

Registration number: 08132439

DAVID PHILLIPS GROUP LIMITED
ANNUAL REPORT AND UNAUDITED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2023



DAVID PHILLIPS GROUP LIMITED

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MARCH 2023

The company has not traded during the year. During this year, the company received no income and incurred no expenditure and therefore made neither profit nor loss.

DAVID PHILLIPS GROUP LIMITED**(REGISTRATION NUMBER: 08132439)
BALANCE SHEET AS AT 31 MARCH 2023**

	Note	2023 £	2022 £
Creditors: Amounts falling due within one year	4	<u>(11,756,421)</u>	<u>(11,756,421)</u>
Net current liabilities		(11,756,421)	(11,756,421)
Creditors: Amounts falling due after more than one year	4	<u>(5,586,382)</u>	<u>(5,586,382)</u>
Net liabilities		<u>(17,342,803)</u>	<u>(17,342,803)</u>
Capital and reserves			
Called up share capital		1	1
Retained earnings		<u>(17,342,804)</u>	<u>(17,342,804)</u>
Shareholders' deficit		<u>(17,342,803)</u>	<u>(17,342,803)</u>

For the financial year ending 31 March 2023 the company was entitled to exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies.

Directors' responsibilities:

- The members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476; and
- The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

These financial statements have been prepared in accordance with the special provisions relating to companies subject to the small companies regime within Part 15 of the Companies Act 2006.

Approved and authorised by the Board on ^{24/11/2023} and signed on its behalf by:

Nicholas Gill

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N C R Gill
Director

DAVID PHILLIPS GROUP LIMITED

NOTES TO THE UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

1 General information

The company is a private company limited by share capital, incorporated in England and Wales.

The address of its registered office is:

24-32 Eastbury Road

Beckton

London

E6 6LP

2 Accounting policies

Summary of significant accounting policies and key accounting estimates

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

Statement of compliance

These financial statements have been prepared in accordance with Financial Reporting Standard 102 Section 1A - 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' and the Companies Act 2006.

Basis of preparation

These financial statements have been prepared using the historical cost convention except for, where disclosed in these accounting policies, certain items that are shown at fair value.

The presentational currency of the financial statements is Pounds Sterling, being the functional currency of the primary economic environment in which the company operates. Monetary amounts in these financial statements are rounded to the nearest Pound.

Judgements

Management have made a significant judgement in regards to the intercompany provision in the period. The carrying amount of the provision is £5,047,020 (2022 - £5,047,020).

Key sources of estimation uncertainty

No key sources of estimation uncertainty have been identified by management in preparing these financial statements other than those detailed in these accounting policies.

Investments

Investments in equity shares which are not publicly traded and where fair value cannot be measured reliably are measured at cost less impairment.

Trade creditors

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if the company does not have an unconditional right, at the end of the reporting period, to defer settlement of the creditor for at least twelve months after the reporting date. If there is an unconditional right to defer settlement for at least twelve months after the reporting date, they are presented as non-current liabilities.

Trade creditors are recognised initially at the transaction price and all are repayable within one year and hence are included at the undiscounted amount of cash expected to be paid.

Borrowings

Interest-bearing borrowings are initially recorded at fair value, net of transaction costs. Interest-bearing borrowings are subsequently carried at amortised cost, with the difference between the proceeds, net of transaction costs, and the amount due on redemption being recognised as a charge to the profit and loss account over the period of the relevant borrowing.

Interest expense is recognised on the basis of the effective interest method and is included in interest payable and similar charges.

Borrowings are classified as current liabilities unless the company has an unconditional right to defer settlement of the liability for at least twelve months after the reporting date.

DAVID PHILLIPS GROUP LIMITED

NOTES TO THE UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

Share capital

Ordinary shares are classified as equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of the direct costs of issuing the equity instruments. If payment is deferred and the time value of money is material, the initial measurement is on a present value basis.

