

Company registration number: 02515428

Rendall & Rittner Limited
Financial statements
For the year ended 30 June 2020



Rendall & Rittner Limited

Contents

	Page
Directors and other information	1
Strategic report	2 - 4
Directors report	5 - 6
Independent auditor's report to the members	7 - 9
Statement of income and retained earnings	10
Statement of financial position	11 - 12
Statement of cash flows	13
Notes to the financial statements	14 - 28

Rendall & Rittner Limited

Directors and other information

Directors	J W M Rittner	
	D L Rendall	
	C Riva	
	W G Hammond	
	R J Daver	
	S M Ellman	
	J S Bromilow	
	S C Petri	(Appointed 13 August 2019)
	D J Steer	(Appointed 1 July 2019)
	P Denton	(Appointed 1 January 2021)
	AT Oladunjoye	(Appointed 1 January 2021)

Secretary	D L Rendall
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Company number	02515428
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Registered office	13b St. George Wharf London SW8 2LE
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Auditor	Haysmacintyre LLP 10 Queen Street Place London EC4R 1AG
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Rendall & Rittner Limited

Strategic report Year ended 30 June 2020

The directors present their strategic report for the year ended 30 June 2020.

Principal activity and review of the business

The company carried on business as property managers and this was its principal activity throughout the year.

Business review

The year ended 30 June 2020 turnover increased by 4.7%, from £58.9m to £61.6m. Operating loss at £2.29m, compared to operating profit at £0.89m in 2019, whilst earnings before interest tax, depreciation and amortisation (EBITDA) decreased by 143% from £1.9m to (£0.83m). The operating loss was as a result of investment in a number of new initiatives, which will bear fruit in the financial year to 30 June 2021.

The directors reviewed the accounting treatment and presentation of the payroll costs of on-site staff and considered it appropriate to show the gross amount of these costs and related income in accordance with the requirements of FRS 102. The impact of this adjustment was to increase turnover and wages and salaries costs by £36,621,213. There was no impact on any balance sheet values or net assets.

In addition, the prior year figures were adjusted to include the accrued holiday costs of on-site staff. The impact of this adjustment was to increase turnover and wages and salaries costs in 2018 by £626,901, with a further increase in 2019 of £48,926. There was no impact on any balance sheet values or net assets.

Results and dividends

The loss for the year, before taxation, amounted to £2,289,752 (2019 profit before tax : £887,031).

The directors do not recommend the payment of any dividends in respect of the financial year ended 30 June 2020 (2019: £515,920)

Financial key performance indicators

At the end of the year net liabilities totalled £315,133 (2019 net assets: £1,694,731). The company's key financial and other performance indicators during the year were as follows:

Turnover for the year was £61,624,312 (Re-stated 2019: £58,855,917)
Loss before tax was £2,289,752 (2019 profit before tax : £887,031)
Net profit as a percentage of turnover was (3.72%) (Re-stated 2019: 1.52%)
Loss before interest, tax, depreciation and amortisation were £833,057 (2019 EBITDA: £1,934,382).

Principal risks and uncertainties facing the business

Management continually monitor the key risks facing the company together with assessing the controls used for managing these risks. The principal risks and uncertainties facing the company as follows:

(i) **Market and economic environment**

Significant changes in the market and economic environment, particularly factors effecting the property market, could have significant impact on the company's turnover. The company continually monitors the pipeline of new opportunities and looks to develop relationships with a wide range of clients.

(ii) **Loss of key personnel**

The loss of key individuals may limit the company's ability to grow the business as anticipated. Competitive remuneration packages are offered in order to retain staff.

(iii) **Reliance on information technology**

The company relies on its IT systems to operate efficiently. Systems are continually reviewed and updated to ensure they meet demands of the business.

Rendall & Rittner Limited

Strategic report (continued) Year ended 30 June 2020

Financial Instruments

Objectives and policies

Income received from customers is matched to the performance and outgoings of suppliers and employees to reduce the possibility of losses from each contract or job undertaken. Bank receipts and payments are closely monitored and reconciled regularly.

Financial risk management objectives and policies

The business' principal financial instruments comprise bank balances, trade debtors and trade creditors. The main purpose of these instruments is to finance the business operations. In respect of debtors, the liquidity risk is minimised by ensuring policies are implemented concerning the credit offered to customers and a regular monitoring of amounts outstanding for both time and credit limits. The amounts presented in the balance sheet are net of allowances for doubtful debtors. Trade creditors liquidity risk is managed by ensuring sufficient funds are available to meet amounts due.

Section 172 Statement

Under section 172 of the Companies Act a director of a company must act in the way he/she considers, in good faith, would be most likely to promote the success of the company for the benefit of its members as a whole, and in doing so have regard (amongst other matters) to:

- The likely consequences of any decision in the long term
- The interests of the company's employees
- The need to foster the company's business relationships with suppliers, customers and others
- The impact of the company's operations on the community and the environment
- The desirability of the company maintaining a reputation for high standards of business conduct, and
- The need to act fairly as between members of the company.

