

Company Registration No. 06055162 (England and Wales)

THE BARNS AT PIGGOTTS HALL LTD
ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JULY 2019



THE BARNs AT PIGGOTTs HALL LTD

COMPANY INFORMATION.

Director	P Thomas
Company number	06055162
Registered office	12a Princes Gate Mews London SW7 2PS
Auditor	Baldwins Audit Services Ship Canal House 98 King Street Manchester M2 4WU

THE BARNs AT PIGGOTTs HALL LTD

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THE BARNs AT PIGGOTTs HALL LTD

DIRECTOR'S REPORT

FOR THE YEAR ENDED 31 JULY 2019

The director presents his annual report and financial statements for the year ended 31 July 2019.

Principal activities

On 15 August 2018 the company acquired four converted barns and since that date the principal activity of the company is that of owning and letting domestic properties.

On 11 September 2018 the company changed its name to The Barns At Piggotts Hall Limited.

Director

The director who held office during the year and up to the date of signature of the financial statements was as follows:

P Thomas

Auditor

The auditor, Baldwins Audit Services, is deemed to be reappointed under section 487(2) of the Companies Act 2006.

Statement of director's responsibilities

The director is responsible for preparing the annual report and the financial statements in accordance with applicable law and regulations.

Company law requires the director to prepare financial statements for each financial year. Under that law the director has elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the director must not approve the financial statements unless he is 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 director is required to:

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

The director is 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. He is 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.

Statement of disclosure to auditor

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information of which the company's auditor is unaware. Additionally, the directors individually have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditor is aware of that information.

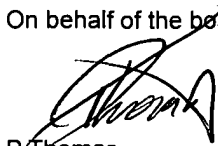
This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

THE BARNs AT PIGGOTTs HALL LTD

DIRECTOR'S REPORT (CONTINUED)

FOR THE YEAR ENDED 31 JULY 2019

On behalf of the board



P Thomas
Director

18 September 2019

THE BARNs AT PIGGOTTs HALL LTD

INDEPENDENT AUDITOR'S REPORT

TO THE SHAREHOLDER OF THE BARNs AT PIGGOTTs HALL LTD

Opinion

We have audited the financial statements of The Barns at Piggotts Hall Ltd (the 'company') for the year ended 31 July 2019 which comprise the statement of income and retained earnings, the balance sheet, the statement of cash flows 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 FRS 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 July 2019 and of its loss 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 have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the director's use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the director has not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

Other information

The director is responsible for the other information. The other information comprises the information included in the annual report, other than 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.

Opinions on other matters prescribed by the Companies Act 2006

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

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

THE BARNs AT PIGGOTTs HALL LTD

INDEPENDENT AUDITOR'S REPORT (CONTINUED)

TO THE SHAREHOLDER OF THE BARNs AT PIGGOTTs HALL LTD

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 director's 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 director's remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the director was not entitled to take advantage of the small companies' exemption from the requirement to prepare a strategic report.

Responsibilities of director

As explained more fully in the director's responsibilities statement, the director is 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 director determines 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 director is 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 director either intends to liquidate the company or to cease operations, or has 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: <http://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

THE BARNS AT PIGGOTTS HALL LTD

INDEPENDENT AUDITOR'S REPORT (CONTINUED)

TO THE SHAREHOLDER OF THE BARNS AT PIGGOTTS HALL LTD

Use of our report

This report is made solely to the company's shareholders, 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 shareholders those matters we are required to state to him 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 shareholders, as a body, for our audit work, for this report, or for the opinions we have formed.

Baldwins Audit Services

Graham Rigby (Senior Statutory Auditor)
for and on behalf of Baldwins Audit Services

18 September 2019

Ship Canal House
98 King Street
Manchester
M2 4WU

THE BARNs AT PIGGOTTs HALL LTD

STATEMENT OF INCOME AND RETAINED EARNINGS FOR THE YEAR ENDED 31 JULY 2019

	Notes	2019 £	2018 £
Turnover	2	86,419	-
Cost of sales		(42,857)	-
Gross profit		43,562	-
Administrative expenses		(51,151)	-
Operating loss	3	(7,589)	-
Fair value losses on investment properties	7	(211,674)	-
Loss before taxation		(219,263)	-
Tax on loss	5	(2,792)	-
Loss for the financial year		(222,055)	-
Retained earnings brought forward as previously reported		-	-
Retained earnings carried forward		(222,055)	-

The Profit And Loss Account has been prepared on the basis that all operations are continuing operations.

