REGISTERED NUMBER: 07306402 (England and Wales)

AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2020

FOR

WA CAPITAL LIMITED

RSM UK Audit LLP
Suite A, 7th Floor,
City Gate East
Tollhouse Hill
Nottingham
NG1 5FS

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FOR THE YEAR ENDED 30 JUNE 2020

COMPANY INFORMATION
FOR THE YEAR ENDED 30 JUNE 2020

DIRECTORS:	Mr W L Adderley Mr D L Wright Ms M J Sears
REGISTERED OFFICE:	Two Marlborough Court Watermead Business Park Syston Leicestershire LE7 1AD
REGISTERED NUMBER:	07306402 (England and Wales)
INDEPENDENT AUDITORS:	RSM UK Audit LLP Suite A, 7th Floor, City Gate East Tollhouse Hill Nottingham NG1 5FS

WA CAPITAL LIMITED (REGISTERED NUMBER: 07306402)

BALANCE SHEET
30 JUNE 2020

	Notes	30/6/20 £	30/6/19 restated £
FIXED ASSETS			
Investments	4	255,991,170	203,078,897
CURRENT ASSETS			
Debtors	5	263,397,215	276,856,998
Cash at bank		4,274,488	10,636,576
		267,671,703	287,493,574
CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR	6	(152,118)	(968,303)
NET CURRENT ASSETS		267,519,585	286,525,271
TOTAL ASSETS LESS CURRENT LIABILITIES		523,510,755	489,604,168
CAPITAL AND RESERVES			
Called up share capital	8	120,781	120,781
Share premium	9	337,516,858	337,516,858
Retained earnings	9	185,873,116	151,966,529
SHAREHOLDERS' FUNDS		523,510,755	489,604,168

The financial statements have been prepared and delivered in accordance with the provisions applicable to 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.

The financial statements were approved by the Board of Directors and authorised for issue on 16 December 2020 and were signed on its behalf by:

Mr W L Adderley - Director

1. STATUTORY INFORMATION

WA Capital 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.

The presentation currency of the financial statements is the Pound Sterling (£).

2. ACCOUNTING POLICIES

Basis of preparing the financial statements
These financial statements were prepared in accordance with applicable United Kingdom accounting standards, including Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland ("FRS 102") as issued in August 2014, and with the Companies Act 2006 (as applicable to companies subject to the small companies' regime). The changes to FRS 102 issued in September 2015 effective for periods beginning on or after 1 January 2016 have been adopted and therefore, as a small company the financial statements have been prepared under section 1A the small entities regime of FRS 102.

Going concern
The directors have prepared forecasts for a period of 12 months from the date of approval of these financial statements which indicate that the company will have sufficient funds to meet its liabilities as they fall due in that period. On this basis, they continue to adopt the going concern basis of accounting in the preparation of the financial statements.

Prior period
The company has identified a prior period error with regards to the provision of deferred tax on substantial shareholdings which are exempt for the purpose of Capital Gains Tax. See note 7 for details of the prior period adjustment.

Financial Reporting Standard 102 - reduced disclosure exemptions
The Company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland".

- the requirement of Section 7 Statement of Cash Flows;
- the requirement of Section 33 Related Party Disclosure;
- the requirement of Section 33.7 Key Management Personnel Compensation.

Preparation of consolidated financial statements
The company is exempt by virtue of s400 of the Companies Act 2006 from the requirement to prepare group financial statements. These financial statements present information about the company as an individual undertaking and not about its group.

continued...

2. **ACCOUNTING POLICIES - continued**

Significant judgements and estimates
The Directors are continually evaluating estimates and judgements based on historical experience and other factors, including expectation of future events that are believed to be reasonable under the circumstances. The resulting accounting estimates will, by definition, seldom equal the related actual results.

Accounting judgements in applying the Company's accounting policies
Recoverability of inter company balances is considered to be a key accounting judgement.

Financial risk management including derivatives, objectives and forward fixed rate currency contracts

The company uses financial instruments, comprising loans, cash and other liquid resources and various other items such as trade debtors, creditors and finance arrangements that arise directly from its operations. The main purpose of these financial instruments is to raise finance for its operations. The main issues arising from the company's financial instruments are liquidity risk, interest rate and foreign currency risk. The directors review and agree policies for managing each of these risks and they are summarised below. The policies
have remained unchanged from the previous period.

Liquidity risk
The company seeks to manage financial risk by ensuring sufficient liquidity is available to meet foreseeable needs by negotiating adequate facilities from the Company's bankers and other lenders.

Interest rate risk
The company finances its operations through a mixture of shareholders' equity, retained profits and bank borrowings. The Company regularly reviews its exposure to interest rate fluctuations.

