

REGISTERED NUMBER: 06163437 (England and Wales)

**Report of the Directors and
Unaudited Financial Statements for the Year Ended 30 November 2018
for
St. Modwen Corporate Services Limited**

THURSDAY



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St. Modwen Corporate Services Limited

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for the Year Ended 30 November 2018**

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St. Modwen Corporate Services Limited

**Company Information
for the Year Ended 30 November 2018**

DIRECTORS:

M C Allan
A D Eames
G C Gusterson
M W Herbert
R J Hudson
R Joseland
D Smith

REGISTERED OFFICE:

Park Point
17 High Street
Longbridge
Birmingham
B31 2UQ

REGISTERED NUMBER:

06163437 (England and Wales)

St. Modwen Corporate Services Limited

**Report of the Directors
for the Year Ended 30 November 2018**

The directors present their report with the financial statements of the company for the year ended 30 November 2018.

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review were that of property management.

DIVIDENDS

No dividends will be distributed for the year ended 30 November 2018.

DIRECTORS

The directors shown below have held office during the whole of the period from 1 December 2017 to the date of this report.

G C Gusterson
M W Herbert
R J Hudson
R Joseland
D Smith

Other changes in directors holding office are as follows:

M C Allan - appointed 26 January 2018
R J Bannister - resigned 31 March 2018
A D Eames - appointed 26 January 2018

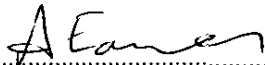
R S Powell , T A Seddon and R T Wood ceased to be directors after 30 November 2018 but prior to the date of this report.

GOING CONCERN

The financial position of the company is set out in the Balance Sheet and the accompanying notes to the financial statements. The company made a loss in the year, however its cash funding is provided by its ultimate parent company.

The company is reliant on the support of its ultimate parent undertaking, St. Modwen Properties PLC, to be able to meet its liabilities as they fall due. However, the directors consider that the company is an integral part of St. Modwen Properties PLC's structure and strategy and this is evidenced by a letter of support from St. Modwen Properties PLC, which states its intent to provide the necessary financial support to ensure that the company is a going concern for at least twelve months from the date of signing of these financial statements. After making enquiries and taking account of the factors noted above, the directors have a reasonable expectation that the company will have access to adequate resources to continue in existence for the foreseeable future. Thus, they continue to adopt the going concern basis in preparing the annual financial statements. In doing so, the directors have considered the latest guidelines from the Financial Reporting Council regarding the preparation of financial statements on a going concern basis.

ON BEHALF OF THE BOARD:



.....
A D Eames - Director

Date: 28/8/19

St. Modwen Corporate Services Limited

**Statement of Comprehensive Income
for the Year Ended 30 November 2018**

	Notes	2018 £	2017 £
TURNOVER	3	78,654	4,053,207
Cost of sales		-	(3,748,340)
GROSS PROFIT		78,654	304,867
Administrative expenses		(288)	(812,685)
		78,366	(507,818)
Other operating income	4	2	2
OPERATING PROFIT/(LOSS)		78,368	(507,816)
Interest receivable and similar income		-	20
PROFIT/(LOSS) BEFORE TAXATION	6	78,368	(507,796)
Tax on profit/(loss)	7	(14,890)	98,165
PROFIT/(LOSS) FOR THE FINANCIAL YEAR		63,478	(409,631)
OTHER COMPREHENSIVE INCOME		-	-
TOTAL COMPREHENSIVE INCOME/(LOSS) FOR THE YEAR		63,478	(409,631)

The notes form part of these financial statements

St. Modwen Corporate Services Limited (Registered number: 06163437)

**Balance Sheet
30 November 2018**

	Notes	2018 £	2017 £
CURRENT ASSETS			
Debtors	8	9,439,815	9,511,350
Cash at bank		70,792	32,333
		9,510,607	9,543,683
CREDITORS			
Amounts falling due within one year	9	(38,581,705)	(38,678,259)
NET CURRENT LIABILITIES		(29,071,098)	(29,134,576)
TOTAL ASSETS LESS CURRENT LIABILITIES		(29,071,098)	(29,134,576)
CAPITAL AND RESERVES			
Called up share capital	11	1	1
Retained earnings		(29,071,099)	(29,134,577)
SHAREHOLDERS' FUNDS		(29,071,098)	(29,134,576)

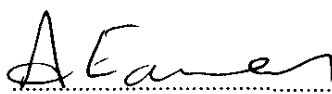
The company is entitled to exemption from audit under Section 479A of the Companies Act 2006 relating to subsidiary companies for the year ended 30 November 2018.

The members have not required the company to obtain an audit of its financial statements for the year ended 30 November 2018 in accordance with Section 476 of the Companies Act 2006.

