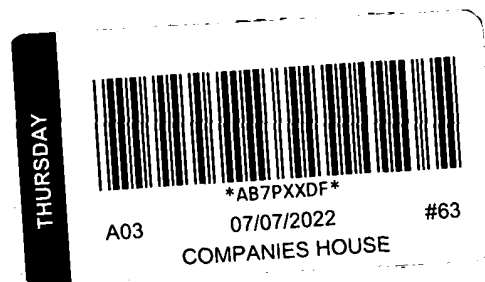


Registration number: 10635047

Dukehill Group Limited

Annual Report and Financial Statements

for the Year Ended 31 December 2021



Dukehill Group Limited

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Dukehill Group Limited

Directors' Report for the Year Ended 31 December 2021

The directors present their report and the financial statements for the year ended 31 December 2021.

Principal activity

The principal activity of the company is that of an intermediate holding company.

Fair review of the business

The directors consider that the results for the year and the financial position at the end of the year were satisfactory.

The results for the year are set out in the financial statements.

Principal risks and uncertainties

The main risks and uncertainties affecting the company are the continued uncertainties of the property market.

Director of the company

The directors who held office during the year were as follows:

K Bate

B Maloney (resigned 11 June 2021)

R Willis (appointed 11 June 2021)

Dividend

The directors do not recommend the payment of a dividend (2020 - £Nil).

Directors' liabilities

The company maintains an appropriate level of directors' insurance whereby directors are indemnified against liabilities to third parties to the extent permitted by the Companies Act 2006. The directors also benefited from qualifying third party indemnity provisions in place during the financial year and at the date of this report.

Disclosure of information to the auditors

Each director has taken steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information. The directors confirm that there is no relevant information that they know of and of which they know the auditors are unaware.

Dukehill Group Limited

Directors' Report for the Year Ended 31 December 2021 (continued)

In preparing the directors' report the directors have taken advantage of the exemptions allowed for small companies' set out in the Companies Act 2006.

Approved and authorised by the Board on 29/6/22 and signed on its behalf by:


.....
K Bate
Director

Registered office

4 Birchley Estate
Birchfield Lane
Oldbury
B69 1DT

Dukehill Group Limited

Statement of Directors' Responsibilities

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 UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice).

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 and apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent; and
- 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 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.

Dukehill Group Limited

Independent Auditor's Report to the Members of Dukehill Group Limited

Opinion on the financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2021 and of its results for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements of Dukehill Group Limited (the 'company') for the year ended 31 December 2021, which comprise the Profit and Loss Account, Statement of Comprehensive Income, Balance Sheet, Statement of Changes in Equity, and Notes to the Financial Statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

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 believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

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 FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the Directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Dukehill Group Limited

Independent Auditor's Report to the Members of Dukehill Group Limited (continued)

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. 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 course of 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 this gives rise to a material misstatement in the financial statements themselves. 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 this regard.

Other Companies Act 2006 reporting

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 material misstatements in the Directors' Report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you 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 prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the Directors' report and from the requirement to prepare a Strategic report.

Responsibilities of directors

As explained more fully in the Statement of Directors' Responsibilities, 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.

Dukehill Group Limited

Independent Auditor's Report to the Members of Dukehill Group Limited (continued)

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.

Extent to which the audit was capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

- we identified areas of laws and regulations that could reasonably be expected to have a material effect on the financial statements from our sector experience through discussion with the directors and other management (as required by auditing standards).
- with the exception of any known or possible non-compliance, and as required by auditing standards, our work included agreeing the financial statement disclosures to underlying supporting documentation, review of board minutes and enquires with management.
- we addressed the risk of fraud through management override of controls, by testing the appropriateness of journal entries in particular unusual account combinations. We evaluated whether there was evidence of bias by the Directors in accounting estimates that represented a risk of material misstatement due to fraud in particular in relation to the recoverability of debtors, and evaluating the business rationale of any significant transactions that are unusual or outside the normal course of business.

Our audit procedures were designed to respond to risks of material misstatement in the financial statements, recognising that the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery, misrepresentations or through collusion. There are inherent limitations in the audit procedures performed and the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we are to become aware of it.

A further description of our responsibilities is available on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Dukehill Group Limited

Independent Auditor's Report to the Members of Dukehill Group Limited (continued)

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.

DocuSigned by:

Alexander Tapp

.....9AC8C079A40044A.....

Alexander Tapp (Senior Statutory Auditor)

For and on behalf of BDO LLP, Statutory Auditor

London

United Kingdom

04 July 2022

Date:.....

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

Dukehill Group Limited

Profit and Loss Account for the Year Ended 31 December 2021

	Note	2021 £	2020 £
Turnover		-	-
Administrative expenses		-	(20,026)
Loss on sale of investments		-	(169,633)
Administrative expenses		-	(189,659)
Operating loss		-	(189,659)
Loss before tax		-	(189,659)
Taxation	5	-	-
Loss for the financial year		-	(189,659)

Operating loss derives wholly from continuing operations.