Our section 172 statement sets out the key stakeholder groups, their interests and how the company engages with them, as detailed below:

Employee engagement

Our people are the primary asset of the business. Effective employee engagement provides a more rewarding working environment for employees. It also creates a more sustainable base for the business, and also its people, to grow and develop.

Our engagement with our people aims to address all areas of their work-life including, but not limited to, welfare, health and safety, stress related issues, training, personal development, and career progression. We also aim to, wherever possible, promote from within the company. The company offers flexible working arrangements wherever possible, including remote working and part-time contracts. Engagement with our people starts from the board and is driven effectively throughout the company by a structure which is continually reviewed and developed.

Our suppliers

Our suppliers are key to the effective running of our business. Effective suppliers create a strong platform for service delivery to clients.

Our engagement with suppliers aims to build strong relationships with them, which in turns creates opportunities for them to grow and develop. We believe in fostering and developing relationships with our suppliers, many of which have provided us with services over many years. We meet with key suppliers on a regular basis to understand their issues and ensure that performance is continually reviewed.

Rendall & Rittner Limited

Strategic report (continued) Year ended 30 June 2020

Our customer and clients

Our clients have unique requirements that require diligence and trust from the service we provide. We aim to respond to the needs of our clients by engaging with them on a regular basis; we meet with many on a monthly basis. We ensure that we are transparent with the information that is provided and that concerns are dealt with in a timely and professional manner.

Corporate Governance

The company has not formally adopted any specific corporate governance code. However due to its size, the company has a formal board structure, with each board member assigned key areas of responsibility. Board meetings are held on a monthly basis, the CEO sets the agenda, board papers are submitted ahead of meetings and minutes are taken as a formal record of the meeting.

Regulatory bodies

The company's operations are subject to a wide range of laws such as data protection, UK tax, employment, environmental and health & safety legislation. In addition, we are regulated by RICS, ARMA and also by the FCA in relation to insurance intermediation. We are subject to periodic audit by our regulators and also engage with them from time to time on relevant matters that affect the business.

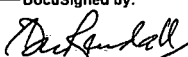
Environmental

We take our environmental responsibilities extremely seriously and understand that as a large organisation we have a responsibility to minimise our carbon footprint.

Our environmental information includes the following:

- Energy use: 158,000 kWh of electricity
- Intensity ratio: 0.95 tonnes of CO2 per employee per annum.
- Initiatives that we have undertaken to reduce our CO2 emission levels include:
 - o Reducing our use of paper by encouraging our customers to opt out of paper communication and receive information online.
 - o Operating a cycle to work scheme.
 - o Using only eco-friendly cleaning products in the buildings we manage and in our own offices.
 - o Introducing work-from-home following the Coronavirus pandemic. From July 2021 we will no longer use our Head Office and will not renew the lease in March 2021. This should more than halve our intensity ratio taking it to 0.44 tonnes of CO2 per employee per annum.

This report was approved by the board of directors on 26 January 2021 and signed on behalf of the board by:

DocuSigned by:

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D L Rendall
Director

Rendall & Rittner Limited

Directors report Year ended 30 June 2020

The directors present their report and the financial statements of the company for the year ended 30 June 2020.

Directors

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

J W M Rittner	
D L Rendall	
C Riva	
W G Hammond	
R J Daver	
S M Ellman	
J S Bromilow	
S C Petri	(Appointed 13 August 2019)
D J Steer	(Appointed 1 July 2019)
P Denton	(Appointed 1 January 2021)
AT Oladunjoye	(Appointed 1 January 2021)

Dividends

The directors do not recommend the payment of any dividends in respect of the financial year ended 30 June 2020 (2019: £515,920)

Future developments

The company has continued to invest in key areas of infrastructure during the past year, especially its employees and IT systems. The investment together with the company's strong financial position should enable the company to take advantage of further opportunities for profitable growth.

Employee involvement

The company recognises the importance of its employees and is committed to effective two-way communication and consultation. It is the policy of the company to encourage and develop all members of staff to realise their maximum potential. In this way, staff will make their best possible contribution to the organisation's success. Feedback is provided to employees with regards to matters which affect them through regular staff consultations and meetings.

The company gives full and fair consideration to applicants for employment from disabled persons. With regard to existing employees who become disabled, the company will examine ways of providing continued employment in their existing position or will seek to retain the individuals for suitable alternative posts where possible. The company treats all employee's equally with regards to access to training and career development.

Financial instruments

The company has continued to invest in key areas of infrastructure during the past year, especially its employees and IT systems. The investment together with the company's strong financial position should enable the company to take advantage of further opportunities for profitable growth.

Events after the end of the reporting period

Particulars of events after the reporting period are detailed in note 29 to the financial statements.

Disclosure of information in the strategic report.

In accordance with section 414C(11) of the Companies Act 2006 (Strategic Report and Directors' Report) Regulations 2013, the company has chosen to set out information required by schedule 7 of the Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008 in the company's strategic report.

Rendall & Rittner Limited

**Directors report (continued)
Year ended 30 June 2020**

Directors responsibilities statement

The directors are responsible for preparing the strategic report, 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; and
- 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.

