CALDENE PROPERTIES LIMITED

Report and Financial Statements
YEAR ENDED 31 MARCH 2022

Company Registration No. 05636147

CALDENE PROPERTIES LIMITED

REPORT AND FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH 2022

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CALDENE PROPERTIES LIMITED

REPORT AND FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH 2022

OFFICERS AND PROFESSIONAL ADVISORS

DIRECTORS
D C Clowes
I D Dickinson

SECRETARY
I D Dickinson (appointed 30 October 2020, resigned 29 March 2022)
R M Tavernor (appointed 29 March 2022)

REGISTERED OFFICE
Ednaston Park
Painters Lane
Ednaston
Derbyshire
DE6 3FA

AUDITOR
Grant Thornton UK LLP
Chartered Accountants and Statutory Auditor
Regent House
80 Regent Road
Leicester
LE1 7NH

BANKERS
The Royal Bank of Scotland plc
49 Bishopsgate
London
EC2N 3AS

CALDENE PROPERTIES LIMITED

REPORT AND FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH 2022

DIRECTORS' REPORT

The directors present their annual report and the audited financial statements for the year ended 31 March 2022.
This directors' report has been prepared in accordance with the provisions applicable to companies subject to the small companies exemption, provided by Section 415A of the Companies Act 2006.

BUSINESS REVIEW

The principal activity of the company during the year was that of a property development company. The directors are satisfied with the year under review and with the future prospects for the company.

The company made one residential property sale in the current year compared to a large commercial development sale in the prior year resulting in a substantially reduced turnover. The gross margin % was lower than the prior year due to the type of property being sold, residential property sales typically earning a much lower margin compared to commercial property sales. Administrative expenses were £69,863 higher than the prior year due to an increased provision for bad debts.
This resulted in an operating profit of £82,171 which is a return on sales of 16%.

The balance sheet position has improved slightly, mostly due to profits earned in the year.

PRINCIPAL RISKS AND UNCERTAINTIES

Competitive pressure in the UK is a continuing risk for the company, which could result in it losing sales to its key competitors. The company manages this risk by providing added value services to its tenants, and by maintaining strong relationships with agents, solicitors, other developers and support companies.

FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

The company does not use derivative financial instruments. The company is exposed to interest rate movements as cash at bank is held at floating rates. There are no significant levels of bad debt in the company and as such the credit risk is not considered by the directors to be significant.

GOING CONCERN

The financial statements have been prepared on the going concern basis as the directors consider the company has sufficient cash resources through the parent company overdraft facility to continue to operate for the foreseeable future. In reaching this view, the directors have reviewed the likely trading results of the company, the company's and group's cash flow forecasts and have ensured that adequate committed lending facilities will be available to meet all reasonable cash requirements for the period to 30 September 2023 (being a period of at least 12 months from the date of approval of these financial statements).

The directors of Clowes Developments (UK) Limited, who are also directors of this company, have confirmed that group support will be made available to this company if so required to meet its liabilities as they fall due.

RESULTS AND DIVIDENDS

The results of the company for the year are detailed on page 7 of these financial statements. The directors do not recommend the payment of a dividend (2021 : £nil).

DIRECTORS

The directors who served during the year and subsequently were as follows:

D C Clowes
I D Dickinson

CALDENE PROPERTIES LIMITED

REPORT AND FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH 2022

DIRECTORS' REPORT (CONTINUED)

DIRECTORS' RESPONSIBILITIES STATEMENT

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'). 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 and of the profit or loss of the company for that period. In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

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

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

AUDITOR

In the case of each of the persons who are directors of the company at the date when this report was approved:

- so far as each director is aware, there is no relevant audit information (as defined in the Companies Act 2006) of which the company's auditor is unaware; and
- each director has taken all steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of the Companies Act 2006.

Grant Thornton UK LLP have expressed their willingness to continue in office as auditor of the company and a resolution for that reappointment will be proposed at the forthcoming Annual General Meeting.

