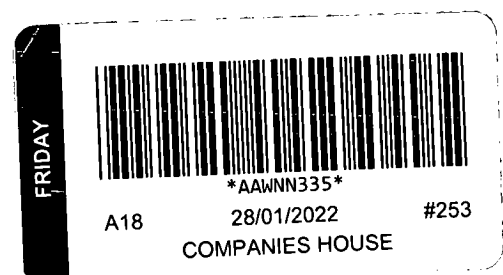


Registered number: 04936525

BALLYMORE LIMITED AND SUBSIDIARIES

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2021



BALLYMORE LIMITED AND SUBSIDIARIES

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BALLYMORE LIMITED AND SUBSIDIARIES

COMPANY INFORMATION

Directors	S. Mulryan J. Mulryan D. Pearson (resigned 1 April 2021) P. Dalton (appointed 1 April 2021)
Company secretary	D. Pearson (resigned 1 April 2021) P. Dalton (appointed 1 April 2021)
Registered number	04936525
Registered office	4th Floor 161 Marsh Wall London E14 9SJ
Independent auditor	KPMG, Chartered Accountants, Statutory Audit Firm 1 Stokes Place St Stephen's Green Dublin 2 Ireland
Solicitors	Howard Kennedy No. 1 London Bridge London SE1 9BG Hogan Lovells International LLP 65 Holborn Viaduct London EC1A 2FG Gowling WLG (UK) LLP 3 Waterhouse Square 142 High Holborn London EC1N 2SW Bryan Cave Leighton Paisner LLP Governor's House 5 Laurence Pountney Hill London EC4R 0BR

BALLYMORE LIMITED AND SUBSIDIARIES

GROUP STRATEGIC REPORT FOR THE YEAR ENDED 31 MARCH 2021

Introduction

The directors present their strategic report for Ballymore Limited ("the Company") and its subsidiaries (together "the Group") for the year ended 31 March 2021.

Business review

The Company is a holding company and the principal activities of its subsidiary undertakings continue to be that of property development and investment. The business conducted by the Group is principally the development and sale of residential properties in London. This consolidated set of financial statements represents a UK based subgroup of a property development group headed by an Irish company, (the "Ballymore Group").

The profit and loss account for the year is set out on page 11.

The profit for the year before tax was £22 million (2020 – £100 million). The prior year profits before tax include the reversal of the provision in a joint venture of £27m, that the directors concluded was no longer required. Further explanation of the results and performance of the Group can be found in the notes to the accounts.

Total revenues of the group headed by Ballymore Limited for the year were £41 million (2020 - £111 million). The decrease in revenue is mainly due to the sale of a property to another company in the wider Ballymore group in the prior year.

During the year, as part of a group reorganisation, certain Group investment properties and related third party debt were sold to a newly incorporated group - Donareed Investments Limited - which is also controlled by Mr S. Mulryan.

The Group has a number of development sites which are expected to be further progressed in 2022.

Principal risks and uncertainties

The directors consider that the principal risks and uncertainties faced by the Group are in the following categories:

Covid-19

The markets that the Group and Company operate within have been impacted by the Covid-19 pandemic. The directors have considered these factors when assessing the recoverability of the Group's and Company's debtors and the directors have concluded that the year end positions appear reasonable.

Capital requirements risk – funding

The Group is largely funding its activities from working capital and from facilities with Allied Irish Banks plc and Investec plc. The Group is currently exploring further financing options including entering into joint venture arrangements and obtaining third party finance for other developments in the medium to longer term.

The principal finance risks to which the Group is exposed are liquidity risk, market risk, and interest rate risks. The Group has adopted a prudent approach to managing those risks through its treasury policy which is to maintain an appropriate capital structure and credit facilities to fund its operations. The Group funding is regularly monitored and assessed by the directors.

BALLYMORE LIMITED AND SUBSIDIARIES

GROUP STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2021

Principal risks and uncertainties (continued)

Other financial risk

Lack of suitable funding either from the Group or providers of finance may affect the availability of development and working capital finance in the property sector as well as impacting prospective property purchasers. The directors work closely with the Group's key stakeholders in order to mitigate the impact of these factors on the Group's financial position.

Each project in the Group has budgetary and financial reporting procedures, supported by appropriate key performance indicators, to manage credit, liquidity and other financial risk. Key performance indicators used by management include turnover, unit completions and profitability per unit.

Cladding

On 10 January 2022, the Secretary of State communicated the UK Governments updated policy position and funding considerations required for remedial works with respect to building safety arising from the use of unsafe cladding and combustible materials in the construction of residential buildings.

The Group supports the actions of the Government both to ensure buildings are safe for people to live in them and to implement the recommendations of the 2018 Independent Review of Building Regulations and the Fire Safety Report.

In response to the changes in legislation and new guidance on building safety issued over the last number of years, to-date and the process is ongoing, the Group has amongst other actions, carried out a detailed review of buildings it has constructed, communicated regularly with affected leaseholders, retained professional advisors, made significant financial commitments, invested and dedicated large numbers of internal resources and carried out remedial works on a number of buildings, while also engaging with all stakeholders to identify a long-term process that will ensure that as far as possible all residential buildings within its portfolio are safe and do not contain unsafe construction building materials.

Economic risk

The house building industry is sensitive to the macroeconomic environment internationally, nationally and regionally which impacts interest rates and world wide consumer confidence. Whilst the housing market in London, where the Group has the largest concentration of its assets, continues to remain stable against regional and overseas markets, worldwide economic conditions including Brexit and the Covid-19 pandemic could impact further on the markets in which the Group operates.

As such, the following represent the primary economic risks to the Group:

- The risk relating to the availability of finance, and ongoing liquidity and interest rate movements having an adverse impact on property markets.
- The risk of unrealistic increases in development and operating costs impacting adversely on competitiveness of the Group.

These risks are managed by due consideration of the interest rate environment, business planning, strict cost control, and management of planning applications.

Regulatory risk

As the Group is engaged in property development, it is therefore subject to extensive and complex laws and regulations relating to planning, development, environment and health and safety. Non compliance can result in delays thereby incurring substantial cost, restricting land development and construction or damaging the Group's reputation.

The Group actively engages with local authorities and regulators with respect to planning policies to ensure that all regulatory compliance criteria are met. Before any third party subcontractors are used, there is due diligence undertaken into their health and safety records along with their best practices and adherence to environmental standards.

BALLYMORE LIMITED AND SUBSIDIARIES

GROUP STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2021

Statement by the directors in performance of their statutory duties in accordance with Section 172(1) Companies Act 2006

The board of directors of Ballymore Limited consider, both individually and together, that they have acted in the way they consider, in good faith, would be most likely to promote the success of the Company for the benefit of its shareholders as a whole (having regard to the stakeholders and matters set out in Section 172 (1) (a-f) of the Act) in the decisions taken during the year ended 31 March 2021. In particular, by reference to the approval of our business plan ('our plan');

- Our plan was designed to have a long-term beneficial impact on the Group and to contribute to its success in delivering good quality, mixed use commercial and residential property developments.
- Our employees are fundamental to the delivery of our plan. We aim to be a responsible employer in our approach to the pay and benefits our employees receive. The health, safety and well-being of our employees is one of our primary considerations in the way we do business.
- Our duty is to provide a safe and secure working environment for all our employees and visitors to our sites.
- Our plan was informed by communicating and listening to our customers. We also aim to act responsibly and fairly in how we engage with our suppliers, and financiers, and how we co-operate with our regulators, all of whom are integral to the successful delivery of our plan.
- Our plan took into account the impact of the Group's operations on the community and environment and our wider societal responsibilities.
- As the Board of Directors, our intention is to behave responsibly and to ensure that management operate the business in a responsible manner. We believe that adopting a high standard of business conduct and governance will contribute to the delivery of our plan. The intention is to enhance our reputation, through the delivery of our plan.
- As the Board of Directors, our intention is to behave responsibly towards our stakeholders and treat them fairly so they too may benefit from the successful delivery of our plan.

