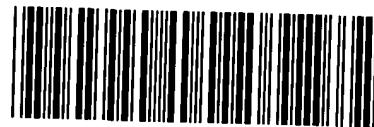


Registered Number 07772188

**MRB Residential Limited**

**Annual Report & Audited Financial Statements  
For the year 1 January 2018 to 31 December 2018**

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**MRB Residential Limited**  
**ANNUAL REPORT & AUDITED FINANCIAL STATEMENTS**  
**For the year 1 January 2018 to 31 December 2018**

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**MRB Residential Limited**  
**GENERAL INFORMATION**  
**For the year 1 January 2018 to 31 December 2018**

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<b>Director</b>	Chenghua Song
<b>Registered Office</b>	Chase Business Centre 39-41 Chase Side London England N14 5BP
<b>Secretary</b>	Vistra Registrars (UK) Limited (resigned on 19 December 2018) 11-12 St. James's Square London England SW1Y 4LB
<b>Independent Auditor</b>	Ashford Louis Chartered Certified Accountants and statutory auditors 187 High Road Leyton London E15 2BY
<b>Registered Number</b>	07772188

**MRB Residential Limited**  
**REPORT OF THE DIRECTOR**  
**For the year 1 January 2018 to 31 December 2018**

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The director presents the annual report and the audited financial statements of MRB Residential Limited (the Company) for the year ended 31 December 2018.

**Incorporation**

The Company was incorporated in England on 13 September 2011.

**Principal Activity**

The principal activity of the Company is that of an intermediate holding company.

On 3 December 2018, the Company's intermediate holding Company (MRB Residential Holdings Limited) together with other entities in the Group underwent a group reorganisation. As part of the reorganisation, the A and C loan note balances were assigned from MRB Residential Holdings Limited to Wideflourish Investments Limited. Ownership of the Company also transferred from MRB Residential Holdings Limited to Wideflourish

**Results and dividends**

The loss for the year was £21,398,966 (2017: loss of £5,501,466). No dividends have been proposed or paid in respect of the year (2017: £nil).

During the year, the Company's investment in MRB Residential Partners LLP was impaired by £19,512,746 (2017: £3,799,122) as disclosed in note 8.

**Director**

The director of the Company who served during the year and up to the date of this report is:

Chenghua Song

**Independent Auditor**

During the year, Deloitte LLP resigned as auditor of the Company and Ashford Louis Chartered Certified Accountants and statutory auditors were appointed as auditor and have expressed their willingness to continue in office in accordance with Section 487(2) of the Companies Act 2006.

**Going Concern**

After making enquiries and bearing in mind the nature of the Company's business and assets, the director considers that the Company has adequate resources to continue in operational existence for the foreseeable future. The ultimate parent (Tai United Holdings Limited) of the Company has provided a letter of support confirming that it will make funds available to the Company to enable the Company to meet its obligations and liabilities as they fall due to the extent the Company-itself is unable to meet such obligations and liabilities in the twelve months following the date of signing the financial statements for the Company for the year ended 31 December 2018. For this reason, the Director continues to adopt the going concern basis in preparing the financial statements.

**MRB Residential Limited**  
**REPORT OF THE DIRECTOR**  
**For the year 1 January 2018 to 31 December 2018**

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**Strategic Report**

In preparing this report, the Director has not included a strategic report as he has taken advantage of the small companies exemption in accordance with the provision of section 414B of the Companies Act 2006.

**Statement of Director's responsibilities**

The Director is responsible for preparing 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 he has elected to prepare the financial statements in accordance with FRS 102 - The Financial Reporting Standard applicable in the UK and Republic of Ireland.

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 estimates that are reasonable and prudent;
- state whether they have been prepared in accordance with FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland, 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 Director confirms that he has complied with the above requirements in preparing the financial statements. The Director is responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the Company and enable him to ensure that the financial statements comply with Companies Act 2006. He is also responsible for safeguarding the assets of the Company and hence taking reasonable steps for prevention and detection of fraud and other irregularities.

