

COMPANY REGISTRATION NUMBER 04632931

BRIGHTMAN LIMITED
FINANCIAL STATEMENTS
FOR THE YEAR ENDED
31 MARCH 2014



COHEN ARNOLD
Chartered Accountants & Statutory Auditor
New Burlington House
1075 Finchley Road
London
NW11 0PU

BRIGHTMAN LIMITED
FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH 2014

CONTENTS	PAGES
Officers and Professional Advisers	1
The Report of the Directors	2 to 3
Independent Auditor's Report to the Shareholders	4 to 5
Profit and Loss Account	6
Statement of Total Recognised Gains and Losses	7
Balance sheet	8
Notes to the financial statements	9 to 14
The following pages do not form part of the financial statements	
Detailed Profit and Loss Account	16
Notes to the Detailed Profit and Loss Account	17

BRIGHTMAN LIMITED
OFFICERS AND PROFESSIONAL ADVISERS

THE DIRECTORS

Mr E Englander
Mr J S Englander

COMPANY SECRETARY

Mrs S. Englander

REGISTERED OFFICE

New Burlington House
1075 Finchley Road
London
NW11 0PU

AUDITOR

Cohen Arnold
Chartered Accountants
& Statutory Auditor
New Burlington House
1075 Finchley Road
London
NW11 0PU

BRIGHTMAN LIMITED
THE REPORT OF THE DIRECTORS
YEAR ENDED 31 MARCH 2014

The Directors present their report and the financial statements of the Company for the year ended 31 March 2014.

PRINCIPAL ACTIVITIES AND BUSINESS REVIEW

The Company's principal activity is property investment which remained unchanged during the year and no change is envisaged in the immediate future.

The financial results for the year ended 31 March 2014, are fully reflected in the attached Financial Statements together with the notes thereon.

The Directors do not recommend the payment of a dividend for the year under review.

DIRECTORS

The Directors who served the Company during the year were as follows:

Mr E Englander
Mr J S Englander

The interests of the Directors in the Share Capital of the Parent Undertaking are shown in the Directors' report of that Company.

No Director has a Service Contract with the Company.

RESPONSIBILITIES OF THE DIRECTORS

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 of the profit or loss of the Company for that year.

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;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

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.

DONATIONS

During the year the Company made charitable donations aggregating £180,000 to grant making Charities.

BRIGHTMAN LIMITED
THE REPORT OF THE DIRECTORS (*continued*)
YEAR ENDED 31 MARCH 2014

AUDITOR

Cohen Arnold are deemed to be re-appointed under Section 487(2) of the Companies Act 2006.

Each of the persons who is a Director at the date of approval of this report confirm that:

- so far as each Director is aware, there is no relevant audit information of which the Company's auditor is unaware; and
- each Director has 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.

SMALL COMPANY PROVISIONS

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

Signed by order of the Directors



MRS S. ENGLANDER
Company Secretary

Approved by the Directors on 23 December 2014

BRIGHTMAN LIMITED
INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF
BRIGHTMAN LIMITED
YEAR ENDED 31 MARCH 2014

We have audited the financial statements of Brightman Limited for the year ended 31 March 2014. The financial reporting framework that has been applied in their preparation is applicable law and the Financial Reporting Standard for Smaller Entities (effective April 2008) (United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities).

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

RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITOR

As explained more fully in the Directors' Responsibilities Statement set out on page 2, the Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

SCOPE OF THE AUDIT OF THE FINANCIAL STATEMENTS

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the Company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the Directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

OPINION ON FINANCIAL STATEMENTS

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 March 2014 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

BRIGHTMAN LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF BRIGHTMAN LIMITED (continued)

YEAR ENDED 31 MARCH 2014

OPINION ON OTHER MATTER PRESCRIBED BY THE COMPANIES ACT 2006

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

MATTERS ON WHICH WE ARE REQUIRED TO REPORT BY EXCEPTION

We have nothing to report in respect of the following matters where 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.
- the Directors were not entitled to prepare the financial statements in accordance with the Small Companies regime and take advantage of the Small Companies' exemption in preparing the Directors' report and take advantage of the Small Companies' exemption from the requirement to prepare a Strategic Report.



