REGISTERED NUMBER: 05883721 (England and Wales)

Directors' Report and

Financial Statements for the Year Ended 31 December 2021

<u>for</u>

Select Money Limited

TUESDAY



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Contents of the Financial Statements for the Year Ended 31 December 2021

•	Page
Company information	1
Directors' report	2
Statement of directors' responsibilities	3
Independent auditor's report	4
Statement of profit or loss and other comprehensive income	.8
Statement of financial position	9
Statement of changes in equity	10
Statement of cash flows	11
Notes to the financial statements	12

Company Information for the Year Ended 31 December 2021

Directors:

Mr G P Beswick Mr M K Slater

Secretary:

Mr G P Beswick

Registered office:

Horseshoe Farm Elkington Way Alderley Edge Cheshire SK9 7GU

Registered number:

05883721 (England and Wales)

Independent auditor:

Ernst & Young LLP, Statutory Auditor

2 St Peter's Square

M2 3EY Manchester

Solicitors:

Shoosmiths LLP
The XYZ Building
2 Hardman Boulevard

Spinningfields Manchester M3 3AZ

<u>Directors' Report</u> for the Year Ended 31 December 2021

The directors present their report with the financial statements of the Company for the year ended 31 December 2021.

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

The Company is based in England, and is a wholly owned subsidiary of Select Property (Group) Limited, which in turn is a wholly owned subsidiary of Delta Newco SPG Limited.

Select Money Limited 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 activity

The principal activity of the Company in the year under review was that of provision of Management Services to City Suites Holdco Limited and City Suites (Manchester) 2 Limited and receiving commission on foreign exchange transactions.

Directors

The directors shown below have held office during the whole of the period from 1 January 2021 to the date of this report.

Mr G P Beswick Mr M K Slater

Statement as to disclosure of information to auditor

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

The auditor, Ernst & Young LLP, Statutory Auditor, will be proposed for re-appointment at the forthcoming 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 - Director

Date: 27 April 2012

Statement of Directors' Responsibilities for the Year Ended 31 December 2021

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; 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.

Opinion

We have audited the financial statements of Select Money Limited for the year ended 31 December 2021 which comprise Statement of Profit or Loss and Other Comprehensive Income, Statement of Financial Position, Statement of Changes in Equity, Statement of Cash Flows and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and International Accounting Standards in conformity with the requirements of the Companies Act 2006.

In our opinion the financial statements:

- give a true and fair view of the Company's affairs as at 31 December 2021 and of its loss for the period then ended;
- have been properly prepared in accordance with International Accounting Standards in conformity with the requirements of the Companies Act 2006; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis of 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

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 Company's ability to continue as a going concern for a period of 12 months from 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, because not all future events or conditions can be predicted, this statement is not a guarantee as to the Company's ability to continue as a going concern.

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in this report, we do not express any form of assurance conclusion thereon.

Other information - continued

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 course of 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 themselves. If, based on the work we have performed, we conclude that there is a material misstatement of the other information, we are required to report that fact.

We have nothing to report in this regard.

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 period 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 by exception

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.

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; or
- the directors were not entitled to take advantage of the small companies exemption from the requirement to prepare a strategic report.

Responsibilities of directors

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.

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 irregularities, including fraud. The risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below. However, the primary responsibility for the prevention and detection of fraud rests with both those charged with governance of the entity and management.

Our approach was as follows:

- 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 framework (International Accounting Standards and the Companies Act 2006) and the relevant direct and indirect tax compliance regulations in the United Kingdom.
- We understood how Select Money Limited is complying with those frameworks by making enquiries of management to understand how the Company maintains and communicates its policies and procedures in these areas and corroborated this by reviewing supporting documentation and minutes of meetings of those charged with governance.
- We assessed the susceptibility of the Company's financial statements to material misstatement, including how fraud might occur by considering the risk of management override over presentation and disclosure of the financial statements. We reviewed the entire population of journals and tested specific transactions back to the source documentation ensuring appropriate authorisation of the transactions and segregation of duties.
- Based on this understanding we designed our audit procedures to identify non-compliance with such laws and regulations. Our procedures involved journal entry testing, with a focus on manual journals, and journals indicating large or unusual transactions based on our understanding of the business; enquiries of Legal Counsel and Group management. In addition, we completed procedures to conclude on the compliance of the disclosures in financial statements with the requirements of the relevant accounting standards and UK legislation.

