

COMPANY REGISTRATION NUMBER: 03103400

Urban&Civic (Bradford) Limited
Financial Statements
30 September 2018



Urban&Civic (Bradford) Limited

Financial Statements

Year ended 30 September 2018

Contents	Page
Officers and professional advisers	1
Directors' report	2
Independent auditor's report to the members	4
Statement of income and retained earnings	7
Statement of financial position	8
Notes to the financial statements	9

Urban&Civic (Bradford) Limited

Officers and Professional Advisers

The board of directors

P A J Leech
R E Butler
W N Hugill
D L Wood
H J Williams

Company secretary

Urban&Civic (Secretaries) Limited

Registered office

50 New Bond Street
London
W1S 1BJ

Auditor

BDO LLP
55 Baker Street
London
W1U 7EU

Urban&Civic (Bradford) Limited

Directors' Report

Year ended 30 September 2018

The directors present their report and the financial statements of the company for the year ended 30 September 2018.

Directors

The directors who served the company during the year and to the date of this report were as follows:

P A J Leech

R E Butler

W N Hugill

D L Wood

H J Williams

(Appointed 26 July 2018)

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 judgements 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.

Small company provisions

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

Urban&Civic (Bradford) Limited

Directors' Report *(continued)*

Year ended 30 September 2018

This report was approved by the board of directors on 15 February 2019 and signed by order of the board by:



Urban&Civic (Secretaries) Limited
Company Secretary

Registered office:
50 New Bond Street
London
W1S 1BJ

Urban&Civic (Bradford) Limited

Independent Auditor's Report to the Members of Urban&Civic (Bradford) Limited

Year ended 30 September 2018

Opinion

We have audited the financial statements of Urban&Civic (Bradford) Limited (the 'Company') for the year ended 30 September 2018 which comprise the statement of income and retained earnings, statement of financial position and notes to the financial statements, 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 September 2018 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

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.

Urban&Civic (Bradford) Limited

Independent Auditor's Report to the Members of Urban&Civic (Bradford) Limited *(continued)*

Year ended 30 September 2018

Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. 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 directors' report.

We have nothing to report in respect of the following matters in relation to which 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 take advantage of the small companies' exemptions in preparing the directors' report and from the requirement to prepare a strategic report.

Urban&Civic (Bradford) Limited

Independent Auditor's Report to the Members of Urban&Civic (Bradford) Limited *(continued)*

Year ended 30 September 2018

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.

A further description of our responsibilities for the audit of the financial statements is located at 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.



Thomas Edward Goodworth (Senior Statutory Auditor)
For and on behalf of BDO LLP, statutory auditor
London

15 February 2019

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

Urban&Civic (Bradford) Limited
Statement of Income and Retained Earnings
Year ended 30 September 2018

	Note	2018 £	2017 £
Turnover	4	1,310,403	1,340,102
Cost of sales		<u>(40,000)</u>	<u>(357,662)</u>
Gross profit		1,270,403	982,440
Administrative expenses		(654,972)	(893,952)
Revaluation of investment property		–	704,343
Profit on disposal of investment property		<u>1,263,346</u>	<u>–</u>
Operating profit	5	1,878,777	792,831
Other interest receivable and similar income	6	(32)	618
Interest payable and similar expenses	7	<u>(515,309)</u>	<u>(300,760)</u>
Profit before taxation		1,363,436	492,689
Tax on profit	8	<u>22,806</u>	<u>–</u>
Profit for the financial year and total comprehensive income		<u>1,386,242</u>	<u>492,689</u>
Dividends paid and payable	9	<u>(2,000,000)</u>	<u>–</u>
Retained earnings at the start of the year		<u>931,813</u>	<u>439,124</u>
Retained earnings at the end of the year		<u>318,055</u>	<u>931,813</u>

All the activities of the company are from continuing operations.

The notes on pages 9 to 15 form part of these financial statements.

Urban&Civic (Bradford) Limited

Statement of Financial Position

30 September 2018

	Note	2018 £	2017 £
Fixed assets			
Tangible assets	10	–	15,820,000
Current assets			
Debtors	11	1,302,787	453,482
Cash at bank and in hand		5,144	592
		<u>1,307,931</u>	<u>454,074</u>
Creditors: amounts falling due within one year	12	<u>(989,868)</u>	<u>(9,120,090)</u>
Net current assets/(liabilities)		<u>318,063</u>	<u>(8,666,016)</u>
Total assets less current liabilities		<u>318,063</u>	<u>7,153,984</u>
Creditors: amounts falling due after more than one year	13	–	(6,190,029)
Provisions			
Taxation including deferred tax		–	(32,134)
Net assets		<u>318,063</u>	<u>931,821</u>
Capital and reserves			
Called up share capital	15	8	8
Profit and loss account	16	318,055	931,813
Shareholders' funds		<u>318,063</u>	<u>931,821</u>

These financial statements were approved by the board of directors and authorised for issue on 15 February 2019, and are signed on behalf of the board by:



D L Wood
Director

Company registration number: 03103400

The notes on pages 9 to 15 form part of these financial statements.

