Directors' Report and

Audited Financial Statements for the Year Ended 31 December 2016

<u>for</u>

Select Money Limited

COMPANIES HOUSE *A6F32DZT*

A14 16/09/2017 **COMPANIES HOUSE**

30/09/2017

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Company Information for the Year Ended 31 December 2016

Directors:

Mr G P Beswick Mr M K Slater

Secretary:

Mr G P Beswick

Registered office:

The Box

Horseshoe Lane Alderley Edge Cheshire SK9 7QP

Registered number:

. 05883721 (England and Wales)

Independent auditor:

Ernst & Young LLP 100 Barbirolli Square

Manchester M2 3EY

Solicitors:

Shoosmiths LLP

7th floor 3 Hardman Street

Spinningfields Manchester M3 3HF

Directors' Report

for the Year Ended 31 December 2016

The directors present their report with the financial statements of the Company for the year ended 31 December 2016.

In accordance with section 414B of the Companies Act 2006, the Company has taken advantage of the small companies' exception in relation to the strategic report.

The Company is based in England, and is a wholly owned subsidiary of Select Property (Group) Limited. Select Property (Group) Limited is a wholly owned subsidiary of Select Property Group (Holdings) Limited.

The Company is a private company, limited by shares. From 1 December 2015, the Company was regulated by the Financial Conduct Authority (FCA). The FCA is responsible for conduct of business regulation of UK authorised firms.

Principal activities

The principal activities of the Company in the year under review were those of provision of Management Services to City Suites Manchester Limited (a fellow Group entity) and receiving commission on foreign exchange transactions.

Events since the end of the year

Information relating to events since the end of the year is given in the notes to the financial statements.

Directors

The directors shown below have held office during the whole of the period from 1 January 2016 to the date of this report.

Mr G P Beswick Mr M K Slater

Disclosure of information to auditors

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the Company's auditor is unaware, and each director has taken all the 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.

Auditor

A resolution to reappoint Ernst & Young LLP as auditors will be put to the members at the Annual General Meeting.

This report has been prepared in accordance with the provisions of Part 15 of the Companies Act 2006 relating to small companies.

By order of the board:

Mr G P Beswick - Secretary

Date: 25 April 2017.

Statement of Directors' Responsibilities for the Year Ended 31 December 2016

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 International Financial Reporting Standards as adopted by the European Union. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether international financial reporting standards as adopted by the European Union have been followed subject to any material departures disclosed and explained in the financial statements;
- 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.

<u>Independent Auditor's Report to the Members of Select Money Limited</u>

We have audited the financial statements of Select Money Limited for the year ended 31 December 2016 which comprise the Statement of Profit or Loss and Other Comprehensive Income, the Statement of Financial Position, the Statements of Changes in Equity, the Statement of Cash Flow, and the related notes 1 to 16. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the European Union.

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.

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.

Respective responsibilities of directors and auditors

As explained more fully in the Directors' Responsibilities Statement set out on page 3, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

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

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2016 and of its profit for the year then ended;
- have been properly prepared in accordance with IFRSs as adopted by the European Union; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

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

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

<u>Independent Auditor's Report to the Members of Select Money Limited</u>

Matters on which we are required to report by exception

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In light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have identified no material misstatements in the Directors' Report.

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

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

Alastair John Richard Nuttall Statutory Auditor for and on behalf of Ernst & Young LLP Manchester

Date: 26 April 2017

Statement of Profit or Loss and Other Comprehensive Income for the Year Ended 31 December 2016

	Notes	2016 £'000	2015 £'000
Continuing operations Revenue		28	53
Administrative expenses		(8)	(27)
Operating profit		20	. 26
Profit before income tax		20	26
Income tax	4	1	(5)
Profit for the year Other comprehensive inc	ome	21	21
Total comprehensive incomprehensive incomprehe	ome for	21	21

Select Money Limited (Registered number: 05883721)