The directors acknowledge their responsibilities for:

- (a) ensuring that the company keeps accounting records which comply with Sections 386 and 387 of the Companies Act 2006 and
- (b) preparing financial statements which give a true and fair view of the state of affairs of the company as at the end of each financial year and of its profit or loss for each financial year in accordance with the requirements of Sections 394 and 395 and which otherwise comply with the requirements of the Companies Act 2006 relating to financial statements, so far as applicable to the company.

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


.....
A D Eames - Director

The notes form part of these financial statements

St. Modwen Corporate Services Limited

**Statement of Changes in Equity
for the Year Ended 30 November 2018**

	Called up share capital £	Retained earnings £	Total equity £
Balance at 1 December 2016	1	(28,724,946)	(28,724,945)
Changes in equity			
Total comprehensive loss	-	(409,631)	(409,631)
Balance at 30 November 2017	1	(29,134,577)	(29,134,576)
Changes in equity			
Total comprehensive income	-	63,478	63,478
Balance at 30 November 2018	1	(29,071,099)	(29,071,098)

The notes form part of these financial statements

St. Modwen Corporate Services Limited

Notes to the Financial Statements for the Year Ended 30 November 2018

1. STATUTORY INFORMATION

St. Modwen Corporate Services Limited is a private company, limited by shares, registered in England and Wales. The company's registered number and registered office address can be found on the Company Information page.

2. ACCOUNTING POLICIES

Basis of preparation

These financial statements have been prepared in accordance with Financial Reporting Standard 101 "Reduced Disclosure Framework" ("FRS 101"). The financial statements have been prepared under the historical cost convention as modified by the revaluation of certain assets.

In preparing these financial statements, the company applies the recognition, measurement and disclosure requirements of International Financial Reporting Standards as adopted by the EU ("Adopted IFRSs"), but makes amendments where necessary in order to comply with the Companies Act 2006 and has set out below where advantage of the FRS 101 disclosure exemptions has been taken.

The company has taken advantage of the disclosure exemptions included within paragraph 8 of FRS 101. The main impact of these disclosure exemptions is that these financial statements do not include a cash flow statement, financial instruments, fair value and related party disclosures or comparative information in respect of certain assets. *Where required, equivalent disclosures are given in the consolidated financial statements of St. Modwen Properties PLC.*

Going concern

The company is reliant on the support of its ultimate parent undertaking, St. Modwen Properties PLC, to be able to meet its liabilities as they fall due. However, the directors consider that the company is an integral part of St. Modwen Properties PLC's structure and strategy and this is evidenced by a letter of support from St. Modwen Properties PLC, which states its intent to provide the necessary financial support to ensure that the company is a going concern for at least twelve months from the date of signing of these financial statements. After making enquiries and taking account of the factors noted above, the directors have a reasonable expectation that the company will have access to adequate resources to continue in existence for the foreseeable future. Thus, they continue to adopt the going concern basis in preparing the annual financial statements. In doing so, the directors have considered the latest guidelines from the Financial Reporting Council regarding the preparation of financial statements on a going concern basis.

Turnover

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

Management fee income

Management fees are recognised when the company has substantially fulfilled its obligations in respect of the transaction and hence the amount of revenue can be measured reliably and it is probable that economic benefits will flow to the company.

St. Modwen Corporate Services Limited

**Notes to the Financial Statements - continued
for the Year Ended 30 November 2018**

2. ACCOUNTING POLICIES - continued

Financial instruments

Financial assets and financial liabilities are recognised when the company becomes a party to the contractual provisions of the instrument.

Trade and other debtors

Trade and other debtors are recognised and carried at the lower of their original invoiced value or recoverable amount. Provision is made when there is evidence that the company will not be able to recover balances in full. Balances are written off when the probability of recovery is assessed as being remote.

Cash and cash equivalents

Cash and cash equivalents comprises cash balances and short-term deposits with banks with initial maturity less than three months.

Trade and other creditors

Trade and other creditors are initially recognised at fair value. Subsequent to initial recognition they are measured at amortised cost using the effective interest rate method. Where payment is on deferred terms the liability is initially recorded by discounting the nominal amount payable to net present value. The discount to nominal value is amortised over the period of the deferred arrangement and charged to finance costs.

Taxation

Current tax assets and liabilities are measured at the amount expected to be recovered from, or paid to, the taxation authorities, based on tax rates and laws that are enacted or substantively enacted by the balance sheet date. Full payment is made for transfer pricing adjustments and group relief surrendered between group undertakings.

Deferred income tax is recognised on all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements, using the rates of tax expected to apply based on legislation enacted or substantively enacted at the balance sheet date.

