Company Registered No: SC140588

WEST REGISTER (PROPERTY INVESTMENTS) LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

For the year ended 31 December 2022

CONTENTS

OFFICERS AND PROFESSIONAL ADVISERS

DIRECTORS:	J M Rowney H N F Martin
COMPANY SECRETARY:	NatWest Markets Secretarial Services Limited
REGISTERED OFFICE:	RBS Gogarburn 175 Glasgow Road Edinburgh EH12 1HQ
INDEPENDENT AUDITOR:	Ernst & Young LLP 25 Churchill Place London E14 5EY

Registered in Scotland

DIRECTORS' REPORT

ACTIVITIES AND BUSINESS REVIEW

This Directors' report has been prepared in accordance with the provisions applicable to companies entitled to the small companies' exemption and therefore does not include a Strategic report.

Activity
The principal activity of West Register (Property Investments) Limited ("the Company") was that of a property investment company.

The Company was established to form part of a defaulted loan workout process within NatWest Group plc. As part of that process, the Company acquired properties representing the underlying security for distressed and defaulted loans made by NatWest Group plc companies to third party customers.

The Company's objective was to maximise the overall recovery for the shareholder (NatWest Group plc) through the active management and eventual realisation of assets purchased. The Company acted as a bidder of last resort or a fall-back option where the open market will not yield a better offer.

The Company is a subsidiary of NatWest Group plc which provides the Company with direction and access to all central resources it needs and determines policies in all key areas such as finance, risk, human resources or control environment. For this reason, the directors believe that performance indicators specific to the Company are not necessary or appropriate for an understanding of the development, performance or position of the business. The annual report of NatWest Group plc reviews these matters on a group basis. A copy of the NatWest Group annual report is available at www.natwestgroup.com and on Companies House website. A copy can also be requested from Legal, Governance and Regulatory Affairs, NatWest Group, Gogarburn, Edinburgh, PO Box 1000, EH12 1HQ.

NatWest Group comprises NatWest Group plc, its subsidiaries and associated undertakings.

Review of the year

Business review
It is the intention of the directors to wind up the Company within the next 12 months.

Financial performance
The Company's financial performance is presented on pages 8 to 10.

The profit before taxation for the year was £165,317 (2021: loss of £89,672). The retained profit for the year was £130,216 (2021: loss of £90,244) and this was transferred to reserves.

At the end of the year, the balance sheet showed total assets of £5,855,702 (2021: Restated £5,702,829*), which mainly comprised of cash at bank.

DIRECTORS' REPORT

Principal risks and uncertainties

The Company seeks to minimise its exposure to financial risks other than credit risk.

Management focuses on both the overall balance sheet structure and the control, within prudent limits, of risk arising from mismatches, including currency, maturity, interest rate and liquidity. It is undertaken within limits and other policy parameters set by the NatWest Group Asset and Liability Management Committee.

The Company is funded by facilities from NatWest Markets Plc. These are denominated in sterling which is the functional currency and carry no significant financial risk.

The Company's assets mainly comprise of other assets, cash and cash equivalents which would expose it to credit risk except that counterparties are group companies and credit risk is not considered significant.

The principal risks associated with the Company are as follows:

Liquidity risk
Liquidity risk arises where assets and liabilities have different contractual maturities. Management focuses on risk arising from the mismatch of maturities across the balance sheet and from undrawn commitments and other contingent obligations.

The Company manages its liquidity risk by having access to Group funding.

Credit risk
Credit risk is the risk that companies, financial institutions, individuals and other counterparties will be unable to meet their obligations to the Company.

All material loans receivable are with NatWest Group. Although credit risk arises this is not considered to be significant and no amounts are past due.

Going concern

These financial statements are prepared on other than going concern basis see note 1(a) on page 11.

DIRECTORS AND SECRETARY

The present directors and company secretary are listed on page 1.

From 1 January 2022 to date the following changes have taken place:

	Appointed	Resigned
Directors		
M Brandwood	-	14 June 2022
H N F Martin	04 July 2022	-

DIRECTORS' REPORT

DIRECTORS' RESPONSIBILITIES STATEMENT

The directors are responsible for preparing the annual report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare a Directors' report and financial statements for each financial year. Under that law, the directors have elected to prepare the financial statements in accordance with Financial Reporting Standard (FRS) 101 Reduced Disclosure Framework, and must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs at the end of the year 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 estimates that are reasonable and prudent;
- state whether FRS 101 has been followed; and
- make an assessment of the Company's ability to continue as a going concern. For the reasons stated in Note 1(a), the financial statements have been prepared on a basis other than going concern.

