

Company Registration No. 05488298 (England and Wales)

LONG TERM REVERSIONS (GLOUCESTER) LIMITED
ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2019



LONG TERM REVERSIONS (GLOUCESTER) LIMITED

CONTENTS

	Page
Balance sheet	1
Notes to the financial statements	2 - 6

LONG TERM REVERSIONS (GLOUCESTER) LIMITED

BALANCE SHEET

AS AT 31 MARCH 2019

	Notes	2019 £	£	2018 £	£
Fixed assets					
Investments	3		3,789,867		3,789,867
Current assets					
Debtors	4	1,244,968		-	
Cash at bank and in hand		4,541,389		3,264,063	
		<u>5,786,357</u>		<u>3,264,063</u>	
Creditors: amounts falling due within one year	5	<u>(5,787,852)</u>		<u>(1,814,282)</u>	
Net current (liabilities)/assets			<u>(1,495)</u>		<u>1,449,781</u>
Total assets less current liabilities			3,788,372		5,239,648
Creditors: amounts falling due after more than one year	6		(67,761,516)		(66,434,808)
Net liabilities			<u>(63,973,144)</u>		<u>(61,195,160)</u>
Capital and reserves					
Called up share capital	7		80,500		80,500
Profit and loss reserves			<u>(64,053,644)</u>		<u>(61,275,660)</u>
Total equity			<u>(63,973,144)</u>		<u>(61,195,160)</u>

The directors of the company have elected not to include a copy of the profit and loss account within the financial statements.

These financial statements have been prepared and delivered in accordance with the provisions applicable to companies subject to the small companies regime.

The financial statements were approved by the board of directors and authorised for issue on 13/12/19 and are signed on its behalf by:

.....
P DeVigne
Director

Company Registration No. 05488298

LONG TERM REVERSIONS (GLOUCESTER) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2019

1 Accounting policies

Company information

Long Term Reversions (Gloucester) Limited is a private company limited by shares incorporated in England and Wales. The registered office is 7 Nelson Street, Southend-on-Sea, Essex, SS1 1EH.

1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared on the historical cost convention. The principal accounting policies adopted are set out below.

This company is a qualifying entity for the purposes of FRS 102, being a member of a group where the parent of that group prepares publicly available consolidated financial statements, including this company, which are intended to give a true and fair view of the assets, liabilities, financial position and profit or loss of the group. The company has therefore taken advantage of exemptions from the following disclosure requirements:

- Section 4 'Statement of Financial Position' – Reconciliation of the opening and closing number of shares;
- Section 7 'Statement of Cash Flows' – Presentation of a statement of cash flow and related notes and disclosures;
- Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instrument Issues' – Carrying amounts, interest income/expense and net gains/losses for each category of financial instrument; basis of determining fair values; details of collateral, loan defaults or breaches, details of hedges, hedging fair value changes recognised in profit or loss and in other comprehensive income;
- Section 26 'Share based Payment' – Share-based payment expense charged to profit or loss, reconciliation of opening and closing number and weighted average exercise price of share options, how the fair value of options granted was measured, measurement and carrying amount of liabilities for cash-settled share-based payments, explanation of modifications to arrangements;
- Section 33 'Related Party Disclosures' – Compensation for key management personnel.

The financial statements of the company are consolidated in the financial statements of Regis Group (Holdings) Limited. These consolidated financial statements are available from its registered office, 7 Nelson Street, Southend-on-Sea, Essex, SS1 1EH.

1.2 Going concern

The financial statements have been prepared on a going concern basis which is dependant upon the continued availability of the long term bank loan facility. The company has the continued support of group companies.

1.3 Fixed asset investments

Interests in subsidiaries, associates and jointly controlled entities are initially measured at cost and subsequently measured at cost less any accumulated impairment losses. The investments are assessed for impairment at each reporting date and any impairment losses or reversals of impairment losses are recognised immediately in profit or loss.

LONG TERM REVERSIONS (GLOUCESTER) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2019

1 Accounting policies

(Continued)

A subsidiary is an entity controlled by the company. Control is the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities.

An associate is an entity, being neither a subsidiary nor a joint venture, in which the company holds a long-term interest and where the company has significant influence. The company considers that it has significant influence where it has the power to participate in the financial and operating decisions of the associate.

Entities in which the company has a long term interest and shares control under a contractual arrangement are classified as jointly controlled entities.

