

Company Registration No. 2004313 (England and Wales)

PROPERTY PORTFOLIO (NO 3) LIMITED
FORMERLY KINGSBURY GROUP LIMITED
DIRECTOR'S REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2013



PROPERTY PORTFOLIO (NO 3) LIMITED
FORMERLY KINGSBURY GROUP LIMITED
COMPANY INFORMATION

Director	S Schmidt	(Appointed 19 September 2012)
Company number	2004313	
Registered office	5th Floor Festival House Jessop Avenue Cheltenham Gloucestershire GL50 3SH	
Auditors	Leonard Wilson & Co Colinton House Leicester Road Bedworth Warwickshire CV12 8AB	

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FORMERLY KINGSBURY GROUP LIMITED
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**PROPERTY PORTFOLIO (NO 3) LIMITED
FORMERLY KINGSBURY GROUP LIMITED
DIRECTOR'S REPORT**

FOR THE YEAR ENDED 30 JUNE 2013

The director presents his report and financial statements for the year ended 30 June 2013

The company is a wholly owned subsidiary of Property Portfolio (No 1) Limited formerly Harveys Furnishings Limited, a company registered in England & Wales. The ultimate parent company is Steinhoff International Holdings Limited, a company incorporated in The Republic of South Africa.

Principal activities and review of the business

The director presents his report and financial statements for the year ended 30 June 2013. The company is dormant and has not traded during the year.

On 7 December 2012 the company director passed a written resolution to reduce the company's share capital and share premium account. The reserves arising from the Capital Reduction were transferred to the profit and loss account as a realised profit.

Results and dividends

The results for the year are set out on page 5.

A dividend was paid during the year amounting to £18,647,584.

Directors

The following directors have held office since 1 July 2012:

S Schmidt	(Appointed 19 September 2012)
P Dieperink	(Resigned 20 September 2012)
J Robins	(Resigned 20 September 2012)

Auditors

Leonard Wilson & Co were appointed auditors to the company and in accordance with section 485 of the Companies Act 2006, a resolution proposing that they be re-appointed will be put at a General Meeting.

Statement of director's responsibilities

The director is responsible for preparing the Director's Report and the financial statements in accordance with applicable law and regulations.

Company law requires the director to prepare financial statements for each financial year. Under that law the director has elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the director must not approve the financial statements unless he is 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 director is required to:

- select suitable accounting policies and then apply them consistently,
- make judgements and accounting estimates that are reasonable and prudent,
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The director is 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 him to ensure that the financial statements comply with the Companies Act 2006. He is 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.

**PROPERTY PORTFOLIO (NO 3) LIMITED
FORMERLY KINGSBURY GROUP LIMITED
DIRECTOR'S REPORT (CONTINUED)**

FOR THE YEAR ENDED 30 JUNE 2013

Statement of disclosure to auditors

So far as the director is aware, there is no relevant audit information of which the company's auditors are unaware. Additionally, the director has taken all the necessary steps that he ought to have taken as director in order to make himself aware of all relevant audit information and to establish that the company's auditors are aware of that information.

On behalf of the board

S Schmidt
Director
22 January 2014



**PROPERTY PORTFOLIO (NO 3) LIMITED
FORMERLY KINGSBURY GROUP LIMITED
INDEPENDENT AUDITORS' REPORT**

TO THE MEMBERS OF PROPERTY PORTFOLIO (NO 3) LIMITED

We have audited the financial statements of Property Portfolio (No 3) Limited for the year ended 30 June 2013 set out on pages 5 to 9. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

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 auditors' 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.

Respective responsibilities of director and auditors

As explained more fully in the Director's Responsibilities Statement set out on pages 1 - 2, the director is responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the director, and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Director's Report to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 30 June 2013 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.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Director's Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

**PROPERTY PORTFOLIO (NO 3) LIMITED
FORMERLY KINGSBURY GROUP LIMITED
INDEPENDENT AUDITORS' REPORT (CONTINUED)
TO THE MEMBERS OF PROPERTY PORTFOLIO (NO 3) LIMITED**

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where 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



**Ian Turner FCA (Senior Statutory Auditor)
for and on behalf of Leonard Wilson & Co**

24 January 2014

**Chartered Accountants
Statutory Auditor**

Colinton House
Leicester Road
Bedworth
Warwickshire
CV12 8AB

PROPERTY PORTFOLIO (NO 3) LIMITED
FORMERLY KINGSBURY GROUP LIMITED
PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 30 JUNE 2013

	Notes	Year ended 30 June 2013 £	Period ended 30 June 2012 £
Operating profit/(loss)		-	-
Investment income	2	6,658,523	-
Profit/(loss) on ordinary activities before taxation		6,658,523	-
Tax on profit/(loss) on ordinary activities	3	-	-
Profit/(loss) for the year	7	6,658,523	-

The profit and loss account has been prepared on the basis that all operations are continuing operations

There are no recognised gains and losses other than those passing through the profit and loss account