THE BARNs AT PIGGOTTs HALL LTD

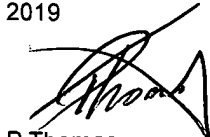
BALANCE SHEET

AS AT 31 JULY 2019

	Notes	2019 £	£	2018 £	£
Fixed assets					
Tangible assets	6		9,262		-
Investment properties	7		2,440,000		-
			<u>2,449,262</u>		<u>-</u>
Current assets					
Debtors	8	10,512		100	
Cash at bank and in hand		11,533		-	
		<u>22,045</u>		<u>100</u>	
Creditors: amounts falling due within one year	9	(2,693,262)		-	
Net current (liabilities)/assets			(2,671,217)		100
Total assets less current liabilities			<u>(221,955)</u>		<u>100</u>
Capital and reserves					
Called up share capital	10		100		100
Profit and loss reserves			(222,055)		-
Total equity			<u>(221,955)</u>		<u>100</u>

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

The financial statements were approved and signed by the director and authorised for issue on 18 September 2019



P Thomas
Director

Company Registration No. 06055162

THE BARNs AT PIGGOTTs HALL LTD

STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 31 JULY 2019

	Notes	2019 £	£	2018 £	£
Cash flows from operating activities					
Cash generated from/(absorbed by) operations	14		7,615		-
Investing activities					
Purchase of tangible fixed assets		(15,988)		-	
Purchase of investment property		(2,651,674)		-	
Net cash used in investing activities			(2,667,662)		-
Financing activities					
Proceeds from issue of shares		100		-	
Net movement on loans from group undertakings		2,671,480		-	
Net cash generated from/(used in) financing activities			2,671,580		-
Net increase in cash and cash equivalents			11,533		-
Cash and cash equivalents at beginning of year			-		-
Cash and cash equivalents at end of year			11,533		-

THE BARNs AT PIGGOTTs HALL LTD

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 JULY 2019

1 Accounting policies

Company information

The Barns at Piggotts Hall Ltd is a private company limited by shares incorporated in England and Wales. The registered office is 12a Princes Gate Mews, London, SW7 2PS.

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.

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 under the historical cost convention, modified to include investment properties at fair value. The principal accounting policies adopted are set out below.

1.2 Going concern

Notwithstanding the net liabilities position at the balance sheet date, which includes a liability of £2,671,480 to the company's ultimate parent undertaking, M&M Investment Company plc, the accounts have been prepared on a going concern basis. The director is confident in the company's ability to raise finance and that ongoing financial support will be provided by the group headed by M&M Investment Company plc. The director is not aware of any reason why payment of the parent company debt would be demanded to the detriment of third party creditors.

1.3 Turnover

Turnover is recognised to the extent that it is probable that the economic benefits will flow to the company and the turnover can be reliably measured. Turnover is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes.

Rendering of services

Turnover from a rental agreement is recognised on an accruals basis over the period to which the agreement relates when all of the following conditions are satisfied:

- the amount of turnover can be measured reliably; and
- it is probable that the company will receive the consideration due under the agreement.

1.4 Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Fixtures and fittings	20% straight line
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The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is credited or charged to profit or loss.

THE BARNs AT PIGGOTTs HALL LTD

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 JULY 2019

1 Accounting policies

(Continued)

1.5 Investment properties

Investment property, which is property held to earn rentals and/or for capital appreciation, is initially recognised at cost, which includes the purchase cost and any directly attributable expenditure. Subsequently it is measured at fair value at the reporting end date. The surplus or deficit on revaluation is recognised in profit or loss.

1.6 Cash at bank and in hand

Cash at bank and in hand are basic financial assets and include cash in hand and deposits held at call with banks.

1.7 Financial instruments

The company only enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors and loans from banks and related parties.

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

1.8 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.

1.9 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the profit and loss account because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

Deferred tax

Deferred tax liabilities are generally recognised for all timing differences and deferred tax assets are 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. Such assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the profit and loss account, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. Deferred tax assets and liabilities are offset when the company has a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

THE BARNs AT PIGGOTTs HALL LTD

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 JULY 2019

2 Turnover and other revenue

The whole of the turnover is attributable to the principal activity of the business.

All turnover arose within the United Kingdom.

