

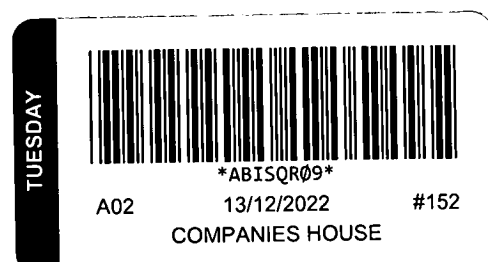
COMPANY REGISTRATION NUMBER: 02007268

TOWNSTATES LIMITED

Financial Statements

For the year ended

31 March 2022



COHEN ARNOLD
Chartered accountants & statutory auditor
New Burlington House
1075 Finchley Road
LONDON
NW11 0PU

TOWNSTATES LIMITED

Financial Statements

Year ended 31 March 2022

| CONTENTS | PAGES |
|---|-----------------|
| Officers and Professional Advisers | 1 |
| Directors' Report | 2 to 3 |
| Independent Auditor's Report to the Members | 4 to 7 |
| Profit and Loss Account | 8 to 9 |
| Statement of Income and Retained Earnings | 9 |
| Balance Sheet | 10 |
| Notes to the Financial Statements | 11 to 16 |
| The following pages do not form part of the financial statements | |
| Detailed Profit and Loss Account | 18 |
| Notes to the Detailed Profit and Loss Account | 19 |

TOWNSTATES LIMITED
Officers and Professional Advisers

THE BOARD OF DIRECTORS

Mr E Englander
Mr P N Englander
Mr S Z Englander

COMPANY SECRETARY

Mrs E T Englander

REGISTERED OFFICE

New Burlington House
1075 Finchley Road
London
NW11 0PU

AUDITOR

Cohen Arnold
Chartered accountants & statutory auditor
New Burlington House
1075 Finchley Road
LONDON
NW11 0PU

TOWNSTATES LIMITED

Directors' Report

Year ended 31 March 2022

The directors present their report and the financial statements of the company for the year ended 31 March 2022.

Principal activities

The principal activity of the Company is property investment which remained unchanged during the year and no change is envisaged in the immediate future.

Directors

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

Mr E Englander
Mr P N Englander
Mr S Z Englander

Directors' responsibilities statement

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 (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 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 judgments 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 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.

Auditor

Each of the persons who is a director 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
- they have taken all steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

Small company provisions

This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

TOWNSTATES LIMITED

Directors' Report *(continued)*

Year ended 31 March 2022

This report was approved by the board of directors on 6 December 2022 and signed on behalf of the board by:



Mrs E T Englander
Company Secretary

TOWNSTATES LIMITED

Independent Auditor's Report to the Members of Townstates Limited

Year ended 31 March 2022

Opinion

We have audited the financial statements of Townstates Limited (the 'company') for the year ended 31 March 2022 which comprise the profit and loss account, statement of income and retained earnings, balance sheet and the related notes, 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 state of the company's affairs as at 31 March 2022 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- 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.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

TOWNSTATES LIMITED

Independent Auditor's Report to the Members of Townstates Limited *(continued)*

Year ended 31 March 2022

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 our 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 this 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 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 the directors' report.

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; 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.

TOWNSTATES LIMITED

Independent Auditor's Report to the Members of Townstates Limited *(continued)*

Year ended 31 March 2022

Responsibilities of directors

As explained more fully in the directors' responsibilities statement, 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.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

- We obtained an understanding of the legal and regulatory framework that are applicable to the company through discussion with the management and identified which were most significant with respect to the financial statements. We identified Companies Act 2006 (including associated regulations), Financial Reporting Standard 102, Taxation Laws and Regulations, The Landlord and Tenant Act and Health & Safety Regulations as being most significant to these financial statements. We communicated these identified frameworks amongst our audit team and remained alert to any indications of non-compliance throughout the audit. We ensured that the engagement team had sufficient competence and capability to identify or recognise non-compliance with laws and regulations.
- We discussed with the management the policies and procedures regarding compliance with the legal and regulatory framework.
- We assessed the susceptibility of the company's financial statements to material misstatement due to non-compliance with legal and regulatory framework, including how fraud might occur, by enquiry with the management during the planning and finalisation stages of our audit and by using proprietary disclosure checklists. The susceptibility to such material misstatement was determined to be low.
- Based on this understanding, we designed our audit procedures to identify non-compliance with the identified legal and regulatory framework, which were part of our procedures on the related financial statement items. Our procedures included reviewing the company's internal controls policies and procedures, reviewing the minutes of board meetings and correspondence with regulatory bodies including HM Revenue & Customs, testing transactions outside the normal course of the business and journal entries, and discussions with the management.

