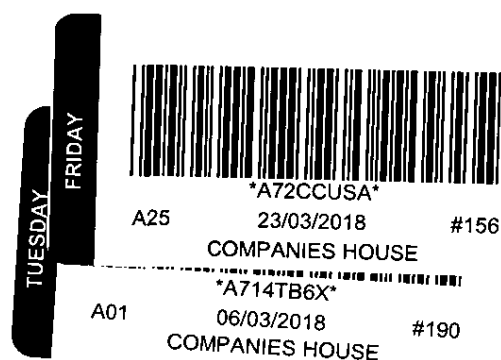


McCarthy & Stone Estates Limited

ANNUAL REPORT & FINANCIAL STATEMENTS

For the year ended 31 August 2017



Company registration number: 07165952

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DIRECTORS AND ADVISORS

For the year ended 31 August 2017

Directors

C Fenton

N W Maddock (resigned 6 January 2017)

R C Baker (appointed 6 January 2017)

Registered Office

4th Floor

100 Holdenhurst Road

Bournemouth

Dorset

BH8 8AQ

Bankers

HSBC Bank plc

70 Pall Mall

London

SW1Y 5EZ

DIRECTORS' REPORT

For the year ended 31 August 2017

The Directors of McCarthy & Stone Estates Limited (the Company) (registered number 07165952) present their Annual Report and financial statements for the year ended 31 August 2017. This Directors' Report has been prepared in accordance with the special provisions applicable to companies entitled to the small companies' exemption. Accordingly, the Company is not required to include a Strategic Report.

Principal Activity

The Company's business is the provision of estate agency services. The Company did not trade during the year.

Results

The loss after taxation for the year amounted to £27 (2016: loss of £853). No dividend has been proposed or paid in either the current year or prior year.

Ownership

The Company is a wholly-owned subsidiary of McCarthy & Stone Lifestyle Services Limited. The ultimate parent company McCarthy & Stone plc produces consolidated financial statements. McCarthy & Stone plc listed on the London Stock Exchange in November 2015. McCarthy & Stone plc and its subsidiaries are referred to as the Group.

There has been no change to the Company's issued share capital during the year.

Directors and Directors' interests

The Directors of the Company during the year and up to the date of signing were:

Name	Date of appointment	Date of resignation
<i>Current Directors:</i>		
Clive Fenton	17 February 2014	-
Nick Maddock	31 August 2012	6 January 2017
Rowan Baker	6 January 2017	-

No Director has any interest in the shares of the Company. There have been no changes in the Directors' interests in the share capital of the Company since 31 August 2017.

Directors' insurance

The Group to which this Company belongs maintains Directors' and Officers' liability insurance for the Directors and Officers of all Group companies.

Directors' conflicts of interest

Each of the Directors has a duty under the Companies Act 2006 to avoid a situation where he has, or could have a direct or indirect interest that conflicts with the interests of the Company. The Company's Articles of Association contains provisions for dealing with conflicts or potential conflicts. The procedures for dealing with conflicts of interest have operated effectively during the year under review and the Directors have concluded that there were no conflicts of interest during the year.

Future developments

The Company is expected to continue trading under its principal activity for the foreseeable future.

DIRECTORS' REPORT (CONTINUED)

For the year ended 31 August 2017

Post balance sheet events

Post balance sheet events have been disclosed in note 10.

Directors' indemnities

As permitted by the Company's Articles of Association, qualifying third party indemnity provisions for the benefit of its Directors have been in place throughout the year under which the Company has agreed to indemnify the Directors, to the extent permitted by law and by the Articles, against all liability arising in respect of any act or omission in the course of performing their duties.

Employees

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

Going concern

The Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Through a combination of third party trading, transactions with other Group entities and intra-group financing where appropriate, the Directors believe that the Company has sufficient resources to continue as a going concern. They have accordingly continued to adopt the going concern basis in preparing the financial statements.

Approval of reduced disclosures

The Company, as a qualifying entity, has taken advantage of the disclosure exemptions in FRS 102 paragraph 1.12. The Company's shareholder has been notified in writing about the intention to take advantage of the disclosure exemptions and no objections have been received.

The Company also intend to take advantage of these exemptions in the financial statements to be issued in the following year. Objections may be served on the Company by McCarthy & Stone Lifestyle Services Limited, as the immediate parent of the entity. They should be served by no later than 31 August 2018.

