

Registered number: 12345883

HIGHMEAD HOLDINGS LIMITED

**UNAUDITED
ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022**

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HIGHMEAD HOLDINGS LIMITED
REGISTERED NUMBER: 12345883
BALANCE SHEET
AS AT 31 DECEMBER 2022

	Note	2022 £	2021 £
Fixed assets			
Investments	4	4,400,000	4,400,000
Current assets			
Debtors	5	61,130	36,472
Cash at bank and in hand		27,755	35,445
		88,885	71,917
Creditors: amounts falling due within one year	6	(1,056,627)	(1,750,499)
Net current liabilities		(967,742)	(1,678,582)
Total assets less current liabilities		3,432,258	2,721,418
Creditors: amounts falling due after more than one year	7	(3,200,000)	(2,400,000)
Net assets		232,258	321,418
Capital and reserves			
Called up share capital		100	100
Retained earnings		232,158	321,318
Total shareholders' funds		232,258	321,418

The directors consider that the Company is entitled to exemption from audit under section 477 of the Companies Act 2006 and members have not required the Company to obtain an audit for the year in question in accordance with section 476 of the Companies Act 2006.

The directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements.

The 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 have been delivered in accordance with the provisions applicable to companies subject to the small companies regime.

The Company has opted not to file the statement of income and retained earnings in accordance with provisions applicable to companies subject to the small companies' regime.

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:



L J Davies
Director

Date: 20 September 2023

The notes on pages 2 to 6 form part of these financial statements.

HIGHMEAD HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2022

1 General information

Highmead Holdings Limited (the "Company") is a private company, limited by shares and is incorporated and domiciled in the England and Wales. The address of its registered office is Suite 6, 13 St Andrews Crescent, Cardiff, CF10 3DB.

2 Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared on a going concern basis, under the historical cost convention and in accordance with Section 1A of Financial Reporting Standard 102, the Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland and the Companies Act 2006.

Under Section 399 of the Companies Act 2006, the Company has taken advantage of exemption not to prepare consolidated accounts as the related group meets the small company definition.

The following principal accounting policies have been applied consistently throughout the year:

2.2 Going concern

The directors have reviewed the cash flow projections of the Company for at least 12 months from the date of approval of the financial statements. Their going concern assessment also takes account at the repayment profile at the Company's loan notes which are due to related parties. The directors have concluded the Company will be able to continue to meet its financial obligations for at least the next twelve months and therefore it is appropriate to prepare the financial statements on a going concern basis.

2.3 Finance costs

Finance costs are charged to the Statement of Comprehensive Income over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

2.4 Borrowing costs

All borrowing costs are recognised in the Statement of Comprehensive Income in the year in which they are incurred.

HIGHMEAD HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

FOR THE YEAR ENDED 31 DECEMBER 2022

2 Accounting policies (continued)

2.5 Current and deferred taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in the Statement of Comprehensive Income, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

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

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the Balance Sheet date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the Balance Sheet date.

2.6 Investments

Investments in subsidiaries are measured at cost less accumulated impairment.

2.7 Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

2.8 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

2.9 Creditors

Short term 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.

HIGHMEAD HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

FOR THE YEAR ENDED 31 DECEMBER 2022

2 Accounting policies (continued)

2.10 Provisions for liabilities

Provisions are made where an event has taken place that gives the Company a legal or constructive obligation that probably requires settlement by a transfer of economic benefit, and a reliable estimate can be made of the amount of the obligation.

Provisions are charged as an expense to profit or loss in the year that the Company becomes aware of the obligation, and are measured at the best estimate at the balance sheet date of the expenditure required to settle the obligation, taking into account relevant risks and uncertainties.

When payments are eventually made, they are charged to the provision carried in the Balance Sheet.

2.11 Financial instruments

The Company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in ordinary shares.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade debtors and creditors, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However, if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or in case of an out-right short-term loan that is not at market rate, the financial asset or liability is measured, initially at the present value of future cash flows discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost, unless it qualifies as a loan from a director in the case of a small company, or a public benefit entity concessionary loan.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Statement of Comprehensive Income.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If a financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

Financial assets and liabilities are offset and the net amount reported in the Balance Sheet when there is an 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.

3 Employees

The Company has no employees other than the directors, who did not receive any remuneration (2021: £Nil).

HIGHMEAD HOLDINGS LIMITED
NOTES TO THE FINANCIAL STATEMENTS (continued)
FOR THE YEAR ENDED 31 DECEMBER 2022

4 Investments

	Investments in subsidiaries £
Cost and net book value	
At 1 January 2022	4,400,000
At 31 December 2022	4,400,000

The investment represents 100% of the share capital of Principality Properties (UK) Limited.

5 Debtors

	2022 £	2021 £
Called up share capital not paid	100	100
Deferred taxation (note 8)	61,030	36,372
	61,130	36,472

6 Creditors: amounts falling due within one year

	2022 £	2021 £
Loans	800,000	1,600,000
Accruals and deferred income	256,627	150,499
	1,056,627	1,750,499

7 Creditors: amounts falling due after more than one year

	2022 £	2021 £
Loans	3,200,000	2,400,000

This relates to unsecured loan notes which are repayable in instalments of £1.6m each year over five years. Interest is charged at the base rate plus 1%. £2.4m (2021: £2.4m) of loan notes are held by L J Davies, a director of the Company with remaining £1.6m (2021: £1.6m) held by K Davies, the wife of L J Davies.

HIGHMEAD HOLDINGS LIMITED
NOTES TO THE FINANCIAL STATEMENTS (continued)
FOR THE YEAR ENDED 31 DECEMBER 2022

8 Deferred taxation

	2022
	£
At beginning of the year	36,372
Charged to profit and loss	24,657
Adjustment in respect of prior year	1
At the end of the year	61,030

The deferred tax asset is made up as follows:

	2022	2021
	£	£
Short term timing differences - non trading	61,030	36,372