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

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.

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Tehseen Ali (Senior Statutory Auditor) for and on behalf of Ernst & Young LLP, Statutory Auditor 2 St Peter's Square Manchester

Date: 27.4.2022

Statement of Profit or Loss and Other Comprehensive Income for the Year Ended 31 December 2021

	Notes	2021 £'000	2020 £'000
Continuing operations Revenue		•	-
Administrative expenses		(2)	(2)
Operating loss		(2)	(2)
Loss before income tax		(2)	(2)
Income tax	3	<u></u>	
Loss for the year		(2)	(2)
Other comprehensive inc	ome		
Total comprehensive loss year	s for the	<u>(2</u>)	(2)

Select Money Limited (Registered number: 05883721)

Statement of Financial Position 31 December 2021

	Notes	2021 £'000	2020 £'000
Assets	, , , , , , , , , , , , , , , , , , , ,		
Current assets			
Trade and other receivables	4 5	123	125
Cash and cash equivalents	· Э	4	4
		127	129
Total assets		<u>127</u>	129
Equity			
Shareholders' equity			
Called up share capital	· 6	<u>5</u>	5
Retained earnings	7	55	57
Total equity		60	62
Liabilities			
Current liabilities Trade and other payables	8	67	67
Trade and other payables	O		
Total liabilities	·	<u>67</u>	67
Total equity and liabilities		<u> 127</u>	<u>129</u>

The financial statements were approved by the Board of Directors and authorised for issue on 27-04-01 and were signed on its behalf by:

Mr G P Beswick - Director

Statement of Changes in Equity for the Year Ended 31 December 2021

	Called up share capital £'000	Retained earnings £'000	Total equity £'000
Balance at 1 January 2020	5	59	64
Changes in equity Total comprehensive loss	·	(2)	(2)
Balance at 31 December 2020	5	57	62
Changes in equity Total comprehensive loss		(2)	(2)
Balance at 31 December 2021	5	55	60

Statement of Cash Flows for the Year Ended 31 December 2021

Notes	2021 £'000	2020 £'000
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Notes to the Financial Statements for the Year Ended 31 December 2021

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 have considered the potential impact of the global pandemic relating to the Covid-19 virus announced in March 2020 on the Company and remain confident that adequate facilities are available to pay at least 12 months of forecast liabilities. The Directors therefore have a reasonable expectation that the Company has adequate resources to continue in operational existence for 12 months from the date of approval of these financial statements. Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

Basis of measurement

The financial statements have been prepared on the historical cost basis unless otherwise stated in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for leasing transactions that are within the scope of IFRS 16, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in IAS 2 or value in use in IAS 36.

Notes to the Financial Statements - continued for the Year Ended 31 December 2021

1 Accounting policies - continued

Functional and presentational currency

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

Accounting Standards Update

There were no new or amended standards and interpretations implemented for the first time during the period ended 31 December 2021 and there are no new standards or interpretations which are not yet effective that are expected to have a material effect on the financial statements of the Company.

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.

Cash and cash equivalents

Cash represents cash in hand and deposits held on demand with financial institutions. Cash equivalents are short-term, highly-liquid investments with original maturities of three months or less (as at their date of acquisition). Cash equivalents are readily convertible to known amounts of cash and subject to an insignificant risk of change in that cash value.

Financial instruments

Financial assets (including receivables)

Financial assets are recognised at amortised cost. The impairment of these assets, including trade and other receivables is calculated using expected lifetime credit losses. Lifetime credit losses are probability-weighted estimates of the present value of all cash shortfalls that may arise from all possible default events over the life of a financial asset. Expected credit losses are discounted at the effective interest rate of the financial asset.

Financial Liabilities (including Borrowings and Trade and Other Payables)

Financial liabilities (including borrowings and trade and other payables) are measured at amortised cost, using the effective interest rate method where applicable.

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.

Notes to the Financial Statements - continued for the Year Ended 31 December 2021

2. Employees and directors

The Company had no employees during the current or prior year.

	2021 £	2020 £
Directors' remuneration	-	-

The Directors received emoluments and accrued pension benefits from a fellow subsidiary of the Group headed by Delta Newco SPG Limited, for services rendered to all Group companies.

