Registered number: 08212639

### CIRCUS STREET DEVELOPMENTS LIMITED

# ANNUAL REPORT AND FINANCIAL STATEMENTS FOR THE 13 MONTH PERIOD ENDED 31 MARCH 2019



### **COMPANY INFORMATION**

**Directors** R J Austin

A S Brockley S C Ellis J S Hesketh R N Kierans N S Parker M O Shepherd Dr. A W Taee T Ward S A West R J Wright

Company secretary C J Barton

Registered number 08212639

Registered office 7A Howick Place

London SW1P 1DZ

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### STRATEGIC REPORT FOR THE 13 MONTH PERIOD ENDED 31 MARCH 2019

### Business review, principal activities and future developments

The principal activity of the company during the period and for the foreseeable future is that of poperty development. The Directors do not foresee any change in the future activities of the company.

The loss for the 13 month period ended 31 March 2019, after taxation, amounted to £1,821 (year ended 28 February 2018: £NIL)

The Directors are unable to recommend the payment of a dividend (year ended 28 February 2018: £NIL).

During the period ended 31 March 2019, the company has decided to sell its shares to the joint venture partner, High Wire Brighton Limited. The transaction is due to complete on practical completion estimated around October 2019, upon satisfying agreed conditions.

### Principal risks and uncertainties

The management of the business and the execution of the company's strategy are subject to a number of risks. The company is a member of the U and I Group PLC group of companies. Further discussion of the risks and uncertainties, in the context of the group as a whole, is provided in U and I Group PLC's annual report and High Wire Brighton Limited's annual report which does not form part of this report.

### Financial key performance indicators (KPIs)

The Directors of U and I Group PLC manage the group's operations on a group basis. For this reason, the company's Directors believe that an analysis using KPIs for the company is not necessary or appropriate for an understanding of the development, performance or position of the business of the company. The development, performance and position of the group is discussed in the group's annual report which does not form part of this report.

This report was approved by the board on 6 September 2019 and signed by its order.

C J Barton

Company secretary

# DIRECTORS' REPORT FOR THE 13 MONTH PERIOD ENDED 31 MARCH 2019

During the period, the company changed its accounting reference date from 28 February to 31 March 2019 and the Directors present their report and audited financial statements for the thirteen month period to 31 March 2019, comparatives are for twelve months from 1 March 2017 to 28 February 2018.

### Result and dividends

The loss for the 13 month period ended 31 March 2019, after taxation, amounted to £1,821 (year ended 28 February 2018: £NIL)

The Directors are unable to recommend the payment of a dividend (year ended 28 February 2018: £NIL).

Details of the business review and future developments of the company are discussed in the Strategic report on page 1.

### **Directors**

The Directors who served during the period and up to the date of signing these financial statements were:

R J Austin

A S Brockley

S C Ellis

J S Hesketh

R N Kierans

N S Parker

M O Shepherd

Dr. A W Taee

T Ward

S A West

R J Wright

### Going concern

The Directors believe that preparing the financial statements on the going concern basis is appropriate due to the continued financial support of the joint venture partners U and I PPP Limited and High Wire Brighton Limited. The Directors have received confirmation that for the foreseeable future, U and I PPP Limited and High Wire Brighton Limited intend to support the company such that it can meet its liabilities as they fall due. The bank loan of £15,881,423 is repayable in November 2019, upon completion and sale development stocks.

### Qualifying third party indemnity provision

The company maintains Directors' and officers' liability insurance, which is reviewed annually and is considered to be adequately insured. Such qualifying third party indemnity provisions remain were in place during the period and remain in place at the date of approving the Directors' report.

### Disclosure of information to auditors

Each of the persons who are Directors at the time when this Directors' report is approved has confirmed that:

- so far as the Director is aware, there is no relevant audit information of which the company's auditors are unaware, and
- the Director has taken all the steps that ought to have been taken as a Director in order to be aware of any relevant audit information and to establish that the company's auditors are aware of that information.

# DIRECTORS' REPORT (CONTINUED) FOR THE 13 MONTH PERIOD ENDED 31 MARCH 2019

### Independent auditors

The auditors, PricewaterhouseCoopers LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

This report was approved by the board on 6 September 2019 and signed by its order.

**C J Barton** 

Company secretary

### DIRECTORS' RESPONSIBILITIES STATEMENT FOR THE 13 MONTH PERIOD ENDED 31 MARCH 2019

The Directors are responsible for preparing the Strategic report, the Directors' report and the audited financial statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare audited financial statements for each financial year. Under that law the Directors have elected to prepare the audited financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under company law the Directors must not approve the audited 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 period.