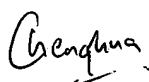
**Statement of disclosure of information to auditors**

The Director who held office at the date of approval of this Director's report confirm that, so far as he is aware, there is no relevant audit information of which the company's auditor is unaware; and he has taken all the steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the company's auditor is aware of that information. This information is given and should be interpreted in accordance with the provision of section 418 of the Companies Act 2006.

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

On behalf of the board

Chenghua Song  
Director



Date

1/5/2019

**MRB Residential Limited**  
**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF MRB RESIDENTIAL LIMITED**  
**For the year 1 January 2018 to 31 December 2018**

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**Opinion**

We have audited the financial statements of MRB Residential Limited for the year ended 31 December 2018 which comprise the statement of comprehensive income, statement of financial position, statement of changes in equity 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).

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

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2018 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.

**MRB Residential Limited**  
**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF MRB RESIDENTIAL LIMITED**  
**For the year 1 January 2018 to 31 December 2018**

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**Emphasis of matter**

In forming our opinion we have considered the adequacy of the disclosure made in note 2.3 of the financial statements concerning the going concern status of the company but our opinion is not qualified in this respect.

**Other Information**

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The director is responsible for the other information. 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 the 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.

**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 the 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 prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the director's report and from the requirement to prepare a strategic report.

**MRB Residential Limited**  
**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF MRB RESIDENTIAL LIMITED**  
**For the year 1 January 2018 to 31 December 2018**

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**Responsibilities of directors**

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.

As part of an audit in accordance with ISAs (UK), we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the director.
- Conclude on the appropriateness of the director's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.



**MRB Residential Limited**

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF MRB RESIDENTIAL LIMITED**

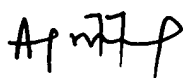
**For the year 1 January 2018 to 31 December 2018**

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**Auditor's responsibilities for the audit of the financial statements - (continued)**

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.



Eric Ashong (FCCA) (Senior Statutory Auditor)

For and on behalf of

Ashford Louis

Chartered Certified Accountants and Statutory Auditors 187 High Road Leyton

London

E15 2BY

10/05/2019

**MRB Residential Limited**  
**STATEMENT OF COMPREHENSIVE INCOME**  
**For the year 1 January 2018 to 31 December 2018**

	<b>Notes</b>	<b>1 Jan 2018 to 31 Dec 2018 £</b>	<b>1 Jan 2017 to 31 Dec 2017 £</b>
Operating expenses		(36,184)	(13,502)
Impairment	8	(19,512,746)	(3,799,122)
<b>Operating loss for the year</b>		<b>(19,548,930)</b>	<b>(3,812,624)</b>
Interest payable and similar charges	5	(7,194,758)	(5,940,548)
Interest receivable and similar income	6	5,344,722	4,251,706
<b>Loss before tax for the year</b>		<b>(21,398,966)</b>	<b>(5,501,466)</b>
Taxation	7	-	-
<b>Loss after taxation for the year</b>		<b>(21,398,966)</b>	<b>(5,501,466)</b>
<b>Total comprehensive loss for the year</b>		<b>(21,398,966)</b>	<b>(5,501,466)</b>

The results are all derived from continuing operations.

**MRB Residential Limited**  
**STATEMENT OF FINANCIAL POSITION**  
**As at 31 December 2018**  
**Registered Number 07772188**

	Notes	31 Dec 2018 £	31 Dec 2017 £
<b>Fixed assets</b>			
Investment	8	4,618,865	24,131,611
<b>Total fixed assets</b>		<b>4,618,865</b>	<b>24,131,611</b>
<b>Current assets</b>			
Debtors:			
amounts falling due within one year	9	399	890
amounts falling due after one year	9	30,445,859	25,101,136
		<b>30,446,258</b>	<b>25,102,026</b>
Creditors: amounts falling due within one year	10	(18,050,299)	(18,014,606)
<b>Net current assets</b>		<b>12,395,959</b>	<b>7,087,420</b>
<b>Creditors: amounts falling due after more than one year</b>			
Loan notes payable	11	(50,461,248)	(43,266,489)
<b>Net liabilities</b>		<b>(33,446,424)</b>	<b>(12,047,458)</b>
<b>Capital and reserves</b>			
Share capital	12	1	1
Profit and loss account	13	(33,446,425)	(12,047,459)
<b>Shareholder's deficit</b>		<b>(33,446,424)</b>	<b>(12,047,458)</b>