Approved by the Board and signed on its behalf by:



R Baker
Director

14 February 2018

McCarthy & Stone Estates Limited
4th Floor
100 Holdenhurst Road
Bournemouth
Dorset
BH8 8AQ

DIRECTORS' RESPONSIBILITIES STATEMENT

For the year ended 31 August 2017

Directors' responsibilities statement in respect of the financial statements

The Directors are responsible for preparing the Annual Report and 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 United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law), including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland." 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 year.

In preparing these financial statements, the Directors are required to:

- Select suitable accounting policies and then apply them consistently.
- Make judgements and estimates that are reasonable and prudent.
- State whether applicable UK Accounting Standards 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 proper 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.

PROFIT AND LOSS ACCOUNT

For the year ended 31 August 2017

	Notes	2017 £	2016 £
Turnover		-	-
Administrative expenses		-	(1,041)
Operating profit/(loss)	3	-	(1,041)
Profit/(loss) before taxation		-	(1,041)
Taxation (charge)/credit	4	(27)	188
(Loss) for the financial year		(27)	(853)

All of the figures above relate to discontinued operations.

There were no gains or losses other than those stated in the Profit and Loss Account above. Accordingly no Statement of Comprehensive Income is given.

The notes on pages 9 to 13 form part of these financial statements.

BALANCE SHEET

As at 31 August 2017

	Notes	2017 £	2016 £
Current assets			
Debtors: amounts due within one year	5	577,711	586,113
Cash		-	218
		577,711	586,331
Creditors: amounts falling due within one year	6	-	(8,593)
Net current assets		577,711	577,738
Net assets		577,711	577,738
Capital and reserves			
Called up share capital	7	4	4
Share premium account		1,572,997	1,572,997
Profit and loss account		(995,290)	(995,263)
Shareholders' funds		577,711	577,738

For the year ending 31 August 2017 the Company was entitled to exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary companies.

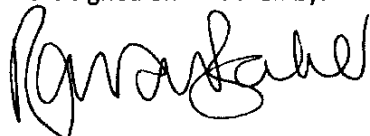
Directors' responsibilities:

- 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 requirements of the Act with respect to accounting records and the preparation of financial statements.

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

The notes on pages 9 to 13 form part of these financial statements.

The financial statements were authorised for issue by the Board of Directors on 14 February 2018 and were signed on its behalf by:



R Baker
Director

Company registration number: 07165952

STATEMENT OF CHANGES IN EQUITY

For the year ended 31 August 2017

	Notes	Share capital £	Share premium account £	Profit and loss account £	Total £
Balance as at 1 September 2015	7	4	1,572,997	(994,410)	578,591
(Loss) for the year		-	-	(853)	(853)
Total comprehensive income for the year		-	-	(853)	(853)
Balance as at 31 August 2016	7	4	1,572,997	(995,263)	577,738
(Loss) for the year		-	-	(27)	(27)
Total comprehensive income for the year		-	-	(27)	(27)
Balance as at 31 August 2017	7	4	1,572,997	(995,290)	577,711

The notes on pages 9 to 13 form part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 August 2017

1. Accounting policies

The following accounting policies have been used in dealing with items that are considered material in the financial statements. They have been applied consistently throughout the current year and prior year.

McCarthy & Stone Estates Limited (the Company) is a private company limited by shares and registered in England and Wales under the Companies Act 2006. The address of the registered office is given on page 2.

Basis of accounting

The financial statements have been prepared under the historical cost convention and in accordance with Financial Reporting Standard 102 (FRS 102) issued by the Financial Reporting Council.

The functional currency of the Company is considered to be pounds sterling because that is the currency of the primary economic environment in which the Company operates.

The Company meets the definition of a qualifying entity under FRS 102 and has therefore taken advantage of the disclosure exemptions available to it in respect of its separate financial statements. The Company is consolidated in the financial statements of its ultimate parent, McCarthy & Stone plc, which may be obtained at www.mccarthyandstonegroup.co.uk. Exemptions have been taken in these separate Company financial statements in relation to financial instruments, presentation of a cash flow statement and remuneration of key management personnel.

Going Concern

The financial statements have been prepared on a going concern basis. For further details please refer to the Directors' Report on pages 3 to 4.

Corporation tax

Corporation tax comprises current tax and deferred tax. Current tax is based on capital allowances for the year.

Deferred tax is recognised on all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements, with the following exceptions:

- In respect of taxable temporary differences associated with investments in subsidiaries, associates and joint ventures, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.
- Deferred 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.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

For the year ended 31 August 2017

1. Accounting policies (continued)

Corporation tax (continued)

Deferred 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 enacted or substantively enacted at the balance sheet date.

