

## **BRAEBURN ESTATES MANAGEMENT COMPANY LIMITED**

Registered number: 9216293

### **DIRECTORS' REPORT AND FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 DECEMBER 2018**



# **BRAEBURN ESTATES MANAGEMENT COMPANY LIMITED**

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## **BRAEBURN ESTATES MANAGEMENT COMPANY LIMITED**

### **DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2018**

The directors present their report and the financial statements for the year ended 31 December 2018.

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

#### **PRINCIPAL ACTIVITY**

The company's principal activity was that of property management.

#### **RESULTS AND DIVIDENDS**

The profit for the year, after taxation, amounted to £NIL (2017 - £NIL).

No dividends have been paid or proposed (2017: £Nil).

#### **DIRECTORS**

The directors who served during the year were:

T K A A Al-Abdulla (appointed 13 November 2018)  
A Al-Ajail (appointed 12 June 2018, resigned 13 November 2018)  
A Al-Attiyah (appointed 23 July 2018)  
R D S Archer  
M Ashraf (appointed 30 November 2018)  
J M Holmes (resigned 30 November 2018)  
Sir George Iacobescu CBE  
A J S Jordan  
N M Albuenain (resigned 23 July 2018)

The company provides an indemnity to all directors (to the extent permitted by law) in respect of liabilities incurred as a result of their office. The company also has in place liability insurance covering the directors and officers of the company. Both the indemnity and insurance were in force during the year ended 31 December 2018 and at the time of the approval of this Directors' Report. Neither the indemnity nor the insurance provide cover in the event that the director is proven to have acted dishonestly or fraudulently.

#### **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.

This report was approved by the board on 15 May 2019 and signed on its behalf.



**J R Garwood**  
Secretary

## **BRAEBURN ESTATES MANAGEMENT COMPANY LIMITED**

### **DIRECTORS' RESPONSIBILITIES STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2018**

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with International Financial Reporting Standards ('IFRS') as adopted by the European Union. Under company law the directors must not approve the 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 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.

## **BRAEBURN ESTATES MANAGEMENT COMPANY LIMITED**

### **INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF BRAEBURN ESTATES MANAGEMENT COMPANY LIMITED**

#### **REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS**

##### **OPINION**

In our opinion the financial statements of Braeburn Estates Management Company Limited (the 'company'):

- give a true and fair view of the state of the company's affairs as at 31 December 2018 and of its result for the year then ended;
- have been properly prepared in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the statement of comprehensive income;
- the statement of financial position;
- the statement of changes in equity;
- the statement of cash flows; and
- the related notes 1 to 12.

The financial reporting framework that has been applied in their preparation is applicable law and IFRSs as adopted by the European Union.

##### **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 Financial Reporting Council's (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 are required by ISAs (UK) to report in respect of the following matters where:

- the directors' use of the going concern basis of accounting in 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 these matters.

## **BRAEBURN ESTATES MANAGEMENT COMPANY LIMITED**

### **INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF BRAEBURN ESTATES MANAGEMENT COMPANY LIMITED**

#### **OTHER INFORMATION**

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. 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 respect of these matters.

#### **RESPONSIBILITIES OF DIRECTORS**

As explained more fully in the directors' responsibilities statement, the directors are 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 directors 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.

#### **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.

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](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditor's report.

## **BRAEBURN ESTATES MANAGEMENT COMPANY LIMITED**

### **INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF BRAEBURN ESTATES MANAGEMENT COMPANY LIMITED**

#### **REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS**

##### **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 directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report has been prepared in accordance with applicable legal requirements.

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 any material misstatements in the directors' report.

##### **Matters on which we are required to report by exception**

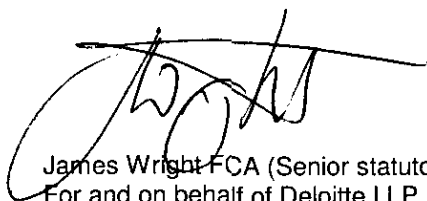
Under the Companies Act 2006 we are required to report in respect of the following matters if, in our opinion:

- 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 returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to take advantage of the small companies' exemption in preparing the directors' report and from the requirement to prepare a strategic report.

We have nothing to report in respect of these matters.

#### **USE OF OUR REPORT**

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 auditor's 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.



James Wright FCA (Senior statutory auditor)  
For and on behalf of Deloitte LLP  
Statutory Auditor  
London, United Kingdom  
15 May 2019

**BRAEBURN ESTATES MANAGEMENT COMPANY LIMITED**

**STATEMENT OF COMPREHENSIVE INCOME  
FOR THE YEAR ENDED 31 DECEMBER 2018**

	2018 £	2017 £
Turnover	877,281	-
Cost of sales	(877,352)	-
<b>GROSS (LOSS)/PROFIT</b>	<b>(71)</b>	<b>-</b>
Interest receivable and similar income	71	-
<b>PROFIT BEFORE TAX</b>	<b>-</b>	<b>-</b>
Tax on profit	-	-
<b>PROFIT FOR THE FINANCIAL YEAR</b>	<b>-</b>	<b>-</b>
<b>OTHER COMPREHENSIVE INCOME FOR THE YEAR</b>		
<b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>	<b>-</b>	<b>-</b>

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The notes on pages 10 to 13 form part of these financial statements.