The financial statements on pages 9 to 19 were approved and authorised for issue by the board of directors on 01/05/2019 and were signed on its behalf by:

Director  
Chenghua Song



**MRB Residential Limited**  
**STATEMENT OF CHANGES IN EQUITY**  
**For the year 1 January 2018 to 31 December 2018**

	Share capital £	Profit and loss £	Total £
Opening balance at 1 January 2017	1	(6,545,993)	(6,545,992)
Total comprehensive loss for the year	-	(5,501,466)	(5,501,466)
<b>Balance as at 31 December 2017</b>	1	(12,047,459)	(12,047,458)
Total comprehensive loss for the year	-	(21,398,966)	(21,398,966)
<b>Balance as at 31 December 2018</b>	1	(33,446,425)	(33,446,424)

**MRB Residential Limited**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**For the year 1 January 2018 to 31 December 2018**

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**1 General Information**

MRB Residential Limited (the Company) is a private limited company incorporated in the United Kingdom. The Company is a wholly-owned subsidiary of Wideflourish Investments Limited. The address of the Company registered office and principal place of business is Chase Business Centre, 39-41 Chase Side, N14 5BP, London England.

**Status and activities**

The principal activity of the Company is that of an intermediate holding company. The Company holds investment in MRB Residential Partners LLP.

On 3 December 2018, the Company's intermediate holding Company (MRB Residential Holdings Limited) together with other entities in the Group underwent a group reorganisation. As part of the reorganisation, the A and C loan note balances were assigned from MRB Residential Holdings Limited to Wideflourish Investments Limited. Ownership of the Company also transferred from MRB Residential Holdings Limited to Wideflourish Investments Limited at the same time.

**2 Principal accounting policies**

A summary of the principal accounting policies, all of which have been applied consistently throughout the year, is set out below.

*2.1 Basis of preparation*

These financial statements were prepared in accordance with the applicable United Kingdom accounting standards, including Financial Reporting Standard 102 applicable in the UK and Republic of Ireland (FRS 102) and in accordance with Companies Act 2006.

The Company's indirect parent undertaking, no longer prepares any consolidated financial statements, on the basis that BG Residential Holdings Limited was dissolved on the 19 December 2018.

*2.2 Measurement convention*

The financial statements are prepared on the historical cost basis.

*2.3 Going concern*

After making enquiries and bearing in mind the nature of the Company's business and assets, the director considers that the Company has adequate resources to continue in operational existence for the foreseeable future. The ultimate parent (Tai United Holdings Limited) of the Company has provided a letter of support confirming that it will make funds available to the Company to enable the Company to meet its obligations and liabilities as they fall due to the extent the Company itself is unable to meet such obligations and liabilities in the twelve months following the date of signing the financial statements for the Company for the year ended 31 December 2018. For this reason, the director continues to adopt the going concern basis in preparing the financial statements.

## **2 Principal accounting policies - (continued)**

### *2.4 Foreign currencies*

#### *Functional and presentation currency*

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the entity operates (the functional currency). The financial statements are presented in Pound Sterling (£), which is the Company's functional currency and the presentation currency.

Transactions in foreign currencies are translated to the Company's functional currency at the foreign exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the statement of financial position date are retranslated to the functional currency at the foreign exchange rate ruling at that date.

Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction. Non-monetary assets and liabilities denominated in foreign currencies that are stated at fair value are retranslated to the functional currency at foreign exchange rates ruling at the dates the fair value was determined. Foreign exchange differences arising on translation are recognised in the statement of comprehensive income.

