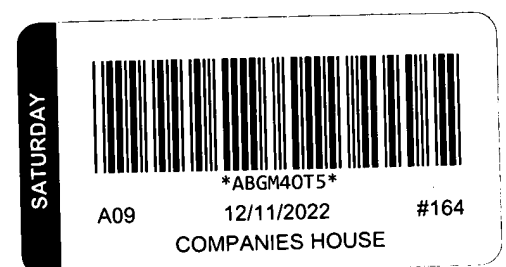


BROOKMAKER (NOMINEE) LIMITED
ANNUAL REPORT AND FINANCIAL STATEMENTS
(UNAUDITED)

FOR THE YEAR ENDED 31 DECEMBER 2021

Registered Number: 06615131



BROOKMAKER (NOMINEE) LIMITED
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BROOKMAKER (NOMINEE) LIMITED

DIRECTORS, ADVISORS AND OTHER INFORMATION

DIRECTORS

C Forrest (resigned 01 October 2021)

C Faulkner (resigned 23 September 2022)

R Munoz (appointed 01 October 2021) (resigned 23 September 2022)

J Austen (appointed 23 September 2022)

ADMINISTRATOR

Langham Hall UK Services LLP

8th Floor

1 Fleet Place

London

EC4M 7RA

SECRETARY

Langham Hall UK Services LLP

8th Floor

1 Fleet Place

London

EC4M 7RA

PORTFOLIO MANAGER

Arax Properties Limited

Carrington House

126-130 Regent Street

London

W1B 5SE

COMPANY NO.

06615131

BROOKMAKER (NOMINEE) LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2021

The Directors present their report and the unaudited Financial Statements of Brookmaker (Nominee) Limited (the "Company") for the year ended 31 December 2021.

Principal activities

The Company was incorporated in England and Wales on 9 June 2008 with registration no. 06615131. The Company's immediate parent is Brookmaker (GP) Limited. Brookmaker (GP) Limited is registered in England and Wales and copies of its Financial Statements can be obtained from the Company Secretary, Langham Hall UK Services LLP, 8th Floor, 1 Fleet Place, London, EC4M 7RA.

The principal activity of the Company is to hold the shares invested by Brookmaker (GP) Limited. The Company was dormant for the year ended 31 December 2021, as a result no Statement of Comprehensive Income has been prepared for the years ended 31 December 2021 and 31 December 2020.

Operations and business review

The position of the Company at the year end is shown in the Statement of Financial Position on page 4.

Going concern

The Brookmaker Limited Partnership has confirmed that it will provide such financial support as might be necessary to ensure that the Company is a going concern for at least twelve months from the date of signing of these Financial Statements. Therefore, the Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. For this reason, they continue to adopt the going concern basis in preparing the Financial Statements.

Results

The Company's result for the year ended 31 December 2021 is £nil (2020: £nil).

Portfolio manager

Arax Properties Limited were re-appointed as portfolio manager.

Directors of the Company

The following persons served as Directors during the year.


C Forrest (resigned 01 October 2021)
C Faulkner (resigned 23 September 2022)
R Munoz (appointed 01 October 2021) (resigned 23 September 2022)
J Austen (appointed 23 September 2022)

None of the Directors had any disclosable interests in the Company during the year ended 31 December 2021.

Small Companies Note

In preparing this report, the Directors have taken advantage of the small companies' exemptions provided by section 415A of Companies Act 2006.

On behalf of the Board on 08 November 2022

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J Austen
Director
Brookmaker (Nominee) Limited
Registered Number: 06615131
Registered Office: 8th Floor, 1 Fleet Place, London, EC4M 7RA.

BROOKMAKER (NOMINEE) LIMITED

STATEMENT OF RESPONSIBILITIES OF THE DIRECTORS

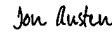
The Directors are responsible for preparing the Financial Statements in accordance with applicable law and regulations.

The Companies Act 2006 requires the Company to prepare Financial Statements for each financial year. Under that law the Directors have prepared the Company Financial Statements in accordance with IFRS (International Financial Reporting Standards). Under the Companies Act 2006, 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 year. 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 applicable IFRS Accounting Standards 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, disclose with reasonable accuracy at any time the financial position of the Company, and to 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.

Legislation in the United Kingdom governing the preparation and dissemination of Financial Statements may differ from legislation in other jurisdictions.

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J Austen
Director
Brookmaker (Nominee) Limited
Registered Number: 06615131
Registered Office: 8th Floor, 1 Fleet Place, London, EC4M 7RA.

BROOKMAKER (NOMINEE) LIMITED**STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2021**

	Notes	31 December 2021 £	31 December 2020 £
Current assets			
Trade and other receivables	6	11,383	11,383
Total current assets		11,383	11,383
Current liabilities			
Trade and other payables	7	(10,383)	(10,383)
Total current liabilities		(10,383)	(10,383)
Net current assets		1,000	1,000
Net assets		1,000	1,000
Equity and reserves			
Called up share capital	8	1,000	1,000
Retained earnings		-	-
Total shareholders' funds		1,000	1,000

The Financial Statements have been prepared in accordance with the provisions applicable to small companies subject to the small companies' regime. In accordance with section 444 of the Companies Act 2006, the profit and loss account has not been delivered.

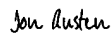
For the financial year ended 31 December 2021 the Company was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies.

The members have not required the Company to obtain an audit of its Financial Statements for the year in question in accordance with section 476.

The Directors acknowledge their responsibilities for complying with the requirement of the Act with respect to accounting records and the preparation of accounts.

The notes on pages 6 to 8 form part of the Financial Statements.

Approved by the Board on 08 November 2022.

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J Austen
 Director
 Brookmaker (Nominee) Limited
 Registered Number: 06615131
 Registered Office: 8th Floor, 1 Fleet Place, London, EC4M 7RA.

