

**BLUENOTCH LIMITED**

**UNAUDITED**

**DIRECTORS' REPORT AND FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 30 APRIL 2022**

**BLUENOTCH LIMITED**

**COMPANY INFORMATION**

**DIRECTORS**

Mark Pears CBE  
Sir Trevor Pears CMG  
David Pears  
WPG Registrars Limited

**COMPANY SECRETARY**

William Bennett

**REGISTERED NUMBER**

01124571

**REGISTERED OFFICE**

Ground Floor  
30 City Road  
London  
EC1Y 2AB

# **BLUENOTCH LIMITED**

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**BLUENOTCH LIMITED**

**DIRECTORS' REPORT  
FOR THE YEAR ENDED 30 APRIL 2022**

The directors present their report and the financial statements for the year ended 30 April 2022.

**PRINCIPAL ACTIVITY**

The principal activity of the company is property investment.

**DIRECTORS**

The directors who served during the year were:

Mark Pears CBE  
Sir Trevor Pears CMG  
David Pears  
WPG Registrars Limited

**SMALL COMPANIES NOTE**

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

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

**William Bennett**  
Secretary

Date: 31 October 2022

BLUENOTCH LIMITED

STATEMENT OF COMPREHENSIVE INCOME  
FOR THE YEAR ENDED 30 APRIL 2022

	Note	2022 £	2021 £
Turnover		214,872	271,495
Cost of sales		(105,154)	(145,689)
<b>GROSS PROFIT</b>		<b>109,718</b>	<b>125,806</b>
Administrative expenses		(20,505)	(28,919)
Profit on sale of investment properties	3	305,797	259,871
Fair value movements	7	499,580	258,286
<b>OPERATING PROFIT</b>		<b>894,590</b>	<b>615,044</b>
Interest receivable and similar income		21,834	10,971
Interest payable and similar charges	5	(1,570)	-
<b>PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION</b>		<b>914,854</b>	<b>626,015</b>
Taxation on profit on ordinary activities	6	(250,469)	(164,605)
<b>PROFIT FOR THE YEAR</b>		<b>664,385</b>	<b>461,410</b>
<b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>		<b>664,385</b>	<b>461,410</b>

The notes on pages 5 to 13 form part of these financial statements.

**BLUENOTCH LIMITED**  
**REGISTERED NUMBER: 01124571**

**STATEMENT OF FINANCIAL POSITION**  
**AS AT 30 APRIL 2022**

	Note	2022 £	2021 £
<b>FIXED ASSETS</b>			
Investment property	7	4,674,101	5,087,384
		<u>4,674,101</u>	<u>5,087,384</u>
<b>CURRENT ASSETS</b>			
Debtors: amounts falling due within one year	8	2,398,613	1,224,418
Cash at bank and in hand		9,545	8,903
		<u>2,408,158</u>	<u>1,233,321</u>
Creditors: amounts falling due within one year	9	(188,579)	(243,848)
		<u>2,219,579</u>	<u>989,473</u>
<b>NET CURRENT ASSETS</b>			
		<u>6,893,680</u>	<u>6,076,857</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>			
<b>PROVISIONS FOR LIABILITIES</b>			
Deferred tax	10	(621,482)	(469,044)
		<u>(621,482)</u>	<u>(469,044)</u>
<b>NET ASSETS</b>			
		<u><u>6,272,198</u></u>	<u><u>5,607,813</u></u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	11	100	100
Investment property revaluation reserve	12	2,049,186	1,956,149
Profit and loss account	12	4,222,912	3,651,564
		<u>6,272,198</u>	<u>5,607,813</u>
<b>TOTAL EQUITY</b>			
		<u><u>6,272,198</u></u>	<u><u>5,607,813</u></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 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 were approved and authorised for issue by the board and were signed on its behalf by:

**David Pears**

Director

Date: 31 October 2022

The notes on pages 5 to 13 form part of these financial statements.

BLUENOTCH LIMITED

STATEMENT OF CHANGES IN EQUITY  
FOR THE YEAR ENDED 30 APRIL 2022

	Called up share capital £	Investment property revaluation reserve £	Profit and loss account £	Total equity £
At 1 May 2021	100	1,956,149	3,651,564	5,607,813
<b>COMPREHENSIVE INCOME FOR THE YEAR</b>				
Profit for the year	-	-	664,385	664,385
Transfer realised gains to retained earnings	-	(323,437)	323,437	-
Deferred tax movements	-	(152,438)	152,438	-
Transfer revaluation during the year	-	568,912	(568,912)	-
<b>OTHER RESERVE MOVEMENT FOR THE YEAR</b>	-	93,037	(93,037)	-
<b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>	-	93,037	571,348	664,385
<b>AT 30 APRIL 2022</b>	100	2,049,186	4,222,912	6,272,198