Foreign currency risk
The Company is exposed to transaction and translation foreign exchange risk. The Company seeks to minimise its exposure when known, using forward fixed rate currency contracts.

Investments in subsidiaries
Interests in subsidiaries, associates and jointly controlled entities are initially measured at cost and subsequently measured at cost less any accumulated impairment losses.
The investments are assessed for impairment at each reporting date and any impairment losses or reversals of impairment losses are recognised immediately in profit or loss.

continued...

2. ACCOUNTING POLICIES - continued

Financial instruments
Financial instruments are recognised in the balance sheet when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Basic financial assets
Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

Other financial assets
Other financial assets, including investments in equity instruments and derivatives, are initially measured at fair value, which is normally the transaction price. Such assets are subsequently carried at fair value and the changes in fair value are recognised in profit or loss, except that investments in equity instruments that are not publicly traded and whose fair values cannot be measured reliably are measured at cost less impairment.

Impairment of financial assets
Financial assets, other than those held at fair value through profit and loss, are assessed for indicators of impairment at each reporting end date. Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows have been affected. If an asset is impaired, the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been, had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

Derecognition of financial assets
Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire or are settled, or when the company transfers the financial asset and substantially all the risks and rewards of ownership to another entity, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party.

Classification of financial liabilities
Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

continued...

2. **ACCOUNTING POLICIES - continued**

Basic financial liabilities
Basic financial liabilities, including creditors, bank loans, loans from fellow group companies, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future receipts discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised. Debt instruments are subsequently carried at amortised cost, using the effective interest rate method. Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

Other financial liabilities
Derivatives, including interest rate swaps and forward foreign exchange contracts, are not basic financial instruments. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. Changes in the fair value of derivatives are recognised in profit or loss. Debt instruments that do not meet the conditions in FRS 102 paragraph 11.9 are subsequently measured at fair value through profit or loss.

Derecognition of financial liabilities
Financial liabilities are derecognised when the company's contractual obligations expire or are discharged or cancelled.

Equity instruments
Equity instruments issued by the company are recorded at the fair value of 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 Directors.

Taxation
Taxation for the year comprises current and deferred tax. Tax is recognised in the Profit and Loss Account, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current or deferred taxation assets and liabilities are not discounted.

Current tax is recognised at the amount of tax payable using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

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2. ACCOUNTING POLICIES - continued

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

Timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in the financial statements. Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the year end and that are expected to apply to the reversal of the timing difference.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of transaction. Exchange differences are taken into account in arriving at the operating result.

Income recognition

Dividends are accounted for when receivable by the company. Interest is accounted for as it falls due.

3. EMPLOYEES AND DIRECTORS

The average number of employees during the year was 5 (2019 - 5) .

4. FIXED ASSET INVESTMENTS

	30/6/20	30/6/19
	£	£
Shares in group undertakings	101	101
Other investments not loans	255,991,069	203,078,796
	255,991,170	203,078,897

continued...

4. **FIXED ASSET INVESTMENTS - continued**

Additional information is as follows:

	Shares in group undertakings £	Listed investments £	Unlisted investments £	Totals £
COST OR VALUATION				
At 1 July 2019	101	193,460,466	9,618,330	203,078,897
Additions	-	70,629,361	818,712	71,448,073
Disposals	-	(84,193,475)	-	(84,193,475)
Revaluations	-	50,807,675	-	50,807,675
At 30 June 2020	101	230,704,027	10,437,042	241,141,170
NET BOOK VALUE				
At 30 June 2020	101	230,704,027	10,437,042	241,141,170
At 30 June 2019	101	193,460,466	9,618,330	203,078,897

Cost or valuation at 30 June 2020 is represented by:

	Shares in group undertakings £	Listed investments £	Unlisted investments £	Totals £
Valuation in 2019	-	230,704,027	10,437,042	241,141,069
Cost	101	-	-	101
	101	230,704,027	10,437,042	241,141,170

Investments (neither listed nor unlisted) were as follows:

	30/6/20 £	30/6/19 £
Other investments	14,850,000	-

continued...

4. FIXED ASSET INVESTMENTS - continued

The company owns 100% of the issued share capital of the companies listed below

WA Capital Investments Limited
Marlborough Property Co Limited

The principal activity of the above is that of Investment.