This report was approved by the board on 27 January 2022 and signed on its behalf.



P. Dalton
Director

BALLYMORE LIMITED AND SUBSIDIARIES

DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 2021

The directors present their report and the financial statements for the year ended 31 March 2021.

Directors' responsibilities statement

The directors are responsible for preparing the Group strategic report, 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 FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland as applied in accordance with the provisions of Companies Act 2006.

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 profit or loss of the Group 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 judgments and estimates that are reasonable and prudent;
- state whether applicable 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 intend to liquidate the Group or 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 controls 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.

Results and dividends

The profit for the year, after taxation, amounted to £19,958,928 (2020 - £96,964,887).

The profit and loss account for the year is set out on page 11 and further information is provided in the strategic report.

No dividends were declared during the year (2020 - £15,000,000).

Business relationships

The way in which the directors foster the Group's business relationships with suppliers, customers and other stakeholders is covered in the Section 172(1) statement, which is contained within the Group strategic report.

Human rights and the Modern Slavery Act 2015

This report does not contain specific information on human rights issues as this is not considered necessary for an understanding of the development, performance or position of the Group's business. However, the Group as a whole is committed to respecting human rights and will look at the wider group for its supply chain policy approach to human rights.

With the Modern Slavery Act 2015 in force, the Group is concentrating its efforts on transparency in the supply chain from its outsourcing model and has established clear ethical standards for itself and expectations from its suppliers to raise awareness of the legislation.

BALLYMORE LIMITED AND SUBSIDIARIES

DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2021

Directors

The directors who served during the year were:

S. Mulryan
J. Mulryan
D. Pearson (resigned 1 April 2021)

Future developments

The Group has several developments which will be assessed on an on-going basis as to the development life cycle versus underlying economic conditions. These properties are currently stated at the lower of cost and net realisable value and it is anticipated that profits will be recognised at completion or disposal of the relevant assets.

Greenhouse gas emissions, energy consumption and energy efficiency action

The Group's greenhouse gas emissions and energy consumption are as follows:

	2021	2020
Absolute emissions (KgCo2e)	2,136,190	2,745,627
Total energy use (kWh)	-	31,442

The Group's energy consumption reduced following the closing of its marketing suite in the prior year, while absolute emissions decreased during the year due to the reduction of employee travel.

As part of the Group's commitment to being a responsible developer, it continues to review and explore new ways of reducing its energy consumption.

Our methodology

For our SECR disclosure we have used the operational consolidation (control) method as this best reflects the Group's asset arrangements and its influence over energy consumption. We have also included emissions resulting from employee business travel using means of transport not owned or controlled by the Group. We have not included usage or emissions from sites that are let to tenants as these fall outside of the Group's operational control.

We have used DEFRA Environmental Reporting Guidelines and the Greenhouse Gas Protocol to calculate our emissions.

Matters covered in the strategic report

Information concerning risks and financial risk management objectives and policies are given in the Strategic report.

Disclosure of information to auditor

Each of the persons who are directors at the time when this Directors' report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the Company and the Group's auditor is unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company and the Group's auditor is aware of that information.

BALLYMORE LIMITED AND SUBSIDIARIES

**DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2021**

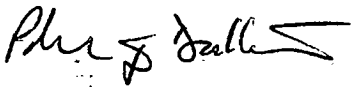
Post balance sheet events

There were no post balance sheet events that would require adjustment to, or disclosure in, these financial statements.

Auditor

The auditor, KPMG, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

This report was approved by the board on 27 January 2022 and signed on its behalf.



P. Dalton
Director



KPMG
Audit
1 Stokes Place
St. Stephen's Green
Dublin 2
D02 DE03
Ireland

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF BALLYMORE LIMITED AND SUBSIDIARIES

Report on the audit of the financial statements

Opinion

We have audited the financial statements of Ballymore Limited ('the Company') and its subsidiaries (together 'the Group'), for the year ended 31 March 2021, which comprise the consolidated profit and loss account, the consolidated balance sheet, the company balance sheet, the consolidated statement of changes in equity, the company statement of changes in equity, the consolidated statement of cash flows and related notes, including the summary of significant accounting policies set out in note 2. The financial reporting framework that has been applied in their preparation is UK Law and FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland*.

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 31 March 2021 and of the Group's profit for the year then ended;
- the financial statements have been properly prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland"; and
- the financial statements 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 Group in accordance with ethical requirements that are relevant to our audit of financial statements in the UK, including the Financial Reporting Council (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.

Conclusions relating to 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 Parent Company or to cease their operations, and as they have concluded that the Group and the Parent 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 and the Company's business model and analysed how those risks might affect the Group and the Company's financial resources or ability to continue operations over the going concern period.

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating 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 a period of at least twelve months from the date when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

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 absence of reference to a material uncertainty in this auditor's report is not a guarantee that the Group or the Parent Company will continue in operation.



INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF BALLYMORE LIMITED AND SUBSIDIARIES (continued)

Detecting irregularities including fraud

We identified the areas of laws and regulations that could reasonably be expected to have a material effect on the financial statements and risks of material misstatement due to fraud, using our understanding of the entity's industry, regulatory environment and other external factors and inquiry with the directors. In addition, our risk assessment procedures included: inquiring with the directors as to the Company's policies and procedures regarding compliance with laws and regulations and prevention and detection of fraud; inquiring whether the directors have knowledge of any actual or suspected non-compliance with laws or regulations or alleged fraud; inspecting the Company's regulatory and legal correspondence; and reading Board minutes.

We discussed identified laws and regulations, fraud risk factors and the need to remain alert among the audit team.

The Company is subject to laws and regulations that directly affect the financial statements including companies and financial reporting legislation and taxation legislation. We assessed the extent of compliance with these laws and regulations as part of our procedures on the related financial statement items, including assessing the financial statement disclosures and agreeing them to supporting documentation when necessary.

Auditing standards limit the required audit procedures to identify non-compliance with these non-direct laws and regulations to inquiry of the directors and other management and inspection of regulatory and legal correspondence, if any. These limited procedures did not identify actual or suspected non-compliance.

We assessed events or conditions that could indicate an incentive or pressure to commit fraud or provide an opportunity to commit fraud. As required by auditing standards, we performed procedures to address the risk of management override of controls. On this audit we do not believe there is a fraud risk related to revenue recognition. We did not identify any additional fraud risks.

In response to risk of fraud, we also performed procedures including: identifying journal entries to test based on risk criteria and comparing the identified entries to supporting documentation; evaluating the business purpose of significant unusual transactions; assessing significant accounting estimates for bias; and assessing the disclosures in the financial statements.

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 (irregularities) 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 remains a higher risk of non-detection of irregularities, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. We are not responsible for preventing non-compliance and cannot be expected to detect non-compliance with all laws and regulations.