Urban&Civic (Bradford) Limited

Notes to the Financial Statements

Year ended 30 September 2018

1. General information

The company is a private company limited by shares, registered in England and Wales. The address of the registered office is 50 New Bond Street, London, W1S 1BJ. The principal activity of the company is investment development.

2. Statement of compliance

These financial statements have been prepared in compliance with 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.

In preparing the financial statements of this company, advantage has been taken of the following disclosure exemptions as permitted by FRS102:

- the requirements of Section 7 Statement of Cashflows.
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d).
- the requirements of Section 11 Financial Instruments paragraph 11.39 to 11.48A.
- the requirements of Section 33 Related Party Disclosures paragraph 33.7.

This information is included in the consolidated financial statements of Urban&Civic Plc as at 30 September 2018 and these financial statements may be obtained from Companies House.

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

Judgements and key sources of estimation uncertainty

The company makes certain estimates and assumptions regarding the future. These judgements and estimates affect the application of policies and reported amounts of assets, liabilities, income and expenses. Estimates are continually evaluated based on historical experience and expectations of future events that are believed to be reasonable under the circumstances. In the future, actual experience may differ from these estimates and assumptions.

In preparing these financial statements, the directors have made the following judgements and estimates:

Valuation of investment properties

For the purposes of calculating the fair value of its investment property, the Company has used valuations carried out by independent valuers in accordance with the Appraisal and Valuation Standards of the Royal Institution of Chartered Surveyors. The valuations are based upon assumptions including future rental income, sales prices, an estimate of typical profit margins, future development costs and appropriate discount rates. The valuers and Directors also make reference to market evidence for comparable property transactions and principal inputs and assumptions.

Urban&Civic (Bradford) Limited

Notes to the Financial Statements *(continued)*

Year ended 30 September 2018

3. Accounting policies *(continued)*

Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

Revenue recognition

Rental income arising from property is accounted for on a straight-line basis over the term of the lease.

Income tax

The tax expense for the period comprises current and deferred tax. Tax is recognised in profit or loss, except that a change attributable to an item of income or expenses recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the company's subsidiaries operate and generate taxable income.

Deferred balances are recognised in respect of all timing differences that have originated but not reversed by the statement of financial position date, except the recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred income tax is determined using tax rates and laws that have been enacted or substantially enacted by the reporting date.

Investment property

Investment properties are properties held for long-term rental income and/or for capital appreciation and are measured initially at cost, including related transaction costs, and subsequently at fair value. Investment property is recognised as an asset when:

- it is probable that future economic benefits that are associated with the investment property will flow to the Company;
- there are no material conditions present that could prevent completion; and
- the cost of the investment property can be measured reliably.

Additions to investment properties in the course of development or refurbishment include the cost of finance and directly attributable internal and external costs incurred during the period of development until the properties are ready for their intended use. An investment property undergoing redevelopment or refurbishment for continued use as an investment property will remain as an investment property. A transfer of a property from investment properties to trading properties will be made where there is a change in use and the land is to be developed with a view to sale. Fair value is determined annually by external valuers and derived from the current market rents and investment property yields for comparable real estate, adjusted if necessary for any difference in the nature, location or condition of the specific asset. No depreciation is provided. Changes in fair value are recognised in profit or loss.

Urban&Civic (Bradford) Limited

Notes to the Financial Statements *(continued)*

Year ended 30 September 2018

3. Accounting policies *(continued)*

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

Trade and other debtors

Trade and other debtors are initially recognised at fair value and subsequently at amortised cost or their recoverable amount. Impairment provisions are recognised when there is objective evidence (such as significant financial difficulties on the part of the counterparty or default or significant delay in payment) that the company will be unable to collect all of the amounts due under the terms receivable. The amount of such a provision is the difference between the net carrying amount and the present value of the future expected cash flows associated with the impaired receivable. For trade debtors, which are reported net, such provisions are recorded in a separate allowance account with the loss being recognised within administrative expenses. On confirmation that the trade debtor will not be collectable the gross carrying value of the asset is written off against the associated provision.

Financial liabilities

Financial liabilities including trade creditors, other creditors, accruals and amounts due to group undertakings are originally recorded at fair value and subsequently stated at amortised cost under the effective interest method.

4. Turnover

Turnover arises from:

	2018	2017
	£	£
Rental income and service charges	<u>1,310,403</u>	<u>1,340,102</u>

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

5. Operating profit

Operating profit or loss is stated after crediting:

	2018	2017
	£	£
Gains on disposal of investment property	(1,263,346)	–
Fair value adjustments to investment property	–	(704,343)
Impairment of trade debtors	<u>(234,027)</u>	<u>–</u>

The company has no employees other than the directors who did not receive any remuneration (2017: £nil).

Auditor's remuneration is paid by the ultimate parent company.