Statement of Financial Position 31 December 2016

•	Notes	2016 £'000	2015 £'000
Assets	140103	2 000	2000
Current assets			
Trade and other receivables	6	231	210
Total assets	,	231	210
Equity			
Shareholders' equity			
Called up share capital	7	5	5
Retained earnings	8	29	198
			
Total equity		34	203
	·		
Liabilities Current liabilities			
Trade and other payables	9	193	2
Tax payable		4	5
		197	7
Total liabilities		197	7
Total equity and liabilities		231	210
			===

These financial statements were approved by the Board of Directors on 25...4611...2017... and were signed on its behalf by:

Director

Mr G P Beswick

Statement of Changes in Equity for the Year Ended 31 December 2016

	Called up share capital £'000	Retained earnings £'000	Total equity £'000
Balance at 1 January 2015	1	177	178
Changes in equity Issue of share capital Total comprehensive income Balance at 31 December 2015	5	21	203
Changes in equity Dividends Total comprehensive income	- _	(190) 21	(190) 21
Balance at 31 December 2016	5	29	34

Statement of Cash Flows for the Year Ended 31 December 2016

	2016	2015
	£'000	£,000
Cash flows from operating activities		
Cash generated from operations 16	189	1
Tax paid	(4)	(5)
Taxation group relief	5	•
Net and from an anti-site	400	
Net cash from operating activities	190 ———	(4)
Cash flows from financing activities		
Share issue	4400)	4
Equity dividends paid	(190)	
Net cash from financing activities	(190)	4
		
Increase in cash and cash equivalents Cash and cash equivalents at	-	-
beginning of year	-	-
Cash and cash equivalents at end		
of year	-	-
		

Notes to the Financial Statements for the Year Ended 31 December 2016

1. Accounting policies

Basis of preparation

These financial statements have been prepared in accordance with International Financial Reporting Standards as adopted by the EU and IFRIC interpretations and with those parts of the Companies Act 2006 applicable to companies reporting under IFRS. The financial statements have been prepared under the historical cost convention.

The Company is incorporated and domiciled in the UK.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

Going concern

The Directors' have no reason to believe that a material uncertainty exists that may cast significant doubt about the ability of the Company to continue as a going concern.

The Directors' therefore have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

Functional and presentational currency

The Company's financial statements are presented in Sterling, which is the Company's functional currency.

Accounting Standards Update

A number of updates to standards or interpretations were in issue as at 31 December 2016.

The following new or amended standards and interpretations, are effective for the first time for the period ended 31 December 2016 and have been applied in preparing these financial statements. The adoption of these standards and interpretations has not had a material effect on the financial statements of the Company.

Change in Standard or Interpretation IFRS 10, IFRS 12 and IAS 28 Investment Entities: Applying the	Effective Date*
Consolidation Exception - Amendments IFRS 10 and IAS 28 Sale or Contribution of Assets between an Investor	01-Jan-16
and its Associate or Joint Venture - Amendments IFRS 11 Accounting for Acquisitions of Interests in Joint Operations -	01-Jan-16
Amendments	01-Jan-16
IAS 1 Disclosure in Financial Statements - Amendments IAS 16 and IAS 38 Acceptable methods of Depreciation and	01-Jan-16
Amortisation - Amendments	01-Jan-16
IAS 27 Equity Method in Separate Financial Statements - Amendments	01-Jan-16
Annual improvements to IFRSs 2012 to 2014 Cycle	01-Jan-16

The following new or amended standards and interpretations, are not yet effective for the period ended 31 December 2016 and have not been applied in preparing these financial statements. The Directors do not anticipate that the adoption of these standards and interpretations will have a material impact on the financial statements of the Company in the period of initial application.

Notes to the Financial Statements - continued for the Year Ended 31 December 2016

1. Accounting policies - continued

Change in Standard or Interpretation Effective date * IFRS 15 Revenue from Contracts with Customers 01-Jan-17 IFRS 9 Financial Instruments: Classification and Measurement 01-Jan-18

Use of estimates and judgements

The preparation of financial statements requires management to exercise judgement in applying the Company's accounting policies. There are no significant estimates or assumptions used in preparing these financial statements.

