A & J Mucklow (Nominees) Ltd

Annual Report and Financial Statements

for the year ended 30 June 2017

Registered Number 1232337

Directors	Rupert Jeremy Mucklow David Justin Parker David Ian Wooldridge
Company Secretary	David Wooldridge
Registered Office	60 Whitehall Road Halesowen West Midlands B63 3JS
Registered number	1232337 England and Wales
Auditor	KPMG LLP, Chartered Accountants and Statutory Auditor One Snowhill Snow Hill Queensway Birmingham B4 6GH

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DIRECTORS' REPORT

The directors present their annual report on the affairs of the company, together with the financial statements and auditor's report, for the year ended 30 June 2017.

Principal activities

On 25 October 2002 the Parent Company adopted the A & J Mucklow Group plc Share Incentive Plan. This is a HM Revenue & Customs approved share scheme, under which all employees of the Group with a minimum period of service of 6 months prior to the start of an accumulation period are eligible to participate. HM Revenue & Customs allows monthly employee contributions of £125 (or 10% of salary if lower). Under the scheme an employee can buy Partnership shares from their monthly pre-tax salary up to an initial maximum of the lower of £125 or 3% of salary. The Parent Company has agreed to match each share purchased by the employee on the basis of one for one. An allocation of free shares can also be made under the scheme up to a limit of £3,000 per employee. The amount, if any, of free shares allocated will be decided upon annually by the Group Remuneration Committee.

HMRC have since increased the limits and the Group has therefore approved amendments to the Share Incentive Plan to retain the maximum flexibility allowed by changes in legislation. The maximum value has been increased from £1,500 to £1,800 for partnership and matching shares and from £3,000 to £3,600 in respect of free shares.

The Company acts as trustee for the Share Incentive Plan of the A & J Mucklow Group referred to above.

Results

There was no profit in either the current or prior financial year.

Dividends

There were no dividends paid or proposed in the period under review (2016: £nil).

Future prospects

The directors are not aware, at the date of this report, of any likely changes in the company's activities in the forthcoming year.

Donations

No political contributions were made during the year (2016: £nil) and there were no donations to local and national charities (2016: £nil).

Directors

The directors listed on page 2 constituted the Board during the year, and up to the date of signing the annual report.

Directors' and officers' liability insurance

During the year the Company purchased and maintained liability insurance for its directors and officers as permitted by Section 234 of the Companies Act 2006.

Auditor

KPMG LLP will be proposed for re-appointment in accordance with Section 485 of the Companies Act 2006.

Disclosure of information to the auditor
Each of the directors at the date of approval of this report confirms that:

1) so far as the director is aware, there is no relevant audit information of which the Company's Auditor is unaware; and
2) the director has taken all steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the Company's Auditor is aware of that information.

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

Statement of Directors' Responsibilities in respect of the Directors' Report and the Financial Statements

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 they have elected to prepare the financial statements in accordance with UK accounting standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 101 *Reduced Disclosure Framework.*

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 UK accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- assess the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

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 responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

Events since 30 June 2017
There were no material events since 30 June 2017 to report.

By order of the Board
David Wooldridge
Secretary
60 Whitehall Road, Halesowen, West Midlands, B63 3JS
21 September 2017

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF A & J MUCKLOW (NOMINEES) LIMITED

Opinion

We have audited the financial statements of A & J Mucklow (Nominees) Limited ("the company") for the year ended 30/06/2017 which comprise the Balance Sheet, Statement of Changes in Equity and related notes, including the accounting policies in note 1.

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 30/06/2017 and of its result for the year then ended;
- have been properly prepared in accordance with UK accounting standards, including FRS 101 *Reduced Disclosure Framework*; 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 are described below. We have fulfilled our ethical responsibilities under, and are independent of the company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

Going concern

We are required to report to you if we have concluded that the use of the going concern basis of accounting is inappropriate or there is an undisclosed material uncertainty that may cast significant doubt over the use of that basis for a period of at least twelve months from the date of approval of the financial statements. We have nothing to report in these respects.

Directors' report

The directors are responsible for the directors' report. Our opinion on the financial statements does not cover that report and we do not express an audit opinion thereon.

Our responsibility is to read the directors' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- we have not identified material misstatements in the directors' report;
- in our opinion the information given in that report for the financial year is consistent with the financial statements; and
- in our opinion that report has been prepared in accordance with the Companies Act 2006.

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required 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 from the requirement to prepare a strategic report.
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We have nothing to report in these respects.

Directors' responsibilities

As explained more fully in their 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; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; 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 they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities

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 our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at www.frc.org.uk/auditorsresponsibilities.

The purpose of our audit work and to whom we owe our responsibilities

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.

M. Froom

Michael Froom (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants
One Snowhill, Snow Hill Queensway
Birmingham, B4 6GH
21 September 2017

Profit and Loss Account and Other Comprehensive Income

During the current and preceding financial years, the Company did not trade. It received no income and incurred no expenditure. Consequently, during these periods, the Company made neither a profit or loss.

A & J MUCKLOW (NOMINEES) LIMITED

Balance Sheet
at 30 June 2017

	Notes	2017 £	2016 £
Current assets			
Cash and cash equivalents	3	9,326	9,041
		9,326	9,041
Total assets		9,326	9,041
Current liabilities			
Trade and other payables	4	(9,324)	(9,039)
		(9,324)	(9,039)
Net current assets		2	2
Total liabilities		(9,324)	(9,039)
Net assets		2	2
Equity			
Called up ordinary share capital	6	2	2
Total equity		2	2

These financial statements were approved by the Board on 21 September 2017 and were signed on its behalf by:

Rupert Mucklow
Director

David Wooldridge
Director

The notes on pages 10 to 12 form part of the financial statements.

