

# QUONDAM PROPERTIES LIMITED

## DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2018



---

**QUONDAM PROPERTIES LIMITED**

---

**COMPANY INFORMATION**

---

<b>Directors</b>	A A Dodd M B Jenkins J M E Saunders
<b>Company secretary</b>	F V Heazell
<b>Registered number</b>	02891409
<b>Registered office</b>	180 Great Portland Street London W1W 5QZ
<b>Independent auditor</b>	KPMG LLP 15 Canada Square Canary Wharf London E14 5GL

---

**QUONDAM PROPERTIES LIMITED**

---

**CONTENTS**

---

	Page
<b>Directors' report</b>	1
<b>Directors' responsibilities statement</b>	2
<b>Independent auditor's report to the members of Quondam Properties Limited</b>	3 - 5
<b>Statement of comprehensive income</b>	6
<b>Balance sheet</b>	7
<b>Statement of changes in equity</b>	8
<b>Notes to the financial statements</b>	9 - 14

---

**QUONDAM PROPERTIES LIMITED**

---

**DIRECTORS' REPORT  
FOR THE YEAR ENDED 31 DECEMBER 2018**

---

The directors present their report and the financial statements for the year ended 31 December 2018.

During the year the directors took the decision to cease trading. As they intended to liquidate the company following the settlement of remaining net assets, they have not prepared the financial statements on the going concern basis.

**Directors**

The directors who served during the year and up until the date of signing were:

A A Dodd  
M B Jenkins  
J M E Saunders

**Disclosure of information to auditor**

Each of the persons who are directors at the time when this Directors' report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the Company's auditor is unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

**Auditor**

Pursuant to Section 487 of the Companies Act 2006, the auditor will be deemed to be reappointed and KPMG LLP will therefore continue in office.

**Small companies note**

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

This report was approved by the board and signed on its behalf.



**M B Jenkins**  
Director

Date: 20/9/2019

---

## QUONDAM PROPERTIES LIMITED

---

### DIRECTORS' RESPONSIBILITIES STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2018

---

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

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities. 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 applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 101 'Reduced Disclosure Framework'. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- assess the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so. As explained in note 1, the directors do not believe it is appropriate to prepare the financial statements on a going concern basis.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

---

## QUONDAM PROPERTIES LIMITED

---

### INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF QUONDAM PROPERTIES LIMITED

---

#### Opinion

We have audited the financial statements of Quondam Properties Limited ("the company") for the year ended 31 December 2018 which comprise the statement of comprehensive income, the balance sheet, statement of changes in equity and the related notes, including the accounting policies in note 1.

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2018 and of its loss for the year then ended;
- have been properly prepared in accordance with UK accounting standards, including FRS 101 *Reduced Disclosure Framework*; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

#### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities are described below. We have fulfilled our ethical responsibilities under, and are independent of the company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

#### The impact of uncertainties due to the UK exiting the European Union on our audit

Uncertainties related to the effects of Brexit are relevant to understanding our audit of the financial statements. All audits assess and challenge the reasonableness of estimates made by the directors, and the appropriateness of the going concern basis of preparation of the financial statements. All of these depend on assessments of the future economic environment and the company's future prospects and performance.

Brexit is one of the most significant economic events for the UK, and at the date of this report its effects are subject to unprecedented levels of uncertainty of outcomes, with the full range of possible effects unknown. We applied a standardised firm-wide approach in response to that uncertainty when assessing the company's future prospects and performance. However, no audit should be expected to predict the unknowable factors or all possible future implications for a company and this is particularly the case in relation to Brexit.

#### Emphasis of matter - non-going concern basis of preparation

We draw attention to the disclosure made in note 1 to the financial statements which explains that the financial statements have not been prepared on the going concern basis for the reason set out in the note. Our opinion is not modified in respect of this matter.

---

## QUONDAM PROPERTIES LIMITED

---

### INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF QUONDAM PROPERTIES LIMITED

---

#### Directors' report

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

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

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

#### Matters on which we are required to report by exception

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to prepare the financial statements in accordance with small companies regime, take advantage of the small companies exemption in preparing director's report and take advantage of the small companies exemption from the requirement to prepare a strategic report.

We have nothing to report in these respects.

#### Directors' responsibilities

As explained more fully in their statement set out on page 2, the directors are responsible for: the preparation of the financial statements and for being satisfied that they give a true and fair view; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and using the going concern basis of accounting unless they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

#### Auditor's responsibilities

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities).

---

QUONDAM PROPERTIES LIMITED

---

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF QUONDAM PROPERTIES LIMITED

---

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

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members, as a body, for our audit work, for this report, or for the opinions we have formed.



