

Pickford Holland & Co Limited

Report and Financial Statements

30 September 2017



Directors

J Cooper
G Rosson

Secretary

R P McQuinn

Auditors

Ernst & Young LLP
1 Bridgewater Place
Water Lane
Leeds LS11 5QR

Registered Office

Totley Works
Baslow Road
Sheffield S17 3BL

Directors' report

The directors present their report and financial statements for the year ended 30 September 2017.

Results and dividends

The profit for the year amounted to £50,258 (2016 – profit of £252,730), a dividend of £1,075,000 was paid during the year (2016 – £nil).

Principal activity and review of the business

The principal activity of the Company during the year continued to be the holding of investment property.

In 2011, the company entered into a long term planning and promotion agreement for one of its properties with a company specialising in land promotion and the remediation of brownfield sites. The progress made in obtaining appropriate planning consents for this property has been challenging and taken longer than expected. The planning process is inherently uncertain and the site has complexities to be worked through to determine the most appropriate alternative use. Once an appropriate planning consent has been obtained, the saleability and value of the site is dependent upon market conditions at that time, combined with the commercial attractiveness of the consent obtained. Contributions to the local community agreed as part of the consent, including affordable housing and educational support (often referred to as the s106 contribution and/or Community Infrastructure Levy) will also reduce the financial outcome arising from the eventual sale of the site. The above factors will determine the extent to which the balance sheet valuation of this property will be realised or exceeded. The initial period of the planning and promotion agreement on this property ended in November 2016 and the Company has chosen not to extend it. The Company is considering other promotion and sale opportunities for this site.

Discussions are also ongoing with the appropriate planning authority and another interested party in order to determine the most appropriate alternative uses for the site of approximately 7 acres which is situated in Sheffield. A planning application is expected to be submitted in the next financial year.

The company's other property was always outside the planning and promotion agreement and is untenanted land. The Board continues to explore development and realisation opportunities for this property.

The directors regard the minimisation of holding costs, the maintenance or increase of rental income whilst properties are retained and the need to maximise capital receipts on the eventual disposal of properties, to be the Key Performance Indicators.

Principal risks and uncertainties

Strategic, financial, commercial, operational and environmental risks are all considered as part of the company's controls, which are designed to manage rather than eliminate the risk of failure to achieve business objectives. Therefore they can only provide reasonable, not absolute, assurance against material misstatement or loss. At present there are no immediate risks considered likely to have a significant impact on the short or long term value of the company.

Directors

The directors who served the company during the year were as follows:

J Cooper
G Rosson

Directors' report (continued)

Directors' qualifying third party indemnity provisions

The company has granted an indemnity to one or more of its directors against liability in respect of proceedings brought by third parties, subject to the provisions of the Companies Act 2006. Such qualifying third party indemnity provision remains in force as at the date of approving the directors' report.

Going concern

The company has net current liabilities of £136,545, the parent company Dyson Group plc has agreed to assist the company in meeting its liabilities as and when they fall due, to the extent that money is not otherwise available to meet liabilities and they will continue to provide the financial support outlined for at least twelve months from the date of signing the statutory accounts

Fixed assets

The company's investment properties were re-valued at the year end.

Disclosure of information to the auditors

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information, being information needed by the auditor in connection with preparing its report, of which the auditor is unaware. Having made enquiries of fellow directors and the company's auditor, the directors have taken all the steps that they are obliged to take as directors in order to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

Auditors

Ernst & Young LLP are to be reappointed as the company's auditor for the next financial year of the Company in accordance with section 485 of the Companies Act 2006 and, as such, will be reappointed before the end of the period of 28 days beginning with the latest time allowed for sending out copies of the company's annual accounts and reports for the financial year covered by this report to shareholders.

The company has taken advantage of the small companies' exemption in not preparing the Strategic Report.

On behalf of the Board



G Rosson
Director
19 February 2018

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 year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice including FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (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 then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable Accounting Standards have 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.

Independent auditor's report

to the members of Pickford Holland & Co Limited

Opinion

We have audited the financial statements of Pickford Holland & Co Limited for the year ended 30 September 2017 which comprise the Income statement, Statement of comprehensive income, Statement of changes in equity, Statement of financial position and the related notes 1 to 11, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards including FRS 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 company's affairs as at 30 September 2017 and of its profit 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's responsibilities for the audit of the financial statements section of our report below. We are independent of the company 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.

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.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

Independent auditors' report

to the members of Pickford Holland & Co Limited

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.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in this report, we do not express any form of assurance conclusion 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 such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in 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 the other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions 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 year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report have been prepared in accordance with applicable legal requirements.

