

Company Registration No. 03343045 (England and Wales)

Addison Developments Limited

**Unaudited financial statements
for the year ended 31 March 2017**

Pages for filing with the Registrar



Saffery Champness
CHARTERED ACCOUNTANTS

Addison Developments Limited

Company information

Directors The Hon Charlotte Townshend DL
J R Townshend
R I Sanderson

Secretary R I Sanderson

Company number 03343045

Registered office The Estate Office
Melbury Sampford
Dorchester
Dorset
DT2 0LF

Accountants Saffery Champness LLP
Midland House
2 Poole Road
Bournemouth
Dorset
BH2 5QY

Bankers National Westminster Bank plc
2 Hendford
Yeovil
Somerset
BA20 1TN

Santander UK plc
2 Triton Square
Regents Place
London
NW1 3AN

Solicitors Charles Russell Speechlys LLP
5 Fleet Place
London
EC4M 7RD

Investment advisors Cazenove Capital Management
12 Moorgate
London
EC2R 6DA

Addison Developments Limited

Contents

	Page
Balance sheet	1 - 2
Statement of changes in equity	3
Notes to the financial statements	4 - 12

Addison Developments Limited

**Balance sheet
As at 31 March 2017**

		2017	2016 as restated
	Notes	£	£
Fixed assets			
Investments	3	8,630,618	7,147,016
Current assets			
Debtors		1,274,412	255,269
Cash at bank and in hand		7,639,176	9,792,324
		8,913,588	10,047,593
Creditors: amounts falling due within one year		(12,765)	(6,543)
Net current assets		8,900,823	10,041,050
Total assets less current liabilities		17,531,441	17,188,066
Provisions for liabilities	7	(145,823)	(99,006)
Net assets		17,385,618	17,089,060
Capital and reserves			
Called up share capital	8	7,000,000	7,000,000
Fair value reserve		993,894	723,864
Profit and loss reserves		9,391,724	9,365,196
Total equity		17,385,618	17,089,060

In accordance with section 444 of the Companies Act 2006 all of the members of the company have consented to the preparation of abridged financial statements pursuant to paragraph 1A of Schedule 1 to the Small Companies and Groups (Accounts and Directors' Report) Regulations (S.I. 2008/409)(b).

The directors of the company have elected not to include a copy of the profit and loss account within the financial statements.

For the financial year ended 31 March 2017 the company was entitled to exemption from audit under section 477 of the Companies Act 2006.

The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of financial statements.

Addison Developments Limited

Balance sheet (continued)
As at 31 March 2017

The members have not required the company to obtain an audit of its financial statements for the year in question in accordance with section 476.

These financial statements have been prepared and delivered in accordance with the provisions applicable to companies subject to the small companies' regime.

The financial statements were approved by the board of directors and authorised for issue on 15 December 2017 and are signed on its behalf by:



The Hon Charlotte Townshend DL
Director

Company Registration No. 03343045

Addison Developments Limited

**Statement of changes in equity
For the year ended 31 March 2017**

	Share capital	Revaluation reserve	Fair value reserve	Profit and loss reserves	Total
	£	£	£	£	£
As restated for the period ended 31 March 2016:					
Balance at 1 April 2015	7,000,000	871,605	-	9,381,023	17,252,628
Effect of transition to FRS 102	-	(871,605)	871,605	-	-
Recognition of deferred tax	-	-	(123,715)	-	(123,715)
As restated	7,000,000	-	747,890	9,381,023	17,128,913
Year ended 31 March 2016:					
Loss and total comprehensive income for the year	-	-	-	(39,853)	(39,853)
Transfers	-	-	(24,026)	24,026	-
Balance at 31 March 2016	7,000,000	-	723,864	9,365,196	17,089,060
Year ended 31 March 2017:					
Profit and total comprehensive income for the year	-	-	-	296,558	296,558
Transfers	-	-	270,030	(270,030)	-
Balance at 31 March 2017	7,000,000	-	993,894	9,391,724	17,385,618

Addison Developments Limited

Notes to the financial statements For the year ended 31 March 2017

1 Accounting policies

Company information

Addison Developments Limited is a private company limited by shares incorporated in England and Wales. The registered office is The Estate Office, Melbury Sampford, Dorchester, Dorset, DT2 0LF.

1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared under the historical cost convention, modified to include the revaluation of certain financial instruments at fair value. The principal accounting policies adopted are set out below.

The financial statements present information about the company as an individual undertaking and not about its group. The company and its subsidiary undertakings comprise a small-sized group. The company has therefore taken advantage of the exemptions provided by section 399 of the Companies Act 2006 not to prepare group financial statements.

1.2 Fixed asset investments

Interests in subsidiaries, associates and jointly controlled entities are initially measured at cost and subsequently measured at cost less any accumulated impairment losses. The investments are assessed for impairment at each reporting date and any impairment losses or reversals of impairment losses are recognised immediately in profit or loss.