Richard Long (Senior Statutory Auditor)  
for and on behalf of KPMG LLP, Statutory Auditor  
15 Canada Square  
Canary Wharf  
London  
E14 5GL

Date: 22/11/2019



QUONDAM PROPERTIES LIMITED

STATEMENT OF COMPREHENSIVE INCOME  
FOR THE YEAR ENDED 31 DECEMBER 2018

	Note	2018 £	2017 £
Dividends received		100	1,053,484
Amounts written off investments		(838)	-
Profit on disposal of investments		74,900	-
<b>Profit before tax</b>	3	<b>74,162</b>	1,053,484
Tax on profit	5	-	-
<b>Loss/(profit) for the financial year</b>		<b>74,162</b>	1,053,484
Other comprehensive income		-	-
<b>Total comprehensive income/(loss) for the year</b>		<b>74,162</b>	1,053,484

The notes on pages 9 to 14 form part of these financial statements.

**QUONDAM PROPERTIES LIMITED**  
**REGISTERED NUMBER: 02891409**

**BALANCE SHEET**  
**AS AT 31 DECEMBER 2018**

	Note	2018 £	2017 £
Investments	6	-	938
<b>Current assets</b>			
Debtors: amounts falling due within one year	7	12,493,402	12,418,302
<b>Total assets less current liabilities</b>		12,493,402	12,419,240
<b>Net assets</b>		12,493,402	12,419,240
<b>Capital and reserves</b>			
Called up share capital	8	100	100
Share premium account		-	18,577,241
Profit and loss account		12,493,302	(6,158,101)
<b>Shareholder's funds</b>		12,493,402	12,419,240

The Company's financial statements have been prepared in accordance with the provisions applicable to entities subject to the small companies regime.

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:



**M B Jenkins**  
Director

Date: 29/9/2019

The notes on pages 9 to 14 form part of these financial statements.

**QUONDAM PROPERTIES LIMITED**

**STATEMENT OF CHANGES IN EQUITY  
FOR THE YEAR ENDED 31 DECEMBER 2018**

	Called up share capital £	Share premium account £	Profit and loss account £	Total equity £
At 1 January 2018	100	18,577,241	(6,158,101)	12,419,240
<b>Comprehensive income for the year</b>				
Profit for the year	-	-	74,162	74,162
<b>Total comprehensive income for the year</b>	-	-	74,162	74,162
Share premium cancelled during the year	-	(18,577,241)	18,577,241	-
<b>Total transactions with owners</b>	-	(18,577,241)	18,577,241	-
<b>At 31 December 2018</b>	<b>100</b>	<b>-</b>	<b>12,493,302</b>	<b>12,493,402</b>

**STATEMENT OF CHANGES IN EQUITY  
FOR THE YEAR ENDED 31 DECEMBER 2017**

	Called up share capital £	Share premium account £	Profit and loss account £	Total equity £
At 1 January 2017	10,941,936	18,577,241	(18,153,421)	11,365,756
<b>Comprehensive income for the year</b>				
Profit for the year	-	-	1,053,484	1,053,484
<b>Total comprehensive income for the year</b>	-	-	1,053,484	1,053,484
Shares cancelled	(10,941,836)	-	10,941,836	-
<b>Total transactions with owners</b>	<b>(10,941,836)</b>	<b>-</b>	<b>10,941,836</b>	<b>-</b>
<b>At 31 December 2017</b>	<b>100</b>	<b>18,577,241</b>	<b>(6,158,101)</b>	<b>12,419,240</b>

The notes on pages 9 to 14 form part of these financial statements.

---

## QUONDAM PROPERTIES LIMITED

---

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018

---

#### 1. Accounting policies

##### 1.1 Basis of preparation of financial statements

The financial statements have been prepared in compliance with United Kingdom Accounting Standards, including Financial Reporting Standard 101 Reduced Disclosure Framework ("FRS 101"). In preparing the financial statements, the Company applies the recognition, measurement and disclosure requirements of International Financial Reporting Standards as adopted by the EU ("adopted IFRS"), but makes amendments where necessary in order to comply with Companies Act 2006 and has set out below where advantage of the FRS 101 disclosure exemptions has been taken.

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 Bailey Acquisitions Limited, a company incorporated in Great Britain, and is included in the consolidated accounts of that company.

The Company has taken advantage of the following disclosure exemptions under FRS 101:

- the requirements of IFRS 7 Financial Instruments: Disclosures
- the requirements of paragraphs 91-99 of IFRS 13 Fair Value Measurement
- the requirements of paragraphs 10(d), 10(f), 16, 38A, 38B, 38C, 38D, 40A, 40B, 40C, 40D, 111 and 134-136 of IAS 1 Presentation of Financial Statements
- the requirements of IAS 7 Statement of Cash Flows
- the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors
- the requirements of paragraph 17 and 18A of IAS 24 Related Party Disclosures
- the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member
- the requirements of paragraphs 134(d)-134(f) and 135(c)-135(e) of IAS 36 Impairment of Assets.

During the year the directors took the decision to cease trading. As they intended to liquidate the company following the settlement of remaining net assets, they have not prepared the financial statements on the going concern basis.

---

## QUONDAM PROPERTIES LIMITED

---

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018

---

#### 1. Accounting policies (continued)

##### 1.2 Taxation

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

Current or deferred taxation assets and liabilities are not discounted.