3 Operating loss

	2019 £	2018 £
Operating loss for the year is stated after charging:		
Auditors' remuneration	4,800	-
Depreciation of owned tangible fixed assets	6,726	-
	<u> </u>	<u> </u>

4 Employees

The company has no employees other than the director, who did not receive any remuneration (2018: £nil).

5 Taxation

	2019 £	2018 £
Current tax		
UK corporation tax on profits for the current period	2,792	-
	<u> </u>	<u> </u>

The actual charge for the year can be reconciled to the expected credit for the year based on the profit or loss and the standard rate of tax as follows:

	2019 £	2018 £
Loss before taxation	(219,263)	-
	<u> </u>	<u> </u>
Expected tax credit based on the standard rate of corporation tax in the UK of 19.00% (2018: 0%)	(41,660)	-
Tax effect of expenses that are not deductible in determining taxable profit	44,452	-
	<u> </u>	<u> </u>
Taxation charge for the year	2,792	-
	<u> </u>	<u> </u>

THE BARNs AT PIGGOTTs HALL LTD

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 JULY 2019

6 Tangible fixed assets

	Fixtures and fittings £
Cost	
At 1 August 2018	-
Additions	15,988
At 31 July 2019	15,988
Depreciation and impairment	
At 1 August 2018	-
Depreciation charged in the year	6,726
At 31 July 2019	6,726
Carrying amount	
At 31 July 2019	9,262
At 31 July 2018	-

7 Investment properties

	2019 £
Fair value	
At 1 August 2018	-
Additions	2,651,674
Net gains or losses through fair value adjustments	(211,674)
At 31 July 2019	2,440,000

Investment properties comprise four converted barns. The fair value of the investment properties has been arrived at on the basis of a valuation carried out at 7 June 2019 by Knight Frank LLP Chartered Surveyors, who are not connected with the company. The valuation was made on an open market value basis by reference to market evidence of transaction prices for similar properties.

8 Debtors

	2019 £	2018 £
Amounts falling due within one year:		
Unpaid share capital	-	100
Other debtors	8,300	-
Prepayments and accrued income	2,212	-
	10,512	100

THE BARNs AT PIGGOTTs HALL LTD

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 JULY 2019

9 Creditors: amounts falling due within one year

	2019	2018
	£	£
Trade creditors	90	-
Amounts owed to group undertakings	2,671,480	-
Corporation tax	2,792	-
Other creditors	12,300	-
Accruals and deferred income	6,600	-
	<u>2,693,262</u>	<u>-</u>

10 Share capital

	2019	2018
	£	£
Ordinary share capital		
Issued and fully paid		
100 Ordinary shares of £1 each	<u>100</u>	<u>100</u>

11 Events after the reporting date

Subsequent to the balance sheet date the company obtained a bank loan of £1,830,000. The loan attracts interest at 2.25% over LIBOR and will be repaid in annual instalments with a bullet repayment due during August 2024. The loan is secured via fixed charges over the assets of the company.

12 Related party transactions

During the year the company's controlling shareholder, M&M Investment Company plc ("MMIC"), paid expenses of £2,752,108 (including £2,619,369 for the acquisition of investment properties from fellow subsidiary of MMIC, M&M Development Properties Limited, at development cost in August 2018) and received customer receipts of £83,063 on behalf of the company. During the period MMIC charged the company management charges of £2,435.

The amount due to MMIC as at the end of the reporting period is £2,671,480 (2018: £nil).

During the year the company was charged accommodation management fees of £31,850 (2018: £nil) by The Unicorn Serviced Apartments Limited, a fellow subsidiary of MMIC. At the year end no amount was owed by the company (2018: £nil).

13 Ultimate controlling party

The ultimate parent undertaking throughout the current and preceding year was M&M Investment Company plc, a company registered in England and Wales.

The ultimate controlling party is M B B Sheppard, by virtue of his shareholding in the ultimate holding company and his influence on the operations of the company.

THE BARNs AT PIGGOTTS HALL LTD

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 JULY 2019

14 Cash generated from operations

	2019 £	2018 £
Loss for the year after tax	(222,055)	-
Adjustments for:		
Taxation charged	2,792	-
Fair value gains and losses on foreign exchange contracts and investment properties	211,674	-
Depreciation and impairment of tangible fixed assets	6,726	-
Movements in working capital:		
(Increase) in debtors	(10,512)	-
Increase in creditors	18,990	-
Cash generated from/(absorbed by) operations	<u>7,615</u>	<u>-</u>