Financial instruments

Classification

Financial instruments are classified and accounted for according to the substance of the contractual arrangement, as financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities. Where shares are issued, any component that creates a financial liability of the company is presented as a liability on the balance sheet. The corresponding dividends relating to the liability component are charged as interest expenses in the profit and loss account.

Recognition and measurement

All financial assets and liabilities are initially measured at transaction price (including transaction costs), except for those financial assets classified as at fair value through profit or loss, which are initially measured at fair value (which is normally the transaction price excluding transaction costs), unless the arrangement constitutes a financing transaction. If an arrangement constitutes a financing transaction, the financial asset or financial liability is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Impairment

Assets, other than those measured at fair value, are assessed for indicators of impairment at each balance sheet date. If there is objective evidence of impairment, an impairment loss is recognised in profit or loss as described below.

A non financial asset is impaired where there is objective evidence that, as a result of one or more events that occurred after initial recognition, the estimated recoverable value of the asset has been reduced. The recoverable amount of an asset is the higher of its fair value less costs to sell and its value in use.

The recoverable amount of goodwill is derived from measurement of the present value of the future cash flows of the cash-generating units ('CGUs') of which the goodwill is a part. Any impairment loss in respect of a CGU is allocated first to the goodwill attached to that CGU, and then to other assets within that CGU on a pro-rata basis.

Where indicators exist for a decrease in impairment loss, the prior impairment loss is tested to determine reversal. An impairment loss is reversed on an individual impaired asset to the extent that the revised recoverable value does not lead to a revised carrying amount higher than the carrying value had no impairment been recognised. Where a reversal of impairment occurs in respect of a CGU, the reversal is applied first to the assets (other than goodwill) of the CGU on a pro-rata basis and then to any goodwill allocated to that CGU.

For financial assets carried at amortised cost, the amount of an impairment is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective interest rate.

For financial assets carried at cost less impairment, the impairment loss is the difference between the asset's carrying amount and the best estimate of the amount that would be received for the asset if it were to be sold at the reporting date.

Where indicators exist for a decrease in impairment loss, and the decrease can be related objectively to an event occurring after the impairment was recognised, the prior impairment loss is tested to determine reversal. An impairment loss is reversed on an individual impaired financial asset to the extent that the revised recoverable value does not lead to a revised carrying amount higher than the carrying value had no impairment been recognised.

DAVID PHILLIPS GROUP LIMITED**NOTES TO THE UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023****3 Investments**

Subsidiaries	£
Cost	
At 1 April 2022 and 31 March 2023	<u>1</u>
Provision	
At 1 April 2022 and 31 March 2023	<u>1</u>
Carrying amount	
At 31 March 2022 and 2023	<u>-</u>

Details of undertakings

Details of the investments (including principal place of business of unincorporated entities) in which the company holds 20% or more of the nominal value of any class of share capital are as follows:

Undertaking	Registered office	Proportion of voting rights and shares held	
		2023	2022
Subsidiary undertakings			
Occam Wile Limited	24 - 32 Eastbury Road, Beckton, London, E6 6LP	100%	100%
David Phillips Furniture Ltd	24 - 32 Eastbury Road, Beckton, London, E6 6LP	100%	100%
Prelet Furniture Ltd	24 - 32 Eastbury Road, Beckton, London, E6 6LP	100%	100%
Peel Mount Contract Furnishings Limited	24 - 32 Eastbury Road, Beckton, London, E6 6LP	100%	100%
Winn Hudson Limited	24 - 32 Eastbury Road, Beckton, London, E6 6LP	100%	100%
Milc Property Stylists Ltd	24 - 32 Eastbury Road, Beckton, London, E6 6LP	100%	100%
David Phillips (Rental) Limited	24 - 32 Eastbury Road, Beckton, London, E6 6LP	100%	100%
David Phillips (FF&E) Limited	24 - 32 Eastbury Road, Beckton, London, E6 6LP	100%	100%
Hamsard 3486 Limited	24 - 32 Eastbury Road, Beckton, London, E6 6LP	100%	100%

DAVID PHILLIPS GROUP LIMITED**NOTES TO THE UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023****Subsidiary undertakings***Occam Wile Limited*

The principal activity of Occam Wile Limited is that of a holding company.