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

- select suitable accounting policies for the company's financial statements and then apply them consistently;
- make judgements and accounting 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 adequate 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 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.

### Independent auditors' report to the members of Circus Street Developments Limited

### Report on the audit of the financial statements

### **Opinion**

In our opinion, Circus Street Developments Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2019 and of its loss for the 13 month period (the "period") then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report and Financial Statements (the "Annual Report"), which comprise: the Balance Sheet as at 31 March 2019; the Statement of Comprehensive Income, the Statement of Changes in Equity for the 13 month period ended 31 March 2019; and the notes to the financial statements, which include a description of the significant accounting policies.

### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Independence

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

### Conclusions relating to going concern

ISAs (UK) require us to report to you when:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have 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.

We have nothing to report in respect of the above matters.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern. For example, the terms on which the United Kingdom may withdraw from the European Union are not clear, and it is difficult to evaluate all of the potential implications on the company's trade, customers, suppliers and the wider economy.

### Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance 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 an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of 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 based on these responsibilities.

With respect to the Strategic Report and Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

### Strategic Report and Directors' Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic Report and Directors' Report for the period ended 31 March 2019 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic Report and Directors' Report.

### Responsibilities for the financial statements and the audit

### Responsibilities of the directors for the financial statements

As explained more fully in the Directors' Responsibilities Statement for the 13 month period ended 31 March 2019 set out on page 4, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they determine 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 directors are 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 directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

### Auditors' 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 auditors' 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.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

### Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

### Other required reporting

### Companies Act 2006 exception reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- · certain disclosures of directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.

Sandra Dowling (Senior Statutory Auditor) for and on behalf of PricewaterhouseCoopers LLP

Chartered Accountants and Statutory Auditors

London

September 2019

### STATEMENT OF COMPREHENSIVE INCOME FOR THE 13 MONTH PERIOD ENDED 31 MARCH 2019

	Note	13 month period ended 31 March 2019 £	Year ended 28 February 2018 £
Administrative expenses		(1,821)	-
Operating (loss)/profit	4	(1,821)	
Interest receivable and similar income		-	-
Interest payable and similar expenses		-	-
(Loss)/profit before tax		(1,821)	-
(Loss)/profit for the financial period/year		(1,821)	-

There were no recognised gains and losses for the 13 month period ended 31 March 2019 or for the year ended 28 February 2018 other than those included in the Statement of comprehensive income.

There was no other comprehensive income for the 13 month period ended 31 March 2019 (year ended 28 February 2018: £NIL).

All amounts relate to continuing operations.

The notes on pages 10 to 16 form part of these financial statements.

# CIRCUS STREET DEVELOPMENTS LIMITED REGISTERED NUMBER: 08212639

### BALANCE SHEET AS AT 31 MARCH 2019

•	Note		31 March 2019 £		28 February 2018 £
Current assets					
Stocks	8	28,240,547		13,060,679	
Debtors	9	8,499		1,858,049	
Cash at bank and in hand		29,767		-	
		28,278,813		14,918,728	
Creditors: amounts falling due within one year	10	(28,280,554)		(11,381,318)	
Net current (liabilities)/assets		<del></del>	(1,741)		3,537,410
Total assets less current liabilities		•	(1,741)		3,537,410
Creditors: amounts falling due after more than one year	11		-		(3,537,330)
Net (liabilities)/assets			(1,741)		80
Capital and reserves					
Called up share capital	13		80		80
Retained earnings		همانة جدعفيت وتدريد مورث والا	(1,821)	en a sauge anazo en r <del>eguera</del>	
Total (debt)/equity		•	(1,741)		80

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 6 September 2019.

M O Shepherd Director

The notes on pages 10 to 16 form part of these financial statements.

# STATEMENT OF CHANGES IN EQUITY FOR THE 13 MONTH PERIOD ENDED 31 MARCH 2019

	Called up share capital	_	Total equity/(debt)
	£	£	£
At 1 March 2017	1	-	1
Total comprehensive income for the year	-	-	-
Shares issued during the year	79	•	79
At 1 March 2018	80	<del>-</del>	80
Comprehensive expense for the period			
Loss for the period	•	(1,821)	(1,821)
Total comprehensive expense for the period	-	(1,821)	(1,821)
At 31 March 2019	80	(1,821)	(1,741)
		<del></del>	<del></del>

The notes on pages 10 to 16 form part of these financial statements.