Statement of Changes in Equity

	Called up ordinary share capital £	Total equity £
Balance at 1 July 2015	2	2
Profit or loss	-	-
Other comprehensive income for the period	-	-
Total comprehensive income for the period	-	-
Transactions with owners, recorded directly in equity		
Dividends	-	-
Total contributions by and distributions to owners	-	-
Balance at 30 June 2016	2	2
Profit or loss	-	-
Other comprehensive income for the period	-	-
Total comprehensive income for the period	-	-
Transactions with owners, recorded directly in equity		
Dividends	-	-
Total contributions by and distributions to owners	-	-
Balance at 30 June 2017	2	2

Notes to the Financial Statements

1 Accounting policies

A & J Mucklow (Nominees) Limited (the "Company") is a company incorporated and domiciled in the UK.

These financial statements were prepared in accordance with Financial Reporting Standard 101 *Reduced Disclosure Framework ("FRS 101").* The amendments to FRS 101 (2014/15 Cycle) issued in July 2015 and effective immediately have been applied.

The presentation currency of these financial statements is sterling.

In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of International Financial Reporting Standards as adopted by the EU ("Adopted IFRSs"), but makes amendments where necessary in order to comply with Companies Act 2006 and has set out below where advantage of the FRS 101 disclosure exemptions has been taken.

IFRS 1 grants certain exemptions from the full requirements of Adopted IFRSs in the transition period. No exemptions have been taken in these financial statements:

The Company's parent undertaking A & J Mucklow Group plc includes the Company in its consolidated financial statements. The consolidated financial statements of A & J Mucklow Group plc are prepared in accordance with International Financial Reporting Standards and may be obtained from 60 Whitehall Road, Halesowen, West Midlands, B63 3JS.

In these financial statements, the company has applied the exemptions available under FRS 101 in respect of the following disclosures.

- a Cash Flow Statement and related notes;
- Disclosures in respect of capital management;
- The effects of new but not yet effective IFRSs; and

As the consolidated financial statements of A & J Mucklow Group plc include the equivalent disclosures, the Company has also taken the exemptions under FRS 101 available in respect of the following disclosures:

- IFRS 2 Share Based Payments in respect of group settled share based payment;
- Certain disclosures required by IFRS 13 Fair Value Measurement and the disclosures required by IFRS 7 Financial Instrument Disclosures.

Notes to the Financial Statements

1 Accounting policies (continued)

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

Going concern
As at 30 June 2017 the Group had £40.5m of undrawn banking facilities and had drawn down £4.5m from its HSBC £44m 2021 Revolving Credit Facility. The Group's £1.0m overdraft, which is due for renewal within 12 months of the date of this document and is expected to be renewed, was undrawn. Given these revolving credit facilities, the Group's low gearing level of 26% and £101.7m of unencumbered properties, significant capacity exists to raise additional finance or to provide additional security for existing facilities, should property values fall. Accordingly, the directors continue to adopt the going concern basis in preparing the annual report and financial statements.

Significant accounting policies

Financial instruments
Cash and cash equivalents
Cash and cash equivalents comprise cash in hand and demand deposits, and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value.

Financial liabilities and equity
Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the Group after deducting all of its liabilities.

Trade payables
Trade payables are initially measured at fair value, and are subsequently measured at amortised cost, using the effective interest rate method.

2 Staff costs (including directors)
Staff numbers and costs
The average monthly number of persons employed by the Group (including directors) during the year was as follows:

	2017 Number	2016 Number
Management	3	3
Total employees	3	3

The remuneration of the directors is paid by another Group undertaking for the current and prior financial year and no part of their remuneration is specifically attributable to their services for this Company.

3 Cash and cash equivalents

	2017 £	2016 £
Cash at bank and in hand	9,326	9,041

Cash and cash equivalents comprise cash held by the Group and short-term bank deposits with an original maturity of three months or less. The carrying amount of these assets approximates to their fair value.

Notes to the Financial Statements

4 Trade and other payables

	2017 £	2016 £
Amounts due to Group undertakings	1,164	1,148
Trade payables	8,160	7,891
	9,324	9,039

The directors consider that the carrying amount of trade and other payables approximates to their fair value.

5 Deferred tax
There is no deferred tax asset or liability.

6 Share capital

	2017 £	2016 £
Authorised		
Equity		
2 (2016: 2) Ordinary shares of £1 each	2	2
Allotted, Called Up and Fully Paid		
Equity		
2 (2016: 2) Ordinary shares of £1 each	2	2

7 Related parties
As a wholly owned subsidiary of A & J Mucklow Group plc, the Company has taken advantage of the exemption available under FRS101 not to disclose transactions that have been made between the Company and other fellow subsidiaries of A & J Mucklow Group plc.

8 Ultimate parent company and parent company of larger group
The Company is a subsidiary undertaking of A & J Mucklow Group plc which is the ultimate parent company incorporated in England and Wales.

The largest group in which the results of the Company are consolidated is that headed by A & J Mucklow Group plc, incorporated in England and Wales. The consolidated financial statements of the group are available to the public and may be obtained from the registered office of the parent company, 60 Whitehall Road, Halesowen, West Midlands, B63 3JS.

9 Subsequent events
There were no material events since 30 June 2017 to report.