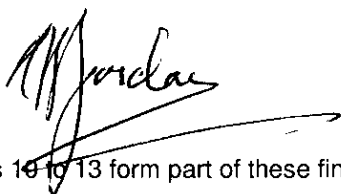
**BRAEBURN ESTATES MANAGEMENT COMPANY LIMITED**  
**REGISTERED NUMBER: 9216293**

**STATEMENT OF FINANCIAL POSITION**  
**AS AT 31 DECEMBER 2018**

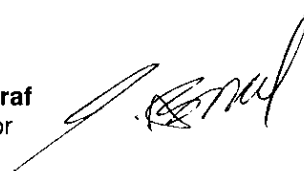
	Note	2018 £	2017 £
<b>CURRENT ASSETS</b>			
Trade and other receivables	7	321,732	8
Cash at bank and in hand	8	603,509	-
		<u>925,241</u>	<u>8</u>
Current liabilities	9	(925,233)	-
<b>NET CURRENT ASSETS</b>		<u>8</u>	<u>8</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<u>8</u>	<u>8</u>
<b>NET ASSETS</b>		<u>8</u>	<u>8</u>
<b>EQUITY</b>			
Called up share capital	11	8	8
		<u>8</u>	<u>8</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 15 May 2019.

**A J S Jordan**  
 Director



**M Ashraf**  
 Director



The notes on pages 10 to 13 form part of these financial statements.

**BRAEBURN ESTATES MANAGEMENT COMPANY LIMITED**

**STATEMENT OF CHANGES IN EQUITY  
FOR THE YEAR ENDED 31 DECEMBER 2018**

	Called up share capital	Total equity
	£	£
At 1 January 2018	8	8
<b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>	-	-
<b>AT 31 DECEMBER 2018</b>	8	8

**STATEMENT OF CHANGES IN EQUITY  
FOR THE YEAR ENDED 31 DECEMBER 2017**

	Called up share capital	Total equity
	£	£
<b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>	-	-
Shares issued during the year	8	8
<b>AT 31 DECEMBER 2017</b>	8	8

The notes on pages 10 to 13 form part of these financial statements.

**BRAEBURN ESTATES MANAGEMENT COMPANY LIMITED**

**STATEMENT OF CASH FLOWS  
FOR THE YEAR ENDED 31 DECEMBER 2018**

	2018 £	2017 £
Profit for the financial year	-	-
<b>ADJUSTMENTS FOR:</b>		
Increase in debtors	(321,724)	(8)
Increase in creditors	925,233	-
<b>NET CASH GENERATED FROM OPERATING ACTIVITIES</b>	<b>603,509</b>	<b>(8)</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Issue of ordinary shares	-	8
<b>NET CASH USED IN FINANCING ACTIVITIES</b>	<b>-</b>	<b>8</b>
<b>INCREASE IN CASH AND CASH EQUIVALENTS</b>	<b>603,509</b>	<b>-</b>
<b>CASH AND CASH EQUIVALENTS AT THE END OF YEAR</b>	<b>603,509</b>	<b>-</b>
<b>CASH AND CASH EQUIVALENTS AT THE END OF YEAR COMPRISE:</b>		
Cash at bank and in hand	603,509	-
	<b>603,509</b>	<b>-</b>

The notes on pages 10 to 13 form part of these financial statements.

## **BRAEBURN ESTATES MANAGEMENT COMPANY LIMITED**

### **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018**

#### **1. GENERAL INFORMATION**

Braeburn Estates Management Company Limited is an English Limited Company registered at One Canada Square, Canary Wharf, London, E14 5AB.

The nature of the company's operations and its principal activities are set out in the Directors Report.

#### **2. ACCOUNTING POLICIES**

##### **2.1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS**

The financial statements have been prepared in accordance with International Financial Reporting Standards and International Financial Reporting Interpretations Committee interpretations as adopted by the EU and the Companies Act 2006 applicable to companies reporting under IFRS.

The following new and revised accounting standards and interpretations have been adopted by the company in 2018. Their adoption has not had any significant impact on the amounts reported in these financial statements, but may impact the accounting for future transactions and arrangements:

IFRS 9 'Financial Instruments'

IFRS 15 'Revenue from Contracts with Customers'

At the date of authorisation of these financial statements the following standards and interpretations which have not been applied in these financial statements, were in issue but not yet effective (and in some cases had not yet been adopted by EU):

IFRS 16 'Leases'

Annual Improvements 2015-2017:

Amendment to IAS 28 'Investments in Associates'

Amendment to IAS 19 'Employee Benefits'

IFRS 17 'Insurance Contracts'

IFRIC 23 'Uncertainty over Income Tax Treatments'

The directors anticipate that the adoption of these standards in future periods will not have a material impact on the financial statements of the company.