Revenue recognition

Revenue consists of management fees and commission. Management fees represent the fees receivable for promoting and arranging the sale of property, on behalf of fellow subsidiaries. The fee is recognised at the point of exchange of contracts. Commission is receivable in respect of foreign currency transactions undertaken in the period and is recognised when the transaction is completed.

	2016 £'000	2015 £'000
Management fee receivable Commission receivable	· · · · · 27	52 1

Financial instruments

Financial assets (including receivables)

A financial asset not carried at fair value through profit or loss is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.

An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at a suitable effective interest rate. When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed through profit or loss.

Other receivables

Other receivables are stated at their nominal amount less impairment losses.

^{*}Effective for annual periods beginning on or after this date

Notes to the Financial Statements - continued for the Year Ended 31 December 2016

1. Accounting policies - continued

Taxation

Tax on the profit or loss for the period comprises current and deferred tax. Tax is recognised in the statement of comprehensive income except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity.

Current tax is the expected tax payable or receivable on the taxable income or loss for the period, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous periods.

Deferred tax is provided on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised.

2. Employees and directors

The company had no employees during the curent or prior period.

	2016 £	2015 £
Directors' remuneration	-	-
		
*		

The Directors received emoluments from Select Property Group Limited (a fellow subsidiary of the Group headed by Select Property Group (Holdings) Limited), for services rendered to all Group companies. There were no directors accruing benefits under Company pension schemes during the current or prior period.

3. Auditors' remuneration

J .	Auditors' remuneration		
		2016	2015
		£'000	£'000
	Fees payable to the Company's auditor for the audit of the		
	Company's financial statements	•	2
	Company's mancial statements	2	2
	•		
	No arrange dans		
4.	Income tax		
	Analysis of tax (income)/expense		
	Analysis of tax (income)rexpense		
		2016	2015
		£'000	£'000
	Current tax:		
	Tax	(1)	5
			
	Total tax (income)/expense in statement of profit or loss and		
	other comprehensive income	(1)	5
	ottor dell'eratione ricollic		

Notes to the Financial Statements - continued for the Year Ended 31 December 2016

4. Income tax - continued

Factors affecting the tax expense

The tax assessed for the year is lower (2015 - higher) than the standard rate of corporation tax in the UK. The difference is explained below:

Profit before income tax	2016 £'000 20	2015 £'000 26
Profit multiplied by the standard rate of corporation tax in the UK of 20% (2015 - 20%)	4	5
Effects of: Group relief relating to prior period	(5)	<u>-</u>
Tax (income)/expense	(1)	5

The March 2016 budget announced that the standard rate of corporation tax would change from 20% to 19% with effect from 1 April 2017 and then from 19% to 17% with effect from 1 April 2020.

5. Dividends

	2016	2015
	£'000	£'000
Interim	190	-
		===

Total dividend for 2016 £190,000 (£38.00p per share).

6. Trade and other receivables

	2016 £'000	2015 £'000
Current: Amounts owed by group undertakings	231	208
Prepayments and accrued income	-	2
	231	210
		===

7. Called up share capital

Allotted, is	sued and fully paid:			
Number:	Class:	Nominal	2016	2015
		value:	£'000	£'000
5,000	Ordinary shares	£1	5	5

Notes to the Financial Statements - continued for the Year Ended 31 December 2016

8.	Reserves
٥.	

		·	Retained earnings £'000
	At 1 January 2016 Profit for the year Dividends		198 21 (190)
	At 31 December 2016		29
9.	Trade and other payables		
		2016	2015
	Commando	£'000	£'000
	Current: Accruals and other payables	3	2
	Amounts owed to group undertakings	190	-

193

2

Notes to the Financial Statements - continued for the Year Ended 31 December 2016

10. Financial instruments

Financial risk management

The Company has exposure to credit risk and liquidity risk from its use of financial instruments.