David Phillips Furniture Ltd

The principal activity of David Phillips Furniture Ltd is the sale of furniture and associated design services to the operational real estate sector. The share capital in the entity is held by Occam Wile Limited.

Prelet Furniture Ltd

The principal activity of Prelet Furniture Ltd is that of a dormant company. The share capital in the entity is held by Occam Wile Limited.

Peel Mount Contract Furnishings Limited

The principal activity of Peel Mount Contract Furnishings Limited is that of a dormant company. The share capital in the entity is held by Occam Wile Limited.

Winn Hudson Limited

The principal activity of Winn Hudson Limited is that of a dormant company. The share capital in the entity is held by Occam Wile Limited.

Milc Property Stylists Ltd

The principal activity of Milc Property Stylists Ltd is the sale of furniture and associated design services. The share capital in the entity is held by Occam Wile Limited.

David Phillips (Rental) Limited

The principal activity of David Phillips (Rental) Limited is the provision of furniture rental services. The share capital in the entity is held by Occam Wile Limited.

David Phillips (FF&E) Limited

The principal activity of David Phillips (FF&E) Limited is the provision of bespoke, fitted furniture and tailored interior schemes. The share capital in the entity is held by Occam Wile Limited.

Hamsard 3486 Limited

The principal activity of Hamsard 3486 Limited is that of a dormant company. The share capital in the entity is held by Occam Wile Limited.

4 Creditors

	Note	2023 £	2022 £
Due within one year			
Amounts due to group undertakings	7	<u>11,756,421</u>	<u>11,756,421</u>
Due after one year			
Loans and borrowings	5	<u>5,586,382</u>	<u>5,586,382</u>

5 Loans and borrowings

	2023 £	2022 £
Non-current loans and borrowings		
Other borrowings	<u>5,586,382</u>	<u>5,586,382</u>

DAVID PHILLIPS GROUP LIMITED

NOTES TO THE UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

Included in other borrowings are two loan note instruments due to shareholders with carrying amounts of £2,599,247 and £2,270,000 with interest rates of 0%. Interest of £583,723 and £133,412 respectively are accrued at the balance sheet date. The only and final capital instalments was due in January 2023.

An intercreditor deed prohibits repayment of loan note instruments so long as the bank loan held in Occam Wile Limited is outstanding. As the final instalment of the bank loan is due in December 2024, the loan notes and PIK notes are considered to be non-current liabilities.

6 Financial commitments, guarantees and contingencies

Bank loans held in Occam Wile Limited, a group company, are secured by a fixed and floating charge over all the assets and undertakings of all group companies, including David Phillips Group Limited.

All group companies including David Phillips Group Limited, have granted a fixed and floating charge over its assets to secure borrowings held by the following group undertakings: Hamsard 3463 Limited, David Phillips Holdings Limited and David Phillips Group Limited. The charge has been granted in favour of EPIC Private Equity Limited, acting as security trustee for and on behalf of the holders of loan notes issued by Hamsard 3463 Limited, David Phillips Holdings Limited and David Phillips Group Limited (from time to time).

The amount secured across the group as at 31 March 2023 was £20,859,910 (2022 - £20,439,103).

7 Related party transactions

Balances due on shareholder loans are included within other borrowings disclosed in note 5 of these financial statements:

Amounts due to group companies are disclosed in note 4 of these financial statements. The company is also due amounts from group undertakings of £5,047,020 (2022 - £5,047,020) that have been fully provided for.

8 Parent and ultimate parent undertaking

The company's immediate parent undertaking is David Phillips Holdings Limited, a company incorporated in the United Kingdom. Its ultimate parent undertaking is Hamsard 3462 Limited, a company incorporated in the United Kingdom, in which the results of the company are consolidated. A copy of their financial statements are available from the registered address at 24-32 Eastbury Road, Beckton, London, E6 6LP. No one person has overall control.