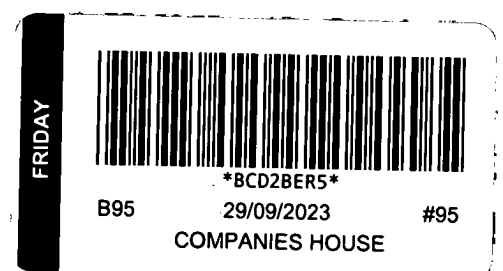


Registered number: 10780048

**ERL (WORCESTER) LIMITED**  
**FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2022**



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

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**ERL (WORCESTER) LIMITED**

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**COMPANY INFORMATION AS AT 31 DECEMBER 2022**

<b>NUMBER</b>	10780048
<b>CHAIRMAN</b>	N J Davison (resigned 31st Jan 2023)
<b>OTHER DIRECTORS</b>	N J Davison (resigned 31st Jan 2023) H Bacon (appointed 30th Jan 2023) J Callaghan (appointed 16th Mar 2023)
<b>REGISTERED OFFICE</b>	Scutches Barn 17 High Street Whittlesford Cambridgeshire CB22 4LT
<b>AUDITORS</b>	Price Bailey LLP Chartered Accountants Tennyson House Cambridge Business Park Cambridge CB4 0WZ

**DIRECTORS' REPORT**

The directors present their report and the financial statements for the year ended 31 December 2022.

**Principal activities and any significant changes**

The principal activity of the company is that of provider for Retirement Living.

**Directors**

The directors during the period are listed on page 2 under "Company Information".

The following served as Directors during the year and up to the date of signing these financial statements:

N J Davison (resigned 31st Jan 2023)  
H Bacon (appointed 30th Jan 2023)  
J Callaghan (appointed 16th Mar 2023)

**Auditors**

The auditors, Price Bailey LLP, will be proposed for appointment in accordance with section 485 of the Companies Act 2006.

**Statement of disclosure to auditor**

- (a) as far as the directors are aware, there is no relevant audit information of which the company's auditors are unaware, and  
(b) they have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

**Small company exemptions**

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

**REGISTERED OFFICE**

Scutches Barn  
17 High Street  
Whittlesford  
Cambridgeshire  
CB22 4LT

**BY ORDER OF THE BOARD**



June Callaghan (Sep 29, 2023 14:37 GMT+1)

J Callaghan  
Director

Dated: 29/09/2023

## 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 period. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). 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;
- 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 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.

ON BEHALF OF THE BOARD

*June Callaghan*

June Callaghan (Sep 29, 2023 14:37 GMT+1)

J Callaghan  
Director

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ERL (WORCESTER) LTD**

**Opinion**

We have audited the financial statements of ERL (Worcester) Ltd (the 'company') for the year ended 31 December 2022 which comprise the Profit and Loss Account, the Balance Sheet and notes to the financial statements, including 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).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2022 and of its loss 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.

**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 responsibilities for the audit of the financial statements section of our report. We are independent of the group 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. 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**

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 group and parent 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.

**Other Information**

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

**Opinion 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 period 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.

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ERL (WORCESTER) LTD CONTINUED**

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

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 directors' responsibilities statement set out on page 4, 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.

**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 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.

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:

- Enquiry of management around actual and potential litigation and claims, and any known instances of non-compliance;
- Reviewing minutes of meetings of those charged with governance;
- Performing audit work over the risk of management override of controls, including testing of journal entries and other adjustments for appropriateness, evaluating the business rationale of significant transactions outside the normal course of business and reviewing accounting estimates for bias; and
- Reviewing our work throughout the audit file for evidence of non-compliance.

Due to factors such as the use of judgement, sample testing and the inherent limitations of internal control, these procedures are capable of obtaining reasonable, but not absolute, assurance that irregularities have been detected.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ERL (WORCESTER) LTD CONTINUED**

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

**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.

Paul Cullen FCCA (Senior Statutory Auditor)  
for and on behalf of  
Price Bailey LLP

**Chartered Accountants**  
Statutory Auditor

Tennyson House  
Cambridge Business Park  
Cambridge  
CB4 0WZ

Date: 29 September 2023



**ERL (WORCESTER) LIMITED**

**PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2022**

	Notes	Year ended 31 December 2022 £	18 months ended 31 December 2021 £
<b>TURNOVER</b>	2	1,288,255	1,422,814
Cost of sales		(6,827,437)	(1,574,055)
<b>GROSS PROFIT / (LOSS)</b>		(5,539,182)	(151,241)
Administrative expenses		(11,324)	-
<b>OPERATING (LOSS) / PROFIT</b>		(5,550,506)	(151,241)
Other income		-	-
<b>(LOSS) / PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION</b>		(5,550,506)	(151,241)
Taxation		-	-
<b>(LOSS) / PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION</b>		(5,550,506)	(151,241)
<b>RETAINED PROFIT BROUGHT FORWARD</b>		(143,839)	7,402
<b>RETAINED (LOSS) / PROFIT CARRIED FORWARD</b>		(5,694,345)	(143,839)

The notes on pages 10 to 12 form part of these financial statements.

