

Registered number: 08269415

PEMBERSTONE PROPERTIES (NO. 5) LIMITED

FINANCIAL STATEMENTS
INFORMATION FOR FILING WITH THE REGISTRAR
FOR THE YEAR ENDED 31 DECEMBER 2022



PEMBERSTONE PROPERTIES (NO. 5) LIMITED

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PEMBERSTONE PROPERTIES (NO. 5) LIMITED
REGISTERED NUMBER: 08269415

BALANCE SHEET
AS AT 31 DECEMBER 2022

	Note	2022 £	2021 £
Fixed assets			
Investment property	4	5,240,000	2,960,000
		<u>5,240,000</u>	<u>2,960,000</u>
Current assets			
Debtors	5	249,602	188,767
Cash at bank and in hand		132,502	25,699
		<u>382,104</u>	<u>214,466</u>
Creditors: amounts falling due within one year	6	(3,209,360)	(3,075,881)
Net current liabilities		<u>(2,827,256)</u>	<u>(2,861,415)</u>
Total assets less current liabilities		<u>2,412,744</u>	<u>98,585</u>
Creditors: amounts falling due after more than one year	7	(2,062,500)	-
Net assets		<u><u>350,244</u></u>	<u><u>98,585</u></u>
Capital and reserves			
Called up share capital	9	1	1
Profit and loss account	10	350,243	98,584
		<u><u>350,244</u></u>	<u><u>98,585</u></u>

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BALANCE SHEET (CONTINUED)
AS AT 31 DECEMBER 2022

The directors consider that the Company is entitled to exemption from audit under section 477 of the Companies Act 2006 and members have not required the Company to obtain an audit for the year in question in accordance with section 476 of the Companies Act 2006.

The directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements.

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and in accordance with the provisions of FRS 102 Section 1A - small entities.

The financial statements have been delivered in accordance with the provisions applicable to companies subject to the small companies regime.

The Company has opted not to file the statement of income and retained earnings in accordance with provisions applicable to companies subject to the small companies' regime.

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 19 September 2023.



D J Moore
Director

The notes on pages 3 to 8 form part of these financial statements.

PEMBERSTONE PROPERTIES (NO. 5) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022**

1. General information

The Company is a private company limited by shares and is incorporated in England.

The address of its registered office is Whittington Hall, Whittington Road, Worcester, Worcestershire, WR5 2ZX.

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 Section 1A of Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The following principal accounting policies have been applied:

2.2 Going concern

At 31 December 2022 the Company had net current liabilities of £2,827,256 (2021 - £2,861,415). These represent amounts owed to a group undertaking (see note 6) which has agreed, subject to certain exceptions, not to seek repayment of so much of its loan as is equal to the said net current liabilities figure for at least twelve months from the date of signing the financial statements. The directors therefore have a reasonable expectation that the Company will be able to continue in operational existence for the foreseeable future, and consider it is appropriate to prepare the financial statements on a going concern basis.

2.3 Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes.

Revenue is comprised of rental income.

2.4 Operating leases: the Company as lessor

Rental income from operating leases is credited to the Statement of Income and Retained Earnings on a straight line basis over the term of the relevant lease.

2.5 Interest income

Interest income is recognised in profit or loss using the effective interest method.

2.6 Borrowing costs

All borrowing costs are recognised in profit or loss in the year in which they are incurred.

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NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2022

2. Accounting policies (continued)

2.7 Current and deferred taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in the Statement of Income and Retained Earnings, 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;
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met; and
- Where they relate to timing differences in respect of interests in subsidiaries, associates, branches and joint ventures and the Company can control the reversal of the timing differences and such reversal is not considered probable in the foreseeable future.

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.

Deferred tax balances are not discounted.

2.8 Investments

Commercial investment properties are revalued annually by a professional firm or by the directors at open market valuation (less allowances for selling costs). No depreciation is provided.

Rental income arising from the letting of these properties is recognised within turnover in the financial statements.

The directors consider the carrying value of each class of investment periodically on the basis described above and revaluations are made where deemed to be appropriate. The aggregate surplus or deficit arising on revaluation is transferred to the Statement of Income and Retained Earnings for the period.

