# Esh DBC Limited Directors' report and financial statements for the year ended 31 December 2022

Registered Number 12275756



## Directors' report and financial statements

## for the year ended 31 December 2022

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## Directors' report

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

#### Principal activities

The principal activity of the company is house building.

The company is a joint venture between Esh Homes Limited and Darlington Borough Council with the aim of developing residential schemes across the Borough of Darlington.

#### **Directors**

The directors who were in office during the year and up to the date of signing the financial statements were as follows:

P Brown

D Horrocks

EJ Davison

L'F Swinhoe

IP Williams

AE Radcliffe

#### **Business review and results**

The scheme continued to be developed into 2022.

## Key performance indicators

The company uses a number of performance indicators, both non-financial and financial to ensure that activities are monitored and controlled effectively. These indicators are reported to the staff and the Board regularly and include; health & safety, staff welfare, training and development, personal development reviews and customer care. Our financial indicators include turnover, gross and net profit, cash management and overheads. We hold weekly sales and construction meetings and land meetings, as well as quarterly forecast reviews and valuation meetings. These meetings ensure that we are constantly monitoring the progress of the business and reviewing any potential problems. Financial indicators are summarised below:

				**	2022	2021
			•	;	£	£
Turnover		•			5,117,710	
Gross profit				•	1,944,218	·
Profit/(loss) before	e tax		•		1,276,526	(102,726)
Cash at bank and	in hand				2,714,341	552,853

## Directors' report (continued)

#### Principal risks and uncertainties

The company operates in the private house building market. The housing market has continued to see some recovery over the period but there still remains some uncertainty as to how sustained the recovery might be, with the market being dependent on the confidence of potential buyers.

The supply chain has improved although there are still shortages on certain materials, together with high inflation which is causing pressure around the industry, there are also still various skill shortages across the country.

#### Proposed dividends

The directors do not recommend the payment of a dividend.

#### Statement of director's responsibilities in respect of the financial statements

The directors are responsible for preparing the Director's report and financial statements for the period ended 31 December 2022 in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law).

Under company law, 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 the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 102 have been followed, subject to any material departures disclosed and explained in the financial statements;
- 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 safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors are also 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.

The directors are responsible for the maintenance and integrity of the company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

#### **Directors' confirmations**

In the case of each director in office at the date the directors' report is approved:

- so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware; and
- they have taken all the 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.

## Directors' report (continued)

## Disclosure of information to auditors

The directors who held office at the date of approval of this directors' report confirm that, so far as they are aware, there is no relevant audit information of which the company's auditors are unaware; and the director has taken all the steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

#### Independent auditors

The auditors, PricewaterhouseCoopers LLP, have indicated their willingness to continue in office and a resolution concerning their re-appointment will be proposed at the Annual General Meeting.

#### **Political contributions**

The company made no political donations or incurred any political expenditure during the period.

#### Small company provisions

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

The directors have also taken advantage of the small company exemptions provided by section 414B of the Companies Act 2006 and have not prepared a strategic report.

On behalf of the board

A E Radcliffe

Director

28 September 2023

Esh House
Bowburn North Industrial Estate
Bowburn
Durham
United Kingdom
DH6 5PF

# Independent auditors' report to the members of Esh DBC Limited

## Report on the audit of the financial statements

## **Opinion**

In our opinion, Esh DBC Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2022 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Directors' report and financial statements (the "Annual Report"), which comprise: Balance sheet as at 31 December 2022; Statement of income and retained earnings for the year then ended; the Statement of accounting policies; and the notes to the financial statements.

### **Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' 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 remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

#### Conclusions relating to going concern

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.

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.

However, because not all future events or conditions can be predicted, this conclusion is not a guarantee as to the company's ability to continue as a going concern.

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

## Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance 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 an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of 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 based on these responsibilities.

# Independent auditors' report to the members of Esh DBC Limited (continued)

## Reporting on other information (continued)

With respect to the Directors' report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on our work undertaken in the course of the audit, the Companies Act 2006 requires us also to report certain opinions and matters as described below.

#### **Directors' report**

In our opinion, based on the work undertaken in the course of the audit, the information given in the Directors' report for the year ended 31 December 2022 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Directors' report.

### Responsibilities for the financial statements and the audit

#### Responsibilities of the directors for the financial statements

As explained more fully in the Statement of directors' responsibilities in respect of the financial statements, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they 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 auditors' 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.