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 take advantage of the small companies' exemption in not preparing the Strategic Report.

Independent auditors' report

to the members of Pickford Holland & Co Limited

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.

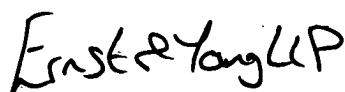
In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's 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.

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.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at <https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.



Tim Helm (Senior statutory auditor)
for and on behalf of Ernst & Young LLP, Statutory Auditor
Leeds
23 February 2018

Income statement

for the year ended 30 September 2017

	Notes	2017 £	2016 £
Turnover		—	—
Administrative expenses		—	—
Gain on revaluation of investment property	5	50,000	250,000
Profit on ordinary activities before taxation	2	50,000	250,000
Tax	4	258	2,730
Profit for the year		50,258	252,730

All activities relate to continuing operations.

Statement of comprehensive income

for the year ended 30 September 2017

	2017 £	2016 £
Profit for the year	50,258	252,730
Other Comprehensive Income	—	—
Total other comprehensive income	—	—
Total comprehensive income for the year	50,258	252,730

Statement of changes in equity

at 30 September 2017

	<i>Called up share capital £</i>	<i>Profit and loss account £</i>	<i>Total Equity £</i>
At 1 October 2015	684,000	1,362,137	2,046,137
Profit for the year	-	252,730	252,730
Other comprehensive income	-	-	-
Total comprehensive income for the year	-	252,730	252,730
At 30 September 2016	684,000	1,614,867	2,298,867
Profit for the year	-	50,258	50,258
Other comprehensive income	-	-	-
Total comprehensive income for the year	-	50,258	50,258
Dividend	-	(1,075,000)	(1,075,000)
At 30 September 2017	684,000	590,125	1,274,125

Statement of financial position

at 30 September 2017

	Notes	2017 £	2016 £
Fixed assets			
Tangible assets	5	1,425,000	1,375,000
Debtors: amounts falling due within one year	6	-	938,455
Creditors: amounts falling due within one year	7	(136,545)	-
Net current (liabilities)/assets		(136,545)	938,455
Total assets less current liabilities		1,288,455	938,455
Provisions for liabilities	8	(14,330)	(14,588)
Net assets		1,274,125	2,298,867
Capital and reserves			
Called up share capital	9	684,000	684,000
Profit and loss account		590,125	1,614,867
Shareholder's funds		1,274,125	2,298,867

The Report and Financial Statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime.

The financial statements were approved by the board of directors on 19 February 2018 and signed on its behalf by:



G Rosson
Director

Notes to the financial statements

at 30 September 2017

1. Accounting policies

Statement of compliance

Pickford Holland & Co Limited is a limited liability company limited by shares and incorporated in England. The Registered Office is Totley Works, Baslow Road, Sheffield S17 3BL

The Company's financial statements have been prepared in compliance with FRS 102 as it applies to the financial statements of the Company for the year ended 30 September 2017.

Basis of preparation

The financial statements are prepared under the historical cost convention and in accordance with applicable accounting standards.

The Company is considered to be a qualifying entity (Under FRS 102) due to it being a subsidiary of Dyson Group Plc at the reporting date. As a qualifying entity, the Company has adopted the following disclosure exemptions:

- The requirements relating to certain disclosures in respect of key management personnel
- The requirements relating to certain disclosures in respect of financial instruments
- The requirement to present a statement of cash flows and related notes

The Company has also adopted the disclosure exemption in respect of related party transactions between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member.

The accounts of Dyson Group Plc are available to the public and are available from the address shown in note 11.

Significant accounting judgements and estimates

Revaluation of investment properties – The freehold investment properties are carried at fair value, with changes in fair values being recognised in the income statement. The Company engaged independent valuation specialists to determine fair value as at 30 September 2017. The valuer used a valuation technique based on a discounted cash flow model as there is a lack of comparable market data because of the nature of the property. The determined fair value of the investment properties is most sensitive to the estimated yield as well as the long term vacancy rate.

Fixed assets

All fixed assets are initially recorded at cost.

Fixed asset investment properties

Investment properties are measured at fair value at each reporting date, with changes in fair values being recognised in the income statement.

Notes to the financial statements

at 30 September 2017

Accounting policies (Continued)

Deferred taxation

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more, tax, with the following exceptions:

- deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date.

Going concern

The company has net current liabilities of £136,545, the parent company Dyson Group plc has agreed to assist the company in meeting its liabilities as and when they fall due, to the extent that money is not otherwise available to meet liabilities and they will continue to provide the financial support outlined for at least twelve months from the date of signing the statutory accounts

2. Profit on ordinary activities before taxation

Auditor remuneration is borne by another Group company.

