Thomas Cradley Property Limited

Company Number 13433879

Annual Report and
Unaudited Financial Statements - 30 April 2023

Thomas Cradley Property Limited
Contents
30 April 2023

Thomas Cradley Property Limited
Corporate directory
30 April 2023

Directors	J M Sutton K Broom
Company secretary	N Wignall Jennings
Registered office	Gorsey Lane Widnes Cheshire WA8 0GG
Bankers	HSBC Bank plc 99-101 Lord Street Liverpool Merseyside L2 6PG

Thomas Cradley Property Limited
Directors' report
30 April 2023

The Directors present their report, together with the unaudited financial statements, on the company for the year ended 30 April 2023.

Directors
The following persons were Directors of the company during the whole of the financial year and up to the date of this report, unless otherwise stated:

J M Sutton
K Broom

Principal activities
The principal activity of the Company is that of an investment property company.

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

The Company has taken the exemption under section 414B of the Companies Act 2006 from preparing a Strategic Report.

Indemnity of Directors
The company has indemnified the Directors of the company for costs incurred, in their capacity as a Director, for which they may be held personally liable, except where there is a lack of good faith.

Directors' responsibilities statement
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 FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. 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 the profit or loss of the company for that year.

In preparing these financial statements, the Directors are required to:
- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' has been followed, subject to any material departures disclosed and explained in the financial statements; 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.

This report is made in accordance with a resolution of Directors.

On behalf of the Directors

K Broom
Director

21 November 2023

Thomas Cradley Property Limited
Statement of comprehensive income
For the year ended 30 April 2023

	Note	2023 £'000	2022 £'000
Turnover	4	435	21
Other operating income	5	4,531	-
Expenses			
Administrative expenses		(65)	(2)
Gain on revaluation of investment properties		5,169	-
Operating profit		10,070	19
Intercompany write-off	8	1,097	-
Profit before taxation		11,167	19
Taxation	9	(1,283)	-
Profit after taxation for the year	17	9,884	19
Other comprehensive income for the year, net of tax		-	-
Total comprehensive income for the year		9,884	19

The above statement of comprehensive income should be read in conjunction with the accompanying notes

Thomas Cradley Property Limited
Balance sheet
As at 30 April 2023

	Note	2023 £'000	2022 £'000
Fixed assets			
Investments	10	267	-
Investment properties	11	10,630	1,052
Total fixed assets		10,897	1,052
Current assets			
Debtors	12	186	43
Cash at bank and in hand	13	671	156
Total current assets		857	199
Current liabilities			
Creditors - amounts falling due within one year	14	214	1,232
Total current liabilities		214	1,232
Net current assets/(liabilities)		643	(1,033)
Total assets less current liabilities		11,540	19
Provisions for liabilities	15	1,637	-
Net assets		9,903	19
Equity			
Share capital	16	-	-
Retained profits	17	9,903	19
Total equity		9,903	19

For the financial year ending 30 April 2023 the Company was entitled to exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary companies.

Directors' responsibilities:
- The members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476; and
- The Directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

The financial statements on pages 4 to 16 were approved by the Board of Directors on 21 November 2023 *and signed on* its behalf by:

K Broom
Director

21 November 2023

The above balance sheet should be read in conjunction with the accompanying notes

Thomas Cradley Property Limited
Statement of changes in equity
For the year ended 30 April 2023

	Issued capital £'000	Reserves £'000	Retained profits £'000	Total equity £'000
Balance at 2 June 2021	-	-	-	-
Profit after taxation for the year	-	-	19	19
Other comprehensive income for the year, net of tax	-	-	-	-
Total comprehensive income for the year	-	-	19	19
Balance at 30 April 2022	-	-	19	19

	Issued capital £'000	Reserves £'000	Retained profits £'000	Total equity £'000
Balance at 1 May 2022	-	-	19	19
Profit after taxation for the year	-	-	9,884	9,884
Other comprehensive income for the year, net of tax	-	-	-	-
Total comprehensive income for the year	-	-	9,884	9,884
Balance at 30 April 2023	-	-	9,903	9,903

The above statement of changes in equity should be read in conjunction with the accompanying notes

Thomas Cradley Property Limited
Notes to the financial statements
30 April 2023

1. General information

The financial statements cover Thomas Cradley Property Limited as an individual entity. The financial statements are presented in Pound sterling, which is Thomas Cradley Property Limited's functional and presentation currency.