Deferred income tax assets are recognised only to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, carried forward tax credits or tax losses can be utilised.

Deferred income tax assets and liabilities are measured on an undiscounted basis at the tax rates that are expected to apply when the related asset is realised or liability is settled, based on tax rates and laws substantively enacted at the balance sheet date.

Key sources of estimation uncertainty

In the application of the company's accounting policies outlined above, the directors are required to make estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant and so actual results may differ from these estimates. There are no key assumptions concerning the future, or other key sources of estimation uncertainty that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

3. TURNOVER

The turnover and profit (2017 - loss) before taxation are attributable to the one principal activity of the company.

An analysis of turnover by class of business is given below:

	2018 £	2017 £
Management fee income	78,654	4,053,207
	<u>78,654</u>	<u>4,053,207</u>

St. Modwen Corporate Services Limited

**Notes to the Financial Statements - continued
for the Year Ended 30 November 2018**

3. TURNOVER - continued

An analysis of turnover by geographical market is given below:

	2018	2017
	£	£
United Kingdom	698	3,748,340
Luxembourg	77,956	304,867
	<u>78,654</u>	<u>4,053,207</u>

4. OTHER OPERATING INCOME

	2018	2017
	£	£
Other income	2	2
	<u>2</u>	<u>2</u>

5. EMPLOYEES AND DIRECTORS

The company had no employees or staff costs for the current financial year or the prior financial year.

None of the directors received any remuneration paid by the company during the current financial year or the prior financial year. The remuneration of the directors is paid by other group undertakings and no part of their remuneration is specifically attributable to their services to this company.

6. PROFIT/(LOSS) BEFORE TAXATION

The company has no profits or losses other than those recognised in the Statement of Comprehensive Income for the current or previous year.

7. TAXATION

Analysis of tax expense/(income)

	2018	2017
	£	£
Current tax:		
Tax	14,890	(98,165)
	<u>14,890</u>	<u>(98,165)</u>
Total tax expense/(income) in statement of comprehensive income	<u>14,890</u>	<u>(98,165)</u>

St. Modwen Corporate Services Limited

**Notes to the Financial Statements - continued
for the Year Ended 30 November 2018**

7. TAXATION - continued

Factors affecting the tax expense

The tax assessed for the year is higher (2017 - lower) than the standard rate of corporation tax in the UK. The difference is explained below:

	2018	2017
	£	£
Profit/(loss) before income tax	<u>78,368</u>	<u>(507,796)</u>
Profit/(loss) multiplied by the standard rate of corporation tax in the UK of 19% (2017 - 19.330%)	14,890	(98,157)
Effects of:		
Non-deductible or taxable expenses and credits prior years	-	(8)
Tax expense/(income)	<u>14,890</u>	<u>(98,165)</u>

Legislation substantively enacted at 30 November 2018 included provisions which reduced the main rate of corporation tax from 20% to 19% from 1 April 2017 and 17% from 1 April 2020. Current tax has therefore been provided at 19% and deferred tax at 17%.

8. DEBTORS

	2018	2017
	£	£
Amounts owed by group undertakings	9,407,085	9,406,246
Other debtors	6,939	6,939
Corporation tax	-	98,165
Other tax and social security	25,791	-
	<u>9,439,815</u>	<u>9,511,350</u>

All amounts owed by group undertakings are interest free and repayable on demand.

9. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2018	2017
	£	£
Bank loans and overdrafts (see note 10)	-	13,457
Trade creditors	68,878	29,800
Amounts owed to group undertakings	38,497,937	38,633,603
Corporation tax	14,890	-
Social security and other taxes	-	1
Other creditors	-	1,398
	<u>38,581,705</u>	<u>38,678,259</u>

All amounts owed to group undertakings are interest free and repayable on demand.

St. Modwen Corporate Services Limited

**Notes to the Financial Statements - continued
for the Year Ended 30 November 2018**

10. FINANCIAL LIABILITIES - BORROWINGS

	2018	2017
	£	£
Current:		
Bank overdrafts	-	13,457
	<u> </u>	<u> </u>

11. CALLED UP SHARE CAPITAL

Allotted, issued and fully paid:				
Number:	Class:	Nominal value:	2018	2017
			£	£
1	Ordinary Share	£1	<u>1</u>	<u>1</u>

12. ULTIMATE PARENT COMPANY

The company's immediate and ultimate parent company is St. Modwen Properties PLC, a company registered in England and Wales. Copies of the group annual report and financial statements of St. Modwen Properties PLC are available from the registered office of Park Point, 17 High Street, Longbridge, B31 2UQ. This is the smallest and largest group into which this company is consolidated.