PROPERTY PORTFOLIO (NO 3) LIMITED
FORMERLY KINGSBURY GROUP LIMITED
BALANCE SHEET

AS AT 30 JUNE 2013

	Notes	2013 £	£	2012 £	£
Current assets					
Debtors	5	1		11,989,062	
Net current assets			1		11,989,062
Net assets			1		11,989,062
Capital and reserves					
Called up share capital	6		-		6,426,062
Share premium account	7		-		5,563,000
Profit and loss account	7		1		-
Shareholders' funds	8		1		11,989,062

Approved by the Board and authorised for issue on 22 January 2014

S Schmidt
Director



Company Registration No. 2004313

PROPERTY PORTFOLIO (NO 3) LIMITED
FORMERLY KINGSBURY GROUP LIMITED
NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2013

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention

The company has taken advantage of the exemption in Financial Reporting Standard No 1 (Revised 1996) from the requirement to produce a cash flow statement on the grounds that it is a subsidiary undertaking where 90 percent or more of the voting rights are controlled within the group

1.2 Compliance with accounting standards

The financial statements are prepared in accordance with applicable United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), which have been applied consistently (except as otherwise stated)

1.3 Group accounts

The financial statements present information about the company as an individual undertaking and not about its group. The company has not prepared group accounts as it is exempt from the requirement to do so by section 400 of the Companies Act 2006 as it is a subsidiary undertaking of Property Portfolio (No 1) Limited formerly Harveys Furnishings Limited, a company incorporated in England & Wales

The smallest group for which the results of the company are consolidated is headed by Steinhoff UK Holdings Limited. The largest group for which the results of the company are consolidated is headed by Steinhoff International Holdings Limited

2 Investment income	2013	2012
	£	£
Income from shares in group undertakings	6,658,523	-
	<u> </u>	<u> </u>
3 Taxation	2013	2012
Current tax charge	-	-
	<u> </u>	<u> </u>
4 Dividends	2013	2012
	£	£
Ordinary final paid	18,647,584	-
	<u> </u>	<u> </u>
5 Debtors	2013	2012
	£	£
Amounts owed by group company	1	11,989,062
	<u> </u>	<u> </u>

PROPERTY PORTFOLIO (NO 3) LIMITED
FORMERLY KINGSBURY GROUP LIMITED
NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 JUNE 2013

6 Share capital	2013	2012
	£	£
Allotted, called up and fully paid		
1 Ordinary share of 25p	-	6,426,062

During the year the director of the company passed a written resolution to reduce the share capital in accordance with Section 654 of the Companies Act 2006 and Article 3(2) of the Companies (Reduction of Capital) Order 2008

The company's remaining one ordinary share in issue is currently owned by Property Portfolio (No 1) Limited formerly Harveys Furnishings Limited, a company registered in England & Wales

7 Statement of movements on reserves	Share premium account	Profit and loss account
	£	£
Balance at 1 July 2012	5,563,000	-
Profit for the period	-	6,658,523
Transfer of realised profit from share capital and share premium account	-	11,989,062
Reduction in share premium account	(5,563,000)	-
Dividends paid	-	(18,647,584)
Balance at 30 June 2013	-	1

The reserves arising from the Capital Reduction were transferred to the profit and loss account as a realised profit in accordance with Part 23 of Companies Act 2006

8 Reconciliation of movements in shareholders' funds	2013	2012
	£	£
Profit for the financial year	6,658,523	-
Dividends paid	(18,647,584)	-
Net depletion in shareholders' funds	(11,989,061)	-
Opening shareholders' funds	11,989,062	11,989,062
Closing shareholders' funds	1	11,989,062

**PROPERTY PORTFOLIO (NO 3) LIMITED
FORMERLY KINGSBURY GROUP LIMITED
NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**

FOR THE YEAR ENDED 30 JUNE 2013

9 Employees

Number of employees

The average monthly number of employees (including directors) during the year was

2013 Number	2012 Number
<u>1</u>	<u>2</u>

The directors are the key management personnel of the company They did not receive any remuneration from the company in the year or previous year

10 Control

The company is a wholly owned subsidiary of Property Portfolio (No 1) Limited formerly Harveys Furnishings Limited, a company registered in England & Wales The ultimate parent company and controlling party is Steinhoff International Holdings Limited, a company incorporated in The Republic of South Africa

The smallest group for which the results of the company are consolidated is headed by Steinhoff UK Holdings Limited Copies of these consolidated financial statements may be obtained from 5th Floor, Festival House, Jessop Avenue, Cheltenham, GL50 3SH, England

The largest group for which the results of the company are consolidated is headed by Steinhoff International Holdings Limited Copies of these consolidated financial statements may be obtained via the website www.steinhoffinternational.com

11 Related party relationships and transactions

The company has taken advantage of the exemption available in FRS 8 "Related party disclosures" whereby it has not disclosed transactions with the ultimate parent company or any wholly owned subsidiary undertaking of the group