Thomas Cradley Property Limited is a company limited by shares, incorporated and domiciled in the United Kingdom. Its registered office and principal place of business is:

Gorsey Lane, Widnes, Cheshire, WA8 0GG.

2. Significant accounting policies

The principal accounting policies adopted in the preparation of the financial statements are set out below.

Going concern

At the time of approving the financial statements, the directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus the directors continue to adopt the going concern basis of accounting in preparing the financial statements.

The Directors are of the opinion that the Company's cash flow from operations and available facilities will continue to satisfy the Company's working capital requirements for a period of at least twelve months from the date that these financial statements are approved.

Basis of preparation

These unaudited financial statements were prepared on a going concern basis in accordance with Section 1A of FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' and the Companies Act 2006.

Historical cost convention
The financial statements have been prepared under the historical cost convention, except for, where applicable, the revaluation of financial assets and liabilities at fair value through profit or loss, financial assets at fair value through other comprehensive income, investment properties, certain classes of tangible assets and derivative financial instruments.

Critical accounting estimates
The preparation of the financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in note 3.

Exemption from preparing consolidated financial statements

The financial statements contain information about Thomas Cradley Property Limited as an individual company and do not contain consolidated financial information as the parent of a group. The Company is exempt under section 400 of the Companies Act 2006 from the requirement to prepare consolidated financial statements as it and its subsidiary undertakings are included by full consolidation in the consolidated financial statements of its ultimate parent company. Further details are included in note 19.

Turnover

Turnover is rental income from both external parties and intercompany recharges. It is recognised on an accruals basis.

Income tax

The income tax expense or benefit for the period is the tax payable on that period's taxable income based on the applicable income tax rate for each jurisdiction, adjusted by the changes in deferred tax assets and liabilities attributable to temporary differences, unused tax losses and the adjustment recognised for prior periods, where applicable.

2. Significant accounting policies (continued)

Deferred tax assets and liabilities are recognised for temporary differences at the tax rates expected to be applied when the assets are recovered or liabilities are settled, based on those tax rates that are enacted or substantively enacted, except for:

- When the deferred income tax asset or liability arises from the initial recognition of goodwill or an asset or liability in a *transaction that is not a business combination and that, at the time of the transaction, affects neither the accounting nor* taxable profits; or
- When the taxable temporary difference is associated with interests in subsidiaries, associates or joint ventures, and the timing of the reversal can be controlled and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax assets are recognised for deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

The carrying amount of recognised and unrecognised deferred tax assets are reviewed at each reporting date. Deferred tax assets recognised are reduced to the extent that it is no longer probable that future taxable profits will be available for the carrying amount to be recovered. Previously unrecognised deferred tax assets are recognised to the extent that it is probable that there are future taxable profits available to recover the asset.

Deferred tax assets and liabilities are offset only where there is a legally enforceable right to offset current tax assets against current tax liabilities and deferred tax assets against deferred tax liabilities; and they relate to the same taxable authority on either the same taxable entity or different taxable entities which intend to settle simultaneously.

Current and non-current classification
Assets and liabilities are presented in the balance sheet based on current and non-current classification.

An asset is classified as current when: it is either expected to be realised or intended to be sold or consumed in the company's normal operating cycle; it is held primarily for the purpose of trading; it is expected to be realised within 12 months after the reporting period; or the asset is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period. All other assets are classified as non-current.

A liability is classified as current when: it is either expected to be settled in the company's normal operating cycle; it is held primarily for the purpose of trading; it is due to be settled within 12 months after the reporting period; or there is no unconditional right to defer the settlement of the liability for at least 12 months after the reporting period. All other liabilities are classified as non-current.