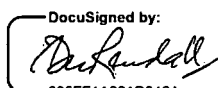
Auditor

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.

The auditor is deemed to have been re-appointed in accordance with section 487 of the Companies Act 2006.

This report was approved by the board of directors on 26 January 2021 and signed on behalf of the board by:

DocuSigned by:

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D L Rendall
Director

Rendall & Rittner Limited

**Independent auditor's report to the members of
Rendall & Rittner Limited
Year ended 30 June 2020**

Opinion

We have audited the financial statements of Rendall & Rittner Limited (the 'company') for the year ended 30 June 2020 which comprise the Statement of Income and Retained Earnings and the Statement of Financial Position, 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 Financial Reporting Standard 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 30 June 2020 and of its loss 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.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

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.

Rendall & Rittner Limited

**Independent auditor's report to the members of
Rendall & Rittner Limited (continued)
Year ended 30 June 2020**

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 strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report 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 strategic report or 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 the 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.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement set out on page 5, 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.

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.

Rendall & Rittner Limited

**Independent auditor's report to the members of
Rendall & Rittner Limited (continued)
Year ended 30 June 2020**

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 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.



Andrew Broome (Senior Statutory Auditor)
For and on behalf of Haysmacintyre LLP
Statutory Auditors
Date: 26 January 2021

10 Queen Street Place
London
EC4R 1AG

Rendall & Rittner Limited**Statement of income and retained earnings
Year ended 30 June 2020**

		2020	2019
	Note	£	Re-stated £
Turnover	4	61,624,312	58,229,016
Administrative expenses		(64,318,919)	(57,140,833)
Other operating income	5	587,127	-
Operating (loss)/profit	6	(2,107,480)	1,088,183
Income from shares in group undertakings	9	-	27,609
Interest payable and similar expenses	10	(182,272)	(228,761)
(Loss)/profit before taxation		(2,289,752)	887,031
Tax on (loss)/profit	11	279,888	(254,866)
(Loss)/profit for the financial year and total comprehensive income		(2,009,864)	632,165
Dividends declared and paid or payable during the year	12	-	(515,920)
Retained earnings at the start of the year (as previously reported)		1,687,731	1,571,486
Prior period adjustments	23	-	-
Retained earnings at the start of the year (re-stated)		1,687,731	1,571,486
Retained earnings at the end of the year		(322,133)	1,687,731

All the activities of the company are from continuing operations.

There was no recognised gains and losses for 2020 and 2019 other than those included in the Statement of income and retained earnings.

There was no other comprehensive income for 2020. (2019: £nil)

The notes on pages 14 to 28 form part of these financial statements.

Rendall & Rittner Limited
Statement of financial position
30 June 2020

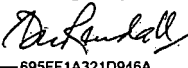
		2020		2019 Re-stated	
	Note	£	£	£	£
Fixed assets					
Intangible assets	13	1,784,514		1,919,225	
Tangible assets	14	1,012,019		648,497	
Investments	15	621,000		621,000	
			3,417,533		3,188,722
Current assets					
Debtors:					
Amounts falling due within one year	16	6,604,925		10,334,305	
Cash at bank and in hand	17	4,367,927		2,411,605	
		10,972,852		12,745,910	
Creditors: amounts falling due within one year	17	(14,705,518)		(11,458,363)	
Net current (liabilities)/assets			(3,732,666)		1,287,547
Total assets less current liabilities			(315,133)		4,476,269
Creditors: amounts falling due after more than one year	18		-		(2,685,379)
Provisions for liabilities			-		(96,159)
Net (liabilities)/assets			(315,133)		1,694,731
Capital and reserves					
Called up share capital	24		7,000		7,000
Profit and loss account	25		(322,133)		1,687,731
Shareholders (deficit)/funds			(315,133)		1,694,731

The notes on pages 14 to 28 form part of these financial statements.

Rendall & Rittner Limited

Statement of financial position (continued)
30 June 2020

These financial statements were approved by the board of directors and authorised for issue on 26 January 2021, and are signed on behalf of the board by:

DocuSigned by:

695FF1A321D946A...
D L Rendall
Director

Company registration number: 02515428

The notes on pages 14 to 28 form part of these financial statements.