### NOTES TO THE FINANCIAL STATEMENTS FOR THE 13 MONTH PERIOD ENDED 31 MARCH 2019

#### 1. General information

Circus Street Developments Limited is a property development company. The Directors do not foresee any changes in the future activities of the company.

The company is a private company limited by shares and is incorporated and domiciled in England. The address of its registered office is 7A Howick Place, SW1P 1DZ, London.

### 2. Accounting policies

### 2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland (FRS 102) and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the company's accounting policies (see note 3).

### 2.2 Going concern

The Directors believe that preparing the financial statements on the going concern basis is appropriate due to the continued financial support of the joint venture partners U and I PPP Limited and High Wire Brighton Limited. The Directors have received confirmation that for the foreseeable future, U and I PPP Limited and High Wire Brighton Limited intend to support the company such that it can meet its liabilities as they fall due. The bank loan of £15,881,423 is repayable in November 2019, upon completion and sale development stocks.

### 2.3 Exemptions for qualifying entities under FRS 102

The company has taken advantage of the exemption, under FRS 102 paragraph 1.12(b), from preparing a statement of cash flows, on the basis that it is a qualifying entity and its ultimate parent company, U and I Group PLC, includes the company's cash flows in its own consolidated financial statements.

This company discloses transactions with related parties which are not wholly owned within the U and I Group PLC group. It does not disclose transactions with members of the U and I Group PLC group that are wholly owned.

### 2.4 Stocks

Work in progress, comprising developments, are carried as stocks and stated at the lower of cost and fair value less costs to sell. Cost also includes directly attributable expenditure and interest. The company has capitalised interest on development properties as part of work in progress. Where Directors consider that the costs are not recoverable from the proposed scheme, the project or site is written down to its net realisable value, with the write-down taken to the Statement of comprehensive income. Fair value less costs to sell is calculated as the estimated value of the project or site, based upon our current plans, less all further costs to be incurred in making the sale.

### 2.5 Interest income

Interest income is recognised in the Statement of comprehensive income using the effective interest method.

### NOTES TO THE FINANCIAL STATEMENTS FOR THE 13 MONTH PERIOD ENDED 31 MARCH 2019

### 2. Accounting policies (continued)

### 2.6 Borrowing costs

Borrowing costs relating to direct expenditure on stock under development are capitalised. The interest capitalised is calculated using the rate of interest on the loan to fund the expenditure, over the period from commencement of the development work until substantially all the activities necessary to prepare the qualifying asset for its intended use or sale are completed. The capitalisation of finance costs is suspended if there are prolonged periods when development activity is interrupted. Capitalised interest is written off to direct costs on disposal of stock.

### 2.7 Financial instruments

The Company only enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities like trade and other accounts receivable and payable and loans to and from group undertakings.

### Financial assets

Cash at bank and in hand – Cash comprises cash in hand and on-demand deposits less overdrafts. Cash equivalents comprise short-term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value

### Financial liabilities

Creditors – Creditors are recognised at the original transaction value and subsequently measured at amortised cost.

Financial assets and liabilities are offset and the net amount reported in the Balance sheet when there is an 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.

### 2.8 Taxation

Tax is recognised in the Statement of comprehensive income, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the Balance sheet date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE 13 MONTH PERIOD ENDED 31 MARCH 2019

### 3. Judgements in applying accounting policies and key sources of estimation uncertainty

The preparation of financial statements in accordance with FRS 102 requires the use of certain critical accounting estimates and judgements. It also requires management to exercise judgement in the process of applying the company's accounting policies. Not all of these accounting policies require management to make difficult, subjective or complex judgements or estimates. Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Although these estimates are based on management's best knowledge of the amount, event or actions, actual results may differ from those estimates. The management believes that there was no material judgement or estimation involved in the preparation of these financial statements.

### **Stocks**

The company is required to estimate when there is sufficient objective evidence to require the impairment of stocks carrying value. Work in progress, comprising developments, are carried as stocks and stated at the lower of cost and fair value less costs to sell. Cost also includes directly attributable expenditure and interest. The company has capitalised interest on development properties as part of work in progress. Where Directors consider that the costs are not recoverable from the proposed scheme, the project or site is written down to its net realisable value, with the write-down taken to the Statement of comprehensive income. Fair value less costs to sell is calculated as the estimated value of the project or site, based upon our current plans, less all further costs to be incurred in making the sale.

### 4. Operating (loss)/profit

The operating (loss)/profit is stated after charging:

The auditors' remuneration for the statutory audit of the company of £2,500 (year ended 28 February 2018: £2,500) has been borne by U and I Group PLC, the ultimate parent company.