Other information

The directors are responsible for the other information presented in the Annual Report together with the financial statements. The other information comprises the information included in the strategic report and directors' report. The financial statements and our auditor's report thereon do not comprise part of the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except as explicitly stated below, any form of assurance conclusion thereon.

Our responsibility is to read the other information 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. Based solely on that work we have not identified material misstatements in the other information.

Based solely on our work on the other information;

- we have not identified material misstatement in the directors' report or the strategic report;
- in our opinion, the information given in the directors' report and the strategic report is consistent with the financial statements;
- in our opinion, the directors' report and the strategic report has been prepared in accordance with the Companies Act 2006.



INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF BALLYMORE LIMITED AND SUBSIDIARIES (continued)

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required to report in respect of the following matters if, in our opinion:

- adequate accounting records have not been kept by the Parent Company, 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 respect of these matters.

Respective responsibilities and restrictions on use

Responsibilities of directors for the financial statements

As explained more fully in the directors' responsibilities statement set out on page 5, the directors are responsible for: the preparation of the financial statements including 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 Group'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 Group 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 fuller description of our responsibilities is provided on the FRC's website at www.frc.org.uk/auditorsresponsibilities.

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

Our 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.

Tom McEvoy (Senior Statutory Auditor)

For and on behalf of

KPMG, Chartered Accountants, Statutory Audit Firm

1 Stokes Place

St Stephen's Green

Dublin 2

Ireland

28 January 2022

BALLYMORE LIMITED AND SUBSIDIARIES

**CONSOLIDATED PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 MARCH 2021**

	Note	2021 £	2020 £
Turnover	4	40,708,093	111,107,847
Cost of sales		(23,205,210)	(32,060,578)
Gross profit		17,502,883	79,047,269
Operating expenses		(17,311,208)	(8,493,755)
(Provision) for impairment of stock		(6,937,673)	(3,161,326)
Other operating income	5	6,464,146	1,060,093
Operating (loss)/profit	6	(281,852)	68,452,281
Group's share of (loss)/profit of joint venture	22	(5,255,315)	24,201,959
Profit/(loss) on sale of investment properties		22,076,433	(34,925)
Interest receivable and similar income	9	5,715,551	7,164,835
Profit before tax		22,254,817	99,784,150
Tax on profit	10	(2,295,889)	(2,819,263)
Profit for the financial year		19,958,928	96,964,887
Profit for the year attributable to:			
Owners of the parent		19,958,928	96,964,887
		19,958,928	96,964,887

The notes on pages 17 to 41 form part of these financial statements.

All amounts relate to continuing operations.

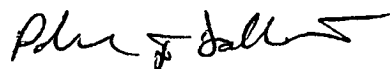
The Group had no other comprehensive income in the financial year or the previous financial year and therefore, no statement of other comprehensive income is provided.

BALLYMORE LIMITED AND SUBSIDIARIES
REGISTERED NUMBER: 04936525

CONSOLIDATED BALANCE SHEET
AS AT 31 MARCH 2021

	Note	2021 £	2020 £
Fixed assets			
Tangible assets	12	305,138	425,425
Investment property	14	4,834,012	14,671,445
		<u>5,139,150</u>	<u>15,096,870</u>
Current assets			
Stocks	15	163,280,121	170,568,136
Debtors: amounts falling due within one year	16	409,029,861	447,736,543
Cash at bank and in hand	17	36,785,994	57,154,926
		<u>609,095,976</u>	<u>675,459,605</u>
Creditors: amounts falling due within one year	18	(320,207,924)	(428,278,499)
Net current assets		<u>288,888,052</u>	<u>247,181,106</u>
Total assets less current liabilities		<u>294,027,202</u>	<u>262,277,976</u>
Creditors: amounts falling due after more than one year	19	(64,600,000)	(58,063,915)
Provisions for liabilities			
Provisions for joint ventures	22	(11,578,826)	(6,324,613)
		<u>(11,578,826)</u>	<u>(6,324,613)</u>
Net assets		<u><u>217,848,376</u></u>	<u><u>197,889,448</u></u>
Capital and reserves			
Called up share capital	23	100,000	100,000
Profit and loss account		217,748,376	197,789,448
Shareholders' funds		<u><u>217,848,376</u></u>	<u><u>197,889,448</u></u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 27 January 2022.



P. Dalton
Director

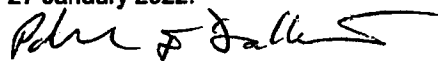
The notes on pages 17 to 41 form part of these financial statements.

BALLYMORE LIMITED AND SUBSIDIARIES
REGISTERED NUMBER: 04936525

COMPANY BALANCE SHEET
AS AT 31 MARCH 2021

	Note	2021 £	2020 £
Fixed assets			
Investments	13	2	44,294,851
		<u>2</u>	<u>44,294,851</u>
Current assets			
Debtors: amounts falling due within one year	16	125,206,374	125,276,636
Cash at bank and in hand	17	10,510	10,548
		<u>125,216,884</u>	<u>125,287,184</u>
Creditors: amounts falling due within one year	18	(119,453,417)	(119,453,771)
Net current assets		<u>5,763,467</u>	<u>5,833,413</u>
Total assets less current liabilities		<u>5,763,469</u>	<u>50,128,264</u>
Net assets		<u><u>5,763,469</u></u>	<u><u>50,128,264</u></u>
Capital and reserves			
Called up share capital	23	100,000	100,000
Profit and loss account		5,663,469	50,028,264
		<u>5,763,469</u>	<u>50,128,264</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 27 January 2022.



P. Dalton
Director

The notes on pages 17 to 41 form part of these financial statements.

BALLYMORE LIMITED AND SUBSIDIARIES

**CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 MARCH 2021**

	Called up share capital	Profit and loss account	Equity attributable to owners of parent Company	Total equity
	£	£	£	£
At 1 April 2020	100,000	197,789,448	197,889,448	197,889,448
Comprehensive income for the year				
Profit for the year	-	19,958,928	19,958,928	19,958,928
Total comprehensive income for the year	-	19,958,928	19,958,928	19,958,928
At 31 March 2021	100,000	217,748,376	217,848,376	217,848,376

The notes on pages 17 to 41 form part of these financial statements.

**CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 MARCH 2020**

	Called up share capital	Profit and loss account	Equity attributable to owners of parent Company	Total equity
	£	£	£	£
At 1 April 2019	100,000	115,824,561	115,924,561	115,924,561
Comprehensive income for the year				
Profit for the year	-	96,964,887	96,964,887	96,964,887
Total comprehensive income for the year	-	96,964,887	96,964,887	96,964,887
Dividends: Equity capital	-	(15,000,000)	(15,000,000)	(15,000,000)
At 31 March 2020	100,000	197,789,448	197,889,448	197,889,448

The notes on pages 17 to 41 form part of these financial statements.

BALLYMORE LIMITED AND SUBSIDIARIES

**COMPANY STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 MARCH 2021**

	Called up share capital	Profit and loss account	Total equity
	£	£	£
At 1 April 2020	100,000	50,028,264	50,128,264
Comprehensive income for the year			
Loss for the year	-	(44,364,795)	(44,364,795)
	<hr/>	<hr/>	<hr/>
Total comprehensive income for the year	-	(44,364,795)	(44,364,795)
	<hr/>	<hr/>	<hr/>
At 31 March 2021	100,000	5,663,469	5,763,469
	<hr/>	<hr/>	<hr/>

The notes on pages 17 to 41 form part of these financial statements.