Rendall & Rittner Limited**Statement of cash flows
Year ended 30 June 2020**

	2020	2019
	£	Re-stated £
Cash flows from operating activities		
(Loss)/profit for the financial year	(2,009,864)	632,165
<i>Adjustments for:</i>		
Depreciation of tangible assets	324,417	157,086
Amortisation of intangible assets	950,006	689,113
Government grant income	(587,127)	-
Income from shares in group undertakings	-	(27,609)
Interest payable and similar expenses	182,272	228,761
Tax on loss/profit	(279,888)	254,866
Accrued expenses/(income)	821,622	1,309,024
<i>Changes in:</i>		
Trade and other debtors	3,729,380	(836,139)
Trade and other creditors	(1,231,890)	3,227,457
Cash generated from operations	1,898,928	5,634,724
Interest paid	(182,272)	(228,761)
Tax paid	-	(151,056)
Net cash from operating activities	<u>1,716,656</u>	<u>5,254,907</u>
Cash flows from investing activities		
Purchase of tangible assets	(687,939)	(588,373)
Purchase of intangible assets	(815,295)	(2,591,703)
Acquisition of subsidiaries	-	(117,000)
Dividends received	-	27,609
Net cash used in investing activities	<u>(1,503,234)</u>	<u>(3,269,467)</u>
Cash flows from financing activities		
Proceeds from borrowings	-	(45,500)
Proceeds from loans from group undertakings	1,155,773	(652,554)
Government grant income	587,127	-
Equity dividends paid	-	(515,920)
Net cash from/(used in) financing activities	<u>1,742,900</u>	<u>(1,213,974)</u>
Net increase/(decrease) in cash and cash equivalents	1,956,322	771,466
Cash and cash equivalents at beginning of year	2,411,605	1,640,139
Cash and cash equivalents at end of year	<u>4,367,927</u>	<u>2,411,605</u>

Rendall & Rittner Limited

**Notes to the financial statements
Year ended 30 June 2020**

1. General information

The company is a private company limited by shares, registered in England and Wales, company registration number 02515428. The address of the registered office is Rendall & Rittner Limited, 13b St. George Wharf, London, SW8 2LE.

2. Statement of compliance

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

3. Accounting policies

Basis of preparation

The financial statements have been prepared on the historical cost basis.

The financial statements are prepared in sterling, which is the functional currency of the entity and rounded to the nearest £.

Going concern

The financial statements are prepared on a going concern basis. The Statement of Comprehensive income shows that the company made a loss in the year of £2,289,752 with a net a liability position of £315,133. In making their going concern assessment, the Directors took into account the liquidity of the company and the expected future cash flows.

In determining the potential impact of COVID-19, the directors have assessed the impact on the company and the group as a whole. The cash available to the company is expected to be sufficient to cover forecast costs for a period of at least 12 months following the approval of the financial statements.

The directors consider that they have sufficient mitigating actions available to them to manage the business risks successfully despite the current economic climate. Accordingly, the directors believe the going concern basis is appropriate as the basis of preparation for these financial statements.

Rendall & Rittner Limited

Notes to the financial statements (continued) Year ended 30 June 2020

Judgements and key sources of estimation uncertainty

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported. These estimates and judgements are continually reviewed and are based on experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. These areas include:

- Amortisation rates - the company applies a reasonable industry standard to amortise acquired intangibles over a 3-5 year period.
- Impairment of goodwill - the company assesses the discounted future cashflows of acquired companies using reasonable measures of discount factors and growth rates, in line with industry standards.
- Impairment of investments - the company values investments using reasonable measures of future cashflows.
- Bad debt provision - all debts outstanding are reviewed and where reasonable doubt exists over its recoverability a provision is made.
- Going Concern - the company's assessment of going concern requires projections of revenues and costs, which is a combination of confirmed contracts and estimated future contracts based upon the experienced judgement of Directors and management.
- Litigation - As explained in note 30 the directors have made provision for the costs expected to arise as a result of litigation. The company has taken advantage of the reduced disclosure options available under FRS102. Whilst the directors have made provision based on the assessment of the available information, the outcome of litigation, or discussions associated with litigation are inherently uncertain.

Turnover

Turnover is measured at the fair value of the consideration received or receivable for services rendered, net of discounts and Value Added Tax.

Revenue from the rendering of services is measured by reference to the stage of completion of the service transaction at the end of the reporting period provided that the outcome can be reliably estimated. When the outcome cannot be reliably estimated, revenue is recognised only to the extent that expenses recognised are recoverable.

On-site staff

The employment costs of on-site staff are recharged at cost as they are incurred.

Taxation

The taxation expense represents the aggregate amount of current and deferred tax recognised in the reporting period. Tax is recognised in the statement of comprehensive income, except to the extent that it relates to items recognised in other comprehensive income or directly in capital and reserves. In this case, tax is recognised in other comprehensive income or directly in capital and reserves, respectively.

Current tax is recognised on taxable profit for the current and past periods. Current tax is measured at the amounts of tax expected to pay or recover using the tax rates and laws that have been enacted or substantively enacted at the reporting date.

Deferred tax is recognised in respect of all timing differences at the reporting date. Unrelieved tax losses and other deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the reporting date that are expected to apply to the reversal of the timing difference.

Rendall & Rittner Limited

Notes to the financial statements (continued)
Year ended 30 June 2020

Operating leases

Lease payments are recognised as an expense over the lease term on a straight-line basis. The aggregate benefit of lease incentives is recognised as a reduction to expense over the lease term, on a straight-line basis.

Goodwill

Goodwill arises on business acquisitions and represents the excess of the cost of the acquisition over the company's interest in the net amount of the identifiable assets, liabilities and contingent liabilities of the acquired business.

Goodwill is measured at cost less accumulated amortisation and accumulated impairment losses. It is amortised on a straight line basis over its useful life. Where a reliable estimate of the useful life of goodwill or intangible assets cannot be made, the life is presumed not to exceed ten years.