Based on our understanding of the company and industry, we identified that the principal risks of non-compliance with laws and regulations related to the Companies Act 2006 and tax legislation, and we considered the extent to which non-compliance might have a material effect on the financial statements. We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls), and determined that the principal risks were related to posting inappropriate journal entries to increase the company's profitability'or reduce any loss. Audit procedures performed by the engagement team included:

- Discussions with management, including consideration of known or suspected instances of non-compliance with laws and regulations and fraud;
- Review of board minutes;
- Review of legal expenditure in the year to identify potential non-compliance with laws and regulation;

# Independent auditors' report to the members of Esh DBC Limited (continued)

### Auditors' responsibilities for the audit of the financial statements (continued)

- Challenging assumptions and judgements made by management in their significant accounting estimates and forecasts; and
- Identifying and testing journal entries, in particular any journal entries posted with unusual account combinations.

There are inherent limitations in the audit procedures described above. We are less likely to become aware of instances of non-compliance with laws and regulations that are not closely related to events and transactions reflected in the financial statements. Also, 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 or intentional misrepresentations, or through collusion.

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. This description forms part of our auditors' report.

#### Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

## Other required reporting

#### **Companies Act 2006 exception reporting**

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not obtained all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.

#### **Entitlement to exemptions**

Under the Companies Act 2006 we are required to report to you if, in our opinion, the directors were not entitled to: prepare financial statements in accordance with the small companies regime; take advantage of the small companies exemption in preparing the Directors' report; and take advantage of the small companies exemption from preparing a strategic report. We have no exceptions to report arising from this responsibility.

Jonathan Greenaway (Senior Statutory Auditor)

for and on behalf of PricewaterhouseCoopers LLP

Chartered Accountants and Statutory Auditors

Newcastle upon Tyne

28 September 2023

# Statement of income and retained earnings for the year ended 31 December 2022

		2022	2021
	Note	· <b>£</b>	£
Turnover		5,117,710	
Cost of sales		(3,173,492)	-
Gross Profit		1,944,218	· ·
Administrative expenses		(393,623)	(65,591)
Operating profit/(loss)		1,550,595	(65,591)
Interest payable	3	(274,069)	(37,135)
Interest receivable	• .	· <u>-</u>	-
Profit/(loss) before taxation	. 1	1,276,526	(102,726)
Tax on profit/(loss)	· . 4	(242,540)	21,349
Profit/(loss) for the financial year		1,033,986	(81,377)
Accumulated profit / (loss) brought forward	•	(91,014)	(9,637)
Dividends paid		<b>-</b> .	· · · · -
Accumulated profit / (loss) carried forward		942,972	(91,014)

All results derive from continuing operations.

The company had no other comprehensive (expense)/income during the current period other than that reflected in the statement of income and retained earnings.

There is no material difference between the profit before taxation and the profit for the financial year stated above and their historical cost equivalents.

## Balance sheet as at 31 December 2022

· · · · · · · · · · · · · · · · · · ·				•	
		2022	2022	2021	2021
	Note	. <b>£</b>	£	£	£
Current assets			٠.		. ,
Stocks	5	5,544,840		3,285,628	
Debtors	6	12,604		30,544	
Cash at bank and in hand		2,714,341		552,853	٠
		8,271,785		3,869,025	-
	•	•		• • •	•
Creditors: amounts falling due within one year	7	(901,763)		(1,622,189)	
Net current assets			7,370,022	·	2,246,836
Total assets less current liabilities			7,370,022		2,246,836
Creditors: amounts falling due after one year	8		(6,427,000)		(2,337,800)
Net assets			943,022		(90,964)
Capital and reserves					•
Called up share capital	9		50		50
Accumulated profits/(losses)	,		942,972	, .	(91,014)
Total shareholders' funds			943,022		(90,964)

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

The financial statements on pages 7 to 15 were approved by the board of directors on 28 September 2023 and were signed on its behalf by:

A E Radcliffe

Director

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Company registered number: 12275756

## Statement of accounting policies

#### Statement of compliance and general information

The Company is limited by shares and is incorporated in the United Kingdom. The registered address is Esh House, Bowburn North Industrial Estate, Bowburn, Durham, United Kingdom, DH6 5PF. These financial statements have been prepared in compliance with the United Kingdom Accounting Standards, including Financial Reporting Standard 102, "The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland" ("FRS 102") and the Companies Act 2006.

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the financial statements.

#### Exemptions for qualifying entities under FRS 102

FRS 102 allows a qualifying entity certain disclosure exemptions, subject to certain conditions, which have been complied with.

The Company has taken advantage of the following exemptions:

- (i) from preparing a statement of cash flows, on the basis that it is a qualifying entity and a parent company consolidated statement of cash flows includes the Company's cash flows;
- (ii) from the requirement to present a reconciliation of the number of shares outstanding at the beginning and end of the period as required by paragraph 4.12(a)(iv).