Dukehill Group Limited

Statement of Comprehensive Income for the Year Ended 31 December 2021

	2021	2020
	£	£
Loss for the year	<u>-</u>	<u>(189,659)</u>
Total comprehensive loss for the year	<u><u>-</u></u>	<u><u>(189,659)</u></u>

The notes on pages 12 to 17 form an integral part of these financial statements.

Dukehill Group Limited

(Registration number: 10635047)
Balance Sheet as at 31 December 2021

	Note	2021 £	2020 £
Fixed assets			
Investments	6	-	2
Current assets			
Debtors	7	1	1
Creditors: Amounts falling due within one year	8	<u>(189,659)</u>	<u>(189,661)</u>
Net current liabilities		<u>(189,658)</u>	<u>(189,660)</u>
Net liabilities		<u>(189,658)</u>	<u>(189,658)</u>
Capital and reserves			
Called up share capital	9	1	1
Profit and loss account	10	<u>(189,659)</u>	<u>(189,659)</u>
Shareholders' deficit		<u>(189,658)</u>	<u>(189,658)</u>

Approved and authorised by the Board on 29/6/22 and signed on its behalf by:


.....
K Bate
Director

Dukehill Group Limited

Statement of Changes in Equity for the Year Ended 31 December 2021

	Share capital	Profit and loss	Total
	£	account	£
	£	£	£
At 1 January 2021	1	(189,659)	(189,658)
At 31 December 2021	1	(189,659)	(189,658)

	Share capital	Profit and loss	Total
	£	account	£
	£	£	£
At 1 January 2020	1	-	1
Loss for the year	-	(189,659)	(189,659)
Total comprehensive loss	-	(189,659)	(189,659)
At 31 December 2020	1	(189,659)	(189,658)

Dukehill Group Limited

Notes to the Financial Statements for the Year Ended 31 December 2021

1 Accounting policies

The company is a private company limited by share capital, incorporated in UK.

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 were prepared in accordance with Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. ("FRS 102").

Basis of preparation

These financial statements have been prepared using applicable accounting standards and in accordance with the Companies Act 2006.

The company is exempt by virtue of s400 of the Companies Act 2006 from the requirement to prepare group financial statements. These financial statements present information about the company as an individual undertaking and not about its group.

The presentation currency of these financial statements is Sterling and the figures are presented in round pounds.

Summary of disclosure exemptions

The company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland":

- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17 (d);
- the requirements of Section 11 Financial Instruments paragraphs 11.42 to 11.48C;
- the requirements of Section 12 Other Financial Instruments paragraphs 12.26 to 12.29; and
- the requirements of Section 33 Related Party Disclosures 33.7.

The information is included in the consolidated financial statements of Regalhill Limited.

Name of parent of group

These financial statements are consolidated in the financial statements of Regalhill Limited.

The financial statements of Regalhill Limited may be obtained from Companies House, Crown Way, Cardiff, CF14 3UZ.

Dukehill Group Limited

Notes to the Financial Statements for the Year Ended 31 December 2021 (continued)

1 Accounting policies (continued)

Going concern

The company is part of the wider Regalhill group, and the directors of the group have assessed the full cash requirements of each company over the coming 12 months. Detailed forecasts and projections have been prepared that indicate in all circumstances each company can continue and the group has sufficient funds to meet each of its subsidiaries obligations.

The directors of the parent have provided a letter of support pledging appropriate funding from within the group to each of its subsidiaries where necessary to enable them to continue to trade and meet all of their obligations.

Given the financial strength of the wider Regalhill group the Directors consider that this financial support will enable the Company to discharge its obligations in the ordinary course of business for a period of at least twelve months from the date when the financial statements are authorised for issue. The Directors therefore consider it appropriate to continue to prepare the financial statements on a going concern basis.

Tax

The tax expense for the period comprises current tax. Tax is recognised in Profit and Loss, except that a change attributable to an item of income or expense recognised as other comprehensive income is also recognised in other comprehensive income.

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

Deferred tax is recognised, without discounting, in respect of timing differences which have arisen but not reversed by the Balance Sheet date and is provided for if material in value. A deferred tax asset in respect of losses is not created until it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Investments in subsidiaries

Investments in subsidiaries are measured at cost less provision for diminution in value.

Financial assets

Financial assets, other than investments are initially measured at transaction price (including transaction costs) and subsequently held at cost, less any impairment.

Financial liabilities and equity

Financial liabilities and equity are classified according to the substance of the financial instruments contractual obligations, rather than the financial instruments' legal form. Financial liabilities are initially measured at transaction price (including transaction cost) and subsequently held at amortised cost.

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.

Dukehill Group Limited

Notes to the Financial Statements for the Year Ended 31 December 2021 (continued)

1 Accounting policies (continued)

Judgements in applying accounting policies and key sources of estimation uncertainty

In preparing these financial statements, the directors have made the following judgements:

Determine whether there are any indicators of impairment of the company's investments and debtors. Factors taken into consideration in reaching such a decision include the economic viability and expected future performance of the subsidiaries.