Amortisation

Amortisation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful life of that asset as follows:

Goodwill	- 20%	straight line
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If there is an indication that there has been a significant change in amortisation rate, useful life or residual value of an intangible asset, the amortisation is revised prospectively to reflect the new estimates.

Tangible assets

Tangible assets are initially recorded at cost, and are subsequently stated at cost less any accumulated depreciation and impairment losses.

Any tangible assets carried at revalued amounts are recorded at the fair value at the date of revaluation less any subsequent accumulated depreciation and subsequent accumulated impairment losses.

An increase in the carrying amount of an asset as a result of a revaluation, is recognised in other comprehensive income and accumulated in capital and reserves, except to the extent it reverses a revaluation decrease of the same asset previously recognised in profit or loss. A decrease in the carrying amount of an asset as a result of revaluation is recognised in other comprehensive income to the extent of any previously recognised revaluation increase accumulated in capital and reserves in respect of that asset. Where a revaluation decrease exceeds the accumulated revaluation gains accumulated in capital and reserves in respect of that asset, the excess shall be recognised in profit or loss.

Depreciation

Depreciation is calculated so as to write off the cost or valuation of an asset, less its residual value, over the useful economic life of that asset as follows:

Leasehold improvements	- 5 years
Fittings fixtures and equipment	- 25%
Computer equipment and associated software	- 33%

If there is an indication that there has been a significant change in depreciation rate, useful life or residual value of tangible assets, the depreciation is revised prospectively to reflect the new estimates.

Rendall & Rittner Limited

Notes to the financial statements (continued)
Year ended 30 June 2020

Fixed asset investments

Fixed asset investments are initially recorded at cost, and subsequently stated at cost less any accumulated impairment losses. Listed investments are measured at fair value with changes in fair value being recognised in profit or loss.

Impairment

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.

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 are largely independent of the cash inflows from other assets or groups of assets.

For impairment testing of goodwill, the goodwill acquired in a business combination is, from the acquisition date, allocated to each of the cash-generating units that are expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities of the company are assigned to those units.

Government grants

Government grants are recognised at the fair value of the asset received or receivable. Grants are not recognised until there is reasonable assurance that the company will comply with the conditions attaching to them and the grants will be received.

Government grants are recognised using the accrual model and the performance model.

Under the accrual model, government grants relating to revenue are recognised on a systematic basis over the periods in which the company recognises the related costs for which the grant is intended to compensate. Grants that are receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the entity with no future related costs are recognised in income in the period in which it becomes receivable.

Provisions

Provisions are recognised when the entity has an obligation at the reporting date as a result of a past event; it is probable that the entity will be required to transfer economic benefits in settlement and the amount of the obligation can be estimated reliably. Provisions are recognised as a liability in the statement of financial position and the amount of the provision as an expense.

Provisions are initially measured at the best estimate of the amount required to settle the obligation at the reporting date and subsequently reviewed at each reporting date and adjusted to reflect the current best estimate of the amount that would be required to settle the obligation. Any adjustments to the amounts previously recognised are recognised in profit or loss unless the provision was originally recognised as part of the cost of an asset. When a provision is measured at the present value of the amount expected to be required to settle the obligation, the unwinding of the discount is recognised in finance costs in profit or loss in the period it arises.

Rendall & Rittner Limited

Notes to the financial statements (continued)
Year ended 30 June 2020

Financial instruments

A financial asset or a financial liability is recognised only when the company becomes a party to the contractual provisions of the instrument.

Basic financial instruments are initially recognised at the transaction price, unless the arrangement constitutes a financing transaction, where it is recognised at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Debt instruments are subsequently measured at amortised cost.

Where investments in non-convertible preference shares and non-puttable ordinary shares or preference shares are publicly traded or their fair value can otherwise be measured reliably, the investment is subsequently measured at fair value with changes in fair value recognised in profit or loss. All other such investments are subsequently measured at cost less impairment.

Other financial instruments, including derivatives, are initially recognised at fair value, unless payment for an asset is deferred beyond normal business terms or financed at a rate of interest that is not a market rate, in which case the asset is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Other financial instruments are subsequently measured at fair value, with any changes recognised in profit or loss, with the exception of hedging instruments in a designated hedging relationship.

Financial assets that are measured at cost or amortised cost are reviewed for objective evidence of impairment at the end of each reporting date. If there is objective evidence of impairment, an impairment loss is recognised in profit or loss immediately.

For all equity instruments regardless of significance, and other financial assets that are individually significant, these are assessed individually for impairment. Other financial assets are either assessed individually or grouped on the basis of similar credit risk characteristics.

Any reversals of impairment are recognised in profit or loss immediately, to the extent that the reversal does not result in a carrying amount of the financial asset that exceeds what the carrying amount would have been had the impairment not previously been recognised.

Cash and cash equivalents

Cash and cash equivalents in the statement of financial position comprise cash at banks and on hand and short-term deposits with a maturity of three months or less, which are subject to an insignificant risk of changes in value.

Defined contribution plans

Contributions to defined contribution plans are recognised as an expense in the period in which the related service is provided. Prepaid contributions are recognised as an asset to the extent that the prepayment will lead to a reduction in future payments or a cash refund.