Deferred tax assets and liabilities are always classified as non-current.

Cash at bank and in hand
Cash at bank and in hand includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

Debtors
Trade receivables are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method, less any allowance for expected credit losses. Trade receivables are generally due for settlement within 30 days.

The company has applied the simplified approach to measuring expected credit losses, which uses a lifetime expected loss allowance. To measure the expected credit losses, trade receivables have been grouped based on days overdue.

Other receivables are recognised at amortised cost, less any allowance for expected credit losses.

Investment properties
Investment properties principally comprise of freehold land and buildings held for long-term rental and capital appreciation that are not occupied by the company. Investment properties are initially recognised at cost, including transaction costs, and are subsequently remeasured annually at fair value. Movements in fair value are recognised directly to profit or loss. The investment properties fair value is based on periodic, at least every 3 years, valuations by external independent valuers.

2. Significant accounting policies (continued)

Investments and other financial assets
Investments and other financial assets are initially measured at fair value. Transaction costs are included as part of the initial measurement, except for financial assets at fair value through profit or loss. Such assets are subsequently measured at either amortised cost or fair value depending on their classification. Classification is determined based on both the business model within which such assets are held and the contractual cash flow characteristics of the financial asset unless an accounting mismatch is being avoided.

Financial assets are derecognised when the rights to receive cash flows have expired or have been transferred and the company has transferred substantially all the risks and rewards of ownership. When there is no reasonable expectation of recovering part or all of a financial asset, it's carrying value is written off.

Financial assets at fair value through other comprehensive income
Financial assets at fair value through other comprehensive income include equity investments which the company intends to hold for the foreseeable future and has irrevocably elected to classify them as such upon initial recognition.

Impairment of financial assets
The company recognises a loss allowance for expected credit losses on financial assets which are either measured at amortised cost or fair value through other comprehensive income. The measurement of the loss allowance depends upon the company's assessment at the end of each reporting period as to whether the financial instrument's credit risk has increased significantly since initial recognition, based on reasonable and supportable information that is available, without undue cost or effort to obtain.

Where there has not been a significant increase in exposure to credit risk since initial recognition, a 12-month expected credit loss allowance is estimated. This represents a portion of the asset's lifetime expected credit losses that is attributable to a default event that is possible within the next 12 months. Where a financial asset has become credit impaired or where it is determined that credit risk has increased significantly, the loss allowance is based on the asset's lifetime expected credit losses. The amount of expected credit loss recognised is measured on the basis of the probability weighted present value of anticipated cash shortfalls over the life of the instrument discounted at the original effective interest rate.

For financial assets mandatorily measured at fair value through other comprehensive income, the loss allowance is recognised in other comprehensive income with a corresponding expense through profit or loss. In all other cases, the loss allowance reduces the asset's carrying value with a corresponding expense through profit or loss.

2. Significant accounting policies (continued)

Impairment of non-financial assets

At each reporting end date, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the assets belong.

The carrying amount of the investments accounted for using the equity method is tested for impairment as a single asset. Any goodwill included in the carrying amount of the investment is not tested separately for impairment.

Recoverable amount is the higher of an asset's fair value less costs of disposal and value-in-use. The value-in-use is the present value of the estimated future cash flows relating to the asset using a pre-tax discount rate specific to the asset or cash-generating unit to which the asset belongs. Assets that do not have independent cash flows are grouped together to form a cash-generating unit.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in the Statement of Comprehensive Income, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Recognised impairment losses are reversed if, and only if, the reasons for the impairment loss have ceased to apply. Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash generating unit) in prior years. A reversal of an impairment loss is recognised immediately in the Statement of Comprehensive Income, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

Creditors

These amounts represent liabilities for goods and services provided to the consolidated entity prior to the end of the financial year and which are unpaid. Due to their short-term nature they are measured at amortised cost and are not discounted.