#### Going concern

The financial statements are being prepared on a going concern basis.

#### Leases

Operating lease rentals are charged to the profit and loss account on a straight-line basis over the period of the lease.

### Stocks and work in progress

Stocks and work in progress are stated at the lower of cost and estimated selling price less cost to complete and sell, which comprises all estimated costs of completion and overheads. Work in progress comprises direct materials, labour costs, site overheads, associated professional charges and other attributable overheads.

Investments in land without the benefit of a planning consent are initially included at cost. Regular reviews are carried out to identify any impairment in the value of the land considering the existing use value of the land and the likelihood of achieving a planning consent and the value thereof. Provision is made to reflect any irrecoverable amounts.

#### Interest bearing borrowings

Immediately after issue debt is stated at the fair value of the consideration received on the issue of the capital instrument after deduction of issue costs. The finance cost of the debt is allocated to periods over the term of the debt at a constant rate on the carrying amount.

## Statement of accounting policies (continued)

#### **Taxation**

Taxation expense for the period comprises current and deferred tax recognised in the reporting period. Tax is recognised in the statement of comprehensive income, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case tax is also recognised in other comprehensive income or directly in equity respectively.

Current or deferred taxation assets and liabilities are not discounted.

Current tax is the amount of income tax payable in respect of the taxable loss for the period. Tax is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the period end.

Deferred tax arises from timing differences that are differences between taxable profits and total comprehensive income as stated in the financial statements. These timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements.

Deferred tax is recognised on all timing differences at the reporting date. Unrelieved tax losses and other deferred tax assets are only recognised when it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the period end and that are expected to apply to the reversal of the timing difference.

#### Classification of financial instruments issued by the company

Financial instruments issued by the company are treated as equity (i.e. forming part of shareholders' funds) only to the extent that they meet the following two conditions:

- (a) they include no contractual obligations upon the company to deliver cash or other financial assets or to exchange financial assets or financial liabilities with another party under conditions that are potentially unfavourable to the company; and
- (b) where the instrument will or may be settled in the company's own equity instruments, it is either a non-derivative that includes no obligation to deliver a variable number of the company's own equity instruments or is a derivative that will be settled by the company's exchanging a fixed amount of cash or other financial assets for a fixed number of its own equity instruments.

To the extent that this definition is not met, the proceeds of issue are classified as a financial liability. Where the instrument so classified takes the legal form of the company's own shares, the amounts presented in these financial statements for called up share capital and share premium account exclude amounts in relation to those shares. Finance payments associated with financial liabilities are dealt with as part of interest payable and similar charges. Finance payments associated with financial instruments that are classified as part of shareholders' funds (see dividends policy), are dealt with as appropriations in the reconciliation of movements in shareholders' funds.

## Dividends

Dividends are only recognised as a liability at that date to the extent that they are declared prior to the period end. Unpaid dividends that do not meet these criteria are disclosed in the notes in the financial statements.

## Statement of accounting policies (continued)

#### Turnover

Turnover from private housing sales and land is recognised when transactions have legally completed. Sales incentives are substantially cash in nature but include part-exchange costs which mainly relate to amounts written down, where the part-exchange allowance given to the purchaser of the new home is greater than the valuation of the part-exchange property. Incentives are accounted for by reducing the house build revenue by the cost to the company of providing the incentive.

Sales incentives also include shared equity schemes which are accounted for in other debtors. Revenue is recognised at initial fair value.

Turnover on long-term contracts is recorded at cost appropriate to the stage of completion plus attributable profits, less amounts recognised in previous years.

#### Critical judgements and estimates in applying the accounting policies

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the application of the accounting policies and the reported amounts of assets and liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are continually evaluated and are based on historical experience and other factors, including expectations of future events that are reasonable under the circumstances. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

In order to determine the profit that the Company is able to recognise on its developments in a specific period, the Company has to allocate site-wide development costs between units built in the current year and in future years. It also has to estimate costs to complete on such developments, and make estimates relating to future sales prices on those developments and units. In making these assessments, there is an element of inherent uncertainty. The Company has developed internal controls and review procedures to assess the appropriateness of estimates made.

# Notes to the financial statements for the year ended 31 December 2022

## 1 Profit before taxation

Auditors' remuneration

	2022	2021
	£	£
Audit of these financial statements	-	

Audit fees have been borne by another group company. The fee for this company is estimated at £7,000 (2021: £6,000).