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 Directors' report and financial statements comply with the requirements of 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.

DISCLOSURE OF INFORMATION TO AUDITOR

Each of the directors at the date of approval of this report confirms that:

- so far as they are aware there is no relevant audit information of which the Company's auditor is unaware; and
- the directors have taken all the steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

This confirmation is given and shall be interpreted in accordance with the provisions of section 418 of the Companies Act 2006.

AUDITOR

Ernst & Young LLP has expressed its willingness to continue in office as auditor.

Approved by the Board of Directors and signed on its behalf:

J M Rowney
Director
Date: 16 November 2023

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF WEST REGISTER (PROPERTY INVESTMENTS) LIMITED

Opinion

We have audited the financial statements of West Register (Property Investments) Limited for the year ended 31 December 2022 which comprise the Statement of Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity, and the related notes 1 to 12, 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 101 "Reduced Disclosure Framework" (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 31 December 2022 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. 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.

Emphasis of Matter – financial statements prepared on a basis other than going concern

We draw attention to note 1 a) to the financial statements which explains that the directors intend to place the Company in to liquidation within the next 12 months and therefore do not consider it to be appropriate to adopt the going concern basis of accounting in preparing the financial statements. Accordingly, the financial statements have been prepared on a basis other than going concern as described in note 1 a). Our opinion is not modified in respect of this matter.

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 contained within the annual report.

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.

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 course of 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 this gives rise to a material misstatement in the financial statements themselves. 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.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF WEST REGISTER (PROPERTY INVESTMENTS) LIMITED

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 has 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 prepare the financial statements in accordance with the small companies' regime and take advantage of the small companies' exemptions in preparing the directors' report and from the requirement to prepare a strategic report.

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.

Explanation as to what extent the audit was considered capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect irregularities, including fraud. The risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below. However, the primary responsibility for the prevention and detection of fraud rests with both those charged with governance of the entity and management.

- We obtained an understanding of the legal and regulatory frameworks that are applicable to the company and determined that the most significant are related to the reporting framework (FRS 101 and the Companies Act 2006) and the relevant direct tax compliance regulation in the United Kingdom.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF WEST REGISTER (PROPERTY INVESTMENTS) LIMITED

- We understood how the Company is complying with those frameworks by making inquiries of senior management and those responsible for legal and compliance matters for their awareness of any non-compliance with laws and regulations and to understand how the company maintains and communicates its policies as well as through the evaluation of corroborating documentation. We also reviewed meeting minutes of the board of directors and gained an understanding of the company's governance framework.
- We assessed the susceptibility of the company's financial statements to material misstatement, including how fraud might occur by considering the risk of management override. We considered the controls the company has established to address the risks identified by the directors or that otherwise seek to prevent, deter, or detect fraud; and how management monitors these controls. Where this risk was considered to be higher, we performed audit procedures to address each identified fraud risk. We also performed journal entry testing by specific risk criteria, with a focus on manual journals and journals indicating large or unusual transactions based on our understanding of the company's business.
- Based on this understanding we designed our audit procedures to identify noncompliance with such laws and regulations. Our procedures involved inquiries of management and those charged with governance, review of legal and professional expenses and review of meeting minutes of the board of directors.

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.

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.

Ernst & Young LLP

Tafadzwa Gate (Senior statutory auditor)
for and on behalf of Ernst & Young LLP, Statutory Auditor
London

17-Nov-2023

STATEMENT OF COMPREHENSIVE INCOME
for the year ended 31 December 2022

		2022	2021
Income from discontinued operations	**Notes**	**£**	£
Other operating income	3	**185,147**	-
Gross profit		**185,147**	-
Administrative expenses	4	**(19,830)**	(20,305)
Impairment losses	6	**-**	(69,367)
Profit/(loss) before tax		**165,317**	(89,672)
Tax charge	5	**(35,101)**	(572)
Profit/(loss) and total comprehensive income/(loss) for the year		**130,216**	(90,244)

The accompanying notes form an integral part of these financial statements.