Thomas Cradley Property Limited
Notes to the financial statements
30 April 2023

2. Significant accounting policies (continued)

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 debtor and creditors, loans from banks and other third parties, loans to related parties and investments in non-puttable 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 fair 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 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 financed at a rate that is not a market rate, or in the case of an out-right short-term loan not at market rate, the financial asset or liability is measured, initially, at the present value of the future cash flow discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost.

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.

Fair value measurement
When an asset or liability, financial or non-financial, is measured at fair value for recognition or disclosure purposes, the fair value is based on the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date; and assumes that the transaction will take place either: in the principal market; or in the absence of a principal market, in the most advantageous market.

Fair value is measured using the assumptions that market participants would use when pricing the asset or liability, assuming they act in their economic best interests. For non-financial assets, the fair value measurement is based on its highest and best use. Valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, are used, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

Value-Added Tax ('VAT') and other similar taxes
Revenues, expenses and assets are recognised net of the amount of associated VAT, unless the VAT incurred is not recoverable from the tax authority. In this case it is recognised as part of the cost of the acquisition of the asset or as part of the expense.

Receivables and payables are stated inclusive of the amount of VAT receivable or payable. The net amount of VAT recoverable from, or payable to, the tax authority is included in other receivables or other payables in the balance sheet.

Commitments and contingencies are disclosed net of the amount of VAT recoverable from, or payable to, the tax authority.

Rounding of amounts
Amounts in this report have been rounded off to the nearest thousand pounds, or in certain cases, the nearest pound.

3. Critical accounting judgements, estimates and assumptions

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts in the financial statements. Management continually evaluates its judgements and estimates in relation to assets, liabilities, contingent liabilities, revenue and expenses. Management bases its judgements, estimates and assumptions on historical experience and on other various factors, including expectations of future events, management believes to be reasonable under the circumstances.

Investment property
Investment property is measured at fair value and are revalued every third year. The revaluation process is carried out by a third party and is based on active market prices, adjusted if necessary for any difference in nature, location or condition of the specific asset.

4. Turnover

An analysis of turnover by type of business is as follows:

	2023 £'000	2022 £'000
Rental income	435	21

All turnover arose within the United Kingdom.

5. Other operating income

	2023 £'000	2022 £'000
Dividends received	4,531	-

6. Employees

The average number of employees during the year was as follows:

	2023	2022
Directors	2	2

7. Directors' remuneration

Both of the directors are directors of other group companies and are remunerated through those companies, where their emoluments are disclosed. No remuneration was paid from the company. No recharge is made to this company and they did not receive any remuneration in respect of qualifying services to this company.

8. Intercompany write-off

	2023 £'000	2022 £'000
Intercompany write-off	1,451	-

During the year ended 30 April 2023, the company wrote off intercompany balances with fellow group companies via formal debt waivers. The net impact across the Thomas Cradley Limited group was nil.

9. Taxation

	2023 £'000	2022 £'000
Deferred tax		
Origination and reversal of timing differences	1,000	-
Effect of changes in tax rates	283	-
Total tax per income statement	1,283	-

Factors affecting tax charge for the year
The tax assessed for the year is lower than (2022: lower than) the standard rate of corporation tax in the UK of 19.49% (2022: 19.00%). The differences are explained below:

	2023	2022
Profit/(loss) before tax	11,167	19
Tax at the statutory tax rate of 19.49% (2022: 19%)	2,176	4
Tax effect amounts which are not deductible/(taxable) in calculating taxable income:		
Income not taxable	(1,173)	-
Tax rate changes	283	-
Effect of group relief	(3)	(4)
Tax charge for the financial year	1,283	-

In the Budget 2020, the government announced that the corporation tax main rate (for all profits except ring fence profits) for the years starting 1 April 2020 and 2021 would remain at 19%. In the Spring Budget 2021, the UK Government announced that from 1 April 2023 the corporation tax rate would increase to 25% (rather than remaining at 19%, as previously enacted). This new law was substantively enacted on 24 May 2021. In the Autumn Statement in November 2022, the government confirmed the increase in corporation tax rate to 25% from April 2023 will go ahead.