# ERL (WORCESTER) LIMITED

## BALANCE SHEET AT 31 DECEMBER 2022

Registered number: 10780048

	Notes	At 31 December 2022		At 31 December 2021	
		£	£	£	£
<b>FIXED ASSETS</b>					
Investments	4		1,473,808		-
			<u>1,473,808</u>		<u>-</u>
<b>CURRENT ASSETS</b>					
Stock	5	25,558,694		29,830,831	
Debtors	6	43,413		29,441	
Cash at bank and in hand		285,091		34,909	
		<u>25,887,198</u>		<u>29,895,181</u>	
<b>CREDITORS:</b> amounts falling due within one year	7	(15,925,816)		(17,224,401)	
<b>NET CURRENT ASSETS</b>					
			9,961,382		12,670,780
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>					
			11,435,190		12,670,780
<b>CREDITORS:</b> amounts falling due after one year	8		(17,129,534)		(12,814,618)
<b>NET ASSETS</b>					
			<u>(5,694,344)</u>		<u>(143,838)</u>
<b>CAPITAL AND RESERVES</b>					
Called up share capital	9		1		1
Profit and loss account			(5,694,345)		(143,839)
<b>EQUITY SHAREHOLDERS FUNDS</b>					
			<u>(5,694,344)</u>		<u>(143,838)</u>

These 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 on pages 8 to 12 were approved by the board of directors on and signed on its behalf by:

*June Callaghan*  
June Callaghan (Sep 29, 2023 14:37 GMT+1)

J Callaghan  
Director

The notes on pages 10 to 12 form part of these financial statements.

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

**1 GENERAL INFORMATION**

ERL (Worcester) Limited is a private company limited by shares incorporated in England and Wales. Its registered number is 10780048. The address of its Registered Office is Scutches Barn, 17 High Street, Whittlesford, Cambridgeshire, CB22 4LT. These financial statements cover the period from 1 January 2022 to 31 December 2022 and are therefore not entirely comparable with the comparative figures.

**2 ACCOUNTING POLICIES**

**Basis of Preparation of Financial Statements**

The financial statements have been prepared under the historical cost convention unless otherwise specified within the accounting policies and in accordance with Section 1A of Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and Republic of Ireland and the Companies Act 2006.

The following accounting principles have been applied:

**Turnover**

Turnover represents the income derived from ground rents and related fees.

**Going Concern**

The company continues to trade. As such, the directors believe it is appropriate to prepare the financial statements on a going concern basis. In respect of the current net liability position the company continues to receive funding from the ultimate holding company.

**Investment property**

Investment property is carried at fair value determined annually by the directors with reference to expert valuers. No depreciation is provided. Changes in fair value are recognised in the profit and loss account.

**Property development work in progress**

Work in progress represents the total cost of the development expenditure as at 31 December 2022 less amounts transferred to the profit and loss account to reflect the development expenditure at the lower of cost and net realisable value.

Typically each development that the group undertakes constitutes several properties, the costs of which are taken to the profit and loss account such that in so far as possible a consistent level of cumulative profit / loss in relation to sales price is achieved throughout a development.

**Debtors**

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

**Creditors**

Short term trade creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

**3 AVERAGE NUMBER OF EMPLOYEES**

The average monthly number of employees during the period was NIL (2021-NIL).

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

<b>4</b>	<b>FIXED ASSET INVESTMENTS</b>	<b>Investment property £</b>	
	<b>Cost/valuation</b>		
	1 January 2022	-	
	Additions	1,473,808	
	31 December 2022	1,473,808	
<b>5</b>	<b>STOCK</b>	<b>31 Dec 2022 £</b>	<b>31 Dec 2021 £</b>
	Work in progress	25,558,694	29,830,831
<b>6</b>	<b>DEBTORS</b>	<b>31 Dec 2022 £</b>	<b>31 Dec 2021 £</b>
	Amounts owed by group undertakings	18,947	
	Other debtors	24,466	29,441
		43,413	29,441
<b>7</b>	<b>CREDITORS: amounts falling due within one year</b>	<b>31 Dec 2022 £</b>	<b>31 Dec 2021 £</b>
	Amounts owed to group undertakings	77,045	659,817
	Other creditors	25,133	6,601
	Trade creditors	9,192	27,454
	Bank Loan	15,814,446	16,530,529
		15,925,816	17,224,401
<b>8</b>	<b>CREDITORS: amounts falling due after one year</b>	<b>31 Dec 2022 £</b>	<b>31 Dec 2021 £</b>
	Amounts owed to group undertakings	13,901,928	10,849,813
	Other creditors	3,227,606	1,964,805
	Bank Loan	-	-
		17,129,534	12,814,618

Loan balances are secured against the development properties and other assets of the business.

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

**9 CALLED UP SHARE CAPITAL**

	31 Dec 2022		31 Dec 2021	
	Number of shares	£	Number of shares	£
<b>Allotted called up and fully paid</b>				
Ordinary shares of £1 each	1	1	1	1
	<u>1</u>	<u>1</u>	<u>1</u>	<u>1</u>

**10 ULTIMATE HOLDING COMPANY**

ERL (Worcester) Ltd is wholly owned by Enterprise Retirement Living Ltd, a company incorporated in England and Wales. The ultimate holding company is Kitchens Inc., a company incorporated in the United States of America.

**11 RELATED PARTY TRANSACTIONS**

No income was derived from nor purchases made from group companies during the period.

There was a credit balance of £13,901,928 (2021: £10,849,813) with Enterprise Retirement Living Ltd at the year end.

There was a debit balance with Enterprise Retirement Living Ltd of £18,947 (2021: NIL) at the year end.

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