**COMPANY STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 MARCH 2020**

	Called up share capital	Profit and loss account	Total equity
	£	£	£
At 1 April 2019	100,000	5,678,600	5,778,600
Comprehensive income for the year			
Profit for the year	-	59,349,664	59,349,664
	<hr/>	<hr/>	<hr/>
Total comprehensive income for the year	-	59,349,664	59,349,664
	<hr/>	<hr/>	<hr/>
Contributions by and distributions to owners			
Dividends: Equity capital	-	(15,000,000)	(15,000,000)
	<hr/>	<hr/>	<hr/>
At 31 March 2020	100,000	50,028,264	50,128,264
	<hr/>	<hr/>	<hr/>

The notes on pages 17 to 41 form part of these financial statements.

BALLYMORE LIMITED AND SUBSIDIARIES

**CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 MARCH 2021**

	2021 £	2020 £
Cash flows from operating activities		
Profit for the financial year	19,958,928	96,964,887
Adjustments for:		
Depreciation of tangible assets	118,204	132,475
Impairments of stock	6,937,673	3,161,326
Interest income	(5,715,551)	(7,164,835)
Taxation charge	2,295,889	2,819,263
Decrease in stocks	7,288,015	27,217,040
Decrease/(increase) in debtors	32,487,880	(133,500,238)
(Decrease)/increase in creditors	(102,645,964)	37,612,135
Share of loss/(profit) in joint ventures and associates	5,255,315	(24,201,959)
Corporation tax received/(paid)	5,408,661	(3,362,664)
Net fair value gains recognised in P&L	(4,512,203)	(100,887)
Profit on sale of investment properties	(22,076,433)	-
Net cash used in operating activities	(55,199,586)	(423,457)
Cash flows from investing activities		
Purchase of tangible fixed assets	-	(446,192)
Sale of investment properties	-	844,393
Interest received	156,916	921,526
Transfer from/(to) deposit account > 90 days	39,878,096	(23,436,399)
Net cash generated from/(used in) investing activities	40,035,012	(22,116,672)
Cash flows from financing activities		
New secured loans	101,850	30,183,915
Repayment of loans	-	(2,000,000)
Interest paid	(5,306,208)	(2,443,890)
Net cash (used in)/generated from financing activities	(5,204,358)	25,740,025
Net (decrease)/increase in cash and cash equivalents	(20,368,932)	3,199,896
Cash and cash equivalents at beginning of year	57,154,926	53,955,030
Cash and cash equivalents at the end of year	36,785,994	57,154,926
Cash and cash equivalents at the end of year comprise:		
Cash at bank and in hand	36,785,994	57,154,926

The notes on pages 17 to 41 form part of these financial statements.

BALLYMORE LIMITED AND SUBSIDIARIES

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

1. General information

Ballymore Limited is a company limited by shares and incorporated and domiciled in the UK.

2. Accounting policies

Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The Group's and Company's functional and presentational currency is GBP.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires Group management to exercise judgment in applying the Group's accounting policies (see note 3).

The Company has taken advantage of the exemption allowed under section 408 of the Companies Act 2006 and has not presented its own Profit and loss account in these financial statements.

Parent company disclosure exemptions

In preparing the separate financial statements of the company, advantage has been taken of the following disclosure exemptions available in FRS102:

No cash flow statement has been presented for the parent company.

The following principal accounting policies have been applied:

Basis of consolidation

The consolidated financial statements present the results of the Company and its subsidiaries ("the Group") as if they form a single entity. Intercompany transactions and balances between group companies are therefore eliminated in full.

The consolidated financial statements incorporate the results of business combinations using the purchase method. In the Balance sheet, the acquiree's identifiable assets, liabilities and contingent liabilities are initially recognised at their fair values at the acquisition date. The results of acquired operations are included in the Consolidated profit and loss account from the date on which control is obtained. They are deconsolidated from the date control ceases.

Going concern

The financial statements of the Group and Company are prepared on the going concern basis, which the directors believe to be appropriate.

The directors have assessed the financial and operational requirements of the Group and Company and having undertaken this review, the directors have a reasonable expectation that the Group and Company have adequate resources to fund their operations for the foreseeable future, and in particular for the period of at least 12 months from the date of approval of the financial statements, in line with the financial forecasts. For this reason, they continue to adopt the going concern basis in preparing the financial statements.

BALLYMORE LIMITED AND SUBSIDIARIES

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

2. Accounting policies (continued)

Revenue

Revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. Revenue on property sales is recognised when the sale of a property is legally completed, while revenue from rental income and services rendered is recognised when the service is provided.

Amounts included in revenue but not invoiced by year end are included in accrued income. Where payment has been received in advance of the related service being provided, the amount is included in deferred income and recognised in turnover on provision of the service.

Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

At each reporting date the company assesses whether there is any indication of impairment. If such indication exists, the recoverable amount of the asset is determined which is the higher of its fair value less costs to sell and its value in use. An impairment loss is recognised where the carrying amount exceeds the recoverable amount.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Plant & Machinery	- Over 3 years on a straight line basis to its .. estimated residual value.
Fixtures and fittings	- Between 5% - 50% per annum

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in profit or loss.

BALLYMORE LIMITED AND SUBSIDIARIES

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

2. Accounting policies (continued)

Investment property

Investment properties are properties which are held either to earn rental income or for capital appreciation or both. Investment properties include land interests generating ground rents. The valuation of ground rents depends on the related future rental income stream. Investment properties are recognised initially at cost.

Subsequent to initial recognition, investment properties are held at fair value. Fair value is determined annually by the directors and is derived from the current market rents and investment property yields for comparable real estate, adjusted if necessary for any difference in the nature, location or condition of the specific asset.

Any gains or losses arising from changes in the fair value are recognised in the consolidated profit and loss account in the period that they arise, and no depreciation is provided in respect of investment properties applying the fair value model.

Profits and losses on the sale of investment properties included in the consolidated profit and loss account are calculated as the difference between the net sales proceeds and the carrying value.

Property under construction

Construction in progress comprising investment properties currently being developed, are stated initially at cost and then at fair value determined annually by the directors.

Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

BALLYMORE LIMITED AND SUBSIDIARIES

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

2. Accounting policies (continued)

Stock

Development properties

Development properties are properties acquired for future development and properties on which only initial development has commenced. These are stated at the lower of cost and net realisable value. Net realisable value is defined as the estimated selling price of the completed developments less all further costs to completion and selling costs as estimated by the directors. Cost comprises purchase price and development costs. Costs also includes interest and finance fees which are capitalised from the date of commencement of development until the development is complete. However capitalisation of interest is suspended during extended periods in which active development is interrupted. Interest is calculated by reference to specific borrowings.

Work in progress

Work in progress comprises properties currently being developed stated at the lower of cost and net realisable value. Net realisable value is defined as the current selling price of the completed development less all further costs to completion as estimated by the directors. Cost comprises purchase price and development costs. Costs also include interest and finance fees which are capitalised from the date of commencement of development until the development is completed. However capitalisation of interest is suspended during extended periods in which active development is interrupted. Interest is calculated by reference to specific borrowings.

Work in progress represents costs incurred, net of amounts transferred to cost of sales, less foreseeable losses.

Properties held for resale

Properties held for resale, on which no further development is required, are stated at the lower of cost and net realisable value. Net realisable value is defined as the estimated selling price less all further costs to completion and selling costs as estimated by the directors.

Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

Sales deposits

Deposits received from contracted purchasers, where legal completion of the sale has not yet occurred, are recognised as deferred income in the balance sheet. This income is transferred to the profit and loss account on the date of legal transfer of ownership. Deposits paid by contracted purchasers, which are held in a solicitor's client account until legal transfer of ownership occurs are included within debtors on the balance sheet. Forfeited deposits are included in other income in the period in which the related contracts have been rescinded.

BALLYMORE LIMITED AND SUBSIDIARIES

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

2. Accounting policies (continued)

Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

In the Consolidated statement of cash flows, cash and cash equivalents are shown net of bank overdrafts that are repayable on demand and form an integral part of the Group's cash management.

Financial instruments

The Group only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in ordinary shares.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade debtors and creditors, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However, if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or in case of an out-right short-term loan that is not at market rate, the financial asset or liability is measured, initially at the present value of future cash flows discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the consolidated profit and loss account.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If a financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate of the recoverable amount, which is an approximation of the amount that the Group would receive for the asset if it were to be sold at the balance sheet date.

Financial assets and liabilities are offset and the net amount reported in the balance sheet when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

BALLYMORE LIMITED AND SUBSIDIARIES

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

2. Accounting policies (continued)

Finance costs

Finance costs are charged to profit or loss over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

Interest and finance fees may be capitalised in accordance with the Stock policy.

Dividends

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting.

Operating leases: the Group as lessor

Rental income from operating leases is credited to profit or loss on a straight line basis over the term of the relevant lease.

Amounts paid and payable as an incentive to sign an operating lease are recognised as a reduction to income over the lease term on a straight line basis, unless another systematic basis is representative of the time pattern over which the lessor's benefit from the leased asset is diminished.

Operating leases: the Group as lessee

Rentals paid under operating leases are charged to profit or loss on a straight line basis over the lease term.

Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight line basis over the lease term, unless another systematic basis is representative of the time pattern of the lessee's benefit from the use of the leased asset.

Interest income

Interest income is recognised in profit or loss using the effective interest method.

Expenditure

Expenditure recorded in work in progress is expensed through cost of sales at the time of the related property sale. Operating expenditure in respect of goods and services received is recognised when supplied in accordance with contractual terms.

Provisions for liabilities

Provisions are made where an event has taken place that gives the Group a legal or constructive obligation that probably requires settlement by a transfer of economic benefit, and a reliable estimate can be made of the amount of the obligation.

Provisions are charged as an expense to profit or loss in the year that the Group becomes aware of the obligation, and are measured at the best estimate at the balance sheet date of the expenditure required to settle the obligation, taking into account relevant risks and uncertainties.

When payments are eventually made, they are charged to the provision carried in the balance sheet.

BALLYMORE LIMITED AND SUBSIDIARIES

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

2. Accounting policies (continued)

Current and deferred taxation

Tax is recognised in the Profit and loss account, except that a charge attributable to an item of income or expense recognised as other comprehensive income, or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated based on the expected statutory tax rates, reliefs and allowances applicable in the jurisdictions in which the Group operates. Current tax for the current and prior years, to the extent that it is unpaid, is recognised as a liability in the balance sheet. There are many transactions and calculations during the ordinary course of business, for which the ultimate tax determination is uncertain and the complexity of the tax treatment may be such that the final tax charge may not be determined until a formal resolution has been reached with the relevant tax authority, which may take several years to conclude. The ultimate tax charge may, therefore, be different from that which initially is reflected in the Group's tax charge and provision and any such differences could have a material impact on the Group's income tax charge and consequently financial performance. The determination of the provision for income tax is based on the directors' understanding of the relevant tax law and judgment as to the appropriate tax charge, and the directors believe that all assumptions and estimates used are reasonable and reflective of current tax legislation. Where the final tax charge is different from the amounts that were initially recorded, such differences are recognised in the income tax provision in the period in which such determination is made.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date, except that the recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Pension costs

The Group operates a defined contribution pension plan under which it pays fixed contributions into a separate entity and has no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution pension plans are recognised as an expense in the consolidated profit and loss account in the period during which services are rendered by employees.

3. Judgments in applying accounting policies and key sources of estimation uncertainty

In the process of applying the Group's accounting policies, the key judgments made by management relate to valuation of investment property (note 14), valuation of stock (note 15), recoverability of receivables due from group companies and related parties (note 16) and calculation of accruals (note 18).

BALLYMORE LIMITED AND SUBSIDIARIES

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

4. Turnover

An analysis of turnover by class of business is as follows:

	2021 £	2020 £
Sales of properties	27,009,000	67,000,000
Contracting income, management fees and costs recharged	8,867,155	39,669,020
Rental income	4,831,938	4,438,827
	<u>40,708,093</u>	<u>111,107,847</u>

All turnover arose within the United Kingdom.

5. Other operating income

	2021 £	2020 £
Other operating income	1,951,943	1,060,093
Revaluation of investment properties	4,512,203	-
	<u>6,464,146</u>	<u>1,060,093</u>

Other operating income in both years mainly arose due to the release of accruals made in prior periods which the directors consider are no longer required.

6. Operating (loss)/profit

The operating (loss)/profit is stated after charging:

	2021 £	2020 £
Depreciation of tangible fixed assets	118,204	132,475
Fees payable to the Group's auditor for the audit of the Company's annual financial statements	20,000	20,000
- The audit of subsidiaries of the Company	100,054	257,421
- Taxation compliance and advisory services	789,168	444,318
	<u>927,426</u>	<u>854,214</u>

BALLYMORE LIMITED AND SUBSIDIARIES

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

7. Employees

The average monthly number of employees, including the directors, during the year was as follows:

	2021 No.	2020 No.
Finance and administration	2	2
Operations and other	87	1
	<u>89</u>	<u>3</u>

	2021 £	2020 £
The aggregate payroll costs of employees were:		
Wages and salaries	4,920,341	2,369,198
Social security costs	247,457	309,676
Pension	73,701	24,567
	<u>5,241,499</u>	<u>2,703,441</u>

Wages and salaries includes amounts recharged from related parties.

Company

The Company has no employees (2020 - none).

8. Directors' remuneration

	2021 £	2020 £
Directors' emoluments	<u>2,795,537</u>	<u>1,178,867</u>

The highest paid director received remuneration of £2,483,962 (2020 - £978,867).

This amount includes termination payments arising on the resignation of that Director.