### *2.5 Basic financial instruments*

#### *(i) Trade and other receivables / payables*

Trade and other receivables are recognised initially at transaction price less attributable transaction costs. Trade and other payables are recognised initially at transaction price plus attributable transaction costs.

Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses in the case of trade and other receivables. If the arrangement constitutes a financing transaction, for example if payment is deferred beyond normal business terms, then it is measured at the present value of the future payments discounted at a market rate of the instrument for a similar debt instrument.

#### *(ii) Interest-bearing borrowings classified as basic financial instruments*

Interest-bearing borrowings are recognised initially at the present value of future payments discounted at a market rate of interest. Subsequent to initial recognition, interest-bearing borrowings are stated at amortised cost using the effective interest method, less any impairment losses.

## **2 Principal accounting policies - (continued)**

### *2.5 Basic financial instruments - (continued)*

#### *(ii) Interest-bearing borrowings classified as basic financial instruments - (continued)*

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

#### *(iii) Investment*

Investment is stated at cost less impairment.

### *2.6 Impairment*

#### *Financial assets*

A financial asset not carried at fair value through profit or loss is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.

An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate. For financial instruments measured at cost less impairment an impairment is calculated as the difference between its carrying amount and the best estimate of the amount that the Company would receive for the asset if it were to be sold at the reporting date. Interest on the impaired asset continues to be recognised through the unwinding of the discount. Impairment losses are recognised in statement of comprehensive income. When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed statement of comprehensive income.

### *2.7 Interest receivable and similar income*

Interest receivable and similar income includes interest receivable on funds invested and interest on loan notes. Interest income is recognised in the statement of comprehensive income on an accrual basis.

### *2.8 Interest payable and similar charges*

Interest payable and similar charges includes finance charges on borrowings classified as liabilities. Interest payable is recognised in the statement of comprehensive income as it accrues, using the effective interest method.

### *2.9 Taxation*

UK Corporation tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the statement of comprehensive income except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised directly in equity or other comprehensive income.

## **2 Principal accounting policies - (continued)**

### *2.9 Taxation - (continued)*

Current tax is the expected tax payable or receivable on the taxable profit or loss for the year, using tax rates enacted or substantively enacted at the statement of financial position date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the statement of financial position date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the statement of financial position date. Timing differences are differences between the Company's taxable profits and its results as stated in the accounts that arise from the inclusion of gains and losses in tax assessments in years different from those in which they are recognised in the accounts.

A net deferred tax asset is regarded as recoverable and therefore recognised only to the extent that, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing difference can be deducted.

### *2.10 Expenses*

Expenses are recognised in the statement of comprehensive income on an accruals basis.

## **3 Critical accounting judgements and key sources of estimation uncertainty**

Estimates and judgements are continually evaluated and are based on experience and other factors, including expectations of future events that are believed to be reasonable under these circumstances. The director has not identified any sources of estimation uncertainty.

### *Impairment of investment*

The director considers whether the investment in MRB Residential Partners LLP is impaired. Where an indication of impairment is identified the determination of recoverable value requires estimation of the net realisable value of the stock held by MRB Residential Partners LLP.

As at 31 December 2018 the total Members' interest in MRB Residential Partners LLP amounted to a deficit of £29,839,191 (2017: deficit of £16,926,383 ). The stock held within MRB Residential Partners LLP is stated at cost of £86,567,900 (2017: £90,186,493).

On 31 December 2018 the stock held by MRB Residential Partners LLP was valued by Cushman & Wakefield at £86,250,000 (31 Dec 2017: £102,450,000) on the basis of open market value in accordance with the Appraisal and Valuation Manual of the Royal Institute of Chartered Surveyors.



**MRB Residential Limited**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**For the year 1 January 2018 to 31 December 2018**

**3 Critical accounting judgements and key sources of estimation uncertainty - (continued)**

*Impairment of investment - (continued)*

The stock was impaired in the financial statements of MRB Residential Partners LLP by £4,984,313 during the year. As at 31 December 2018, the total Members deficit of MRB Residential Partners LLP was £29,839,191. The Company's share of interest in MRB Residential Partners LLP is 78.125%. The director has made a judgement that the investment of the Company is impaired by £23,311,868.