10. Investments

	2023 £'000	2022 £'000
Investments in subsidiaries	267	-

Reconciliation
Reconciliation of the book values at the beginning and end of the current and previous financial year are set out below:

	2023	2022
Opening book value	-	-
Additions	267	-
Closing book value	267	-

A full listing of subsidiary undertakings is included in note 18.

During the year ended 30 April 2023, the company acquired a 100% shareholding in Project Properties Limited.

11. Investment properties

	2023 £'000	2022 £'000
Investment property	10,630	1,052

Valuations of investment properties
Investment property comprises wholly owned commercial properties. The fair value of the investment property has been arrived at on the basis of the valuation carried out in June 2023 by Jones Land LaSalle Chartered Surveyors, who are not connected with the Company. The valuation was made on an open market value basis by reference to the market evidence of transaction prices for similar properties. On the basis of where the investment properties are situated, the directors do not consider that there were any material changes between the valuation date and the year ended 30 April 2023.

The historical cost of the investment properties at the Balance Sheet date was £5,461,000 (2022: £1,052,000). There were additions of £4,409,000 (2022: £1,052,000) and an upwards revaluation of £5,169,000 (2022: £nil) during the year. There were no transfers or disposals in the current year.

12. Debtors

	2023 £'000	2022 £'000
Trade receivables	177	43
Other debtors	9	-
	186	43

13. Cash at bank and in hand

	2023 £'000	2022 £'000
Cash at bank	671	156

14. Creditors - amounts falling due within one year

	2023 £'000	2022 £'000
Amounts owed to group undertakings	-	1,184
Accruals and deferred income	146	33
Other creditors	68	15
	214	1,232

Amounts owed to group undertakings are unsecured and repayable upon demand.

15. Provisions for liabilities

	2023 £'000	2022 £'000
Deferred tax liability	1,637	-
	1,637	-

Deferred tax liabilities are offset where the Company has a legally enforceable right to do so. In the current year, the deferred tax liability relates solely to fixed asset timing differences. None of this balance is expected to reverse in the next 12 months.

16. Called up share capital

Called up and allotted	2023 Shares	2022 Shares	2023 £'000	2022 £'000
Ordinary shares £1.00 each - fully paid	1	1	-	-

17. Retained profits

	2023 £'000	2022 £'000
Retained profits at the beginning of the financial year	19	-
Profit after taxation for the year	9,884	19
Retained profits at the end of the financial year	9,903	19

Profit and loss account

The profit and loss account contains all current year retained profit and loss, net of any distribution to owners.

18. Related party transactions

The Company is exempt from disclosing related party transactions with other companies that are wholly owned within the Group and, under FRS 102, is exempt from disclosing the compensation of key management personnel. There are no other related party transactions requiring disclosure.

19. Interests in subsidiaries

The following were subsidiary undertakings of the company (all shares ordinary class):

Name	Principal place of business / Country of incorporation	Holding	Proportion held %
Project Properties Limited	Gorsey Lane, Widnes, Cheshire, WA8 0GG	Property Management	100.00%

20. Ultimate parent undertaking and controlling party

The immediate parent company is Thomas Cradley Group Holdings Limited, a company registered in England and Wales.

The Company is ultimately owned by Thomas Cradley Limited, a Company registered in England and Wales, which itself is owned by a series of trusts, with no single trust having a controlling interest. Members of the Sutton and Broadhurst families have beneficial interests through the trusts but no one family member has a controlling interest.

Thomas Cradley Limited prepares consolidated group financial statements, and is the smallest and largest company in the group to do so. Copies can be obtained from Companies House, Crown Way, Cardiff CF14 3UZ.

21. Events after the reporting year

On the 5th May 2023 the Companies parent, Thomas Cradley Group Holdings Limited, transferred its investments in the Company to the Group's ultimate holding company Thomas Cradley Limited.