BALLYMORE LIMITED AND SUBSIDIARIES

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

9. Interest receivable and similar income

	2021 £	2020 £
Interest receivable from companies in the wider Ballymore Group	1,794	5,606,877
Interest receivable from related parties (a)	2,712,851	636,432
Bank interest	203,993	752,647
Other interest income	2,796,913	168,879
	<u>5,715,551</u>	<u>7,164,835</u>

	2021 £	2020 £
(a) Interest on loans to related parties		
Bishopsgate Goodsyrd Regeneration Limited	411,612	636,432
Ballymore Properties Management Limited	167,624	-
Leamouth European Capital Limited	2,133,615	-
	<u>2,712,851</u>	<u>636,432</u>

10. Taxation

	2021 £	2020 £
Corporation tax		
Current tax on profits for the year	2,398,023	4,038,934
Adjustments in respect of previous periods	(792,733)	(1,248,948)
Total current tax	<u>1,605,290</u>	<u>2,789,986</u>
Deferred tax		
Origination and reversal of timing differences	690,599	29,277
Total deferred tax	<u>690,599</u>	<u>29,277</u>
Taxation on profit on ordinary activities	<u>2,295,889</u>	<u>2,819,263</u>

BALLYMORE LIMITED AND SUBSIDIARIES

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

10. Taxation (continued)

Factors affecting tax charge for the year

The tax assessed for the year is lower than (2020 - *lower than*) the standard rate of corporation tax in the UK of 19% (2020 - 19%). The differences are explained below:

	2021 £	2020 £
Profit on ordinary activities before tax	22,254,817	99,784,150
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2020 - 19%)	4,228,415	18,958,989
Effects of:		
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment	8,146,172	(698,292)
Adjustments to tax charge in respect of prior periods	(792,733)	(1,248,948)
Other timing differences leading to an increase in taxation	1,852,320	29,277
Book (profit) on chargeable assets	(4,070,496)	(3,494,131)
Capital gains	-	2,498,479
Dividends from UK companies	-	(2,850,000)
Share of partnership profits	(906,109)	(32,156)
Movement in deferred tax not recognised	(2,267,369)	(6,444,544)
Group relief	(4,347,698)	(4,480,904)
Transfer pricing adjustments	453,387	581,493
Total tax charge for the year	2,295,889	2,819,263

Factors that may affect future tax charges

A reduction in the UK corporation tax rate from 19% to 17% with effect from 1 April 2020 received Royal assent on 6 September 2016. However, in the 11 March 2020 Budget it was announced that the UK tax rate will remain at the current 19% and not reduce to 17% from 1 April 2020. Hence the potential, unrecognised, UK deferred tax asset as at 31 March 2021 of £52,563,050 (2020: £54,037,113) has been calculated based on the 19% rate.

In the 3 March 2021 Budget it was announced that the UK tax rate will increase to 25% with effect from 1 April 2023. This will have a consequential effect on the Group's future tax charge. If this rate change had been substantively enacted at the current balance sheet date the deferred tax asset would have increased by £16,598,858.

There are no unprovided deferred tax liabilities.

BALLYMORE LIMITED AND SUBSIDIARIES

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2021**

11. Dividends

	2021	2020
	£	£
Ordinary dividend	-	15,000,000

During the year no dividends were declared. During the prior year, a dividend of £15 million was declared in favour of the immediate parent, Trapol Limited.

12. Tangible fixed assets

Group

	Plant & machinery £	Fixtures and fittings £	Total £
Cost			
At 1 April 2020	442,942	385,844	828,786
Disposals	-	(236,968)	(236,968)
At 31 March 2021	442,942	148,876	591,818
Depreciation			
At 1 April 2020	34,451	368,910	403,361
Charge for the year on owned assets	103,353	14,851	118,204
Disposals	-	(234,885)	(234,885)
At 31 March 2021	137,804	148,876	286,680
Net book value			
At 31 March 2021	305,138	-	305,138
At 31 March 2020	408,491	16,934	425,425

BALLYMORE LIMITED AND SUBSIDIARIES

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

13. Fixed asset investments

Group

The Group's interest in joint ventures comprises the following:

(a) The Group owns 1 Ordinary share of £0.50 in Bishopsgate Goodsynd Regeneration Limited, a property development company, which represents 50% of the issued share capital. The Group's joint venture partner, Hammerson plc, holds the remaining 50% of the equity share capital. The registered office of Bishopsgate Goodsynd Regeneration Limited is King's Place, 90 York Way, London N1 9GE.

(b) The Group holds a 50% interest in Central Regeneration Limited Partnership, a property development entity. The Group's joint venture partner, Merepark, holds the remaining 50% interest and is acting as project manager on the development. The registered office of Central Regeneration Limited Partnership is Old Market Place, Altrincham, Cheshire WA14 4DF.

(c) The Group holds a 50% interest in West Hampstead Square LLP, a property development entity. The Group's joint venture partner, Network Rail Infrastructure Limited, holds the remaining 50% interest. The registered office of West Hampstead Square LLP is 4th Floor, 161 Marsh Wall, London E14 9SJ.

The activity of all the above entities is property development.

The Group has constructive obligations in relation to losses of certain of its joint ventures and therefore, where the share of losses exceeds the cost of the investments, the Group has recognised corresponding provisions (note 22).

BALLYMORE LIMITED AND SUBSIDIARIES

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2021**

13. Fixed asset investments (continued)

Company

	Investments in subsidiary companies £
Cost	
At 1 April 2020	184,410,002
At 31 March 2021	184,410,002
Impairment	
At 1 April 2020	140,115,151
Charge for the period	44,294,849
At 31 March 2021	184,410,000
Net book value	
At 31 March 2021	2
At 31 March 2020	44,294,851

A provision for impairment was recognised during the year due to a reduction in the estimated recoverable amount of certain investment in the Company's subsidiaries.

BALLYMORE LIMITED AND SUBSIDIARIES

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

13. Fixed asset investments (continued)

Subsidiary undertakings

At the year end, the following were subsidiary undertakings of the Company:

Name	Principal activity	Proportion held by company	Proportion held by subsidiary
Ballymore (Battersea Park Road) Limited	Dormant		100%
Ballymore (Bow Paper) Limited	Property development		100%
Ballymore Developments Limited	Investment holding	100%	0%
Ballymore (Hayes) Limited	Property investment		100%
Ballymore Investments Limited	Investment holding	100%	0%
Ballymore (London Arena) Limited	Property development	100%	0%
Ballymore Millharbour Limited	Property investment and development		100%
Ballymore Ontario Limited	Property investment		100%
Ballymore Properties Limited	Investment holding and management services	100%	0%
Ballymore Properties (Thames Royal) Limited	Property development		100%
Ballymore (Wapping) Limited	Property investment and development		100%
Ballymore (Suffolk) Limited (formerly Ballymore Fulham Limited)	Property investment		100%
Boldbury Limited	Dormant		100%
Clearstorm Limited	Property investment and development		100%
Domaine Developments Limited	Property investment and development		100%
Glossover Limited	Dormant		100%
Landor (Dundee Wharf) Limited	Property investment and development		100%
Landor Residential Limited	Property investment		100%
Milltop Limited	Dormant		100%
Monomind Limited	Property investment		100%
Pridebank Limited	Property investment and development		100%
Property Company 2007 Limited	Dormant		100%
RT Group Developments (Snow Hill) Limited	Management services		100%
WHS Developments Limited	Investment holding		100%

All companies were incorporated and operate in the UK having their registered office at 4th Floor, 161 Marsh Wall, London, E14 9SJ.

All shareholdings in subsidiary undertakings consist of ordinary shares.

BALLYMORE LIMITED AND SUBSIDIARIES

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

14. Investment property

Group

	Freehold investment property £	Property under construction £	Total £
Valuation			
At 1 April 2020	14,671,444	1	14,671,445
Additions at cost	649,989	-	649,989
Disposals	(14,999,625)	-	(14,999,625)
Surplus on revaluation	4,512,203	-	4,512,203
At 31 March 2021	4,834,011	1	4,834,012

At 1 April 2020 and 31 March 2021 investment property comprised residential and commercial units.

The investment properties were valued by the directors at a fair value of £4,834,012 on 31 March 2021, mainly by reference to heads of terms agreed for the sale of some of the investment properties. No depreciation is provided.

