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

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 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 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.

Opinion on other matter 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.

Independent auditors' report to the Members of Canonbury Villas Limited (Registered Company 04478844)

Matters on which we are required to report by exception

In the light of our 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 of 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 set out in the directors' report, 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 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: <https://www.frc.org.uk/Our-Work/Audit/Audit-and-assurance/Standards-and-guidance/Standards-and-guidance-for-auditors/Auditors-responsibilities-for-audit/Description-of-auditors-responsibilities-for-audit.aspx>. This description forms part of our auditor's report.

Use of this report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditors' 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.



Sudhir Singh FCA
Senior Statutory Auditor

For and on behalf of:

MHA MacIntyre Hudson
Chartered Accountants and Statutory Auditor
New Bridge Street House
30 - 34 New Bridge Street
London
EC4V 6BJ

Date: 28 March 2019

Income and expenditure account for the year ended 31st December 2018

	Note	Year ended 31 December 2018	Year ended 31 December 2017
		£	£
Rental Income		4,000	4,000
Administrative costs		(4,327)	(4,146)
Operating deficit		(327)	(146)
Interest Receivable		-	-
Deficit on ordinary activities before taxation		(327)	(146)
Taxation	3	-	-
Deficit for the period		(327)	(146)
Surplus brought forward		778,812	778,958
Retained surplus carried forward	8	778,485	778,812

All amounts relate to continuing activities.

The notes on pages 7 to 9 form part of these financial statements

Statement of comprehensive income for the year ended 31st December 2018

	Year ended 31 December 2018	Year ended 31 December 2017
	£	£
Deficit for the financial period	(327)	(146)
Total recognised gains and losses relating to the period	(327)	(146)

Balance sheet at 31st December 2018

(Company registration no. 04478844)

	Note	31 December 2018	31 December 2017
		£	£
Fixed assets			
Investment property	4	7,000,000	7,000,000
Current Assets			
Cash at bank and in hand		12,139	13,096
		<u>12,139</u>	<u>13,096</u>
Creditors: amounts falling due within one year	5	<u>33,654</u>	<u>34,284</u>
Net current liabilities		(21,515)	(21,188)
Creditors: amounts falling due after more than one year	6	<u>(3,100,000)</u>	<u>(3,100,000)</u>
		<u><u>3,878,485</u></u>	<u><u>3,878,812</u></u>
Reserves			
Revaluation reserve	7	3,100,000	3,100,000
Income and expenditure account	8	<u>778,485</u>	<u>778,812</u>
		<u><u>3,878,485</u></u>	<u><u>3,878,812</u></u>

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime and in accordance with the provisions of FRS102 Section 1A - small entities.

They were approved, and authorised by the Directors on 22 March 2019 and signed on their behalf by:-



Steven Jay Warshal

Director

The notes on pages 7 to 9 form part of these financial statements.

Notes forming part of the financial statements for the year ended 31st December 2018

1 Accounting policies

General information and basis of preparation

Canonbury Villas Ltd is a company limited by guarantee incorporated in England within the United Kingdom. The address of the registered office is given in the company information on the contents page of these financial statements.

The financial statements are presented in sterling which is the functional currency of the company and rounded to the nearest £1.

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and are in accordance with Section 1A of Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (FRS 102) and the Companies Act 2006. Canonbury Villas Ltd meets the definition of a public benefit entity under FRS 102.

The significant accounting policies applied in the preparation of these financial statements are set out below.

Investment property

Investment properties are included in the balance sheet at fair value.

Rental Income

Rental income represents amounts due during the period.

Public Benefit Entity concessionary loans

Public Benefit Entity concessionary loans include those payable to a third party which are interest free or below prevailing market interest rates and are made to advance the objects of the public benefit entity. All loans are measured at the amount received, less impairment.

Financial instruments

The company holds basic financial instruments. The financial assets and financial liabilities of the company are as follows:

Cash at bank - is classified as a basic financial instrument and is measured at fair value.

All other investments are classified as basic financial instruments and held at their face value.

Financial liabilities - the mortgage loan is classified as a concessionary loan, and is measured as noted above.

	Year ended 31 December 2018	Year ended 31 December 2017
	£	£
2. Deficit on ordinary activities before taxation		
This is arrived at after charging :		
Auditors' services - audit	2,580	2,460

The directors of the company receive no emoluments.
There were no employees of the company during the period.

Notes forming part of the financial statements for the year ended 31st December 2018

	31 December 2018	31 December 2017
	£	£
3. Taxation on profit from ordinary activities		
UK corporation tax for the period	-	-
Current tax charge for the period	-	-
The tax assessed for the period is different from the standard rate of corporation tax in the UK. The differences are explained below:		
Loss on ordinary activities before tax	(327)	(146)
Loss on ordinary activities at the standard of corporation tax in the UK of 19%	-	-
Effect of difference in tax rates	-	-
Current tax charge for the period	-	-
There is no deferred tax movement for the period.		
4. Fixed Assets	Freehold land and buildings	Freehold land and buildings
Valuation at beginning of period	7,000,000	7,000,000
Surplus on revaluation	-	-
Valuation at end of period	7,000,000	7,000,000
The property was valued at fair value equating to market value in December 2014 by Richard G Alford BSc MRICS who is a Partner of Copping Joyce Chartered Surveyors. Following a review of current values of similar properties in the local area, in the opinion of the directors there has been no material change in value since that date. The original cost of the property was £3,900,000.		
5. Creditors: amounts falling due within one year		
Accruals and deferred income	4,320	4,950
Other creditors	29,334	29,334
Creditors: amounts falling due within one year	33,654	34,284
6. Creditors: amounts falling due after one year		
Loan	3,100,000	3,100,000

On 18th July 2008 the company borrowed £3,100,000 with a mortgage secured in favour of Stichting Theseus against its freehold property and a fixed and floating charge against all and any of its assets. The loan is repayable in 2023. No interest is payable on the loan. Under FRS 102 these arrangements are considered to represent a public benefit entity concessionary loan.

Notes forming part of the financial statements for the year ended 31st December 2018

	31 December 2018	31 December 2017
	£	£
7. Revaluation reserve		
Reserve at beginning of period	3,100,000	3,100,000
Surplus on revaluation (see Note 4)	-	-
Reserve at end of period	3,100,000	3,100,000
8. Income and expenditure account		
Surplus at beginning of period	778,812	778,958
Deficit for the period	(327)	(146)
Surplus at end of period	778,485	778,812
9. Company limited by guarantee		
The company is limited by guarantee and hence has no share capital.		
There were four guarantors of £1 each as at 31st December 2018.		