Tax is charged or credited directly to equity if it relates to items that are credited or charged to equity. Otherwise, tax is recognised in the Profit and Loss Account.

Turnover

Turnover is attributable to one continuing activity within the UK, being the provision of estate agency services and the agreed fee is recognised at the point of legal completion of the re-sale.

2. Critical accounting judgements and estimation uncertainty

There are no specific critical judgements or key assumptions the Company makes about the future, or other major sources of estimation uncertainty at the end of the reporting period, that are deemed to have a significant risk of resulting in a material adjustment to the carrying amounts of assets and liabilities at the year end and within the next financial year.

3. Operating profit/(loss)

a. Employees

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

b. Auditor's remuneration

Due to exemption from audit by parent guarantee, no audit fees have been incurred during the year (2016: £nil). Remuneration of the auditor is settled by McCarthy & Stone (Developments) Limited on behalf of all companies within the McCarthy & Stone plc Group, and was not recharged in the prior year. The total Group audit fee was £0.2m (2016: £0.2m).

c. Directors' remuneration

There was no Directors' remuneration during the current year or preceding year. The Directors are paid by the other Group companies and the allocation to this Company is £nil.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

For the year ended 31 August 2017

4. Taxation charge**a. Analysis of tax charge/(credit) for the year**

	2017 £	2016 £
<i>Current tax:</i>		
UK corporation tax on profit/(loss) for the year	(223)	(258)
Adjustment in respect of previous years	45	(3)
<i>Deferred tax:</i>		
Origination and reversal of timing differences	205	73
Total tax charge/(credit) on profit/(loss)	27	(188)

b. Factors affecting tax (credit) for the year

	2017 £	2016 £
Profit/(loss) before tax	-	(1,041)
Anticipated tax charge/(credit) based on profit/(loss) before tax at 19.58% (2016: 20.00%)	-	(208)
<i>Effects of:</i>		
Capital allowances in excess of depreciation	(18)	23
Adjustments in respect of previous years	45	(3)
Total tax charge/(credit) for the year	27	(188)

The current effective corporation tax rate is 19.58% (2016: 20%). Corporation tax rate reductions to 19% and 18% from April 2017 and April 2020 respectively were substantively enacted in November 2015. A further reduction in the main corporation tax rate to 17% from 1 April 2020 was substantially enacted on 15 September 2016. Deferred tax has been recognised at the appropriate rate depending on when it is expected that the asset/liability will crystallise.

c. Deferred taxation movements

	2017 £	2016 £
At 1 September	205	278
Charge for the year	(205)	(73)
At 31 August	-	205

NOTES TO THE FINANCIAL STATEMENTS (continued)

For the year ended 31 August 2017

4. Taxation charge (continued)

d. Deferred taxation reflected in the financial statements

	Notes	Provided 2017 £	Provided 2016 £
Capital allowances lower than depreciation		-	205
Deferred taxation asset	5	-	205

5. Debtors: amounts falling due within one year

	2017 £	2016 £
Deferred tax (note 4)	-	205
Other debtors	2	2
Amounts owed by other Group undertakings	577,709	585,906
	577,711	586,113

6. Creditors: amounts falling due within one year

	2017 £	2016 £
Other creditors	-	8,593
	-	8,593

NOTES TO THE FINANCIAL STATEMENTS (continued)

For the year ended 31 August 2017

7. Share capital and reserves

	Allotted, called up & fully paid No.	Allotted, called up & fully paid £
Equity share capital		
Ordinary shares of £1 each		
As at 31 August 2016	4	4
As at 31 August 2017	4	4

Each ordinary share carries equal voting, dividend and capital repayment rights.

The Company's other reserves are as follows:

- The share premium reserve contains the premium arising on issue of equity shares, net of any issue expenses.
- The profit and loss account represents cumulative profits or losses net of other adjustments.

8. Related parties

The Company has taken advantage of the exemption available under FRS 102, section 33.1A, not to disclose transactions with wholly-owned members of the Group headed by McCarthy & Stone plc.

9. Ultimate parent undertaking and controlling party

McCarthy & Stone plc, which is registered in England and Wales, is considered to be the Company's ultimate parent undertaking and controlling party. The financial statements of McCarthy & Stone plc can be obtained from the registered office:

4th Floor
100 Holdenhurst Road
Bournemouth
Dorset
BH8 8AQ

The smallest and largest Group in which this Company's financial statements are consolidated is McCarthy & Stone plc.

10. Post balance sheet events

There were no events after the reporting period that required adjustment or disclosure in the financial statements.