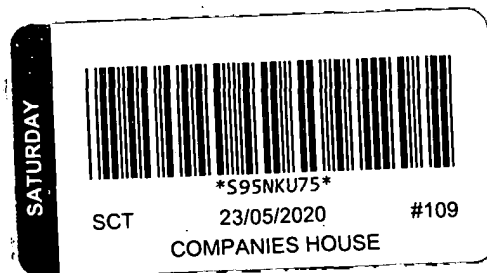


# Miller Holdings (International) Limited

Registered number: SC115235

## Directors' report and unaudited financial statements

For the period ended 30 April 2020



---

**MILLER HOLDINGS (INTERNATIONAL) LIMITED**

---

**COMPANY INFORMATION**

---

<b>Directors</b>	Andrew Sutherland David T Milloy
<b>Registered number</b>	SC115235
<b>Registered office</b>	201 West George Street C/O Miller Developments Glasgow Lanarkshire G2 2LW

---

## **MILLER HOLDINGS (INTERNATIONAL) LIMITED**

---

### **DIRECTORS' REPORT FOR THE PERIOD ENDED 30 APRIL 2020**

---

The directors present their report and the unaudited financial statements for the period ended 30 April 2020.

#### **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 applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 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 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 for the Company's financial statements and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- 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 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.

#### **Results and dividends**

The loss for the period, after taxation, amounted to £48,000 (2019 - £1,207,000).

Dividends of £395,000 were paid during the period (2018 - £297,000).

#### **Directors**

The directors who served during the period were:

Andrew Sutherland  
David T Milloy

---

**MILLER HOLDINGS (INTERNATIONAL) LIMITED**

---

**DIRECTORS' REPORT (CONTINUED)  
FOR THE PERIOD ENDED 30 APRIL 2020**

---

**Small companies note**

This report has been prepared in accordance with the small companies regime of the Companies Act 2006.

This report was approved by the board and signed on its behalf by:

David T Milloy  
David T Milloy (May 15, 2020)

**David T Milloy**  
Director

Date: May 15, 2020

---

**MILLER HOLDINGS (INTERNATIONAL) LIMITED**

---

**STATEMENT OF COMPREHENSIVE INCOME  
FOR THE PERIOD ENDED 30 APRIL 2020**

---

	Period ended 30 April 2020 £000	Year ended 31 December 2018 £000
Turnover	31	-
<b>Gross profit</b>	<b>31</b>	<b>-</b>
Administrative expenses	(23)	(4)
Loan impairment	(49)	(1,207)
Difference on foreign exchange	(7)	4
<b>Loss before tax</b>	<b>(48)</b>	<b>(1,207)</b>
Tax on loss	-	-
<b>Loss for the financial period</b>	<b>(48)</b>	<b>(1,207)</b>

There was no other comprehensive income for 2020 (2018:NIL).

The notes on pages 5 to 8 form part of these financial statements.

**MILLER HOLDINGS (INTERNATIONAL) LIMITED**  
**REGISTERED NUMBER: SC115235**

**BALANCE SHEET**  
**AS AT 30 APRIL 2020**

	Note	30 April 2020 £000	31 December 2018 £000
<b>Current assets</b>			
Debtors: amounts falling due within one year	4	1	122
Cash at bank and in hand		-	322
		<u>1</u>	<u>444</u>
<b>Total assets less current liabilities</b>		1	444
<b>Net assets</b>		<u>1</u>	<u>444</u>
<b>Capital and reserves</b>			
Called up share capital	5	1	1
Profit and loss account	6	-	443
		<u>1</u>	<u>444</u>

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 period 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 were approved and authorised for issue by the board and were signed on its behalf on

David T Milloy  
David T Milloy (May 15, 2020)

**David T Milloy**  
Director May 15, 2020

Andrew Sutherland  
Andrew Sutherland (May 14, 2020 10:09 GMT+1)

**Andrew Sutherland**  
Director May 14, 2020

The notes on pages 5 to 8 form part of these financial statements.

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE PERIOD ENDED 30 APRIL 2020**

---

**1. General information**

Miller Holdings (International) Limited is a private company limited by shares and incorporated in Scotland, SC115235. The registered office is 201 West George Street, C/O Miller Developments, Glasgow, Lanarkshire, G2 2LW.

The principal activity of the Company is to act as a holding company for investments in overseas subsidiaries and joint venture companies which are involved in property development and investment.

**2. Accounting policies**

**2.1 Basis of preparation of financial statements**

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

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the Company's accounting policies.

The following principal accounting policies have been applied:

**2.2 Valuation of investments**

Investments in subsidiaries are measured at cost less accumulated impairment.

**2.3 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.

**2.4 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.

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE PERIOD ENDED 30 APRIL 2020**

---

**2. Accounting policies (continued)**

**2.5 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.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate of the recoverable amount, which is an approximation of the amount that the Company would receive for the asset if it were to be sold at the balance sheet date.

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.



NOTES TO THE FINANCIAL STATEMENTS  
FOR THE PERIOD ENDED 30 APRIL 2020

---

2. Accounting policies (continued)

2.6 Foreign currency translation

**Functional and presentation currency**

The Company's functional and presentational currency is GBP.

**Transactions and balances**

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the Statement of Comprehensive Income except when deferred in other comprehensive income as qualifying cash flow hedges.

2.7 Interest income

Interest income is recognised in the Statement of Comprehensive Income using the effective interest method.

2.8 Taxation

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.

---

**MILLER HOLDINGS (INTERNATIONAL) LIMITED**

---

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE PERIOD ENDED 30 APRIL 2020**

---

**3. Employees**

The average monthly number of employees, excluding directors, during the period was nil (2019 - nil).

**4. Debtors**

	30 April 2020 £000	31 December 2018 £000
Amounts owed by group undertakings	1	122
	<u>1</u>	<u>122</u>

**5. Share capital**

	30 April 2020 £000	31 December 2018 £000
<b>Allotted, called up and fully paid</b>		
1,000 Ordinary shares of £1 each	1	1
	<u>1</u>	<u>1</u>

**6. Reserves****Profit & loss account**

Profit and loss includes all current and prior period retained profits, losses and equity distributions.

**7. Controlling party**

The Company is a subsidiary undertaking of F&J Ventures Limited, a Company incorporated and domiciled in the United Kingdom.

At 30 April 2020 the Company's ultimate parent was A & D Corporate Holdings LLP, a limited liability partnership incorporated and domiciled in the United Kingdom. There is no ultimate controlling party.