BROOKMAKER (NOMINEE) LIMITED**STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2021**

	Notes	Share Capital	Retained earnings	Total shareholders' funds
		£	£	£
Balance as at 1 January 2020		1,000	-	1,000
Total comprehensive profit for the year		-	-	-
Balance as at 31 December 2020		1,000	-	1,000
Balance as at 1 January 2021	8	1,000	-	1,000
Total comprehensive profit for the year		-	-	-
Balance as at 31 December 2021		1,000	-	1,000

The notes on pages 6 to 8 form part of these Financial Statements.

BROOKMAKER (NOMINEE) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED

31 DECEMBER 2021

1. PRINCIPAL ACCOUNTING POLICIES

Basis of preparation of Financial Statements

The Financial Statements are prepared on the going concern basis, in accordance with applicable accounting standards, under the historical cost convention and in accordance with the Companies Act 2006. The Financial Statements have been prepared in accordance with UK-adopted international accounting standards, for the year ended 31 December 2021.

Cash flow statement

No cash flow statement has been prepared in accordance with International Accounting Standard (“IAS”) 7 – Cash flow statements, as the Company has been dormant and has undertaken no transactions in the current financial year or in the preceding one. The Company had no cash and cash equivalents balances during the year ended 31 December 2021 (2020: £nil).

Going concern

The Brookmaker Limited Partnership has confirmed that it will provide such financial support as might be necessary to ensure that the Company is a going concern for at least twelve months from the date of signing of these Financial Statements.

2. KEY JUDGEMENTS AND ESTIMATES

In the opinion of the Directors there are no key judgements or estimates applied in the preparation of the Financial Statements.

3. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

a) Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. However, the use of this approach does not prevent losses outside of these limits in the event of more significant market movements.

There is no market risk attached to the Company as the Willow Brook Shopping Centre is held as an investment property within The Brookmaker Limited Partnership.

b) Credit risk

Credit risk is the risk that counterparty will be unable to meet a commitment that it has entered into with the Company. Any commitments entered into with the Company will be with other group entities, therefore there is no credit risk attached to the Company.

c) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulties in realising assets or other raising funds to meet financial commitments.

The Company’s liquidity risk is managed by the financial support provided by The Brookmaker Limited Partnership in order to meet the working capital requirements of the business.

d) Capital management

The Brookmaker Limited Partnership manages its capital on behalf of the group entities to ensure that the Company will be able to continue as a going concern.

BROOKMAKER (NOMINEE) LIMITED**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED
31 DECEMBER 2021 (continued)****3. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)****d) Capital management (continued)**

The Brookmaker Limited Partnership monitors and adjusts its capital structure with a view to promoting the long term success of the business and maintaining sustainable returns for the partners. This is achieved by a combination of controlling solvency, minimising financing costs, managing risk, and a rigorous appraisal framework and maintaining high standards of business conduct. The key financial measures that are subject to review include cash flow projections and the ability to meet capital commitments, projected gearing levels and interest covenants although absolute targets are not set for these. The current maximum permitted LTV ratio (based on the original valuation of the property) under the Landesbank Hessen-Thüringen facility documents is 75% of the property value per the facility agreement and this is monitored internally at all times and by provision of quarterly reports to the facility provider.

The Portfolio Manager and the Directors meet regularly to consider the asset allocation of the portfolio in order to maximise the investment return for the Partnership while minimising the risk associated with particular industry sectors whilst continuing to follow the investment objective.

The nature and extent of the financial instruments outstanding at the statement of financial position date and the risk management policies employed by the Partnership are detailed within this note.

4. STATEMENT OF COMPREHENSIVE INCOME

During the years ended 31 December 2021 and 31 December 2020 the Company earned no income and incurred no expenditure. Consequently, a Statement of Comprehensive Income has not been prepared for the years ended 31 December 2021 and 31 December 2020. Previous years other income and expenditure of the Company was recharged to Brookmaker Limited Partnership. The corresponding amount is included within amounts owed to Brookmaker Limited Partnership in note 7.

5. OPERATING RESULT

The Directors received no emoluments for their services to the Company during the year 31 December 2021 (2020: £nil).

The Company had no employees during the year (2020: none).

6. TRADE AND OTHER RECEIVABLES

	31 December 2021 £	31 December 2020 £
Amounts owed by Brookmaker (GP) Limited	11,383	11,383
	11,383	11,383

7. TRADE AND OTHER PAYABLES

	31 December 2021 £	31 December 2020 £
Amounts owed to Brookmaker Limited Partnership	10,383	10,383
	10,383	10,383

8. CALLED UP SHARE CAPITAL

	31 December 2021 £	31 December 2020 £
Allotted, called up and fully paid:		
1,000 Ordinary shares of £1 each	1,000	1,000
	1,000	1,000

BROOKMAKER (NOMINEE) LIMITED
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER
2021 (continued)

9. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The immediate parent was Brookmaker (GP) Limited. There is no ultimate controlling party as at 31 December 2021.

10. RELATED PARTY TRANSACTIONS

Transactions with related parties are disclosed in note 6 and 7.

11. POST BALANCE SHEET EVENTS

On 23 September 2022, the Company's immediate parent entity, Brookmaker (GP) Limited was acquired by Supermarket Income Investments (Midco 7) Limited. Supermarket Income Investments (Midco 7) Limited is a wholly owned subsidiary of Supermarket Income REIT PLC, both of which are incorporated in England and Wales, with the latter being the ultimate holding company. There is no ultimate controlling party as at the date of signing.

On 23 September 2022, an external loan undertaken by a related party, for which Brookmaker (Nominee) Limited provided security, was repaid in full. Following this, the charge against the Brookmaker (Nominee) Limited was released.