**4 Operating expenses**

	<b>1 Jan 2018 to 31 Dec 2018</b>	<b>1 Jan 2017 to 31 Dec 2017</b>
	<b>£</b>	<b>£</b>
Statutory audit of the Company	4,340	4,500

There were no employees during the year. The director is remunerated for his services by other related entities within the Tai United Holdings Limited Group. It is not practical to allocate this between services as director of MRB Residential Limited and services as director of other related entities.

**5 Interest payable and similar charges**

	<b>1 Jan 2018 to 31 Dec 2018</b>	<b>1 Jan 2017 to 31 Dec 2017</b>
	<b>£</b>	<b>£</b>
10% A loan notes from MRB Residential Holdings Limited interest	1,703,064	1,688,842
20% C loan notes from MRB Residential Holdings Limited interest	4,900,857	4,251,706
10% A loan notes interest - Wideflourish Investments Limited	146,972	-
20% C loan notes interest - Wideflourish Investments Limited	443,865	-
	<b>7,194,758</b>	<b>5,940,548</b>

Following the restructuring of the Group on 3 December 2018, £19,868,417 of the A loan notes were assigned to Wideflourish Investments Limited (see note 11). The interest accrued to Wideflourish Investments Limited for the remainder of the year amounted to £146,972. Interest on the A loan notes is accrued at a rate of 10% and compounded semi annually in arrears.

£30,001,994 of the C loan notes were assigned to Wideflourish Investments Limited on 3 December 2018 (see note 11). The interest accrued to Wideflourish Investments Limited for the remainder of the year amounted to £443,865. Interest on the C loan notes is accrued at a rate of 20% and compounded quarterly in arrears.

**MRB Residential Limited**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**For the year 1 January 2018 to 31 December 2018**

<b>6 Interest receivable and similar income</b>	<b>31 Dec 2018</b>	<b>31 Dec 2017</b>
	<b>£</b>	<b>£</b>
20% C loan notes to MRB Residential LLP interest	5,344,722	4,251,706

The C loan Notes interest relates to a £14,242,500 (2017: £14,242,500) loan to MRB Residential Partners LLP. Interest of £5,344,722 (2017: £4,251,706) was accrued during the year. Interest on the C loan notes accrues at a rate of 20% per annum and is compounded quarterly in arrears.

<b>7 Taxation</b>	<b>31 Dec 2018</b>	<b>31 Dec 2017</b>
	<b>£</b>	<b>£</b>
Corporation tax charge		
- current taxation	-	-
Total tax on loss on ordinary activities	-	-

**Factors affecting the tax for the year**

The difference between the total current tax shown above and the amount calculated by applying the standard rate of UK corporation tax to the loss before tax is as follows:

	<b>31 Dec 2018</b>	<b>31 Dec 2017</b>
	<b>£</b>	<b>£</b>
Loss on ordinary activities before tax:	(21,398,966)	(5,501,466)
Tax credit at UK corporation tax rate of 19% (2017: 19.25%)	4,119,301	1,059,032
Unrecognised / unutilised losses carried forward	(4,119,301)	(1,059,032)
Current tax charge	-	-

**8 Investment**

The subsidiary undertaking is incorporated in England and Wales and the registered office and principal place of business is is Chase Business Centre, 39-41 Chase Side, N14 5BP London England.