ASHER STERNLICHT
(Senior Statutory Auditor)

For and on behalf of

COHEN ARNOLD

Chartered Accountants & Statutory Auditor

New Burlington House

1075 Finchley Road

London

NW11 0PU

23 December 2014

BRIGHTMAN LIMITED
PROFIT AND LOSS ACCOUNT
YEAR ENDED 31 MARCH 2014

		2014	2013 (restated)
	Note	£	£
TURNOVER	2	300,855	292,217
Cost of sales		<u>(35,290)</u>	<u>(26,361)</u>
GROSS PROFIT		265,565	265,856
Administrative expenses		(189,308)	(81,708)
Other operating income	3	<u>5,874</u>	<u>5,469</u>
OPERATING PROFIT	4	82,131	189,617
Interest payable and similar charges		<u>(86,814)</u>	<u>(99,973)</u>
(LOSS)/PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		(4,683)	89,644
Tax on (loss)/profit on ordinary activities		<u>—</u>	<u>(21,509)</u>
(LOSS)/PROFIT FOR THE FINANCIAL YEAR		<u>(4,683)</u>	<u>68,135</u>

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

BRIGHTMAN LIMITED
STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES
YEAR ENDED 31 MARCH 2014

	2014	2013 <i>(restated)</i>
	£	£
(Loss)/Profit for the financial year attributable to the shareholders	(4,683)	68,135
Unrealised profit/(loss) on revaluation of certain fixed assets	<u>200,000</u>	<u>(386,842)</u>
Total recognised gains and losses relating to the year	195,317	(318,707)
Prior year adjustment (see note 5)	<u>(686,842)</u>	<u>—</u>
Total gains and losses recognised since the last annual report	<u>(491,525)</u>	<u>(318,707)</u>

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

BRIGHTMAN LIMITED


BALANCE SHEET

31 MARCH 2014

		2014	2013 (restated)
	Note	£	£
FIXED ASSETS			
Tangible assets	6	3,400,000	3,200,000
Investments	7	<u>223,117</u>	<u>223,117</u>
		3,623,117	3,423,117
CURRENT ASSETS			
Debtors	8	273,806	531,560
CREDITORS: Amounts falling due within one year	9	<u>(471,730)</u>	<u>(489,801)</u>
NET CURRENT (LIABILITIES)/ASSETS		<u>(197,924)</u>	<u>41,759</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		3,425,193	3,464,876
CREDITORS: Amounts falling due after more than one year	10	<u>(2,436,250)</u>	<u>(2,671,250)</u>
		<u>988,943</u>	<u>793,626</u>
CAPITAL AND RESERVES			
Called-up equity share capital	12	100	100
Revaluation reserve	13	(486,842)	(686,842)
Profit and loss account	13	<u>1,475,685</u>	<u>1,480,368</u>
SHAREHOLDERS' FUNDS	13	<u>988,943</u>	<u>793,626</u>

These accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and with the Financial Reporting Standard for Smaller Entities (effective April 2008).

These accounts were approved by the Directors and authorised for issue on 23 December 2014 and are signed on their behalf by:



 MR E ENGLANDER
 DIRECTOR

Company Registration Number: 04632931

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

BRIGHTMAN LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH 2014

1. ACCOUNTING POLICIES

Basis of accounting

The financial statements have been prepared under the historical cost convention, modified to include the revaluation of certain fixed assets, and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008).

The Company's investment properties are shown at their market value. This is a change in accounting policy, as these were previously shown at cost.

Turnover

The turnover shown in the profit and loss account represents amounts invoiced during the year, exclusive of Value Added Tax.

Fixed assets

All fixed assets are initially recorded at cost.

Depreciation

In accordance with Statement of Financial Reporting Standard for Small Entities, no depreciation is provided in respect of freehold investment properties. This departure from the requirements of the Companies Act 2006, for all properties to be depreciated, is necessary, as the Directors consider that this Accounting Policy results in the Financial Statements giving a true and fair view.

Investment properties

Investment properties are included in the balance sheet at their market value.