STATEMENT OF CHANGES IN EQUITY  
FOR THE YEAR ENDED 30 APRIL 2021

	Called up share capital £	Investment property revaluation reserve £	Profit and loss account £	Total equity £
At 1 May 2020	100	2,036,872	3,109,431	5,146,403
<b>COMPREHENSIVE INCOME FOR THE YEAR</b>				
Profit for the year	-	-	461,410	461,410
Transfer realised gains to retained earnings	-	(297,149)	297,149	-
Deferred tax movements	-	(71,330)	71,330	-
Transfer revaluation during the period	-	287,756	(287,756)	-
<b>OTHER COMPREHENSIVE INCOME FOR THE YEAR</b>	-	(80,723)	80,723	-
<b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>	-	(80,723)	542,133	461,410
<b>AT 30 APRIL 2021</b>	100	1,956,149	3,651,564	5,607,813

The notes on pages 5 to 13 form part of these financial statements.

## **BLUENOTCH LIMITED**

### **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 APRIL 2022**

#### **1. GENERAL INFORMATION**

Bluenotch Limited is a private company limited by shares incorporated in England and Wales. The registered office is Ground Floor, 30 City Road, London EC1Y 2AB. The principal place of business is Haskell House, 152 West End Lane, London, NW6 1SD.

#### **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 other than when additional disclosure is required to show a true and fair view.

The company's functional and presentational currency is GBP and rounded to the nearest £1.

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

The following principal accounting policies have been applied:

##### **2.2 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 these financial statements.

##### **2.3 TURNOVER**

Turnover is recognised to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured. Turnover is measured as the fair value of the rents receivable.

##### **2.4 PROPERTY TRANSACTIONS**

Purchases and sales of properties are included on the basis of completions occurring during the year.

##### **2.5 INVESTMENT PROPERTY**

Investment property is carried at fair value determined annually by external valuers and derived from the current market rents and investment property yields for comparable real estate, adjusted if necessary for any difference in the nature, location or condition of the specific asset. No depreciation is provided. Changes in fair value are recognised in the income statement.

##### **2.6 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.



NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 APRIL 2022

**2. ACCOUNTING POLICIES (CONTINUED)**

**2.7 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.

**2.8 FINANCIAL INSTRUMENTS**

The Company only enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, and loans to related parties.

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 reporting date.

Financial assets and liabilities are offset and the net amount reported in the Statement of Financial Position 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.

**2.9 DIVIDENDS**

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting.

**2.10 CREDITORS**

Short term creditors are measured at the transaction price.

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 APRIL 2022**

**2. ACCOUNTING POLICIES (CONTINUED)**

**2.11 REPAIRS AND MAINTENANCE**

All repairs, maintenance costs and renewals are written off as incurred.

Certain refurbishment costs which are part of major property refurbishment programmes may, depending on the nature of the works being undertaken, be capitalised in the Statement of financial position as part of investment properties.

**2.12 FINANCE COSTS**

Finance costs are charged to the Income statement 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.

**2.13 INTEREST INCOME**

Interest income is recognised in the Income statement using the effective interest method.

**2.14 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 the Statement of Comprehensive Income in the year that the Company becomes aware of the obligation, and are measured at the best estimate at the Statement of financial position 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 Statement of financial position.

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 APRIL 2022

2. ACCOUNTING POLICIES (CONTINUED)

2.15 CURRENT AND DEFERRED TAXATION

The tax expense for the year comprises current and deferred tax. Tax is recognised in profit or loss 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 reporting 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 Statement of Financial Position 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 reporting date.

3. PROFIT ON SALE OF INVESTMENT PROPERTIES

	2022 £	2021 £
Sale of investment properties	1,218,660	994,390
Historical cost	(589,426)	(437,370)
	<u>629,234</u>	<u>557,020</u>
Prior years fair value surplus realised	(323,437)	(297,149)
	<u>305,797</u>	<u>259,871</u>

4. EMPLOYEES

The average monthly number of employees, including the directors, during the year was as follows:

	2022 No.	2021 No.
Directors	<u>3</u>	<u>3</u>

BLUENOTCH LIMITED

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 APRIL 2022

5. INTEREST PAYABLE AND SIMILAR CHARGES

	2022 £	2021 £
Other interest payable	1,570	-
	<u>1,570</u>	<u>-</u>

6. TAXATION

	2022 £	2021 £
<b>CORPORATION TAX</b>		
Current tax on profits for the year	78,903	54,581
<b>TOTAL CURRENT TAX</b>	<u>78,903</u>	<u>54,581</u>
<b>DEFERRED TAX</b>		
Origination and reversal of timing differences	152,438	71,330
Tax on surplus realised	19,128	38,694
<b>TOTAL DEFERRED TAX</b>	<u>171,566</u>	<u>110,024</u>
<b>TAXATION ON PROFIT ON ORDINARY ACTIVITIES</b>	<u>250,469</u>	<u>164,605</u>

