Company Registration No. 09782415 (England and Wales)

BKP PROPERTY HOLDINGS LIMITED

FINANCIAL STATEMENTS

FOR THE PERIOD ENDED 30 SEPTEMBER 2016

BKP PROPERTY HOLDINGS LIMITED

COMPANY INFORMATION

Directors	Mrs G Stewart	(Appointed 17 September 2015)
	Mr T Smith	(Appointed 1 November 2015)
	Sir P Thompson	(Appointed 17 September 2015)
	Lady L Thompson	(Appointed 10 October 2015)
Company number	09782415	
Registered office	Black Swan House 23 Baldock Street Ware Hertfordshire SG12 9DH	
Auditor	Mercer & Hole Silbury Court 420 Silbury Boulevard Central Milton Keynes Buckinghamshire MK9 2AF	

BKP PROPERTY HOLDINGS LIMITED

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BKP PROPERTY HOLDINGS LIMITED

BALANCE SHEET

AS AT 30 SEPTEMBER 2016

		2016	
	Notes	**£**	**£**
Fixed assets			
Investment properties	**4**		6,871,532
Current assets			
Debtors	**5**	89	
Cash at bank and in hand		143,191	
		143,280	
Creditors: amounts falling due within one year	**6**	(415,287)	
Net current liabilities			(272,007)
Total assets less current liabilities			6,599,525
Creditors: amounts falling due after more than one year	**7**		(2,737,445)
Provisions for liabilities			(265,411)
Net assets			3,596,669
Capital and reserves			
Called up share capital	**9**		4,251
Revaluation reserve	**10**		(265,411)
Profit and loss reserves			3,857,829
Total equity			3,596,669

The directors of the company have elected not to include a copy of the profit and loss account within the financial statements.

These financial statements have been prepared and delivered in accordance with the provisions applicable to companies subject to the small companies' regime.

The financial statements were approved by the board of directors and authorised for issue on 18th May 2017 and ~~are signed~~ on its behalf by:

....

Sir P Thompson
Director

Company Registration No. 09782415

BKP PROPERTY HOLDINGS LIMITED

STATEMENT OF CHANGES IN EQUITY

FOR THE PERIOD ENDED 30 SEPTEMBER 2016

	Notes	Share capital	Revaluation reserve	Profit and loss reserves	Total
		£	£	£	£
Period ended 30 September 2016:					
Loss for the period		-	-	(101,587)	(101,587)
Other comprehensive income:					
Tax relating to revalued investment properties		-	(265,411)	265,411	-
Total comprehensive income for the period		-	(265,411)	163,824	(101,587)
Issue of share capital	9	5,739,166	-	-	5,739,166
Dividends		-	-	(127,834)	(127,834)
Reduction of shares	9	(5,734,915)	-	3,821,839	(1,913,076)
Balance at 30 September 2016		4,251	(265,411)	3,857,829	3,596,669

1 Accounting policies

Company information

BKP Property Holdings Limited is a private company limited by shares incorporated in England and Wales. The registered office is Black Swan House, 23 Baldock Street, Ware, Hertfordshire, SG12 9DH.

1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared under the historical cost convention, modified to include the revaluation of investment properties and certain financial instruments at fair value. The principal accounting policies adopted are set out below.

The July 2015 amendments to FRS 100 and FRS 102 (including 102 1A) applicable for periods starting on or after 1 January 2016 has been adopted early and are applied to these accounts.

1.2 Reporting period

The company was incorporated on 17 September 2015, and commenced trading on 22 September 2015 following the acquisition of various investment properties from Mill Manor Properties Ltd, a company briefly wholly by BKP Property Holdings Limited. These first year accounts cover the period from incorporation to 30 September 2016.

1.3 Turnover

Turnover is recognised at the fair value of the consideration received or receivable for rental services provided in the normal course of business, and is shown net of VAT and other sales related taxes.

When cash inflows are deferred and represent a financing arrangement, the fair value of the consideration is the present value of the future receipts. The difference between the fair value of the consideration and the nominal amount received is recognised as interest income.

1.4 Investment properties

Investment property, which is property held to earn rentals and/or for capital appreciation, is initially recognised at cost, which includes the purchase cost and any directly attributable expenditure. Subsequently it is measured at fair value at the reporting end date. The surplus or deficit on revaluation is recognised in the profit and loss account..

1.5 Cash and cash equivalents

Cash and cash equivalents are basic financial assets and include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1 Accounting policies **(Continued)**

1.6 Financial instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the company's balance sheet when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally 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.