Surpluses and temporary deficits are transferred to the revaluation reserve and on realisation transferred to the Profit and Loss Account as a reserve movement. Deficits which are expected to be permanent are charged to the Profit and Loss Account and subsequent reversals are credited to the Profit and Loss Account in the same way.

Financial instruments

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as either financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities.

Acquisitions and disposals of properties

Acquisitions and disposals are considered to have taken place at the date of legal completion and are included in the financial statements accordingly.

BRIGHTMAN LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH 2014

2. TURNOVER

The turnover of the Company is represented by rents and charges receivable in respect of its investment properties.

The net rental income is comprised as follows:

	2014	2013 <i>(restated)</i>
	£	£
Rents and charges receivable	300,855	292,217
Property outgoings	<u>(35,290)</u>	<u>(26,361)</u>
Net Rental Income	<u>265,565</u>	<u>265,856</u>

3. OTHER OPERATING INCOME

	2014	2013 <i>(restated)</i>
	£	£
Commission receivable	<u>5,874</u>	<u>5,469</u>

4. OPERATING PROFIT

Operating profit is stated after charging:

	2014	2013 <i>(restated)</i>
	£	£
Directors' remuneration	5,700	5,700
Auditor's fees	<u>3,450</u>	<u>700</u>

5. PRIOR YEAR ADJUSTMENT

The prior year adjustment relates to the inclusion of the Company's investment properties at their market value, which were previously shown at cost.

BRIGHTMAN LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH 2014

6. TANGIBLE FIXED ASSETS

	Freehold Properties £
VALUATION	
At 1 April 2013	3,200,000
Revaluation	<u>200,000</u>
At 31 March 2014	<u>3,400,000</u>
NET BOOK VALUE	
At 31 March 2014	<u>3,400,000</u>
At 31 March 2013	<u>3,200,000</u>

In accordance with the Company's stated accounting policy (see Note 1) no depreciation has been provided in respect of the Freehold properties which are held for investment purposes.

The Company's investment properties were valued by the Directors in consultation with a RICS qualified surveyor who is employed by the group.

The Directors are of the opinion that the current open market value of the Company's investment properties is £3.4m. They consider this is a temporary drop in value due to current market conditions and are confident that the properties will increase in value in the foreseeable future.

In the event of the realisation of the Company's investment properties at an amount equal to the valuation recorded in the financial statements, no liability to corporation tax on chargeable gains would arise.

The historical cost of the Freehold Investment Properties is as follows:

	£
At 1 April 2013 and 31 March 2014	3,886,842

7. INVESTMENTS

Investment in Subsidiary Undertaking

	£
COST	
At 1 April 2013 and 31 March 2014	<u>223,117</u>
NET BOOK VALUE	
At 31 March 2014 and 31 March 2013	<u>223,117</u>

BRIGHTMAN LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH 2014

7. INVESTMENTS *(continued)*

The Company holds directly the whole of the issued share capital in Baldwin Street Properties Limited, which is incorporated in Great Britain and registered in England.

The Capital and Reserves attributable to the Company of the Subsidiary Undertaking for which group accounts have not been prepared under the exemption conferred by Section 248(1) Companies Act as at 31 March 2014 are as follows:

	2014	2013 <i>(restated)</i>
	£	£
Aggregate capital and reserves		
Baldwin Street Properties Limited	305,583	143,892
Profit for the year		
Baldwin Street Properties Limited	11,691	100,589

8. DEBTORS

	2014	2013 <i>(restated)</i>
	£	£
Trade debtors	9,001	–
Other debtors	264,805	531,560
	<u>273,806</u>	<u>531,560</u>

Included in Other debtors are amounts aggregating £145,352 due from a related Company, Better Properties Limited, of which one of the Directors of this Company is also a Director. The loan is interest free and is repayable after more than twelve months. In the opinion of the Directors, the loan is fully recoverable.

Better Properties Limited is ultimately controlled by the Trustees of Settlements made by Mr E Englander and Mrs S Englander, the Directors of this Company.