A subsidiary is an entity controlled by the company. Control is the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities.

1.3 Cash and cash equivalents

Cash and cash equivalents are basic financial assets and include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1 Accounting policies (continued)

1.4 Financial instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the company's balance sheet when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Basic financial assets

Basic financial assets, which include debtors, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

Classification of financial liabilities

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

Basic financial liabilities

Basic financial liabilities, including creditors, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

1.5 Equity instruments

Equity instruments issued by the company are recorded at the proceeds received, net of direct issue costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

1.6 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

Addison Developments Limited

Notes to the financial statements (continued)
For the year ended 31 March 2017

1 Accounting policies (continued)

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the profit and loss account because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

Deferred tax

Deferred tax liabilities are generally recognised for all timing differences and 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. Such assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Where items recognised in other comprehensive income or equity are chargeable to or deductible for tax purposes, the resulting current or deferred tax expense or income is presented in the same component of comprehensive income or equity as the transaction or other event that resulted in the tax expense or income. Deferred tax assets and liabilities are offset when the company has a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

2 Taxation

	2017	2016
	£	£
Current tax		
UK corporation tax on profits for the current period	4,037	-
	<u> </u>	<u> </u>
Deferred tax		
Origination and reversal of timing differences	56,129	(42,381)
	<u> </u>	<u> </u>
Total tax charge/(credit)	<u>60,166</u>	<u>(42,381)</u>

Addison Developments Limited

Notes to the financial statements (continued)
For the year ended 31 March 2017

3 Fixed asset investments

		2017	2016
		£	£
Investments in subsidiaries	5	14	13
Loans to subsidiaries	5	2,509,405	2,208,370
Listed investments		2,238,773	1,902,313
Unlisted investments		3,336,405	3,036,320
Loans		546,021	-
		<u>8,630,618</u>	<u>7,147,016</u>

The fair value of listed investments was determined with reference to the quoted market price at the reporting date. The cost of the shares on acquisition was £1,099,056 (2016: £1,079,443). Further details have been included within note 4.

Unlisted investments represents shares held in subsidiary undertakings and participating interests. Further details of these have been included within notes 5 and 6.

Movements in fixed asset investments

	Shares in group undertakings	Loans to group undertakings	Other investments	Total
	£	£	£	£
Cost or valuation				
At 1 April 2016	13	2,208,370	4,938,633	7,147,016
Additions	1	1,053,504	2,315,719	3,369,224
Valuation changes	-	-	316,847	316,847
Repayment	-	(752,469)	(1,450,000)	(2,202,469)
At 31 March 2017	<u>14</u>	<u>2,509,405</u>	<u>6,121,199</u>	<u>8,630,618</u>
Carrying amount				
At 31 March 2017	<u>14</u>	<u>2,509,405</u>	<u>6,121,199</u>	<u>8,630,618</u>
At 31 March 2016	<u>13</u>	<u>2,208,370</u>	<u>4,938,633</u>	<u>7,147,016</u>

Addison Developments Limited**Notes to the financial statements (continued)**
For the year ended 31 March 2017**4 Listed investments**

Undertaking	Shares held	Proportion held	Net assets at 31.03.17 £	Total returns for the year ended 31.03.17 £
Aquarius Fund	Accumulation shares	3.0%	84,464,000	785,341

The principal activity of Aquarius Fund is that of an Open Ended Investment Company incorporated under the OEIC Regulations and authorised by the FCA.

At 31 March 2017 the investment comprised 129,199 units (2016: 129,199 units) with an aggregate market value of £2,238,773 (2016: £1,902,313).

5 Subsidiaries

Details of the company's subsidiaries at 31 March 2017 are as follows:

Name of undertaking	Registered office key	Nature of business	Class of shares held	% Held	
				Direct	Indirect
Addison Developments Three Limited	1	Holding company	Ordinary	100.00	
Moorcrest Solutions Limited	3	Property trading company	Ordinary	100.00	
Biggin Morrison Developments Limited	2	Property development	Ordinary	73.00	
Addison Developments One Limited	1	Dormant	Ordinary		100.00
Addison Developments Two Limited	1	Dormant	Ordinary		100.00
Biggin Morrison Oxford One Limited	2	Property development	Ordinary		73.00
Biggin Morrison London One Limited	2	Property development	Ordinary		73.00
Biggin Morrison Oxford Two Limited	2	Property development	Ordinary		73.00
Biggin Morrison Oxford Three Limited	2	Dormant	Ordinary		73.00
Biggin Morrison London Two Limited	2	Dormant	Ordinary		73.00
Addison Developments Four Limited	1	Property investment	Ordinary	100.00	