BALANCE SHEET
as at 31 December 2022

	Notes	2022 £	Restated 2021 £
Current assets			
Investments in group companies	6	-	29,753
Current tax assets	5	3,768	-
Prepayments, accrued income and other assets*	7	494,477	309,330
Cash at bank		5,357,457	5,363,746
Total assets		5,855,702	5,702,829
Current liabilities			
Amounts due to group companies	8	-	18,000
Deferred tax liability*	5	116,202	77,333
Accruals, deferred income and other liabilities	9	19,788	18,000
Total liabilities		135,990	113,333
Equity			
Share capital	10	2	2
Capital contribution		31,000,000	31,000,000
Retained earnings*		(25,280,290)	(25,410,506)
Total equity		5,719,712	5,589,496
Total liabilities and equity		5,855,702	5,702,829

*For details of restatement refer to Note 11.

The accompanying notes form an integral part of these financial statements.

The financial statements were approved by the Board of Directors on 16 November 2023 and signed on its behalf by:

J M Rowney
Director

STATEMENT OF CHANGES IN EQUITY
for the year ended 31 December 2022

	Share capital £	Capital contribution £	Retained earnings £	Total £
At 1 January 2021 - restated	2	31,000,000	(25,320,262)	5,679,740
Loss for the year	-	-	(90,244)	(90,244)
At 1 January 2022	2	31,000,000	(25,410,506)	5,589,496
Profit for the year	-	-	**130,216**	**130,216**
At 31 December 2022	2	**31,000,000**	**(25,280,290)**	**5,719,712**

*For details of restatement refer to Note 11.

Profit and total comprehensive income for the year of £130,216 (2021: loss of £90,244) was wholly attributable to the owners of the Company.

The accompanying notes form an integral part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS

1. Accounting policies

a) Preparation and presentation of financial statements

These financial statements are prepared:

- on other than going concern basis. Under this basis, the assets have been measured at recoverable values (carrying value less impairment) and liabilities at settlement / transfer values. All other accounting policies remain unchanged from *FRS 101 Reduced Disclosures Framework*.

The directors, having regard to their intention to place the Company in liquidation within the next 12 months, have prepared the accounts on a basis other than as a going concern. The directors do not consider that this basis affects the measurement of the assets or the liabilities of the Company. The costs of winding up will be borne by NatWest Markets Plc.

The Company meets the definition of a qualifying entity under FRS 100 Application of Financial Reporting Requirements issued by the Financial Reporting Council.

The Company is incorporated in the UK and registered in Scotland and the financial statements are presented:

- in accordance with the Companies Act 2006:
- in sterling which is the functional currency of the Company: and
- with the benefit of the disclosure exemptions permitted by FRS 101 with regard to:
  - comparative information in respect of certain assets;
  - cash-flow statement;
  - standards not yet effective;
  - related party transactions;
  - certain disclosures from IFRS 15 "Revenue from Contracts with Customers" and IFRS 16 "Leases" and IAS 1 "Presentation of Financial Statements";
  - disclosure requirements of IFRS 7 "Financial Instruments: Disclosure" and IFRS 13 "Fair Value Measurement".

Where required, equivalent disclosures are given in the group accounts of NatWest Group plc, these accounts are available to the public and can be obtained as set out in note 12.

The changes to IFRS that were effective from 1 January 2022 have had no material effect on the Company's financial statements for the year ended 31 December 2022.

b) Consolidated financial statements

The financial statements contain information about West Register (Property Investments) Limited as an individual company and do not contain consolidated financial information as the parent of a group. The Company is exempt under IFRS 10 Consolidated Financial Statements and section 400 of the Companies Act 2006 from the requirement to prepare consolidated financial statements as in accordance with IFRS 10 the Company and its subsidiaries are included by full consolidation in the IFRS consolidated financial statements of its parent, NatWest Group plc, a public company registered in Scotland whose registered address is 36 St Andrew Square, Edinburgh, EH2 2YB.

1. Accounting policies (continued)

c) Taxation
Tax encompassing current tax and deferred tax is recorded in the profit and loss account except when taxable items are recognised in other comprehensive income or equity.

Current tax is income tax payable or recoverable in respect of the taxable profit or loss for the year arising in income, other comprehensive income or in equity. Provision is made for current tax at rates enacted or substantively enacted at the balance sheet date.

Deferred tax is the tax expected to be payable or recoverable in respect of temporary differences between the carrying amount of an asset or liability for accounting purposes and its carrying amount for tax purposes. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent their recovery is probable. Deferred tax is not recognised on temporary differences that arise from initial recognition of an asset or liability in a transaction (other than a business combination) that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred tax is calculated using tax rates expected to apply in the periods when the assets will be realised or the liabilities settled, based on tax rates and laws enacted, or substantively enacted, at the balance sheet date.

d) Investment in group companies
Investments in group companies are stated at recoverable value (cost less any impairment).

e) Financial instruments
All financial instruments are measured at fair value on initial recognition.