Basic financial assets

Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

Classification of financial liabilities

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

Basic financial liabilities

Basic financial liabilities, including creditors, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

Other financial liabilities

Debt instruments that do not meet the conditions in FRS 102 paragraph 11.9 are subsequently measured at fair value through profit or loss. Debt instruments may be designated as being measured at fair value though profit or loss to eliminate or reduce an accounting mismatch or if the instruments are measured and their performance evaluated on a fair value basis in accordance with a documented risk management or investment strategy.

1.7 Equity instruments

Equity instruments issued by the company are recorded at the proceeds received, net of direct issue costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

1.8 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

1 Accounting policies **(Continued)**

Current tax
The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the profit and loss account because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

Deferred tax
Deferred tax liabilities are generally recognised for all timing differences and deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Such assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the profit and loss account, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. Deferred tax assets and liabilities are offset when the company has a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

1.9 Employee benefits
The costs of short-term employee benefits are recognised as a liability and an expense, unless those costs are required to be recognised as part of the cost of stock or fixed assets.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

2 Employees

The average monthly number of persons (including directors) employed by the company during the period was 3.

3 Fixed asset investments

	2016
	£
Investments	-

Movements in fixed asset investments

	Shares in group undertakings
	£
Cost or valuation	
At 17 September 2015	-
Additions	5,739,166
Disposals	(5,739,166)
At 30 September 2016	-
Impairment	
At 17 September 2015	-
Impairment losses	3,826,090
Disposals	(3,826,090)
At 30 September 2016	-
Carrying amount	
At 30 September 2016	-

The company acquired the entire share capital of Mill Manor Ltd in a share for share exchange on 22 October 2015. On 23 October 2015, the company disposed of its interest in Mill Manor Ltd as part of a capital reduction demerger.

4 Investment property

	2016
	£
Fair value	
At 17 September 2015	-
Additions	6,871,532
At 30 September 2016	6,871,532

5 Debtors

	2016
Amounts falling due within one year:	**£**
Other debtors	89

6 *Creditors: amounts falling due within one year*

	2016
	£
Bank loans and overdrafts	103,009
Corporation tax	57,416
Other taxation and social security	11,591
Other creditors	243,271
	415,287

7 Creditors: amounts falling due after more than one year

	2016
	£
Bank loans and overdrafts	1,353,355
Other creditors	1,384,090
	2,737,445

The long-term loans are secured by fixed charges over certain of the company's properties.

8 Deferred income

	2016
	£
Other deferred income	136,855

9 Called up share capital

	2016
	£
Issued and fully paid	
4,251,211 Ordinary shares of 0.1p each	4,251

On incorporation 1 ordinary share of £1 was issued at par. On 22 October 2015, 5,739,165 ordinary shares of £1 each were issued in exchange for the entire share capital of Mill Manor Properties Ltd. On 23 October 2015, 1,913,076 ordinary shares of £1 each were reclassified as ordinary B shares and immediately cancelled. On 17 March, each ordinary £1 share was subdivided into 1000. On the same day, 3,821,838,789 £0.001 shares were cancelled.

Reconciliation of movements during the period:

	Ordinary shares Number	Ordinary B shares Number
At 17 September 2015	-	-
Issue of fully paid shares	5,739,166	-
Reclassification of shares	(1,913,076)	1,913,076
Cancellation of £1 ordinary B shares	-	(1,913,076)
Subdivision of £1 ordinary shares to £0.001 ordinary shares	3,822,263,910	-
Cancellation of £0.001 ordinary shares	(3,821,838,789)	-
At 30 September 2016	4,251,211	-

10 Revaluation reserve

Deferred tax arising on the investment properties held at revaluation is included in this reserve.

11 Operating lease commitments

Lessor

The company owns a number of investment properties which are let to third parties. These non-cancellable leases have remaining terms of between 9 and 22 years. All leases include a provision for three or five-yearly upward rent reviews according to prevailing market conditions.

At the reporting end date the company had contracted with tenants for the following minimum lease payments:

	2016
	£
	7,361,224

12 Related party transactions

Transactions with related parties

The following amounts were outstanding at the reporting end date:

Amounts owed to related parties	**2016** **£**
Key management personnel	1,459,120

13 Directors' transactions

Dividends totalling £108,536 were paid in the period in respect of shares held by the company's directors.

14 Audit report information

As the income statement has been omitted from the filing copy of the financial statements the following information in relation to the audit report on the statutory financial statements is provided in accordance with s444(5B) of the Companies Act 2006:

The auditor's report was unqualified.
The senior statutory auditor was Paul Maberly FCA.
The auditor was Mercer & Hole.