The Board has overall responsibility for establishing appropriate management of exposure to risk.

Capital management

The Company's objectives in managing its capital are to provide adequate returns to the shareholders by operating the business at a predetermined optimal level, by ensuring the revenue stream from operations is maintained and by effectively collecting its receivables as agreed with debtors.

At a subsidiary level capital is defined as Equity as shown in the balance sheet. Dividends are paid provided adequate resources remain to sustain the Company's development.

Financial Instruments policy

All instruments utilised by the Company are for financing purposes. The day-to-day financial management and treasury are controlled centrally for all operations.

Fair value of financial instruments

As at 31 December 2016 the Company had no other financial instruments other than those disclosed below. The fair value of all financial instruments in these financial statements is considered to approximate to their carrying value.

Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the Company's receivables from intra-group companies. Due to the nature of these receivables, management does not consider the credit risk on these receivables to be high.

Notes to the Financial Statements - continued for the Year Ended 31 December 2016

10. Financial Instruments (Continued)

Exposure to credit risk

The carrying value of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the reporting date was:

Amounts owed by group undertakings	2016 £'000 231	2015 £'000 208
Other receivables		2
	231	210

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company manages liquidity risks by regular reviews of forecast cash flows in line with contractual maturities of financial liabilities and credit facilities available. Forecast cash flows are reported to the Board on a regular basis.

The following are the contractual maturities of financial liabilities of the Company:

	Carrying Amount £'000	Contractual Cash Flows £'000	3 Months or less £'000	3-12 months £'000
At 31 December 2016 Corporation tax payable Other Payables	4 193	4 193	4 3	190
At 31 December 2015 Corporation tax payable Other Payables	5 2	5 2	-	5 2

Sensitivity analysis

The Company does not have any liabilities which are exposed to external risk factors, such as interest rate movements, for this reason, the Directors do not feel that it is appropriate to complete sensitivity analysis.

Notes to the Financial Statements - continued for the Year Ended 31 December 2016

11. Contingent liabilities

There are no contingent liabilities not provided for at the end of the financial year (31 December 2015: £nil).

12. Capital commitments

There were no capital commitments at the end of the financial year (31 December 2015: £nil).

13. Related party transactions

The Directors consider Select Property Group (Holdings) Limited and all of its subsidiaries to be related parties of the Company.

The following balances with related parties existed at the year end:

Year ended 31 December 2016	Management fee income £'000	Balance owed (to) /from Company £'000
Select Property Group Ltd City Suites Manchester Ltd City Suites Holdco Ltd Select Property (Group) Ltd	- 27	152 79 - (190)
Period ending 31 December 2015	•	
Select Property Group Ltd City Suites Manchester Ltd	- 52	156 52

All related party balances are unsecured and all transactions are carried out on an arms-length basis.

All recharges are at cost and are apportioned in accordance with an agreed Group recharge methodology. The recharge methodology apportions costs on the basis of service usage.

14. Subsequent events

There have been no significant events between the period end and the date of approval of these financial statements which would require a change to the accounts.

Notes to the Financial Statements - continued for the Year Ended 31 December 2016

15. Ultimate parent company

The immediate parent undertaking is Select Property (Group) Limited and the ultimate parent undertaking is Select Property Group (Holdings) Limited incorporated in the UK.

The largest and smallest Group in which the results of the Company are consolidated is that headed by Select Property Group (Holdings) Limited, incorporated in the UK. The consolidated financial statements of this company are available to the public and may be obtained from The Registrar of Companies, Companies House, Cardiff, CF4 3UZ.

16. Reconciliation of profit before income tax to cash generated from operations

	2016	2015
	£'000	£'000
Profit before income tax	20	26
Increase in trade and other receivables	(22)	(28)
Increase in trade and other payables	191	3
Cash generated from operations	189	1