Urban&Civic (Bradford) Limited

Notes to the Financial Statements *(continued)*

Year ended 30 September 2018

6. Other interest receivable and similar income

	2018 £	2017 £
Interest on loans and receivables	–	456
Interest on cash and cash equivalents	165	162
Other interest receivable	(197)	–
	<u>(32)</u>	<u>618</u>

7. Interest payable and similar expenses

	2018 £	2017 £
Interest on banks loans and overdrafts	258,250	164,797
Other interest payable and similar charges	257,059	135,963
	<u>515,309</u>	<u>300,760</u>

8. Tax on profit

Major components of tax income

	2018 £	2017 £
Current tax:		
UK current tax income	–	–
Deferred tax:		
Origination and reversal of timing differences	(22,806)	(14,478)
Adjustment in respect of previous periods	–	14,478
Total deferred tax	<u>(22,806)</u>	<u>–</u>
Tax on profit	<u>(22,806)</u>	<u>–</u>

Reconciliation of tax income

The tax assessed on the profit on ordinary activities for the year varies from the standard rate of corporation tax in the UK of 19% (2017: 19.51%).

	2018 £	2017 £
Profit on ordinary activities before taxation	<u>1,363,436</u>	<u>492,689</u>
Profit on ordinary activities by rate of tax	259,052	96,124
Effect of expenses not deductible for tax purposes	(326,276)	–
Effect of revenue exempt from tax	–	(137,417)
Group relief	345,122	41,293
Tax losses and other items	<u>(300,704)</u>	<u>–</u>
Tax on profit	<u>(22,806)</u>	<u>–</u>

Urban&Civic (Bradford) Limited

Notes to the Financial Statements *(continued)*

Year ended 30 September 2018

9. Dividends

	2018 £	2017 £
Paid during the year	<u>2,000,000</u>	<u>—</u>

10. Tangible assets

	Investment Properties £
Cost	
At 1 October 2017	15,820,000
Additions	829,274
Disposals	(16,649,274)
At 30 September 2018	<u>—</u>

11. Debtors

	2018 £	2017 £
Trade debtors	49,170	102,916
Amounts owed by group undertakings	1,080,432	—
Deferred tax asset	7,575	16,903
Prepayments and accrued income	19,089	18,737
Other debtors	146,521	314,926
	<u>1,302,787</u>	<u>453,482</u>

12. Creditors: amounts falling due within one year

	2018 £	2017 £
Trade creditors	369,265	46,460
Amounts owed to group undertakings	—	7,012,122
Accruals and deferred income	620,603	2,010,462
Social security and other taxes	—	51,046
	<u>989,868</u>	<u>9,120,090</u>

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

	2018 £	2017 £
Bank loans and overdrafts	<u>—</u>	<u>6,190,029</u>

Urban&Civic (Bradford) Limited
Notes to the Financial Statements *(continued)*
Year ended 30 September 2018

14. Deferred tax

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

	2018	2017
	£	£
Included in debtors (note 11)	7,575	16,903
Included in provisions	—	(32,134)
	<u>7,575</u>	<u>(15,231)</u>

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

	2018	2017
	£	£
Accelerated capital allowances	—	32,134
Unused tax losses	(7,575)	(16,903)
	<u>(7,575)</u>	<u>15,231</u>

15. Called up share capital

Issued, called up and fully paid

	2018		2017	
	No.	£	No.	£
'A' Ordinary shares of £1 each	2	2	2	2
'B' Ordinary shares of £1 each	6	6	6	6
	<u>8</u>	<u>8</u>	<u>8</u>	<u>8</u>

The 'A' ordinary shares shall confer the right to receive, as a class, an amount equal to 49% of any dividend paid by the company. The 'B' ordinary shares confer the right to receive, as a class, an amount equal to 51% of any dividend paid by the company.

On a return of capital whether on liquidation, redemption or capital reduction or otherwise, any sums available for distribution shall be distributed in the following proportions:-

(a) to the holders of the 'A' ordinary shares, 49% and (b) to the holders of the 'B' ordinary shares, 51%.

The 'A' ordinary shares shall confer upon their holders, as a class, the right to 49% ('B' ordinary shares - 51%) of the votes at a general meeting of the company at which they are present or by proxy.

16. Reserves

Profit and loss account - This reserve records retained earnings and accumulated losses.

17. Operating leases

Urban&Civic (Bradford) Limited

Notes to the Financial Statements *(continued)*

Year ended 30 September 2018

17. Operating leases *(continued)*

As lessor

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

	2018 £	2017 £
Not later than 1 year	-	1,097,752
Later than 1 year and not later than 5 years	-	4,391,008
Later than 5 years	-	15,089,062
	-	<u>20,577,822</u>

18. Related party transactions

The company has taken advantage of the exemption allowed by FRS 102 Section 33, 'Related Party Disclosures', not to disclose any transactions with entities that are included in the consolidated financial statements of Urban&Civic Plc and are 100% owned.

19. Controlling party

The company's immediate parent undertaking is Urban&Civic Plc which is registered in Scotland.

The largest and smallest group in which the results of the company are consolidated is that headed by Urban&Civic Plc. The consolidated accounts are available to the public and may be obtained from companies House. No other group accounts include the results of the company.