Financial assets are classified either by business model, by product or by reference to the IFRS default classification.

Classification by business model reflects how the Company manages its financial assets to generate cash flows. A business model assessment determines if cash flows result from holding financial assets to collect the contractual cash flows; from selling those financial assets; or both.

Financial assets that are held to collect the contractual cash flows and comprise solely of payments of principal and interest are measured at amortised cost. Financial assets managed under a business model of both to collect contractual cash flows (comprising solely of payments of principal and interest), and to sell are measured at fair value through other comprehensive income.

Classification by product relies on specific designation criteria which are applicable to certain classes of financial assets or circumstances where accounting mismatches would otherwise arise. The product classifications apply to financial assets that are either designated at fair value through profit or loss, or to equity investments designated as at fair value through other comprehensive income. In all other instances, fair value through profit or loss is the default classification and measurement category for financial assets.

Regular way purchases of financial assets classified as amortised cost, are recognised on the settlement date; all other regular way transactions in financial assets are recognised on the trade date.

All liabilities not subsequently measured at fair value are measured at amortised cost.

f) Impairment of financial assets
At each balance sheet date each financial asset or portfolio of loans measured at amortised cost or at fair value through other comprehensive income, issued financial guarantee and loan commitment is assessed for impairment. Any change in impairment is reported in the profit and loss account. Loss allowances are forward looking, based on 12 month expected credit losses where there has not been a significant increase in credit risk rating, otherwise allowances are based on lifetime expected losses.

NOTES TO THE FINANCIAL STATEMENTS

1. Accounting policies (continued)

f) Impairment of financial assets (continued)
Expected credit losses (ECL) are a probability-weighted estimate of credit losses. The probability is determined by the risk of default which is applied to the cash flow estimates. In the absence of a change in credit rating, allowances are recognised when there is reduction in the net present value of expected cash flows. Following a significant increase in credit risk, ECL are adjusted from 12 months to lifetime. This will lead to a higher impairment charge on restructuring where a financial asset is not derecognised. Where restructuring causes derecognition of the original financial asset, the fair value of the replacement asset is used as the closing cash flow of the original asset.

Where, in the course of the orderly realisation of a loan, it is exchanged for equity shares or property, the exchange is accounted for as the sale of the loan and the acquisition of equity securities or investment property. Where the Company's acquired interest in equity shares, relevant policies for control, associates and joint ventures apply.

g) Derecognition
A financial asset is derecognised (removed from the balance sheet) when the contractual right to receive cash flows from the asset has expired or when it has been transferred and the transfer qualifies for derecognition.

A financial liability is removed from the balance sheet when the obligation is paid, or is cancelled, or expires.

f) Cash at bank
Cash at bank comprises non-interest-bearing deposits held with the bank.

2. Critical accounting policies and key sources of estimation uncertainty

The reported results of the Company are sensitive to the accounting policies, assumptions and estimates that underlie the preparation of its financial statements. In accordance with their responsibilities for these financial statements, the directors have considered whether there are any estimates important to the portrayal of the Company's performance and concluded that given the limited activity and resources of the Company in 2022 there are none to disclose.

3. *Other operating income*

	2022	2021
	£	£
Other operating income -Redrow overage	**185,147**	-

4. Administrative expenses

	2022	2021
	£	£
Property related expenses	**42**	(2,539)
Legal and professional fees	**19,788**	22,698
Sundry expenses	-	146
	19,830	20,305

Directors' emoluments
The Company does not remunerate directors nor can remuneration from elsewhere in the group be apportioned meaningfully in respect of their services to the Company. There are no other staff.

Audit fees
Audit fees for the year are charged as a group service to National Westminster Bank Plc and reallocated *specifically to the Company, being the sum of £19,788 (2021: £18,000).*

NOTES TO THE FINANCIAL STATEMENTS

5. Tax

	2022 £	2021 £
Current taxation:		
UK Corporation tax credit for the year	**(3,768)**	-
Under provision in respect of prior periods	**-**	572
	(3,768)	572
Deferred taxation:		
Charge for the year	**38,869**	-
Tax charge for the year	**35,101**	572

The actual tax charge differs from the expected tax charge/(credit) computed by applying the standard rate of UK corporation tax of 19% (2021: 19%) as follows:

	2022 £	2021 £
Profit/(loss) before tax	**165,317**	(89,672)
Expected tax charge/(credit)	**31,410**	(17,038)
Non-deductible items	**-**	13,181
Remeasurement of deferred tax for changes in tax rates	**3,691**	-
Losses surrendered for nil payment	**-**	3,857
Adjustments in respect of prior periods	**-**	572
Actual tax charge for the year	**35,101**	572

The UK Corporation tax rate for the year was 19%. On 24 May 2021 the UK Government substantively enacted an increase in the UK Corporation Tax rate from 19% to 25% with effect from 1 April 2023.Closing deferred tax liabilities have therefore been calculated taking into account this change of rate and the applicable period when the deferred tax liabilities are expected to crystallise.