Approved by the Board of Directors
and signed on behalf of the Board

R M Tavernor

R M Tavernor
Secretary
28/9/2022

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CALDENE PROPERTIES LIMITED

Opinion

We have audited the financial statements of Caldene Properties Limited (the 'company') for the year ended 31 March 2022 which comprise the Statement of Income and Retained Earnings, the Statement of Financial Position, and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2022 and of its result for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

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

Conclusions relating to going concern

We are responsible for concluding on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify the auditor's opinion. Our conclusions are based on the audit evidence obtained up to the date of our report. However, future events or conditions may cause the Company to cease to continue as a going concern.

In our evaluation of the directors' conclusions, we considered the inherent risks associated with the Company's business model including effects arising from macro-economic uncertainties such as Brexit and Covid-19, we assessed and challenged the reasonableness of estimates made by the directors and the related disclosures and analysed how those risks might affect the Company's financial resources or ability to continue operations over the going concern period.

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 Company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

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.

The responsibilities of the directors with respect to going concern are described in the 'Responsibilities of directors for the financial statements' section of this report.

Other information

The directors are responsible for the other information. The other information comprises the information included in the Directors' Report, but does not include the financial statements and our Auditor's Report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CALDENE PROPERTIES LIMITED (CONTINUED)

Opinions on other matters prescribed by the Companies Act 2006

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

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

Matters on which we are required to report under the Companies Act 2006

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

Matters on which we are required to report by exception

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

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

Responsibilities of directors for the financial statements

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

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

Auditor's responsibilities for the audit of the financial statements

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

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

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CALDENE PROPERTIES LIMITED (CONTINUED)

Explanation as to what extent the audit was considered capable of detecting irregularities, including fraud.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. Owing to the inherent limitations of an audit, there is an unavoidable risk that material misstatements in the financial statements may not be detected, even though the audit is properly planned and performed in accordance with the ISAs (UK).
The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

- We obtained an understanding of the legal and regulatory frameworks that are applicable to the company and determined that the most significant are those that relate to the reporting frameworks (FRS 102 and Companies Act 2006) and the relevant tax compliance regulations in the jurisdictions in which the company operates.
- We enquired of management concerning the company's policies and procedures relating to:
  - the identification, evaluation and compliance with laws and regulations;
  - the detection and response to the risks of fraud; and
  - the establishment of internal controls to mitigate risks related to fraud or non-compliance with laws and regulations.
- We enquired of management whether they were aware of any instances of non-compliance with laws and regulations or whether they had any knowledge of actual, suspected or alleged fraud.
- We corroborated the results of our enquires to relevant supporting documentation.
- We assessed the susceptibility of the Company's financial statements to material misstatement, including how fraud might occur and the risk of management override of controls. Audit procedures performed by the engagement team included:
  - evaluation of the programmes and controls established to address the risks related to irregularities and fraud;
  - testing manual journal entries, in particular journal entries relating to management estimates and entries determined to be large or relating to unusual transactions;
  - identifying and testing related party transactions.
- These audit procedures were designed to provide reasonable assurance that the financial statements were free from fraud or error. The risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error and detecting irregularities that result from fraud is inherently more difficult than detecting those that result from error, as fraud may involve collusion, deliberate concealment, forgery or intentional misrepresentations. Also, the further removed non-compliance with laws and regulations is from events and transactions reflected in the financial statements, the less likely we would become aware of it.
- Assessment of the appropriateness of the collective competence and capabilities of the engagement team included consideration of the engagement team's:
  - understanding of, and practical experience with audit engagements of a similar nature and complexity through appropriate training and participation;
  - knowledge of the industry in which the client operates;
  - understanding of the legal and regulatory requirements specific to the entity/regulated entity including:
    - the provisions of the applicable legislation
    - the regulators rules and related guidance, including guidance issued by relevant authorities that interprets those rules
    - the applicable statutory provisions.