When contributions are not expected to be settled wholly within 12 months of the end of the reporting date in which the employees render the related service, the liability is measured on a discounted present value basis. The unwinding of the discount is recognised in finance costs in profit or loss in the period in which it arises.

Rendall & Rittner Limited**Notes to the financial statements (continued)**
Year ended 30 June 2020**4. Turnover**

Turnover arises from:

	2020	2019
		Re-stated
	£	£
Management fees	19,653,685	17,194,279
Company secretarial fees	157,398	103,312
Other property management fees	3,803,961	4,261,286
Onsite staff salaries	38,009,268	36,670,139
	<u>61,624,312</u>	<u>58,229,016</u>

The whole of the turnover is attributable to the principal activity of the company wholly undertaken in the United Kingdom.

5. Other operating income

	2020	2019
	£	£
Government grant income	<u>587,127</u>	<u>-</u>

6. Operating loss/profit

Operating loss/profit is stated after charging/(crediting):

	2020	2019
	£	£
Amortisation of intangible assets	950,006	689,113
Depreciation of tangible assets	324,417	157,086
Operating lease rentals	602,091	561,329
Fees payable for the audit of the financial statements	<u>35,000</u>	<u>29,002</u>

Rendall & Rittner Limited**Notes to the financial statements (continued)**
Year ended 30 June 2020**7. Staff costs**

The average number of persons employed by the company during the year, including the directors, amounted to:

	2020	2019 Re-stated
Administrative staff	89	101
Directors	9	6
Property Management	248	196
Operations	53	39
On-site staff	1,241	1,214
	<u>1,640</u>	<u>1,556</u>

The aggregate payroll costs incurred during the year were:

	2020	2019 Re-stated
	£	£
Wages and salaries	50,518,482	45,892,026
Social security costs	4,898,284	4,445,071
Other pension costs	1,157,844	841,042
	<u>56,574,610</u>	<u>51,178,139</u>

8. Directors remuneration

The directors aggregate remuneration in respect of qualifying services was:

	2020	2019
	£	£
Remuneration	1,178,071	725,510
Company contributions to pension schemes in respect of qualifying services	30,420	14,711
	<u>1,208,491</u>	<u>740,221</u>

The number of directors who accrued benefits under company pension plans was as follows:

	2020	2019
	Number	Number
Defined contribution plans	<u>9</u>	<u>7</u>

Remuneration of the highest paid directors in respect of qualifying services:

	2020	2019
	£	£
Aggregate remuneration	208,874	179,469
Company contributions to pension plans in respect of qualifying services	5,475	3,710
	<u>214,349</u>	<u>183,179</u>

The directors are considered the key management personnel.

Rendall & Rittner Limited**Notes to the financial statements (continued)**
Year ended 30 June 2020**9. Income from shares in group undertakings**

	2020	2019
	£	£
Dividends from shares in group undertakings	-	27,609

10. Interest payable and similar expenses

	2020	2019
	£	£
Other interest payable and similar expenses	182,272	228,761

11. Tax on loss/profit**Major components of tax income/expense**

	2020	2019
	£	£
Current tax:		
UK current tax expense	-	186,843
Adjustments in respect of previous periods	(183,729)	-
Deferred tax:		
Origination and reversal of timing differences	(96,159)	68,023
Tax on loss/profit	(279,888)	254,866

Reconciliation of tax income/expense

The tax assessed on the loss/profit for the year is higher than (2019: higher than) the standard rate of corporation tax in the UK of 19.00% (2019: 19.00%).

	2020	2019
	£	Re-stated £
(Loss)/profit before taxation	(2,289,752)	887,031
(Loss)/profit multiplied by rate of tax	(435,053)	168,536
Adjustments in respect of prior periods	(183,729)	-
Effect of expenses not deductible for tax purposes	81,795	4,845
Effect of capital allowances and depreciation	12,561	131,033
Effect of revenue exempt from tax	-	(5,246)
Unrelieved tax losses	262,746	-
Group relief	48,863	(44,302)
Employee share acquisition relief	(250,800)	-
Losses carried back	183,729	-
Tax on loss/profit	(279,888)	254,866

Rendall & Rittner Limited**Notes to the financial statements (continued)**
Year ended 30 June 2020**12. Dividends****Equity dividends**

	2020	2019
	£	£
Dividends paid during the year (excluding those for which a liability existed at the end of the prior year)	<u>-</u>	<u>515,920</u>

13. Intangible assets

	Goodwill	Total
	£	£
Cost		
At 1 July 2019	2,840,211	2,840,211
Additions	<u>815,295</u>	<u>815,295</u>
At 30 June 2020	<u>3,655,506</u>	<u>3,655,506</u>
Amortisation		
At 1 July 2019	920,986	920,986
Charge for the year	<u>950,006</u>	<u>950,006</u>
At 30 June 2020	<u>1,870,992</u>	<u>1,870,992</u>
Carrying amount		
At 30 June 2020	<u>1,784,514</u>	<u>1,784,514</u>
At 30 June 2019	<u>1,919,225</u>	<u>1,919,225</u>