##### (i) Current tax

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

##### (ii) Deferred tax

Deferred tax is provided on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for: the initial recognition of goodwill; the initial recognition of assets and liabilities that affect neither accounting nor taxable profit other than in a business combination, and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of the assets or liabilities, using tax rates enacted or substantively enacted at the balance sheet. For investment property that is measured at fair value, deferred tax is provided at the rate applicable to the sale of the property except for that part of the property that is depreciable and the company's business model is to consume substantially all of the value through use. In the latter case the tax rate applicable to income is used.

Deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which temporary difference can be utilised.

##### 1.3 Change in accounting policy

The Company has adopted the following IFRSs in these financial statements:

- IFRS 15: Revenue from Contract with Customers
- IFRS 9: Financial Instruments

The adoption of these new standards did not have a material impact on the Company's financial position or performance.

##### 1.4 Debtors

Debtors are recognised at invoiced values less provisions for impairment. The Company measures impairments at an amount equal to lifetime expected credit losses (ECL). The only material debtors held by the Company are from other Group entities and are repayable on demand. Therefore the current financial statement position of the subsidiary is integral in determine the ECL.

---

## QUONDAM PROPERTIES LIMITED

---

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018

---

#### 2. Judgements in applying accounting policies and key sources of estimation uncertainty

The preparation of the financial statements under FRS101 requires the Directors to make judgements, estimates and assumptions that affect the application of accounting policies, the reported amounts of assets and liabilities as at the date of the financial statements and the reported amount of revenue and expenses during the reporting period. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements that are not readily apparent from other sources. However, the 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.

#### 3. (Loss)/profit before tax

Fees of £1,000 (2017: £1,000) paid to the Company's auditor, KPMG LLP, for the audit of the Company have been wholly borne by a parent company, Quintain Limited.

Fees paid to the Company's auditor and its associates for services other than the statutory audit of the Company are not disclosed since the consolidated accounts of the parent are required to disclose non-audit fees on a consolidated basis.

#### 4. Employees

The Company has no employees other than the directors, who did not receive any remuneration (2017 - £NIL).

---

QUONDAM PROPERTIES LIMITED

---

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2018

---

5. Taxation

**Factors affecting tax charge for the year**

The tax assessed for the year is lower than (2017: lower than) the standard rate of corporation tax in the UK of 19.00% (2017 - 19.25%). The differences are explained below:

	2018 £	2017 £
Profit before tax	<b>74,162</b>	1,053,484
Profit multiplied by standard rate of corporation tax in the UK of 19.00% (2017 - 19.25%)	<b>14,091</b>	202,796
<b>Effects of:</b>		
Expenses not deductible for tax purposes	<b>(14,072)</b>	-
Non-taxable income	<b>(19)</b>	(202,796)
<b>Total tax charge for the year</b>	<b>-</b>	-

On March 16 2016 the chancellor announced a reduction in the Corporation Tax Rate to 17% effective from 1 April 2020. This was substantively enacted 6 September 2016 and the tax has been calculated using this rate.

---

**QUONDAM PROPERTIES LIMITED**

---

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2018**

---

**6. Fixed asset investments**

	Investments in subsidiary companies £
<b>Cost</b>	
At 1 January 2018	938
Disposals	(100)
Amounts written off	(838)
	<hr/>
At 31 December 2018	-
	<hr/>
At 31 December 2017	938
	<hr/>

**Subsidiary undertakings**

The following were subsidiary undertakings of the Company:

<b>Name</b>	<b>Country of incorporation</b>	<b>Class of shares</b>	<b>Holding</b>	<b>Principal activity</b>
Quondam Estates Limited	England & Wales	Ordinary	100 %	Dormant
Quondam Estates II Limited	England & Wales	Ordinary	100 %	Dormant

Each of the subsidiaries has a registered address at 180 Great Portland Street, London, W1W 5QZ. During the year the Company disposed of its investment in Quondam Estates Investments Limited to QCC Holdings Limited, a fellow group company, for the consideration of £75,000.

The Company's remaining subsidiaries are in the process of dissolution and therefore the Company's investment in them has been impaired to £nil.

**7. Debtors**

	2018 £	2017 £
Amounts owed by group undertakings	<u>12,493,402</u>	<u>12,418,302</u>

Amounts owed by group undertakings are interest free and repayable on demand.



---

QUONDAM PROPERTIES LIMITED

---

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2018

---

8. Share capital

	2018 £	2017 £
<b>Allotted, called up and fully paid</b>		
400 Ordinary shares of £0.25 each	<b>100</b>	100

9. Controlling party

At 31 December 2018 the Company's immediate parent was Wembley Park Limited, registered address 180 Great Portland Street, London W1W 5QZ, a subsidiary of Bailey Acquisitions Limited, registered address 44 Esplanade, St Helier, Jersey, JE4 9WG. The only groups in which results of the Company are consolidated are those headed by Bailey Acquisitions Limited and Quintain Finance Limited, both incorporated in Jersey, registered address 44 Esplanade, St Helier, Jersey, JE4 9WG. Group financial statements are available on request from 180 Great Portland Street, London W1W 5QZ. The ultimate controlling party is Lone Star Real Estate Fund IV, an entity incorporated in Bermuda.