3. Staff costs

The company has no employees in the current or preceding year. As such no salaries or wages have been paid to employees during the year (2016 – £nil). None of the directors of the company received any remuneration in respect of qualifying services to this company (2016 – £nil).

Notes to the financial statements

at 30 September 2017

4. Tax

(a) Tax on profit on ordinary activities

The tax charge is made up as follows:

	2017 £	2016 £
<i>Current tax:</i>		
UK corporation tax	–	–
Total current tax (note 4(b))	–	–
<i>Deferred tax:</i>		
Origination and reversal of timing differences	(258)	(2,730)
Tax on profit on ordinary activities	(258)	(2,730)

(b) Factors affecting current tax charge

The tax assessed for the year is lower than the standard rate of corporation tax in the UK of 19.5% (2016 – 20%). The differences are explained below:

	2017 £	2016 £
Profit on ordinary activities before tax	50,000	250,000
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19.5% (2016 – 20%)	9,750	50,000
Non-taxable revaluation of investment properties	(9,750)	(50,000)
Impact of future tax rate changes	38	(2,730)
Benefit of indexation on revaluation	(296)	(2,730)
Total tax for the year	(258)	(2,730)

(c) Deferred tax

Deferred tax provided in the financial statements and the amounts not provided are as follows:

	2017 Provided £	2017 Not provided £	2016 Provided £	2016 Not provided £
Other timing differences	(14,330)	–	(14,588)	–
Tax losses	–	34,450	–	34,450
Deferred taxation (liability)/asset	(14,330)	34,450	(14,588)	34,450

Notes to the financial statements

at 30 September 2017

4. Tax (Continued)

(d) Factors that may affect future tax charges

The standard rate of corporation tax in the United Kingdom for the year is 19.5% (2016: 20%). The Finance Act 2015 enacted a reduction in the main rate of corporation tax to 19% with effect from 1 April 2017, and the Finance Act 2016 enacted a further reduction to 17% with effect from 1 April 2020. Deferred tax has therefore been provided at a rate of 17%.

5. Tangible fixed assets

	<i>Investment properties £</i>
Valuation:	
As at 1 October 2016	1,375,000
Revaluation	50,000
	<hr/>
As at 30 September 2017	1,425,000
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Net book value:	
As at 30 September 2017	1,425,000
	<hr/> <hr/>
As at 30 September 2016	1,375,000
	<hr/> <hr/>

Investment properties are stated at fair value, which has been determined based on valuations performed by BNP Paribas Real Estate Consultants as at 30 September 2017 and 30 September 2016. The valuers are industry specialists in valuing these types of investment properties. Valuations were prepared on the basis of Market Value, as defined by the Red Book, as "The estimated amount for which a property should exchange on the date of valuation between a willing buyer and a willing seller in an arm's-length transaction after proper marketing wherein the parties had acted knowledgeably, prudently and without compulsion." Market values were based on estimated prices excluding Value Added Tax, stamp duty or other taxes. No adjustments were made for costs that would be incurred in the event of a disposal.

Fair values of each property were assessed individually, and not on an aggregate portfolio basis. In determining the market values used, consideration was given to market evidence for similar property and, in respect of property for which market value was informed by its ultimate redevelopment potential, by undertaking development appraisals in respect of those properties.

On the historical cost basis, investment properties would have been included at a net carrying amount of £768,049 (2016 – £768,049).

Notes to the financial statements

at 30 September 2017

6. Debtors: amounts falling due within one year

	2017 £	2016 £
Amounts owed by parent company	-	938,455

7. Creditors: amounts falling due within one year

	2017 £	2016 £
Amounts owed to parent company	136,545	-

8. Provisions for liabilities

	2017 £	2016 £
Deferred tax	14,330	14,588
As at 1 October 2016		14,588
Deferred tax charge in profit and loss account		(258)
As at 30 September 2017		14,330

9. Issued share capital

	No.	2017 £	No.	2016 £
<i>Allotted, called up and fully paid</i>				
Ordinary shares of £0.25 each	2,736,000	684,000	2,736,000	684,000

10. Contingent liabilities

At 30 September 2017 no commitments or contingencies existed (2016 – £nil).

11. Ultimate parent undertaking and controlling party

The company's immediate and ultimate parent undertaking and controlling party is Dyson Group plc. It has included the company in its group financial statements, copies of which are available by emailing investor.relations@dyson-group.com.