The company controls the following companies indirectly through its investment in Marlborough Property Co Limited

Marlborough Property (Helensburgh)Limited
Marlborough Property (Watermead) Limited
Marlborough Property (Colmore Row) Limited
Marlborough Property (Staines) Limited
Marlborough Property (Water Court) Limited
Marlborough Property (Digbeth) Limited
Marlborough Property (NBS 169) Limited
Marlborough Property (Douglas) Limited
Marlborough Property (Putney One) Limited
Marlborough Property (Putney Two) Limited
Marlborough Property (Beckenham) Limited
Marlborough Property (Camden) Limited
Marlborough Property (Chiswick) Limited
Marlborough Property (Clapham) Limited
Marlborough Property (Eltham) Limited
Marlborough Property (Kilburn) Limited
Marlborough Property (Pinner) Limited
Marlborough Property (Putney) Limited
Marlborough Property (Rickmansworth) Limited
Marlborough Property (Temple Fortune) Limited
Marlborough Property (Whetstone) Limited

The registered office of all Companies above is: Two Marlborough Court, Watermead Business Park, Syston, Leicestershire, LE7 1AD.

The principal activity of all companies listed above is that of commercial property investment, other than for the following which are dormant.

Marlborough Property (Helensburgh) Limited
Marlborough Property (Digbeth) Limited
Marlborough Property (Beckenham) Limited
Marlborough Property (Rickmansworth) Limited
Marlborough Property (Temple Fortune) Limited

continued...

5. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	30/6/20	30/6/19
	£	£
Amounts owed by group undertakings	260,674,844	276,533,274
Other debtors	-	1,549
Deferred tax asset	2,707,384	313,321
Prepayments and accrued income	14,987	8,854
	263,397,215	276,856,998

6. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	30/6/20	30/6/19
	£	£
Corporation tax	-	932,903
Accruals and deferred income	152,118	35,400
	152,118	968,303

7. DEFERRED TAX

	£
Balance at 1 July 2019	(313,321)
Charge to profit & loss	(2,394,063)
Balance at 30 June 2020	(2,707,384)

8. CALLED UP SHARE CAPITAL

Allotted, issued and fully paid:

Number:	Class:	Nominal value:	30/6/20 £	30/6/19 £
120,731	Ordinary A	£1	120,731	120,731
50	Ordinary B	£1	50	50
			120,781	120,781

Ordinary A shares have full voting rights.

Ordinary B shares have no voting rights nor do they contain any rights of redemption. The B ordinary shares are entitled to the first £1,000 of any dividend declared but thereafter are not entitled to any dividend.

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9. RESERVES

	Retained earnings £	Share premium £	Totals £
At 1 July 2019	151,966,529	337,516,858	489,483,387
Profit for the year	43,906,587	-	43,906,587
Dividends	(10,000,000)	-	(10,000,000)
At 30 June 2020	185,873,116	337,516,858	523,389,974

10. DISCLOSURE UNDER SECTION 444(5B) OF THE COMPANIES ACT 2006

The Auditors' Report was unqualified.

Kelly Boorman (Senior Statutory Auditor)
for and on behalf of RSM UK Audit LLP

11. CAPITAL COMMITMENTS

	30/6/20 £	30/6/19 £
Contracted but not provided for in the financial statements	145,229	827,059

12. RELATED PARTY DISCLOSURES

The company has taken advantage of the exemption, under the terms of Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland', not to disclose related party transactions with wholly owned subsidiaries within the group.

The company was under the control of Mr WL Adderley throughout the year. Mr WL Adderley is the managing director and majority shareholder.

The company and its subsidiary WA Capital Investments Limited hold a 27% shareholding in Dunelm Group Plc which is a related party as Mr WL Adderley is a director and Deputy Chairman of the Dunelm Group. WA Capital Limited received dividends totalling £9,534,934 (2019: £4,903,680) from Dunelm PLC.

During the year WA Capital Limited paid dividends of £9,999,000 (2019: £94,993,000) to Directors of the company and close family members.

During the year WA Capital Limited donated £2,797,000 (2019: £3,157,000) to The Stoneygate Trust. Mr WL Adderley and Mrs NV Adderley are both Trustees of The Stoneygate Trust and sole funders of the Charity.

During the year WA Capital purchased art work valued at £14,850,000 from Mr WL Adderley and Mrs NV Adderley.

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13. FINANCIAL INSTRUMENTS

	Notes	30/6/20 £	30/6/19 £
Financial assets measured at fair value through profit or loss			
Listed investments	8	230,704,027	193,460,466
Unlisted investments	8	10,437,042	9,618,330
Financial assets that are debt instruments measured at amortised cost:			
Amounts owed by group undertakings	9	260,674,844	276,533,274
		501,815,913	479,612,070

Basis for determining fair value

The listed investments are valued at their quoted closing price on the year end date. Unlisted investments are valued at cost less impairment value.