2 Staff numbers and costs

The average number of persons employed by the company (including directors) during the year, analysed by category was as follows:

	2021 No.	2020 No.
Administration and support	<u>2</u>	<u>2</u>

3 Directors' remuneration

No emoluments were paid to the directors during the year (2020 - £Nil).

4 Auditor's remuneration

Dukehill Services Limited has borne the audit fees provided by the auditor for the Regalhill Limited group of companies for the current and previous year.

Auditor's other services

Amounts receivable by the Company's auditor and its associates in respect of services to the company and its associates other than the audit of the Company's financial statements, have not been disclosed as the information is required instead to be disclosed on a consolidated basis in the largest group which the Company is consolidated headed up by Regalhill Limited.

5 Taxation

The tax on profit before tax for the year is the same as the standard rate of corporation tax in the UK (2020 - higher than the standard rate of corporation tax in the UK) of 19% (2020 - 19%).

The differences are reconciled below:

	2021 £	2020 £
Loss before tax	<u>-</u>	<u>(189,659)</u>
Corporation tax at standard rate	-	(36,035)
Effect of expense not deductible in determining taxable profit (tax loss)	<u>-</u>	<u>36,035</u>
Total tax charge/(credit)	<u>-</u>	<u>-</u>

Dukehill Group Limited

Notes to the Financial Statements for the Year Ended 31 December 2021 (continued)

5 Taxation (continued)

The standard rate of corporation tax in the UK is to remain at 19% (effective from 1 April 2020) and was substantively enacted on 17 March 2020.

6 Investments in subsidiaries, joint ventures and associates

	2021	2020
	£	£
Investments in subsidiaries	<u>-</u>	<u>2</u>
Subsidiaries		£
Cost or valuation		
At 1 January 2021		2
Disposals		<u>(2)</u>
At 31 December 2021		<u>-</u>
Provision		
Carrying amount		
At 31 December 2021		<u>-</u>
At 31 December 2020		<u>2</u>

All of the subsidiaries are held directly by Dukehill Group Limited.

The registered office of all subsidiaries is 4 Birchley Estate, Birchfield Lane, Oldbury, B69 1DT.

On 4 February 2020 the company sold its interest in T.J. Richardson & Sons Limited to Kingston Partners LLP for a consideration of £1 resulting in a nil gain/loss.

On 28 August 2020 the company sold its interest in Avonmouth 6000 Limited. The disposal generated cash consideration of £9,758,055 (net of transaction costs) resulting in a loss of £169,633.

Details of undertakings

Details of the investments in which the company holds 20% or more of the nominal value of any class of share capital are as follows:

Dukehill Group Limited

Notes to the Financial Statements for the Year Ended 31 December 2021 (continued)

6 Investments in subsidiaries, joint ventures and associates (continued)

Undertaking	Country of incorporation	Holding	Proportion of voting rights and shares held	
			2021	2020
Subsidiary undertakings				
T.J. Richardson & Sons Limited	UK	Ordinary	0%	100%
Leeds TW Limited	UK	Ordinary	0%	100%

Principal activities of subsidiaries, joint ventures and associates

The principal activity of T.J. Richardson & Sons Limited is that of a dormant company.

The principal activity of Leeds TW Limited is that of a company that has been dissolved.

7 Debtors

	2021 £	2020 £
Amounts owed by group undertakings	<u>1</u>	<u>1</u>

8 Creditors

	2021 £	2020 £
Due within one year		
Amounts due to group undertakings	<u>189,659</u>	<u>189,661</u>

Amounts due to group undertakings are interest free and repayable on demand.

9 Share capital

Allotted, called up and fully paid shares

	2021		2020	
	No.	£	No.	£
Ordinary shares of £1 each	<u>1</u>	<u>1</u>	<u>1</u>	<u>1</u>

10 Reserves

Profit and loss account represents cumulative profits or losses, net of dividends paid and other adjustments.

Dukehill Group Limited

Notes to the Financial Statements for the Year Ended 31 December 2021 (continued)

11 Related party transactions

Advantage has been taken of the exemption permitted under FRS102 Section 33.11 not to disclose transactions with entities that are wholly owned by Regalhill Limited.

12 Parent and ultimate parent undertaking

The company's immediate parent is Dukehill Limited, incorporated in UK.

The ultimate parent is trustees of Romaleca Albion Settlement, incorporated in Jersey.

The most senior parent entity producing publicly available consolidated financial statements is Regalhill Limited. These financial statements are available upon request from Companies House, Crown Way, Cardiff, CF14 3UZ.

Prior to 2020, Regalhill Limited had no ultimate controlling party. During 2020, there was a change in ownership and the ultimate controlling party became the trustees of Romaleca Albion Settlement, incorporated in Jersey.