During the year as part of a group reorganisation, certain Group investment properties were sold to a newly incorporated group - Donareed Investments Limited - which is also controlled by Mr S. Mulryan.

Lease disclosures for the Group's investment properties are given in note 26.

BALLYMORE LIMITED AND SUBSIDIARIES

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

15. Stock

	Group 2021 £	Group 2020 £
Development properties	159,552,419	165,903,045
Properties held	3,727,702	4,665,091
	<u>163,280,121</u>	<u>170,568,136</u>

Borrowing costs capitalised within stock during the year amounted to £5,306,208 (2020: £2,443,890).

Each year, the directors review the carrying value of the Group's stock in the context of current market conditions, and, where necessary, restate these assets at the lower of cost and net realisable value. In determining the realisable value, the directors appraise the eventual financial outcome on each stock item. They consider the various risks associated with development, including planning risk, construction risk and finance risk. They also examine the prudence of the assumptions underlying an appraisal including the timeline to complete, future attributable costs to complete (including planning, construction, marketing and financial costs, where appropriate) and the eventual proceeds the Group can expect to receive from the sale of the stock. On this basis, during the current year the provision against the carrying value of the Group's stock was increased by £6,937,673 (2020 - £3,161,326).

Net realisable value includes significant estimates concerning the timing and quantum of developments, estimated realisable values for developed properties and the cost of construction. There are significant judgments in determining the carrying value of development property and work in progress.

The underlying assumptions used in the estimates may be impacted by matters such as: the state of the general economy, the state of the UK and global property market, the availability of UK mortgage financing, the timing of future sales, the costs of completing the build programme which in turn may be impacted by UK and global raw materials costs and inflation rates.

BALLYMORE LIMITED AND SUBSIDIARIES

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

16. Debtors: amounts falling due within one year

	Group 2021 £	Group 2020 £	Company 2021 £	Company 2020 £
Trade debtors	24,397,338	2,300,100	-	-
Amounts owed by group undertakings (a)	196,988,857	369,681,629	123,861,670	123,863,171
Amounts owed by related parties (b)	169,106,218	2,509,628	1,344,704	1,413,465
Other debtors	4,911,363	3,744,513	-	-
Corporation tax recoverable	4,461,490	10,680,292	-	-
Prepayments and accrued income	606,292	10,383,982	-	-
Bank deposits not accessible within 90 days (c)	8,558,303	48,436,399	-	-
	<u>409,029,861</u>	<u>447,736,543</u>	<u>125,206,374</u>	<u>125,276,636</u>

(a) Amounts owed by group undertakings

Amounts owed by group undertakings are unsecured, interest free and repayable on demand.

Group

The amount of receivables due from undertakings in the wider Ballymore Group (stated net of provisions) at 31 March 2021 is £196,988,857 (2020 - £369,681,629). At 31 March 2021 the gross amount receivable from group undertakings was £234,770,558 (2020 - £373,156,705). Provisions have been made where recoverability of the receivables is doubtful. At 31 March 2021 provisions totalling £37,781,701 (2020 - £3,475,076) have been made against such receivables.

Company

The amount of receivables due from group undertakings (stated net of provisions) is £123,861,670 (2020 - £123,863,171). At 31 March 2021 the gross amount receivable from group undertakings was £123,861,670 (2020 - £123,863,171). Provisions have been made where recoverability of the receivables is doubtful. At 31 March 2021 provisions totalling £Nil (2020 - £Nil) have been made against such receivables.

BALLYMORE LIMITED AND SUBSIDIARIES

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

	2021 £	2020 £
(b) Amounts owed by related parties (Group)		
Bishopsgate Goodsyards Regeneration Limited (i)	39,442,705	38,642,746
Donareed Investments Limited and its subsidiaries (iii)	132,064,124	-
Central Regeneration Limited Partnership (i)	-	4,800,142
Great Eastern Limited Partnership (ii)	2,566,154	464,059
Great Eastern Capital Limited (ii)	3,400	-
West Hampstead Square LLP (i)	692	6,431
Eco World-Ballymore Holding Company Limited and its subsidiaries (iv)	-	63,099
Whistleglade Investments Limited and subsidiaries (iii)	315,369	621,396
Leamouth Capital PLC (iv)	1,415	-
Leamouth Limited Partnership (ii)	-	12,353
Ballymore Deanston Limited (ii)	910,040	524
Johns & Co Real Estate (Services) Limited (v)	-	2,940
Ballymore Ireland Investments Limited (iii)	1,344,704	1,413,465
Provisions against receivables due from related parties	(7,542,385)	(43,633,890)
Directors' loans - S. Mulryan	-	116,363
	169,106,218	2,509,628

(i) Joint ventures of the Group.

(ii) Joint ventures of the wider Ballymore group.

(iii) Whistleglade Investments Limited, Donareed Investments Limited and Ballymore Ireland Investments Limited are controlled by Sean Mulryan.

(iv) Jointly controlled by Sean Mulryan.

(v) Sean Mulryan has significant control over this entity.

Amounts due from related parties are unsecured and repayable on demand. Certain amounts due from related parties are interest bearing.

(c) Amounts held on deposit at 31 March 2021 maturing after 90 days include €1.9 million (2020: €3.4 million) to be used in carrying out remediation works on land owned by the Group.

BALLYMORE LIMITED AND SUBSIDIARIES

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

17. Cash and cash equivalents

	Group 2021 £	Group 2020 £	Company 2021 £	Company 2020 £
Cash at bank and in hand	36,785,994	52,073,208	10,510	10,548
Restricted cash balances	-	5,081,718	-	-
	36,785,994	57,154,926	10,510	10,548

At 31 March 2020 restricted cash represented funds held in escrow in respect of a cost overrun guarantee. These were released during the year following delivery of the Snowhill project within specified cost parameters.

BALLYMORE LIMITED AND SUBSIDIARIES

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

18. Creditors: amounts falling due within one year

	Group 2021 £	Group 2020 £	Company 2021 £	Company 2020 £
Trade creditors	331,166	3,649,792	-	-
Amounts owed to group undertakings	245,553,893	336,643,479	119,452,271	119,452,271
Amounts owed to related parties (a)	2,645,236	5,250,235	-	-
Corporation tax and other taxes	1,654,802	169,054	1,146	1,500
VAT	470,518	3,834,922	-	-
Other creditors	872,820	3,250,891	-	-
Accruals and deferred income	68,679,489	75,480,126	-	-
	320,207,924	428,278,499	119,453,417	119,453,771

Amounts owed to group undertakings are unsecured, interest free and repayable on demand.

Accruals include the directors' best estimate of certain post-completion development obligations in respect of the construction of the Group's property developments that are expected to be incurred in the ordinary course of business. The accruals are based on historical experience of the Group's sites and current site - specific risk but are uncertain in terms of timing and quantity. The directors continually review the utilisation of the accruals bearing in mind that the risks of post-completion development obligations reduce over time.

	2021 £	2020 £
(a) Amounts owed to related parties (Group)		
Whistleglade Investments Limited and subsidiaries (i)	344,250	2,428,813
Bishopsgate Goodsynd Regeneration Limited (ii)	2,236,794	-
Central Regeneration Limited Partnership (ii)	1	1
Bishopsgate Goodsynd Regeneration Limited (ii)	-	2,757,230
Eco World - Ballymore joint venture (iii)	64,191	64,191
	2,645,236	5,250,235

(i) Whistleglade Investments Limited is controlled by Sean Mulryan.