Use of our report

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

Grant Thornton UK LLP

Christopher Frostwick
(Senior Statutory Auditor)
for and on behalf of
Grant Thornton UK LLP
Statutory Auditor, Chartered Accountants
East Midlands
28/9/2022

CALDENE PROPERTIES LIMITED

STATEMENT OF INCOME AND RETAINED EARNINGS YEAR ENDED 31 MARCH 2022

	Note	2022 £	2021 £
TURNOVER	4	**528,412**	1,916,813
Cost of sales		**(400,536)**	(1,155,082)
GROSS PROFIT		**127,876**	761,731
Administrative expenses		**(45,705)**	24,158
OPERATING PROFIT	5	**82,171**	785,889
Interest payable and similar charges		**(19,458)**	(45,172)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		**62,713**	740,717
Tax on profit on ordinary activities	6	**(11,915)**	(140,639)
PROFIT FOR THE FINANCIAL YEAR		**50,798**	600,078
Retained profits at 1 April		**1,299,267**	699,189
Retained profits at 31 March		**1,350,065**	1,299,267

Turnover and operating profit are derived from continuing operations.

All activities are classed as continuing activities.

There is no other comprehensive income for the year (2021 : £nil).

The notes on pages 9 to 13 form part of these financial statements.

CALDENE PROPERTIES LIMITED

STATEMENT OF FINANCIAL POSITION
AS AT 31 MARCH 2022

	Note	2022 £	2021 £
FIXED ASSETS			
Tangible fixed assets	7	-	-
CURRENT ASSETS			
Stock and work-in-progress	8	**1,883,639**	2,051,751
Debtors	9	**130,325**	156,284
		2,013,964	2,208,035
CREDITORS: amounts falling due within one year	11	**(663,799)**	(908,668)
NET CURRENT ASSETS		**1,350,165**	1,299,367
TOTAL ASSETS LESS CURRENT LIABILITIES: BEING NET ASSETS		**1,350,165**	1,299,367
CAPITAL AND RESERVES			
Called up share capital	13	**100**	100
Profit and loss account	14	**1,350,065**	1,299,267
EQUITY SHAREHOLDERS' FUNDS		**1,350,165**	1,299,367

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

These financial statements were approved by the Board of Directors and authorised for issue on 28/9/2022

Signed on behalf of the Board of Directors

David Clowes

D C CLOWES
Director

Company Registration Number: 05636147

The notes on pages 9 to 13 form part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 31 MARCH 2022

1 COMPANY INFORMATION

Caldene Properties Limited is a private company limited by shares, incorporated in England and Wales.
Its registered office is Ednaston Park, Painters Lane, Ednaston, Derbyshire DE6 3FA.

The company's principal activities are as disclosed in the Directors' Report on page 2 of these Financial Statements.

2 BASIS OF PREPARATION

The financial statements have been prepared in accordance with applicable United Kingdom accounting standards, including Financial Reporting Standard 102 - "The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland" ("FRS 102"), and with the Companies Act 2006. The financial statements have been prepared on the historical cost basis.

The financial statements are presented in Sterling (£).

Going Concern

The financial statements have been prepared on the going concern basis as the directors consider the company has sufficient cash resources through the parent company overdraft facility to continue to operate for the foreseeable future. In reaching this view, the directors have reviewed the likely trading results of the company, the company's and group's cash flow forecasts and have ensured that adequate committed lending facilities will be available to meet all reasonable cash requirements for the period to 30 September 2023 (being a period of at least 12 months from the date of approval of these financial statements).

3 SIGNIFICANT JUDGEMENTS AND ESTIMATES

Preparation of the financial statements can require management to make significant judgements and estimates. In preparing the financial statements for Caldene Properties Limited, the directors consider that the only significant judgements or estimates that have been made relate to the carrying values of work-in-progress and properties held for resale to ensure that they are at the lower of cost and net realisable value.

4 PRINCIPAL ACCOUNTING POLICIES

Financial reporting standard 102 - reduced disclosure exemptions

The company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by FRS 102' The Financial Reporting Standard applicable in the UK and Republic of Ireland':

- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d);
- the requirements of Section 11 Financial Instruments paragraphs 11.39 to 11.48A;
- the requirements of Section 12 Other Financial Instruments paragraphs 12.26 to 12.29;
- the requirements of Section 33 Related Party Disclosures paragraph 33.7.