TOWNSTATES LIMITED

Independent Auditor's Report to the Members of Townstates Limited *(continued)*

Year ended 31 March 2022

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations (irregularities) is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it. In addition, as with any audit, there remained a higher risk of non-detection of irregularities, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. We are not responsible for preventing non-compliance and cannot be expected to detect non-compliance with all laws and regulations.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at 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.



Asher Sternlicht (Senior Statutory Auditor)

For and on behalf of
Cohen Arnold
Chartered accountants & statutory auditor
New Burlington House
1075 Finchley Road
LONDON
NW11 0PU

6 DECEMBER 2022

TOWNSTATES LIMITED

Profit and Loss Account

Year ended 31 March 2022

| | Note | 2022 £ | 2021 £ |
|--|----------|-----------------------|-----------------|
| Turnover | 4 | 160,834 | 123,888 |
| Cost of sales | | <u>(20,752)</u> | <u>(10,415)</u> |
| Gross profit | | 140,082 | 113,473 |
| Administrative expenses | | <u>(31,131)</u> | <u>(29,421)</u> |
| Other operating income | | 1,011 | 1,544 |
| Net valuation gains on investment properties | | <u>290,000</u> | <u>—</u> |
| Operating profit | | 399,962 | 85,596 |
| Interest payable and similar expenses | | <u>(4,365)</u> | <u>(1,693)</u> |
| Profit before taxation | 6 | 395,597 | 83,903 |
| Tax on profit | 7 | <u>(161,041)</u> | <u>(15,942)</u> |
| Profit for the financial year | | <u>234,556</u> | <u>67,961</u> |

All the activities of the company are from continuing operations.

The company has no other recognised items of income and expenses other than the results for the year as set out above.

The notes on pages 11 to 16 form part of these financial statements.

TOWNSTATES LIMITED
Statement of Income and Retained Earnings
Year ended 31 March 2022

| | Note | 2022 £ | 2021 £ |
|--|------|-------------------------|-------------------------|
| Profit for the financial year and total comprehensive income | | 234,556 | 67,961 |
| Dividends paid and payable | | (100,000) | (200,000) |
| Retained earnings at the start of the year | | 1,134,547 | 1,266,586 |
| Retained earnings at the end of the year | | <u>1,269,103</u> | <u>1,134,547</u> |

The notes on pages 11 to 16 form part of these financial statements.

TOWNSTATES LIMITED

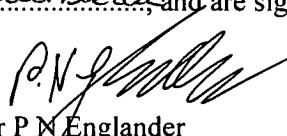
Balance Sheet

31 March 2022

| | Note | 2022 £ | 2021 £ |
|--|------|------------------|------------------|
| Fixed assets | | | |
| Tangible assets | 8 | 1,962,608 | 1,500,000 |
| Current assets | | | |
| Debtors | 9 | 23,887 | 35,397 |
| Cash at bank and in hand | | 46 | 76 |
| | | <u>23,933</u> | <u>35,473</u> |
| Creditors: amounts falling due within one year | 10 | <u>(61,105)</u> | <u>(59,062)</u> |
| Net current liabilities | | (37,172) | (23,589) |
| Total assets less current liabilities | | <u>1,925,436</u> | <u>1,476,411</u> |
| Creditors: amounts falling due after more than one year | 11 | (298,405) | (124,915) |
| Provisions | 12 | <u>(357,828)</u> | <u>(216,849)</u> |
| Net assets | | <u>1,269,203</u> | <u>1,134,647</u> |
| Capital and reserves | | | |
| Called up share capital | 13 | 100 | 100 |
| Profit and loss account | | <u>1,269,103</u> | <u>1,134,547</u> |
| Shareholders funds | | <u>1,269,203</u> | <u>1,134,647</u> |

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime and in accordance with Section 1A of FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

These financial statements were approved by the board of directors and authorised for issue on ~~6 DECEMBER 2022~~ and are signed on behalf of the board by:


Mr P N Englander
Director

Company registration number: 02007268

TOWNSTATES LIMITED
Notes to the Financial Statements
Year ended 31 March 2022

1. General information

The company is a private company limited by shares, registered in England and Wales. The address of the registered office is New Burlington House, 1075 Finchley Road, London, NW11 0PU.