<b>Subsidiary entity:</b>	<b>Principal activity:</b>	<b>Shareholding:</b>
MRB Residential Partners LLP	Property development	78.125%

	<b>31 Dec 2018</b>	<b>31 Dec 2017</b>
	<b>£</b>	<b>£</b>
MRB Residential Partners LLP - capital	781	781
MRB Residential Partners LLP - loan	27,929,952	27,929,952
MRB Residential Partners LLP - impairment	(23,311,868)	(3,799,122)
	4,618,865	24,131,611

**MRB Residential Limited**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**For the year 1 January 2018 to 31 December 2018**

<b>9 Debtors</b>	<b>31 Dec 2018</b>	<b>31 Dec 2017</b>
	<b>£</b>	<b>£</b>
Prepayments	399	890
20% C loan notes to MRB Residential Partners LLP	30,445,859	25,101,136
	<b>30,446,258</b>	<b>25,102,026</b>

During the year there were no further subscriptions (2017: £nil) for unsecured C loan notes issued by MRB Residential Partners LLP. The balance at 31 December 2018 includes £16,203,108 (2017: £10,858,386) of accrued interest. Interest on the C loan notes is compounded quarterly in arrears. Interest is accrued at a rate of 20% per annum.

<b>10 Creditors: amounts falling due within one year</b>	<b>31 Dec 2018</b>	<b>31 Dec 2017</b>
	<b>£</b>	<b>£</b>
Accruals	5,701	7,700
Other creditors	781	781
Related party liabilities - MRB Residential Holdings Limited	-	12,600
Amount due to MRB Residential Holdings Limited	-	17,977,873
Amount due to Wideflourish Investments Limited	17,990,473	-
Amounts due to Tai United Management Company Limited	33,967	-
Amount due to MRB Residential Partners LLP	19,377	15,652
	<b>18,050,299</b>	<b>18,014,606</b>

On 3 December 2018 the interest free and repayable on demand loans of £12,600 and £17,977,873 due to MRB Residential Holdings Limited were assigned to Wideflourish Investments Limited.

<b>11 Loan notes payable</b>	<b>31 Dec 2018</b>	<b>31 Dec 2017</b>
	<b>£</b>	<b>£</b>
A loan notes from MRB Residential Holdings Limited	-	10,000,000
C loan notes from MRB Residential Holdings Limited	-	14,242,500
A loan notes from Wideflourish Investments Limited	19,868,417	-
C loan notes from Wideflourish Investments Limited	30,001,994	-
Accrued loan interest on A loan notes	146,972	8,165,353
Accrued loan interest on C loan notes	443,865	10,858,636
	<b>50,461,248</b>	<b>43,266,489</b>

**MRB Residential Limited**  
**NOTES TO THE FINANCIAL STATEMENTS**  
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**11 Loan notes payable - (continued)**

On 3 December 2018, the A loan notes together with the capitalised and accrued interest to that date, amounting to £19,868,417, were assigned to Wideflourish Investments Limited. Interest on the A Loan Notes is compounded semi-annually in arrears on 30 June and 31 December. Interest is accrued at a rate of 10% per annum. The A loan notes are unsecured and repayable on 21 November 2021.

On 3 December 2018, the C loan notes together with the capitalised and accrued interest to that date, amounting to £30,001,994, were assigned to Wideflourish Investments Limited. Interest on the C loan Notes is compounded quarterly in arrears. Interest is accrued at a rate of 20% per annum. The C loan notes are unsecured and repayable on 21 November 2021.

<b>12 Share capital</b>	<b>31 Dec 2018</b>	<b>31 Dec 2017</b>
	<b>£</b>	<b>£</b>
Issued and paid - 1 Ordinary share of £1	1	1

**13 Profit and loss account**

The profit and loss reserve represents cumulative profits or losses.

**14 Related-party transactions**

The Company has taken advantage of the exemptions under FRS 102 Section 33.1A and has not disclosed transactions with fellow group undertakings.

**15 Security**

The Company was entered as an additional guarantor of a loan Facility Agreement held with MRB Residential Partners LLP (the Subsidiary). The Bank of East Asia Limited has a cross company fixed floating and first legal charge over 6,7, 8-9 Buckingham gate, London SW1E 6JP.

**16 Ultimate controlling party**

The ultimate controlling party is Tai United Holdings Limited.

**17 Events after the reporting period**

The Director has evaluated the subsequent events from the date of the financial statements through to the date the financial statements were available to be issued. There were no subsequent events identified which required accrual or disclosure in these financial statements.