This information is included in the consolidated financial statements of Clowes Developments (UK) Limited as at 31 March 2022, copies of which can be obtained as disclosed in note 16.

Tangible fixed assets

Tangible fixed assets are measured at cost less accumulated depreciation and any accumulated impairment losses.

Depreciation is calculated to write down the cost less estimated residual value of all tangible fixed assets, other than freehold land, over their expected useful lives, using the straight line method. The rates applicable are:

Plant & equipment	25% straight line

Stock and work-in-progress

Stocks and work-in-progress are stated at the lower of cost and net realisable value.

Debtors

Debtors are measured at transaction price, less any impairment.

Creditors

Creditors are measured at transaction price.

4 PRINCIPAL 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.

Turnover

Turnover shown in the statement of income and retained earnings represents amounts chargeable during the year exclusive of value added tax. Turnover from development sales is recognised when the sale contract is complete. Turnover derived from rental income and management charges is recognised on an accruals basis.

Turnover is wholly attributable to the principal activities of the company and arises solely within the United Kingdom.

Taxation

Current tax is recognised for the amount of corporation tax payable in respect of the taxable profit for the current or past reporting periods using the tax rates and laws that have been enacted or substantively enacted by the reporting date.

Deferred tax is recognised in respect of all timing differences at the reporting date, except as otherwise indicated. Deferred tax assets are only recognised 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 calculated using the tax rates and laws that have been enacted or substantively enacted by the reporting date that are expected to apply to the reversal of the timing difference.

Dividends

The company does not pay dividends currently and re-invests any cash surpluses in re-developing existing properties and purchasing new properties.

5 OPERATING PROFIT

Directors emoluments for services to the company are borne by Clowes Developments (UK) Limited, the ultimate parent undertaking of this company. It is not practicable to split their remuneration between the services provided to Caldene Properties Limited and other group companies. Their remuneration is fully disclosed in the accounts of Clowes Developments (UK) Limited. There are no employees of the company other than the directors.

	2022	2021
a) Operating profit is stated after charging:	**£**	**£**
Depreciation of plant and equipment	-	49
Audit fees	2,000	2,500
b) Fees payable to the company's auditor and its associates in respect of :	**£**	**£**
Audit of the company's annual financial statements	2,000	2,500
Taxation Services	750	750
Other services	-	-
	2,750	3,250

6 TAX ON PROFIT ON ORDINARY ACTIVITIES

a) Analysis of charge for the year	**2022**	**2021**
	£	**£**
Current tax		
UK corporation tax at 19% (2021: 19%) based on the profit for the year	11,915	140,639
Total current tax	11,915	140,639
Tax on profit on ordinary activities (see note 6b)	11,915	140,639

CALDENE PROPERTIES LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
YEAR ENDED 31 MARCH 2022

6 TAX ON PROFIT ON ORDINARY ACTIVITIES (CONTINUED)

b) Factors affecting the tax charge for the year / period

The tax assessed for the year is different to the standard rate of corporation tax in the UK of 19% (2021: 19%). The difference is explained below:

	2022	2021
	£	£
Profit on ordinary activities before tax	**62,713**	740,717
Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK at 19% (2021: 19%)	**11,915**	140,736
Effects of:		
Adjustments to tax charge in respect of previous periods	-	(237)
Expenses not deductible for tax purposes	-	130
Deferred tax not recognised	-	9
Other	-	1
Tax on profit on ordinary activities (see note 6a)	**11,915**	140,639

Deferred tax assets and liabilities are measured at the standard companies corporation tax rate of 25% at 31 March 2022 (2021:

7 TANGIBLE FIXED ASSETS

	Plant & equipment	Total
	£	£
Cost		
At 1 April 2021 & 31 March 2022	266	266
Depreciation		
At 1 April 2021	266	266
Charge for the year	-	-
At 31 March 2022	266	266
Net book value		
At 31 March 2022	-	-
At 31 March 2021	-	-

8 STOCK AND WORK-IN-PROGRESS

	2022	2021
	£	£
Work in progress and properties held for resale and development	**1,883,639**	2,051,751

There is no material difference between the balance sheet value of stocks and work-in-progress and their replacement value.