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

The principal accounting policies are summarised below:

##### **2.2 GOING CONCERN**

At the year end, the company is in a net asset position.

Having made the requisite enquiries and assessed the resources at the disposal of the company, the directors have a reasonable expectation that the company will have adequate resources to continue its operation for the foreseeable future. Accordingly they continue to adopt the going concern basis in preparing the financial statements.

##### **2.3 REVENUE**

Revenue from service charges includes recoverable expenditure together with any chargeable management fees and is recognised as it falls due.

## **BRAEBURN ESTATES MANAGEMENT COMPANY LIMITED**

### **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018**

#### **2. ACCOUNTING POLICIES (CONTINUED)**

##### **2.4 FINANCIAL INSTRUMENTS**

###### **Trade and other receivables**

Trade and other receivables are recognised initially at fair value. A provision for impairment is established where there is objective evidence that the company will not be able to collect all amounts due according to the original terms of the debtor concerned.

###### **Cash and cash equivalents**

Cash and cash equivalents comprise cash balances, deposits held with banks and other short term highly liquid investments with original maturities of 3 months or less, which are held for the purpose of meeting short term cash commitments.

###### **Trade and other payables**

Trade and other creditors are stated at cost.

#### **3. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY**

The preparation of financial statements in conformity with generally accepted accounting principles requires the use of estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Although these estimates are based on management's best knowledge of the amount, event or actions, actual results ultimately may differ from those estimates.

For the year ended 31 December 2018, there were no items which the directors believe are significant to the financial statements.

#### **4. AUDITORS' REMUNERATION**

Auditor's remuneration of £2,500 (2017: £Nil) for the audit of the company for the year ended 31 December 2018 has been borne by another group undertaking.

#### **5. EMPLOYEES**

The Company has no employees other than the directors, who did not receive any remuneration (2017 - £NIL).

**BRAEBURN ESTATES MANAGEMENT COMPANY LIMITED****NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2018****6. TAXATION**

	2018 £	2017 £
<b>TOTAL CURRENT TAX</b>	-	-

**FACTORS AFFECTING TAX CHARGE FOR THE YEAR**

There were no factors that affected the tax charge for the year which has been calculated on the profits on ordinary activities before tax at the standard rate of corporation tax in the UK of 19% (2017 – 19.25%).

**FACTORS THAT MAY AFFECT FUTURE TAX CHARGES**

Enacted in the Finance Act (No.2) 2015 is a reduction in the corporation tax rate to 17.0% on 1 April 2020.

**7. TRADE AND OTHER RECEIVABLES**

	2018 £	2017 £
Trade receivables	115,183	-
Amounts owed by group undertakings	8	8
Prepayments and accrued income	206,541	-
	<u>321,732</u>	<u>8</u>

Amounts owed by group undertakings are interest free and repayable on demand.

**8. CASH AND CASH EQUIVALENTS**

	2018 £	2017 £
Cash at bank and in hand	603,509	-
	<u>603,509</u>	<u>-</u>

**9. TRADE AND OTHER PAYABLES**

	2018 £	2017 £
Trade payables	1,697	-
Other taxation and social security	75,324	-
Accruals and deferred income	848,212	-
	<u>925,233</u>	<u>-</u>

# **BRAEBURN ESTATES MANAGEMENT COMPANY LIMITED**

## **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018**

### **10. FINANCIAL INSTRUMENTS**

	2018 £	2017 £
<b>FINANCIAL ASSETS</b>		
Cash and cash equivalents	603,509	-
Financial assets that are debt instruments measured at amortised cost	115,191	8
	-	-
	<u>718,700</u>	<u>8</u>
<b>FINANCIAL LIABILITIES</b>		
Financial liabilities measured at amortised cost	<u>(849,909)</u>	<u>-</u>

### **11. SHARE CAPITAL**

	2018 £	2017 £
<b>Allotted, called up and fully paid</b>		
7 (2017 - 7) ordinary A shares of £1.00	7	7
1 (2017 - 1) ordinary B share of £1.00	1	1
	<u>8</u>	<u>8</u>

### **12. CONTROLLING PARTY**

The company is owned jointly between Braeburn Estates B3 (GP) Limited, Braeburn Estates B4A (GP) Limited, Braeburn Estates B4B (GP) Limited, Braeburn Estates B5 (GP) Limited, Braeburn Estates B6/7 (GP) Limited, Braeburn Estates (GP) Limited, members of the same group, and SBP1 S.A.R.L. and SBP2 S.A.R.L.

As at 31 December 2018, the smallest and largest group of which the company is a member and for which group financial statements are drawn up is the consolidated financial statements of Braeburn Estates Limited Partnership. Braeburn Estates Limited Partnership is a joint venture between Project Russet Property Unit Trust and Canary Wharf (PB) Unit Trust. Copies of the financial statements may be obtained from the Company Secretary, One Canada Square, Canary Wharf, London, E14 5AB.