Rendall & Rittner Limited**Notes to the financial statements (continued)**
Year ended 30 June 2020**14. Tangible assets**

	Leasehold improvements	Fixtures, fittings and equipment	Computer equipment and associated software	Total
	£	£	£	£
Cost				
At 1 July 2019	153,322	652,516	941,099	1,746,937
Additions	-	46,751	641,188	687,939
At 30 June 2020	<u>153,322</u>	<u>699,267</u>	<u>1,582,287</u>	<u>2,434,876</u>
Depreciation				
At 1 July 2019	1,299	412,790	684,351	1,098,440
Charge for the year	30,663	89,708	204,046	324,417
At 30 June 2020	<u>31,962</u>	<u>502,498</u>	<u>888,397</u>	<u>1,422,857</u>
Carrying amount				
At 30 June 2020	<u>121,360</u>	<u>196,769</u>	<u>693,890</u>	<u>1,012,019</u>
At 30 June 2019	<u>152,023</u>	<u>239,726</u>	<u>256,748</u>	<u>648,497</u>

15. Investments

	Shares in group undertakings	Other investments other than loans	Total
	£	£	£
Cost			
At 1 July 2019 and 30 June 2020	<u>621,000</u>	<u>250,324</u>	<u>871,324</u>
Impairment			
At 1 July 2019 and 30 June 2020	<u>-</u>	<u>250,324</u>	<u>250,324</u>
Carrying amount			
At 30 June 2020	<u>621,000</u>	<u>-</u>	<u>621,000</u>
At 30 June 2019	<u>621,000</u>	<u>-</u>	<u>621,000</u>

Investments in group undertakings

	Registered office address	Class of share	Percentage of shares held
Subsidiary undertakings			
Bourne Estates Limited	13b, St. George Wharf, London SW8 2LE	Ordinary	100

Rendall & Rittner Limited**Notes to the financial statements (continued)**
Year ended 30 June 2020**16. Debtors**

Debtors falling due within one year are as follows:

	2020	2019
		Re-stated
	£	£
Trade debtors	4,442,088	5,047,323
Amounts owed by group undertakings	728,887	2,922,094
Prepayments and accrued income	878,466	1,146,903
Other debtors	555,484	1,217,985
	<u>6,604,925</u>	<u>10,334,305</u>

Amount owed by group undertakings are unsecured, interest free and repayable on demand.

17. Creditors: amounts falling due within one year

	2020	2019
		Re-stated
	£	£
Trade creditors	908,461	1,074,944
Amounts owed to group undertakings	1,757,102	601,329
Accruals and deferred income	5,328,211	4,506,589
Corporation tax	1,050	184,779
Social security and other taxes	5,801,970	2,997,121
Other creditors	908,724	2,093,601
	<u>14,705,518</u>	<u>11,458,363</u>

Amounts owed to group undertakings are unsecured, interest free and repayable on demand.

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

	2020	2019
	£	£
Other creditors	<u>-</u>	<u>2,685,379</u>

Rendall & Rittner Limited**Notes to the financial statements (continued)**
Year ended 30 June 2020**19. Deferred tax**

The deferred tax included in the statement of financial position is as follows:

	2020	2019
	£	£
Included in provisions (note)	-	96,159
	<u> </u>	<u> </u>

The deferred tax account consists of the tax effect of timing differences in respect of:

	2020	2019
	£	£
Provisions	-	96,159
	<u> </u>	<u> </u>

20. Employee benefits

The amount recognised in profit or loss in relation to defined contribution plans was £1,157,844 (2019: £841,042).

21. Share options

Certain key employees benefited from share options issued over shares in Rendall & Rittner Residential Management Limited held by the Rendall & Rittner Residential Management Limited Employee Benefit Trust which provides additional remuneration for those employees who are key to the operations of the company. The options are granted with an exercise price set at the valuation agreed with HMRC at the time of grant. The exercise of the options is contingent on a sale or listing of the business and the employees remaining in employment, or if earlier their 10 year anniversary of grant.

On exercise of the options by the employees, the company issues shares previously held as treasury shares by the Employee Benefit Trust. Options have been awarded over 995 shares, June 2010, 420 shares at £857 per share and June 2016 575 shares at £1371 per share. During the year options were exercised over 420 shares at £857 per share, the June 2016 grant remained outstanding.

The company is unable to directly measure the fair value of employee services received. Instead the fair value of the share options granted during the year is determined using the Black-Scholes model. The model is internationally recognised as being appropriate to value employee share schemes similar to the employee schemes. The cost was not considered to be material to the accounts and no adjustment recognised.