Net deferred tax liability comprised:

	Chargeable gain £
At 1 January 2022*	**77,333**
Charge to comprehensive income	**38,869**
At 31 December 2022	**116,202**

*For details of restatement refer to Note-11.

6. Investments in group companies

	2022 £	2021 £
At 1 January 2022	**29,753**	49,120
Disposals	**(29,753)**	-
Capital contribution to West Register (Hotels Number 3) Limited	**-**	50,000
Impairment losses	**-**	(69,367)
At 31 December 2022	**-**	29,753

NOTES TO THE FINANCIAL STATEMENTS

6. Investments in group companies (continued)

All wholly owned subsidiaries were disposed of during 2022, and as at 31 December 2022 the Company had no subsidiary undertakings. On 24 March 2022, West Register Hotels (Holdings) Limited was liquidated. On 22 February 2022, West Register (Hotels Number 3) Limited was sold to Royal Bank Investments Limited (RBIL).

7. Prepayments, accrued income and other assets

	2022	2021
	£	£
Other assets - Redrow overage*	**494,477**	**309,330**

*For details of restatement refer to Note 11.

8. Amounts due to group companies

	2022	2021
	£	£
National Westminster Bank Plc	**-**	18,000

9. Accruals, deferred income and other liabilities

	2022	2021
	£	£
Accruals	**19,788**	18,000

10. Share capital

	2022	2021
	£	£
Authorised:		
1,000 Ordinary shares of £1 each	**1000**	1000
Allotted, called up and fully paid:		
2 Ordinary shares of £1	**2**	2

The Company has one class of ordinary shares which carry no right to fixed income.

11. Prior year adjustment

The Company disposed of its investment property in 2017. The sale agreement included an overage clause. The buyer calculated the overage due to the Company as £309,330. The prior year adjustment reflects this valuation of the overage and tax associated with this.

The 'Prepayments, accrued income and other assets' balance has been restated to reflect that the Company didn't dispose of the overage to KUC Properties Limited and continued to be entitled to this right. The receivable is due from Redrow Homes Limited, a party independent to the NatWest Group. This was not reported in the Balance Sheet of the Company between 2019 and 2021.

NOTES TO THE FINANCIAL STATEMENTS

11. Prior year adjustment (continued)

The restated Balance Sheet and Statement of Changes in Equity for the year ended 31 December 2021 is disclosed in the tables below.

	As previously reported	Adjustment	Restated
	2021	2021	2021
Balance sheet	£	£	£
Non-current assets			
Prepayments, accrued income and other assets	-	309,330	309,330
Current liabilities			
Deferred tax liability	-	77,333	77,333
Equity			
Retained earnings	(25,642,503)	231,997	(25,410,506)

Statement of changes in equity			
Retained earnings	(25,552,259)	231,997	(25,320,262)
Loss for the year	(90,244)	-	(90,244)
Balance as at 31 December 2021	**(25,642,503)**	**231,997**	**(25,410,506)**

12. Related parties

UK Government
The UK Government through HM Treasury is the ultimate controlling party of NatWest Group plc. Its shareholding is managed by UK Government Investments Limited, a company it wholly-owns and as a result, the UK Government and UK Government controlled bodies are related parties of the Company.

The Company enters into transactions with these bodies on an arms' length basis; they include the payment of taxes including UK corporation tax and Value Added Tax.

Cash at bank relates to amounts with a group bank and other balances with group companies are shown in note 8.

Group companies

At 31 December 2022

The Company's immediate parent was:	NatWest Markets Plc
The smallest consolidated accounts including the Company were prepared by:	NatWest Markets Plc
The ultimate parent company was:	NatWest Group plc

All parent companies are incorporated in the UK. Copies of their accounts may be requested from Legal, Governance and Regulatory Affairs, NatWest Group plc, Gogarburn, PO Box 1000, Edinburgh EH12 1HQ.