Addison Developments Limited

Notes to the financial statements (continued) For the year ended 31 March 2017

5 Subsidiaries (continued)

Registered Office addresses:

- 1 The Estate Office, Melbury Sampford, Dorchester, Dorset, DT2 0LF
- 2 341 Latimer Road, London, United Kingdom, W10 6RA
- 3 Mill Mall Suite 6 Wickhams Cay 1 PO BOX 3085, Road Town, Tortola, British Virgin Islands

The aggregate capital and reserves and the result for the year of the subsidiaries noted above was as follows:

Name of undertaking	Profit/(Loss) £	Capital and Reserves £
Addison Developments Three Limited	(741)	(5,470)
Moorcrest Solutions Limited	2,366,156	25,298,864
Biggin Morrison Developments Limited	3,725	2,333
Addison Developments One Limited	-	1
Addison Developments Two Limited	-	1
Biggin Morrison Oxford One Limited	(2,600)	(10,232)
Biggin Morrison London One Limited	(10,671)	(15,018)
Biggin Morrison Oxford Two Limited	101,515	1
Biggin Morrison Oxford Three Limited	-	1
Biggin Morrison London Two Limited	-	1
Addison Developments Four Limited	57,069	57,070

Addison Developments Limited**Notes to the financial statements (continued)**
For the year ended 31 March 2017**6 Significant undertakings**

The company also has significant holdings in undertakings which are not consolidated:

Name of undertaking	Registered office	Nature of business	Class of shares held	% Held	
				Direct	Indirect
224 KHS General Partner Limited	47 Esplanade, St Hellier, Jersey, JE1 0BD	Property development	Ordinary		35.00
Southern Residential Limited	Ship House, 35 Battersea Square London, SW11 3RA	Rental property management	Ordinary	33.00	
Southern Residential Two Limited	As above	Dormant	Ordinary		33.00
Cygnnet Industries Limited	The Estate Office, Melbury Sampford, Dorchester, Dorset, DT2 0LF	Holding company	Ordinary	15.00	
Biggin Morrison Investments Limited	341 Latimer Road, London, United Kingdom, W10 6RA	Property development	Ordinary	42.50	

The aggregate capital and reserves and the result for the year of significant undertakings noted above was as follows:

Name of undertaking	Profit/(Loss)	Capital and Reserves
	£	£
224 KHS General Partner Limited	-	1,000
Southern Residential Limited	-	21,485
Southern Residential Two Limited	-	1
Cygnnet Industries Limited	5,334,197	38,388,879
Biggin Morrison Investments Limited	(18,019)	(17,819)

Addison Developments Limited**Notes to the financial statements (continued)**
For the year ended 31 March 2017**7 Deferred taxation**

Deferred tax assets and liabilities are offset where the company has a legally enforceable right to do so. The following is the analysis of the deferred tax balances (after offset) for financial reporting purposes:

	Liabilities 2017 £	Liabilities 2016 £	Assets 2017 £	Assets 2016 £
Balances:				
Tax losses	-	-	8,360	17,672
Investments	145,823	99,006	-	-
	<u>145,823</u>	<u>99,006</u>	<u>8,360</u>	<u>17,672</u>
Movements in the year:				2017 £
Liability at 1 April 2016				81,334
Charge to profit or loss				56,129
Liability at 31 March 2017				<u>137,463</u>

8 Called up share capital

	2017 £	2016 £
Ordinary share capital		
Issued and fully paid		
7,000,000 ordinary shares of £1 each	<u>7,000,000</u>	<u>7,000,000</u>

9 Related party transactions

Transactions with related parties have been identified. As the transactions have been conducted under normal market conditions, disclosures have been excluded from the financial statements.

10 Prior period adjustment

On transition to FRS 102 Addison Developments Limited had not taken account of deferred tax on listed investment revaluation gains, a prior year adjustment has been entered to recognised deferred tax on these gains.

Addison Developments Limited**Notes to the financial statements (continued)**
For the year ended 31 March 2017**10 Prior period adjustment (continued)****Changes to the balance sheet**

	At 31 March 2016			As restated £
	As previously reported £	Adjustment at 1 Apr 2015 £	Adjustment at 31 Mar 2016 £	
Provisions for liabilities				
Deferred tax	-	(123,715)	24,709	(99,006)
	<u> </u>	<u> </u>	<u> </u>	<u> </u>
Capital and reserves				
Other reserves	822,870	(123,715)	24,709	723,864
	<u> </u>	<u> </u>	<u> </u>	<u> </u>

Changes to the profit and loss account

	Period ended 31 March 2016		
	As previously reported £	Adjustment £	As restated £
Taxation	17,672	24,709	42,381
	<u> </u>	<u> </u>	<u> </u>
Loss for the financial period	(64,562)	24,709	(39,853)
	<u> </u>	<u> </u>	<u> </u>