## 2 Remuneration of directors

The directors received no remuneration in respect of their services to the company during the current period (2021: nil). Emoluments of the Company's directors are paid by a parent company. Their services to this Company and to a number of other subsidiaries are of a non-executive nature and their emoluments are deemed to be wholly attributable to their services to the parent company.

The directors were the only employees.

## 3 Interest Payable and similar expenses

	 2022	2021
	£	£
Interest on loans to joint partners	274,069	37,135

# Notes to the financial statements for the year ended 31 December 2022 (continued)

## 4 Tax on profit

Analysis of charge in year:

		2022	2021
		£	£
UK corporation tax:			
Current tax on income for the period	i	221,191	(19,517)
Deferred tax		21,349	(1,832)
Tax on (loss) / profit		242,540	(21,349)

## Factors affecting the tax charge for the current year

The current tax charge for the year is the same as the standard rate of corporation tax in the UK of 19%. The differences are explained below:

		2022	2021
		£	£
Total tax reconciliation	· · · · ·		,
Profit before tax		1,276,526	(102,726)
Current tax at 19% (2021: 19%)		242,540	(19,517)
Effects of:	•		•
Other deductible items		• •	<del>.</del>
Deferred tax not provided		-	(1,832)
Adjustments in respect of previous years		• • • • • • • • • • • • • • • • • • •	-
Total tax (credit)		242,540	(21,349)

## Tax rate changes

In the Spring Budget 2021, the Government announced that from 1 April 2023 the corporation tax rate will increase to 25%. Since the proposal to increase the rate to 25% has been substantively enacted, its effects are included in these financial statements.

# Notes to the financial statements for the year ended 31 December 2022 (continued)

## 5 Stocks

	•		2022	2021
	•	. :	£	£
Land and raw materials			2,099,177	2,195,358
Work in progress	. •		3,445,663	1,090,270
	÷		5,544,840	3,285,628

## 6 Debtors

		-	2022		2021
. · · / ·	•		£		£
Other Debtors			50	•	50
VAT recoverable			12,554	•	9,145
Deferred tax		•	-		21,349
• .			12,604	: .	30,544

## 7 Creditors: amounts falling due within one year

	2022	2021
	£	£
Trade creditors	8,225	51,061
Corporation tax	221,191	
Other creditors	54,900	6,000
Amounts owed to related parties (note 11)	416,303	1,565,128
Accruals and deferred income	201,144	-
	901,763	1,622,189

# Notes to the financial statements for the year ended 31 December 2022 (continued)

## 8 Creditors: amounts falling due after more than one year

	2022	2021
	£	£
Loans due to group companies (note 11)	2,249,450	-
Loans due to joint partners (note 11)	4,177,550	2,337,800
	6,427,000	2,337,800

Loans to joint partners bear interest at either the higher of 4.84% or European state aid base rate plus 4% and are secured. The final repayment date for the loan is the earlier of 9 years after the date of the agreement (2029) or two years after the last plot sale.

## 9 Called up share capital

			2022		2021
			£		£
Authorised, allotted, called up a	and fully paid	d			
50 ordinary shares of £1 each	,	•	50	, .	50
	,		50		50.

## 10 Ultimate parent company

The directors do not consider there to be an individual ultimate controlling party. The company is owned 50% by Esh Homes Limited, and 50% by Darlington Borough Council.

# Notes to the financial statements for the year ended 31 December 2022 (continued)

## 11 Related party transactions

Transactions with related Esh Group companies during the year ended 31 December 2022 were:

·	Sales		Purchases		Debtor	Debtors		Creditors	
•	2022	2021	2022	2021	2022	2021	2022	2021	
	£	£	£	£	£	£	£	£	
Esh Homes Ltd	,		· -					-	
Loan	-		-		-		2,249,450	1,374,200	
Trade	-		5,369,490	83,450	<b>-</b>		388,059	176,735	
Esh Holdings Ltd					•	. •		•	
Trade	, . <b>-</b>	-	-	-			<b>.</b>	-	
Heighington JV Ltd	,	٠,		•					
Trade	-			-	- -	-	•	·	
Esh Chilton Moor Ltd		÷						,	
Trade	-	-		· · · -	-		· · · · •	•	
Darlington Borough C	ouncil			•	•				
Loan	-	-	<del>-</del>	·	<b>-</b> , ·	:	4,177,550	2,337,800	
Trade	-	-	162,439	14,480	•	-	19,777	14,193	
Esh Construction Ltd							. * •		
Trade	-	· - ·	12,127	•	· -	· <u>-</u>	8,467		
	-	-	5,544,056	97,930	-	• -	6,843,303	3,902,928	