### 5. Employees

The company has no employees other than the Directors (year ended 28 February 2018: none). Their remuneration, including pension costs, is not borne directly by the company but by U and I Group PLC. The entity did not incur any costs in relation to salaries recharged (year ended 28 February 2018: £NIL).

### 6. Interest

	13 month period ended 31 March 2019	Year ended 28 February 2018 £
Bank loan interest	511,086	15,087
Bank interest capitalised	(511,086)	(15,087)
	-	

### NOTES TO THE FINANCIAL STATEMENTS FOR THE 13 MONTH PERIOD ENDED 31 MARCH 2019

### FOR THE 13 MONTH PERIOD ENDED 31 MARCH 2019 7. **Taxation** 13 month period Year ended ended 31 March 28 February 2019 2018 £ £ Current tax for the period/year Total current tax Factors affecting tax charge for the period/year The tax assessed for the period/year is higher than (year ended 28 February 2018: same as) the standard rate of corporation tax in the UK of 19.0% (year ended 28 February 2018: 19.1%). The differences are explained below: 13 month period Year ended ended 28 February 31 March 2019 2018 £ £ Operating (loss)/result before tax (1,821)Operating (loss)/result multiplied by standard rate of corporation tax in the UK of 19.0% (year ended 28 February 2018: 19.1%) (346)Effects of: Tax losses carried forward 346 Total tax charge for the period/year The following balances relate to the total deferred tax asset not recognised on losses carried forward: 31 March 28 February 2019 2018 £ £ Current period/year credit (310)

### Factors that may affect future tax charges

As part of the Finance (No. 2) Bill 2017, published on 20 March 2017, the UK government confirmed its intention to reduce the main rate of UK Corporation Tax to 17% by 2020. There were no changes to this announcement within the Finance Act 2019 which received Royal Assent on 12 February 2019.

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### NOTES TO THE FINANCIAL STATEMENTS FOR THE 13 MONTH PERIOD ENDED 31 MARCH 2019

8.	Stocks		
		31 March 2019 £	28 February 2018 £
	At 1 March	13,060,679	-
	Additions	14,668,782	13,045,592
	Interest capitalised	511,086	15,087
		28,240,547	13,060,679
9.	Debtors		
		31 March 2019 £	28 February 2018 £
	Prepayments and accrued income	-	650,443
	Tax recoverable	8,499	1,207,606
		8,499	1,858,049
10.	Creditors: Amounts falling due within one year		
		31 March 2019 £	28 February 2018 £
	Bank loans	15,881,423	_
	Trade creditors	-	1,600,410
	Amounts owed to group undertakings	7,392,305	8,855,348
	Other creditors	1,028,278	260,030
	Accruals	978,548	665,530
	Deferred income	3,000,000	-
		28,280,554	11,381,318

The amounts owed to group undertakings are interest free, unsecured and repayable on demand.

The bank loan is secured by way of charges on the development property owned by the company and the loan attracts an interest rate of LIBOR plus 5.0% per annum. The loan is repayable in one instalment in November 2019, upon completion and sale development stocks.

### NOTES TO THE FINANCIAL STATEMENTS FOR THE 13 MONTH PERIOD ENDED 31 MARCH 2019

11.	Creditors: Amounts falling due after more than one year	<b>.</b> .	•
		31 March 2019 £	28 February 2018 £
	Bank loans	-	3,537,330
		-	3,537,330
12.	Loans		
	Analysis of the maturity of loans is given below:		
		31 March 2019 £	28 February 2018 £
	Amounts falling due within one year		~
	Bank loans	15,881,423	-
		15,881,423	
	Amounts falling due 2-5 years		
	Bank loans	-	3,537,330
• <del></del>		15,881,423	3,537,330
13.	Called up share capital		
		31 March 2019 £	28 February 2018 £
	Alloted called up and fully paid 7,999 (28 February 2018: 7,999) Ordinary shares of £0.01 each	80	80

### NOTES TO THE FINANCIAL STATEMENTS FOR THE 13 MONTH PERIOD ENDED 31 MARCH 2019

### 14. Controlling party

The company is jointly owned and controlled by U and I PPP Limited and High Wire Brighton Limited.

Both companies are registered in England and Wales and incorporated in Great Britain.

Copies of the annual report and financial statements of U and I PPP Limited can be obtained from 7A Howick Place, London, SW1P 1DZ.

Copies of the annual report and financial statements of High Wire Brighton Limited can be obtained from 24 Savile Row, Mayfair, London, W1S