2.9 Debtors

Short term debtors are measured at transaction price, less any impairment.

PEMBERSTONE PROPERTIES (NO. 5) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022**

2. Accounting policies (continued)

2.10 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

2.11 Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured at fair value, net of transaction costs.

3. Employees

The average monthly number of employees during the year was 0 (2021 - 0).

4. Investment property

	Investment properties £
Valuation	
At 1 January 2022	2,960,000
Additions at cost	2,984
Surplus on revaluation	42,016
Transfer from fellow group undertaking	2,235,000
At 31 December 2022	5,240,000

In July 2022, an investment property was transferred from a fellow group undertaking at £2,235,000, based on an independent professional valuation of the property.

The valuation of the investment property at 31 December 2022 has been based upon a valuation carried out by the directors at the year end based upon knowledge of the market and costs of realisation. The directors believe that there has not been a material change in the value of these assets since the year end.

The historical cost of the investment properties as at 31 December 2022 was £5,838,680 (2021: £3,476,968).

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**NOTES TO THE FINANCIAL STATEMENTS
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5. Debtors

	2022 £	2021 £
Debtors after more than one year		
Deferred taxation	150,600	98,200
	<u>150,600</u>	<u>98,200</u>
Due within one year		
Trade debtors	28,826	29,081
Other debtors	-	6,664
Prepayments and accrued income	70,176	54,822
	<u>249,602</u>	<u>188,767</u>

6. Creditors: Amounts falling due within one year

	2022 £	2021 £
Bank loans	150,000	1,123,500
Trade creditors	1,044	-
Amounts owed to group undertakings	2,984,783	1,946,667
Corporation tax	9,500	-
Other taxation and social security	21,455	-
Accruals and deferred income	42,578	5,714
	<u>3,209,360</u>	<u>3,075,881</u>

For details of security see Note 8.

7. Creditors: Amounts falling due after more than one year

	2022 £	2021 £
Bank loans	2,062,500	-
	<u>2,062,500</u>	<u>-</u>

For details of security see Note 8.

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**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022**

8. Loans

Analysis of the maturity of loans is given below:

	2022 £	2021 £
Amounts falling due within one year		
Bank loans	150,000	1,123,500
	<u>150,000</u>	<u>1,123,500</u>
Amounts falling due 1-2 years		
Bank loans	150,000	-
	<u>150,000</u>	<u>-</u>
Amounts falling due 2-5 years		
Bank loans	1,912,500	-
	<u>1,912,500</u>	<u>-</u>
	<u>2,212,500</u>	<u>1,123,500</u>

Secured loans

The bank loan is with Handelsbanken plc ("Handelsbanken") and is secured over the assets of the Company. The Company refinanced the bank loan with Handelsbanken in July 2022.

The refinanced loan is repayable by quarterly instalments of £37,500 with the balance outstanding at maturity in July 2027 being repayable at that date and bears a variable rate of interest.

9. Share capital

	2022 £	2021 £
Allotted, called up and fully paid		
1 (2021 - 1) Ordinary share of £1.00	<u>1</u>	<u>1</u>

PEMBERSTONE PROPERTIES (NO. 5) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022**

10. Reserves

Profit and loss account

This reserve records retained earnings and accumulated losses net of any dividends paid. Net retained earnings include a revaluation loss on the investment property of £474,952 (2021: £516,968) and an associated deferred tax asset of £150,600 (2021: £98,200).

11. Controlling party

The Company's immediate parent company is Pemberstone Limited, which is a wholly owned subsidiary of PGL (202) Limited, which itself is owned by Pemberstone Group Limited. All of these companies are incorporated in England and Wales.

At 31 December 2022 the largest and smallest group in which the results of the Company are consolidated is that headed by Pemberstone Group Limited, a company incorporated in England and Wales. The registered office of Pemberstone Group Limited is Whittington Hall, Whittington Road, Worcester, Worcestershire, WR5 2ZX.

The ultimate controlling party is therefore considered to be Pemberstone Group Limited.