2. Statement of compliance

These financial statements have been prepared in compliance with Section 1A of FRS 102, 'The Financial Reporting Standard applicable in the UK and the Republic of Ireland'.

3. Accounting policies

Basis of preparation

The financial statements have been prepared on the historical cost basis, as modified by the revaluation of certain financial assets and liabilities and investment properties measured at fair value through profit or loss.

The financial statements are prepared in sterling, which is the functional currency of the entity.

Judgements and key sources of estimation uncertainty

In the application of the company's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

The valuation of investment properties is inherently subjective, depending on many factors, including the individual nature of each property, its location and expected future net rental values, market yields and comparable market transactions. Therefore the valuations are subject to a degree of uncertainty and are made on the basis of assumptions which may not prove to be accurate, particularly in periods of difficult market or economic conditions.

Turnover

The turnover of the company is represented by rents and charges receivable in respect of its investment properties.

TOWNSTATES LIMITED

Notes to the Financial Statements *(continued)*

Year ended 31 March 2022

3. Accounting policies *(continued)*

Taxation

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the profit and loss account except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised directly in equity or other comprehensive income.

Current tax is expected tax payable or receivable on the taxable income or loss for the year, using rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided on timing differences which arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in the financial statements. Deferred tax is measured at the tax rate that is expected to apply to the reversal of the related difference, using tax rates enacted or substantively enacted at the balance sheet date. For investment property that is measured at fair value, deferred tax is provided at the rate and allowances applicable to the sale of the property.

Investment properties

Investment properties are properties which are held either to earn rental income or for capital appreciation or for both. Investment properties are recognised initially at cost.

Subsequent to initial recognition -

- Investment properties whose fair value can be measured reliably are held at fair value. Any gains or losses arising from changes in the fair value are recognised in the profit and loss account in the period that they arise; and
- No depreciation is provided in respect of investment properties applying the fair value model.

Investment property fair value is determined by the Directors in consultation with RICS qualified surveyors, based on their understanding of property market conditions and the specific property concerned, using a sales valuation approach, derived from recent comparable transactions and market yields, adjusted by applying discounts to reflect status of occupation and condition.

Acquisitions and disposals of properties

Acquisitions and disposals are considered to have taken place at the date of legal completion and are included in the financial statements accordingly.

Impairment of fixed assets

A review for indicators of impairment is carried out at each reporting date, with the recoverable amount being estimated where such indicators exist. Where the carrying value exceeds the recoverable amount, the asset is impaired accordingly. Prior impairments are also reviewed for possible reversal at each reporting date.

TOWNSTATES LIMITED

Notes to the Financial Statements *(continued)*

Year ended 31 March 2022

3. Accounting policies *(continued)*

Impairment of fixed assets *(continued)*

For the purposes of impairment testing, when it is not possible to estimate the recoverable amount of an individual asset, an estimate is made of the recoverable amount of the cash-generating unit to which the asset belongs. The cash-generating unit is the smallest identifiable group of assets that includes the asset and generates cash inflows that largely independent of the cash inflows from other assets or groups of assets.

Financial instruments

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as either financial assets, financial liabilities or equity instruments.

The company has financial assets and financial liabilities of a kind that qualify as basic financial instruments. Basic financial instruments are initially recognised at transaction value and subsequently measured at their settlement value.

Trade and other debtors are recognised at the settlement amount due. Prepayments are valued at the amount prepaid. Creditors and provisions are recognised where the company has a present obligation resulting from a past event that will probably result in the transfer of funds to a third party and the amount due to settle the obligation can be measured or estimated reliably. Creditors and provisions are normally recognised at their settlement amount.

An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

4. Turnover

The turnover of the company is represented by rents and charges receivable in respect of its investment properties.