3. Income tax

Analysis of tax expense

No liability to UK corporation tax arose for the year ended 31 December 2021 nor for the year ended 31 December 2020.

Factors affecting the tax expense

The tax assessed for the year is the same as (2020 - higher) the standard rate of corporation tax in the UK. The difference is explained below:

	Loss before income tax	2021 £'00 0 (2)	2020 £'000 (2)
	Loss multiplied by the standard rate of corporation tax in the UK of 19% (2020 - 19%)	•	-
	Effects of: Group relief in current year	·	_
	Tax expense	**************************************	-
4.	Trade and other receivables	2021	2020
	Current:	£'000	£'000
	Amounts owed by group undertakings	123	125
5.	Cash and cash equivalents		
		2021 £'000	2020 £'000
	Bank accounts	4	4

Notes to the Financial Statements - continued for the Year Ended 31 December 2021

6. Called up share capital

	Allotted, is Number:	sued and fully paid: Class:	Nominal value:	2021 £	2020 £
5,000	5,000	Ordinary shares	£1	5,000	<u>5,000</u>
7.	Reserves				Retained earnings £'000
	At 1 Januar Deficit for the				57 (2)
	At 31 Dece	mber 2021			55
					Retained earnings £'000
	At 1 Jánuar Deficit for tl				59 (2)
	At 31 Dece	mber 2020			57
8.	Trade and	other payables			
				2021 £'000	2020 £'000
	Current: Amounts or	wed to group undertakings		<u>67</u>	67

Notes to the Financial Statements - continued for the Year Ended 31 December 2021

9. 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

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 2021 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.

· ,	2021 £'000	2020 £'000
Financial Assets Cash and cash equivalents Trade and other receivables	4 123	4 125
Financial Liabilities Trade and other payables	67	67

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 2021

9. 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:

	2021	2020
	£'000	£'000
Amounts owed by group undertakings	123	125
Cash and cash equivalents	4	4
	127	129

No financial assets were considered impaired or overdue and therefore there is no allowance for expected credit losses at 31 December 2021 (31 December 2020: £nii).

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		3 Months 3-	
	£'000	£'000	£'000	£'000
At 31 December 2021				
Trade and other payables	67	67		67
At 31 December 2020				
trade and other payables	67	67	-	67

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.

10. Contingent liabilities

There are no contingent liabilities not provided for at the end of the financial year (31 December 2020: £nil).

11. Capital commitments

There were no capital commitments at the end of the financial year (31 December 2020; £nil).

Notes to the Financial Statements - continued for the Year Ended 31 December 2021

12. Related party disclosures

The Directors consider Vita Group Holdings Limited, Delta Newco SPG Limited and City Suites Holdings Limited and all of their subsidiaries to be related parties of the Company.

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

Year ended 31 December 2021	Management fee income £'000	Balance with Company £'000
Select Property Group Limited Select Property (Group) Limited	· •	123 (67)
Year ending 31 December 2020		
Select Property Group Limited Select Property (Group) Limited	<u>-</u>	125 (67)

A negative balance indicates an amount payable by the Company. A positive balance indicates an amount receivable by the Company.

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

13. Ultimate controlling party

The immediate parent undertaking is Select Property (Group) Limited. The ultimate parent undertaking is Delta Newco SPG Limited, incorporated in the UK.

The largest and smallest Group in which the results of the Company are consolidated is that headed by Delta Newco SPG Limited. 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.

14. Reconciliation of loss before income tax to cash generated from operations

	2021 £'000	2020 £'000
Loss before income tax	(2)	(2)
Decrease in trade and other receivables	2	7
Decrease in trade and other payables		<u>(1</u>)
Cash generated from operations	•	4

Notes to the Financial Statements - continued for the Year Ended 31 December 2021

15. Cash and cash equivalents

The amounts disclosed on the Statement of cash flows in respect of cash and cash equivalents are in respect of these Statement of financial position amounts:

Year ended 31 December 2021	31/12/21 £'000	1/1/21 £'000
Cash and cash equivalents	4	4
Year ended 31 December 2020		
	31/12/20	1/1/20
	£'000	£'000
Cash and cash equivalents	4	_