Stock recognised in cost of sales during the year as an expense was £171,108 (2021: £1,010,924).

9 DEBTORS

	2022	2021
	£	£
Trade debtors	**110,043**	61,020
Other debtors	**6,849**	75,147
Prepayments and accrued income	**13,433**	20,117
	130,325	156,284

All debtors are due within one year.

Trade debtors and other debtors are stated after a provision for bad and doubtful debts of £86,071 (2021: £111,601).

10 CASH AND CASH EQUIVALENTS

	At 1 April 2021 £	Cash flows £	At 31 March 2022 £
Bank overdraft	(456,290)	(77,443)	(533,733)

11 CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2022 £	2021 £
Bank overdraft	**533,733**	456,290
Trade creditors	**20,190**	32,710
Amounts owed to group undertakings	**30,350**	224,233
Amounts owed to related undertakings	**2,789**	2,134
Other tax and social security	**214**	2,663
Corporation tax	**11,915**	140,876
Accruals and deferred income	**51,932**	-
Other creditors and accruals	**12,676**	49,762
	663,799	908,668

Amounts owed to group undertakings have no security, no interest and are due within 1 year.

12 CONTINGENT LIABILITIES

The company, together with certain other companies under common ultimate ownership, has entered into an agreement with its bankers whereby an overall facility is available and the bank has a right to offset balances amongst all of the companies who are party to the agreement. Hence all companies within the agreement have joint and several liability for any net borrowings that remain. At 31 March 2022, the net bank balances of the companies who were party to the agreement is £15,604,237 (2021 : net bank balances of £6,388,205). Of this amount, an overdraft of £533,733 relates to this company (2021 : overdraft of £456,290) and is shown as an actual liability in note 11, the remainder is a contingent liability. The combined net assets of the companies who were party to the agreement substantially exceeds these amounts.

13 CALLED UP SHARE CAPITAL

	2022 £	2021 £
Authorised		
100 ordinary shares of £1 each	**100**	100
Called up, allotted and fully paid		
100 ordinary shares of £1 each	**100**	100

Called up share capital represents the nominal value of shares that have been issued.

14 RESERVES

Profit and loss account

The profit and loss account includes all current and prior period retained profits and losses.

15 OPERATING LEASE AGREEMENTS WHERE THE COMPANY IS A LESSOR

Future minimum rentals receivable under non-cancellable operating leases are as follows:

	2022 £	2021 £
Within one year	**184,090**	181,405
In two to five years	**363,075**	352,368
In over five years	**202,972**	55,608
	750,137	589,381

16 TRANSACTIONS WITH RELATED PARTIES

As a wholly owned subsidiary of Clowes Developments (UK) Limited, the company is exempt from the requirements of FRS 102 to disclose transactions with other members of the group headed by Clowes Developments (UK) Limited.

The company has entered into the following trading transactions with companies under common control:

		Profit & Loss Income / (Expense)		At 31 March Debtor / (Creditor)	
Company	**Description**	**2022**	**2021**	**2022**	**2021**
		£	**£**	**£**	**£**
Mayfair Property Management Company (Derby) Limited	Maintenance	**(4,623)**	**(825)**	**(2,789)**	**(2,134)**

The company's immediate and ultimate parent undertaking is Clowes Developments (UK) Limited, which is also the smallest and largest group for which consolidated financial statements are prepared. Consolidated financial statements have been prepared for Clowes Developments (UK) Limited and its subsidiary undertakings. Copies of the consolidated financial statements for Clowes Developments (UK) Limited can be obtained from Companies House, Crown Way, Cardiff CF14 3UZ.

The Clowes Trust 2014 is the controlling party by virtue of its controlling interest in the share capital of Clowes Developments (UK) Limited.