Rendall & Rittner Limited**Notes to the financial statements (continued)**
Year ended 30 June 2020**22. Financial instruments**

The carrying amount for each category of financial instrument is as follows:

	2020	2019
		Re-stated
	£	£
Financial assets that are debt instruments measured at amortised cost		
Trade debtors	4,442,088	5,047,323
Other debtors	1,433,950	2,922,094
Cash at bank and in hand	4,368,419	2,411,605
	<u>10,244,457</u>	<u>10,381,022</u>
Financial assets that are equity instruments measured at cost less impairment		
Unlisted investments	<u>621,000</u>	<u>621,000</u>
Financial liabilities measured at amortised cost		
Bank and other loans	492	-
Trade creditors	908,461	1,074,944
Other creditors	<u>1,974,515</u>	<u>4,265,811</u>
	<u>2,883,468</u>	<u>5,340,755</u>

23. Prior period errors

The directors reviewed the accounting treatment and presentation of the payroll costs of on-site staff and considered it appropriate to show the gross amount of these costs and related income in accordance with the requirements of FRS 102. The impact of this adjustment was to increase turnover and wages and salaries costs by £36,621,213. There was no impact on any balance sheet values or net assets.

In addition, the prior year figures were adjusted to include the accrued holiday costs of on-site staff. The impact of this adjustment was to increase turnover and wages and salaries costs in 2018 by £626,901, with a further increase in 2019 of £48,926. There was no impact on any balance sheet values or net assets.

24. Called up share capital
Issued, called up and fully paid

	2020		2019	
	No	£	No	£
Ordinary shares of £ 1.00 each	<u>7,000</u>	<u>7,000</u>	<u>7,000</u>	<u>7,000</u>

25. Reserves

Called up equity share capital - represents the nominal value of shares that have been issued.

Profit and loss account - includes all current and prior period retained profits.

Rendall & Rittner Limited**Notes to the financial statements (continued)**
Year ended 30 June 2020**26. Analysis of changes in net debt**

	At 1 July 2019	Cash flows	At 30 June 2020
	£	£	£
Cash and cash equivalents	2,411,605	1,956,322	4,367,927
Debt due within one year	(979,103)	979,103	-
Debt due after one year	(2,685,379)	2,685,379	-
	<u>(1,252,877)</u>	<u>5,620,804</u>	<u>4,367,927</u>

27. Operating leases**The company as lessee**

The total future minimum lease payments under non-cancellable operating leases are as follows:

	2020 £	2019 £
Not later than 1 year	505,453	479,353
Later than 1 year and not later than 5 years	1,330,148	1,258,808
Later than 5 years	1,015,797	1,326,797
	<u>2,851,398</u>	<u>3,064,958</u>

28. Contingent assets and liabilities

The company entered into an agreement with a supplier in April 2019 to provide services to the company in respect of sites that it manages on behalf of its clients. In July 2019 the company suspended the agreement following complaints as to the work undertaken by the supplier. The agreement was terminated in October 2019 and the supplier has threatened to raise a claim against the company for loss of earnings. The Directors of the company believe that the threatened claim is without merit and it will be defended vigorously if proceedings are served. Whilst timing and the eventual costs associated with litigation can't be quantified, the directors having taken legal advice have made a best estimate of the likely costs flowing from ongoing litigation and included an accrual for those estimated costs within Accruals and Deferred Income shown in the company accounts. The directors have taken advantage of the reduced disclosure provisions available under FRS102 on the basis that they consider full disclosure would be seriously prejudicial to the company's position.

29. Events after the end of the reporting period

On 1 July 2020, the trade and assets of Bourne Estates Ltd were hived up into the company. It is estimated that this will increase the company's turnover by £460,000 and profit by £34,000.

On 1 November 2020, 1150 onsite staff were transferred to Rendall & Rittner Operations Limited. It is estimated this will reduce the company's turnover and costs of sales by £40,000,000. There will be no impact on the company's profits.

Rendall & Rittner Limited**Notes to the financial statements (continued)**
Year ended 30 June 2020**30. Directors advances, credits and guarantees**

During the year the directors entered into the following advances and credits with the company:

2020			
	Balance brought forward	Amounts repaid	Balance o/standing
	£	£	£
J W M Rittner	-	-	-
D L Rendall	-	-	-
	<u>-</u>	<u>-</u>	<u>-</u>
2019			
	Balance brought forward	Amounts repaid	Balance o/standing
	£	£	£
J W M Rittner	7,960	(7,960)	-
D L Rendall	(45,500)	45,500	-
	<u>(37,540)</u>	<u>37,540</u>	<u>-</u>

31. Related party transactions

The company was charged rent totalling £50,000 (2019: £50,000) by the Rendall and Rittner Limited Executive Retirements Benefits Scheme, of which D L Rendall and J W M Rittner are both beneficiaries. As at the balance sheet date, £Nil (2019: £20,000) was owed by the company as included within creditors falling due within one year. As at the balance sheet date, the company has entered into an operating lease of which instalments totalling £85,890 (2019: £135,890) remain outstanding as at the balance sheet date.

Transactions with other companies in the group have not been disclosed in accordance with section 33.1A of FRS 102.

32. Controlling party

The company's parent undertaking is R & R Residential Management Limited, a company incorporated in England and Wales, whose address is at 13b St. George Wharf, London, England, SW8 2LE. Copies of the group accounts are available from Companies House.

The ultimate controlling parties are the directors J W M Rittner and D L Rendall who own 85% of the issued share capital of R & R Residential Management Limited.