9. CREDITORS: Amounts falling due within one year

	2014	2013 <i>(restated)</i>
	£	£
Bank loans	235,000	235,000
Trade creditors	101,692	101,513
Corporation tax	–	21,515
Other taxation and social security	30,279	28,696
Other creditors	104,759	103,077
	<u>471,730</u>	<u>489,801</u>

BRIGHTMAN LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH 2014

10. CREDITORS: Amounts falling due after more than one year

	2014	2013 (restated)
	£	£
Bank loans	<u>2,436,250</u>	<u>2,671,250</u>

The Bank loan is secured by a legal charge over the Company's investment properties.

11. RELATED PARTY TRANSACTIONS

Multistates Limited has guaranteed this Company's indebtedness in respect of the Bank Loan detailed in Note 10.

Mr E Englander, Mr J S Englander and Mrs B Englander have provided personal guarantees in respect of interest and costs due under the Bank Loan detailed in Note 10.

Additional Related Party information is given in Notes 8 and 14.

12. SHARE CAPITAL

Authorised share capital:

	2014	2013 (restated)
	£	£
100 Ordinary shares of £1 each	<u>100</u>	<u>100</u>

Allotted, called up and fully paid:

	2014		2013 (restated)	
	No	£	No	£
Ordinary shares of £1 each	<u>100</u>	<u>100</u>	<u>100</u>	<u>100</u>

BRIGHTMAN LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH 2014

13. RECONCILIATION OF SHAREHOLDERS' FUNDS AND MOVEMENT ON RESERVES

	Share capital £	Revaluation reserve (restated) £	Profit and loss account £	Total share- holders' funds (restated) £
Balance brought forward as previously reported	100	—	1,480,368	1,480,468
Prior year adjustment (note 5)	—	(686,842)	—	(686,842)
Restated balance as at 1 April 2013	100	(686,842)	1,480,368	793,626
Loss for the year	—	—	(4,683)	(4,683)
Other gains and losses				
- Revaluation of fixed assets	—	200,000	—	200,000
Balance carried forward	100	(486,842)	1,475,685	988,943

14. CONTINGENT LIABILITIES

The Company has guaranteed the borrowing of its Parent Undertaking which aggregated £3.59m at 31 March 2014. The Parent Undertaking has guaranteed the borrowings of this Company which aggregated £2.67m at 31 March 2014.

15. PARENT UNDERTAKING

The Parent Undertaking is Multistates Limited, a Company incorporated in England.

16. CONTROL

The Company is a wholly owned subsidiary of Multistates Limited.

BRIGHTMAN LIMITED
MANAGEMENT INFORMATION
YEAR ENDED 31 MARCH 2014

The following pages do not form part of the statutory financial statements which are the subject of the independent auditor's report on pages 4 to 5.

BRIGHTMAN LIMITED
DETAILED PROFIT AND LOSS ACCOUNT
YEAR ENDED 31 MARCH 2014

	2014		2013 <i>(restated)</i>	
	£	£	£	£
TURNOVER		300,855		292,217
COST OF SALES				
Insurance	(34,564)		(26,361)	
Legal and professional	<u>(726)</u>		<u>—</u>	
		<u>(35,290)</u>		<u>(26,361)</u>
GROSS PROFIT		265,565		265,856
OVERHEADS				
Administrative expenses		<u>(189,308)</u>		<u>(81,708)</u>
		76,257		184,148
OTHER OPERATING INCOME				
Commissions receivable		<u>5,874</u>		<u>5,469</u>
OPERATING PROFIT		82,131		189,617
Interest payable		<u>(86,814)</u>		<u>(99,973)</u>
(LOSS)/PROFIT ON ORDINARY ACTIVITIES		<u>(4,683)</u>		<u>89,644</u>

BRIGHTMAN LIMITED**NOTES TO THE DETAILED PROFIT AND LOSS ACCOUNT****YEAR ENDED 31 MARCH 2014**

	2014	2013
	£	(restated)
		£
ADMINISTRATIVE EXPENSES		
Directors' fees	5,700	5,700
General expenses	158	308
Auditors remuneration	3,450	700
Charitable donations	<u>180,000</u>	<u>75,000</u>
	<u>189,308</u>	<u>81,708</u>