(ii) Joint ventures of the Group.

(iii) Jointly controlled by Sean Mulryan.

Amounts due to related parties are interest free, unsecured and repayable on demand.

BALLYMORE LIMITED AND SUBSIDIARIES

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

19. Creditors: amounts falling due after more than one year

	Group 2021 £	Group 2020 £
Bank loans (Note 20)	58,000,000	58,063,915
Accruals (Note 18)	6,600,000	-
	<u>64,600,000</u>	<u>58,063,915</u>

20. Loans

	Group 2021 £	Group 2020 £
Amounts falling due 2-5 years		
Bank loans	<u>58,000,000</u>	<u>58,063,915</u>

Two of the Group's subsidiaries have entered into a loan finance agreement with Investec Bank Plc. The loan facility of £30 million is repayable on 1 October 2023 and is secured by fixed charges over the property assets of both subsidiaries and by floating charges over other assets, including rights in respect of rental income, contracts and intellectual property. Interest is charged at Libor + 3.9%.

In July 2019, the Group's subsidiary, Ballymore (London Arena) Limited, entered into a loan facility agreement with Allied Irish Banks Plc. The facility allows for funds of up to £30 million to be drawn and was due to terminate in July 2021. However, during the year, the repayment date was extended to July 2022. Interest is charged at Libor + 3.75%. Ballymore (London Arena) Limited granted fixed and floating charges in favour of Allied Irish Banks Plc in respect of this facility over all of its assets. The charge contains a negative pledge restricting the creation of security over, rights to or interest in the company's assets in favour of any other party.

21. Financial instruments

	Group 2021 £	Group 2020 £	Company 2021 £	Company 2020 £
Financial assets				
Financial assets that are debt instruments measured at amortised cost	<u>440,748,073</u>	<u>483,827,195</u>	<u>125,216,884</u>	<u>125,287,184</u>
Financial liabilities				
Financial liabilities measured at amortised cost	<u>(314,003,115)</u>	<u>(406,858,312)</u>	<u>(119,452,271)</u>	<u>(119,452,271)</u>

BALLYMORE LIMITED AND SUBSIDIARIES

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

22. Provisions

Group

	Provision for joint ventures £
At 1 April 2020	6,324,613
Charged to profit or loss	5,254,213
At 31 March 2021	11,578,826

The Group has constructive obligations in relation to losses of certain of its joint ventures and, therefore, where share of losses exceeds the cost of the investments, the Group has recognised corresponding provisions. At year end the joint venture liabilities relate to Bishopsgate Goodsyrd Regeneration Limited and West Hampstead Square LLP.

In the prior year, the Group released provisions of £27 million in relation to the Central Regeneration Limited Partnership joint venture that the directors concluded were no longer required.

23. Share capital

	2021 £	2020 £
Allotted, called up and fully paid		
100,000 (2020 - 100,000) Ordinary shares of £1.00 each	100,000	100,000

24. Contingent liabilities

Provisions and accruals are recognised when an outflow of economic benefits for settlement is probable and the amount can be reliably estimated. It should be understood that, in light of possible future developments, such as: (a) potential notices; (b) possible future settlements; and (c) rulings or judgments in pending lawsuits, certain cases may result in additional liabilities and related costs. At this point in time, we cannot estimate any additional amount of loss or range of loss in excess of the recorded amounts with sufficient certainty to allow such amount or range of amounts to be meaningful. Moreover, if and to the extent that the contingent liabilities materialise, they are typically paid over a number of years and the timing of such payments cannot be predicted with confidence. While the outcome of said notices, cases, claims and disputes cannot be predicted with certainty, we believe, based upon legal advice and information received, that appropriate accruals and provisions have been recognised.

BALLYMORE LIMITED AND SUBSIDIARIES

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

25. Commitments and contingencies

In addition to the details set out in Note 20, the Group has the following commitments and contingencies.

An overage may be payable to the previous owner of the property of one of the Group's subsidiaries, Ballymore Properties (Thames Royal) Limited. At the current time no accrual has been made for any overage payable as the conditions required to trigger the overage have not been met.

26. Operating leases: Leases as lessor

Certain of the Group's investment properties were previously let under operating leases.

At 31 March 2021 the future minimum lease payments due under non-cancellable operating leases were as set out below for each of the following periods:

	Group 2021 £	Group 2020 £
Not later than 1 year	-	385,780
Later than 1 year and not later than 5 years	-	992,989
Later than 5 years	-	1,226,262
	<hr/>	<hr/>
	-	2,605,031
	<hr/>	<hr/>

As outlined in Note 14, the investment properties were sold to a related party during the year.

27. Controlling party and related party transactions

The Company's immediate parent company is Trapol Limited, a company incorporated in Jersey, Channel Islands.

At 31 March 2021 the Company's ultimate parent was Ballymore Properties Limited incorporated in the Republic of Ireland. On 17 September 2021, the Company's ultimate parent changed to Harex Limited, a company incorporated in the Republic of Ireland, which was re-registered as Harex Unlimited Company with effect from 8 November 2021. On 6 December 2021 Harex Unlimited Company changed its name to Eglinford Unlimited Company. The Company was controlled throughout the period by Mr S Mulryan.

The largest group in which the results of the Company were consolidated at 31 March 2021 was that headed by Ballymore Properties Limited.

The Company has availed itself of the exemption available in FRS 102.33.1A from disclosing transactions with Ballymore Properties Limited and its wholly owned subsidiary undertakings. To the extent not disclosed elsewhere in these financial statements, details of related party transactions and balances are set out below:

BALLYMORE LIMITED AND SUBSIDIARIES

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

27. Controlling party and related party transactions (continued)

	2021 £	2020 £
Sales on normal trading terms to:		
West Hampstead Square LLP (i)	-	6,431
Eco World-Ballymore Holding Company Limited and its subsidiaries (ii)	5,983	300,875
Leamouth Limited Partnership (iii)	(31,834)	78,929
Whistleglade Investments Limited and subsidiaries (iv)	-	593,042
Great Eastern Limited Partnership (iii)	2,365,010	3,973,397
Johns & Co Real Estate (Services) Limited (v)	47,398	95,414
	<u> </u>	<u> </u>

(i) Joint venture of the Group.

(ii) Jointly controlled by Sean Mulryan.

(iii) Joint ventures of the wider Ballymore Group.

(iv) Whistleglade Investments Limited is controlled by S. Mulryan.

(v) S. Mulryan has significant control over this entity.

The Group has entered into an agreement with the group headed by Whistleglade Investments Limited for the provision of professional services. During the year, the group headed by Whistleglade Investments Limited charged £3,582,211 (2020 - £5,272,694) for services provided to the Group.

Johns & Co Real Estate (Services) Limited, a related party of which Mr. S. Mulryan is a shareholder, provides letting management services to the Group. In the year, management services charged to the Group amounted to £17,261 (2020 - £27,373).

During the year, one of the Group's residential units was let to a director and one was let to a director's family member. Rental income of £74,974 (2020 - £70,413) was recognised in respect of this .

The directors of the Company are considered to be key management personnel. Total compensation of key management personnel for services to the Group amounted to £2,795,537 (2020 - £1,178,867). Key management personnel compensation for services to the Company was £Nil (2020 - £Nil).

28. Post balance sheet events

There were no post balance sheet events that would require adjustment to, or disclosure in, these financial statements.