The gross profit is comprised as follows:

| | 2022 | 2021 |
|------------------------------------|----------------|----------------|
| | £ | £ |
| Rents and other charges receivable | 160,834 | 123,888 |
| Property outgoings | (20,752) | (10,415) |
| Net Rental Income | <u>140,082</u> | <u>113,473</u> |

5. Employee numbers

The average number of persons employed by the company during the year amounted to 4 (2021: 4).

6. Profit before taxation

Profit before taxation is stated after charging:

| | 2022 | 2021 |
|--|--------------|------------|
| | £ | £ |
| Fees payable for the audit of the financial statements | <u>1,920</u> | <u>240</u> |

TOWNSTATES LIMITED
Notes to the Financial Statements *(continued)*
Year ended 31 March 2022

7. Tax on profit

Major components of tax expense

| | 2022 | 2021 |
|--|-----------------------|----------------------|
| | £ | £ |
| Current tax: | | |
| UK current tax expense | 20,062 | 15,942 |
| Deferred tax: | | |
| Origination and reversal of timing differences | 140,979 | – |
| Tax on profit | <u>161,041</u> | <u>15,942</u> |

8. Tangible assets

| | Freehold investment properties £ | Short leasehold investment properties £ | Total £ |
|-------------------------|---|---|-------------------------|
| Fair value | | | |
| At 1 April 2021 | 1,500,000 | – | 1,500,000 |
| Additions | – | 172,608 | 172,608 |
| Revaluations | 290,000 | – | 290,000 |
| At 31 March 2022 | <u>1,790,000</u> | <u>172,608</u> | <u>1,962,608</u> |
| Carrying amount | | | |
| At 31 March 2022 | <u>1,790,000</u> | <u>172,608</u> | <u>1,962,608</u> |
| At 31 March 2021 | <u>1,500,000</u> | <u>–</u> | <u>1,500,000</u> |

The Company's investment properties are valued by the Directors in consultation with RICS qualified surveyors based on his understanding of property market conditions using a sales valuation approach, derived from recent comparable transactions and market yields, adjusted by applying discounts to reflect status of occupation and condition.

The historical cost of the investment properties is £395,160 (2021: £222,552).

In accordance with the Company's stated accounting policy (see Note 3) no depreciation has been provided in respect of properties which are held for investment purposes.

TOWNSTATES LIMITED
Notes to the Financial Statements *(continued)*
Year ended 31 March 2022

9. Debtors

| | 2022 | 2021 |
|---------------|---------------|---------------|
| | £ | £ |
| Trade debtors | 16,187 | 27,747 |
| Other debtors | 7,700 | 7,650 |
| | <u>23,887</u> | <u>35,397</u> |

10. Creditors: amounts falling due within one year

| | 2022 | 2021 |
|-----------------|---------------|---------------|
| | £ | £ |
| Trade creditors | 36,675 | 36,625 |
| Corporation tax | 20,063 | 15,942 |
| Other creditors | 4,367 | 6,495 |
| | <u>61,105</u> | <u>59,062</u> |

11. Creditors: amounts falling due after more than one year

| | 2022 | 2021 |
|-----------------|----------------|----------------|
| | £ | £ |
| Other creditors | <u>298,405</u> | <u>124,915</u> |

12. Provisions

| | Deferred tax |
|-------------------------|-----------------------|
| | £ |
| At 1 April 2021 | 216,849 |
| Movement in the year | <u>140,979</u> |
| At 31 March 2022 | <u>357,828</u> |

The provision for deferred tax is in relation to timing differences in respect of the fair value adjustment of investment properties.

13. Called up share capital

Issued, called up and fully paid

| | 2022 | | 2021 | |
|----------------------------|------------|------------|------------|------------|
| | No. | £ | No. | £ |
| Ordinary shares of £1 each | <u>100</u> | <u>100</u> | <u>100</u> | <u>100</u> |

14. Contingent liabilities and guarantees

The Company has guaranteed and charged its investment properties as security for a bank loan of a Related Company.

TOWNSTATES LIMITED

Notes to the Financial Statements *(continued)*

Year ended 31 March 2022

15. Related party transactions

(i) The Company's properties are managed by Better Properties Limited.

(ii) Other creditors falling due after more than one year represents amounts due to Better Properties Limited, which is ultimately controlled by the Trustees of Settlements made by Mr E Englander, a Director of this Company. The loan bears interest at 2.5% above the Bank of England Base Rate and is repayable after more than twelve months.