1.4 Cash at bank and in hand

Cash at bank and in hand are basic financial assets and include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1.5 Financial instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the company's balance sheet when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally 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.

Basic financial assets

Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

Classification of financial liabilities

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

Basic financial liabilities

Basic financial liabilities, including creditors, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

LONG TERM REVERSIONS (GLOUCESTER) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2019

1 Accounting policies (Continued)

1.6 Equity instruments

Equity instruments issued by the company are recorded at the proceeds received, net of transaction costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

1.7 Consolidation

The company was at the end of the year a wholly owned subsidiary of another company incorporated in the EEA and in accordance with Section 400 of the Companies Act is not required to produce, and has not published, consolidated accounts.

2 Employees

The average monthly number of persons (including directors) employed by the company during the year was 0 (2018 - 0).

3 Fixed asset investments

	2019 £	2018 £
Investments	2,974,431	2,974,431
Loans	815,436	815,436
	<u>3,789,867</u>	<u>3,789,867</u>

Movements in fixed asset investments

	Shares in group undertakings £	Loans to group undertakings £	Total £
Cost or valuation			
At 1 April 2018 & 31 March 2019	<u>2,974,431</u>	<u>815,436</u>	<u>3,789,867</u>
Carrying amount			
At 31 March 2019	<u>2,974,431</u>	<u>815,436</u>	<u>3,789,867</u>
At 31 March 2018	<u>2,974,431</u>	<u>815,436</u>	<u>3,789,867</u>

4 Debtors

	2019 £	2018 £
Amounts falling due within one year:		
Amounts owed by group undertakings	<u>1,244,968</u>	<u>-</u>

LONG TERM REVERSIONS (GLOUCESTER) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2019

5 Creditors: amounts falling due within one year

	2019 £	2018 £
Amounts owed to group undertakings	4,217,651	-
Other creditors	1,570,201	1,814,282
	<u>5,787,852</u>	<u>1,814,282</u>

6 Creditors: amounts falling due after more than one year

	2019 £	2018 £
Bank loans and overdrafts	63,137,000	63,137,000
Other creditors	4,624,516	3,297,808
	<u>67,761,516</u>	<u>66,434,808</u>

Long term bank loans relate to a facility with Rothesay Life Limited for an initial amount of £63,137,000 over an original term of 70 years with an original effective rate of 4.5363%.

In August 2017 the terms of the facility were renegotiated so as to run for 71 years from that date, with an effective interest rate of 4.1144%.

Annual payments are made out of ground rent income. Over the next 63 years of the loan this will cover interest only, after which an element of capital will also be repaid annually.

Creditors which fall due after five years are as follows:

	2019 £	2018 £
Payable by instalments	<u>63,137,000</u>	<u>63,137,000</u>

7 Called up share capital

	2019 £	2018 £
Ordinary share capital		
Issued and fully paid		
80,500 Ordinary of £1 each	<u>80,500</u>	<u>80,500</u>

LONG TERM REVERSIONS (GLOUCESTER) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2019

8 Audit report information

As the income statement has been omitted from the filing copy of the financial statements, the following information in relation to the audit report on the statutory financial statements is provided in accordance with s444(5B) of the Companies Act 2006:

The auditor's report was unqualified.

The senior statutory auditor was Alan Worsdale.

The auditor was Rickard Luckin Limited.

9 Related party transactions

In accordance with FRS102 the company has not disclosed transactions with wholly owned members of the group.

10 Parent company and ultimate controlling party

The company is a wholly owned subsidiary of Regis Group PLC, a company incorporated in the UK with a registered office of 7 Nelson Street, Southend-On-Sea, Essex, SS1 1EH.

The ultimate parent company is Regis Group (Holdings) Limited a company incorporated in the UK with a registered office of 7 Nelson Street, Southend-On-Sea, Essex, SS1 1EH.

Regis Group (Holdings) Limited prepares consolidated accounts which are available to the public from Companies House at Crown Way, Cardiff, CF14 3UZ, DX 33050, Cardiff. This is both the largest and smallest group of undertakings for which consolidated accounts are drawn up.

The company is ultimately controlled by N C Gould and P E Gould by virtue of their interest in the issued share capital of the ultimate parent company, Regis Group (Holdings) Limited, held both directly as individuals and indirectly through the Frank Gould 1998 No1 Settlement of which they are both trustees and beneficiaries.

K E Bell, a consultant with Rickard Luckin Limited, the company's auditors is also a trustee of the Frank Gould 1998 No1 Settlement.