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 APRIL 2022

6. TAXATION (CONTINUED)

FACTORS AFFECTING TAX CHARGE FOR THE YEAR

The tax assessed for the year is higher than (2021 - higher than) the standard rate of corporation tax in the UK of 19% (2021 - 19%). The differences are explained below:

	2022 £	2021 £
Profit on ordinary activities before tax	914,854	626,015
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2021 - 19%)	173,822	118,943
<b>EFFECTS OF:</b>		
Expenses not deductible for tax purposes	-	5,597
Timing differences leading to an increase in taxation	152,438	71,330
Book profit on chargeable assets	(58,101)	(49,375)
Capital gains	77,230	88,069
Unrelieved tax losses utilised	-	(15,286)
Valuation gain not taxable	(94,920)	(54,673)
<b>TOTAL TAX CHARGE FOR THE YEAR</b>	<b>250,469</b>	<b>164,605</b>

BLUENOTCH LIMITED

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 APRIL 2022

7. INVESTMENT PROPERTY

	Freehold investment property £
<b>VALUATION</b>	
At 1 May 2021	5,087,384
Disposals	(912,863)
Fair value movements	499,580
	<hr/>
<b>AT 30 APRIL 2022</b>	<b><u><u>4,674,101</u></u></b>

The 2022 valuations were made by the directors, on an open market value for existing use basis.

If the Investment properties had been accounted for under the historic cost accounting rules, the properties would have been measured as follows:

	2022 £	2021 £
Historic cost	2,003,433	2,662,191
	<hr/>	<hr/>
	<b><u><u>2,003,433</u></u></b>	<b><u><u>2,662,191</u></u></b>

At the year end, the provision for diminution in value amounted to £98,802 (2021:£29,470).

8. DEBTORS

	2022 £	2021 £
Trade debtors	16,869	19,418
Sundry loan	2,325,579	1,152,717
Other debtors	50,984	47,102
Prepayments and accrued income	5,181	5,181
	<hr/>	<hr/>
	<b><u><u>2,398,613</u></u></b>	<b><u><u>1,224,418</u></u></b>

BLUENOTCH LIMITED

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 APRIL 2022

9. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2022 £	2021 £
Corporation tax	108,404	146,072
Other creditors	23,384	23,825
Accruals and deferred income	56,791	73,951
	<u>188,579</u>	<u>243,848</u>

10. DEFERRED TAXATION

	2022 £	2021 £
At beginning of year	469,044	397,714
Charged to profit or loss	152,438	71,330
<b>AT END OF YEAR</b>	<u>621,482</u>	<u>469,044</u>

The provision for deferred taxation is made up as follows:

	2022 £	2021 £
Tax on revaluation on investment properties	621,482	469,044
	<u>621,482</u>	<u>469,044</u>

11. SHARE CAPITAL

	2022 £	2021 £
<b>ALLOTTED, CALLED UP AND FULLY PAID</b>		
100 (2021 - 100) ordinary shares of £1.00 each	<u>100</u>	<u>100</u>

12. RESERVES

**Investment property revaluation reserve**

The investment property revaluation reserve includes all current and prior year movements.

**Profit and loss account**

The profit and loss account includes all current and prior year retained profit and losses.

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 30 APRIL 2022**

**13. RELATED PARTY TRANSACTIONS**

The company has taken advantage of the exemptions from disclosure available to subsidiary undertakings under FRS102 Section 1A, paragraph 1 AC.35 in connection with intra group transactions.

The company received management services from CHP Management Limited, a company in which the directors Mark Pears CBE, Sir Trevor Pears CMG and David Pears have an interest, the cost of which amounted to £1,200 (2021 - £3,600).

The company received management services from Hamways Limited, a company in which the directors Mark Pears CBE, Sir Trevor Pears CMG and David Pears have an interest, the cost of which amounted to £7,200 (2021 - £8,400).

The balance due from Hamways at the year end was £23,879 (2021 - £25,462).

The company received management services from The William Pears Group of Companies Limited, a company in which the directors Mark Pears CBE, Sir Trevor Pears CMG and David Pears have an interest, the cost of which amounted to £12,000 (2021 - £16,800). The company also received interest from The William Pears Group of Companies Limited of £21,834 (2021 - £10,971).

The balance due from The William Pears Group of Companies at the year end was £2,325,579 (2021 - £1,152,717).

**14. CONTROLLING PARTY**

The ultimate parent company is Pears Family Investments Limited a company incorporated in England. The registered office is Ground Floor, 30 City Road, London, EC1Y 2AB.



This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.