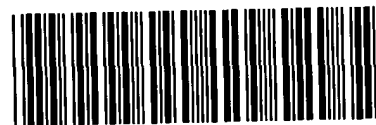


Registered number:
03371853

EDGESIDE LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2020

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EDGESIDE LIMITED

COMPANY INFORMATION

Directors	A.M. Chandris D.J. Chandris A.E. Tomazos
Company secretary	D. Dibsdall
Registered number	03371853
Registered office	Third Floor Lynton House 7-12 Tavistock Square London WC1H 9LT
Independent auditor	BDO LLP 55 Baker Street London W1U 7EU

EDGESIDE LIMITED

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EDGESIDE LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 2020

The Directors present their report and the financial statements for the year ended 31 March 2020.

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 Standards and applicable law), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. 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 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 to 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.

Review of Activities

The principal activities of the Company are those of investing and dealing in properties.

The Directors anticipate the Company's performance to remain consistent in the forthcoming year.

The Directors expect the present level of activity to be maintained during the next financial year. The directors do not anticipate any significant adverse effects of the Coronavirus (Covid-19) pandemic on the Company's ability to operate due to a high level of collected rentals and properties maintaining their valuations in the current climate. Therefore the directors anticipate the Company to continue as a going concern and have prepared the accounts on the going concern basis. Please see note 2.1 for further details.

Brexit

The Directors continue to monitor the Brexit negotiations but in view of the uncertainties cannot predict the impact any eventual resolution will have on the Company's financial position.

Results and dividends

The profit for the year, after taxation, amounted to £1,569,520 (2019: loss £32,877).

The Directors do not recommend the payment of a dividend for the year.

EDGESIDE LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 2020

Directors

The Directors who served during the year were:

A.M. Chandris
D.J. Chandris
A.E. Tomazos

Qualifying indemnity provisions

A qualifying indemnity provision is in force for the benefit of the directors.

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 each Director is aware, there is no relevant audit information of which the Company's auditors are unaware, and
- each 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 auditors are aware of that information.

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.



A.E. Tomazos
Director

Date: 15 December 2020

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF EDGESIDE LIMITED

Opinion

We have audited the financial statements of Edgeside Limited ("the Company") for the year ended 31 March 2020 which comprise the Statement of Comprehensive Income, Statement of Financial Position, Statement of Changes in Equity 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 31 March 2020 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.

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.

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF EDGESIDE LIMITED

Other information (continued)

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 Director's 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 prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the Directors' Report and from the requirement to prepare a strategic report.

Responsibilities of Directors

As explained more fully in the Directors' responsibilities statement, set out on page 1, 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.

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF EDGESIDE LIMITED

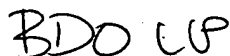
Auditor's responsibilities for the audit of the financial statements

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: <https://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.



Cassie Forman-Kotsapa (Senior Statutory Auditor)

for and on behalf of
BDO LLP, Statutory Auditor

London, UK

Date: 17 December 2020

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

EDGESIDE LIMITED

STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 MARCH 2020

	Note	2020 £	2019 £
Turnover	2.2	2,427,678	261,850
Cost of sales		(625,068)	(58,842)
Gross profit		1,802,610	203,008
Administrative expenses		(56,982)	(59,041)
Operating profit	4	1,745,628	143,967
Interest receivable		-	1,038
Interest payable	5	(176,108)	(177,882)
Profit/(Loss) before taxation		1,569,520	(32,877)
Tax on Profit/(Loss)	6	-	-
Profit/(Loss) for the financial year		<u>1,569,520</u>	<u>(32,877)</u>

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

The notes on pages 9 to 17 form part of these financial statements.

EDGESIDE LIMITED
REGISTERED NUMBER: 03371853

STATEMENT OF FINANCIAL POSITION
AS AT 31 MARCH 2020

	Note	2020 £	2019 £
Current assets			
Dealing stock	7	2,163,682	2,619,616
Debtors	8	7,279,831	5,574,065
Cash at bank and in hand		1,004,770	1,281,660
		<u>10,448,283</u>	<u>9,475,341</u>
Creditors: amounts falling due within one year	9	<u>(519,513)</u>	<u>(97,090)</u>
Net current assets		9,928,770	9,378,251
Creditors: amounts falling due after more than one year	10	(3,356,250)	(4,375,250)
Net assets		<u>6,572,520</u>	<u>5,003,001</u>
Capital and reserves			
Share capital	13	2	2
Profit and loss account		6,572,518	5,002,999
		<u>6,572,520</u>	<u>5,003,001</u>

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

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

D.J. Chandris
Director



A.E. Tomazos
Director



Date: 15/12/20

Date: 15 December 2020

The notes on pages 9 to 17 form part of these financial statements.

EDGESIDE LIMITED

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 MARCH 2020**

	Share Capital	Profit and loss account	Total equity
	£	£	£
At 1 April 2018	2	5,035,876	5,035,878
Loss for the year	-	(32,877)	(32,877)
At 1 April 2019	2	5,002,999	5,003,001
Profit for the year	-	1,569,520	1,569,520
At 31 March 2020	2	6,572,518	6,572,520

EDGESIDE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2020

2. Principal Accounting policies

1. General information

These financial statements are presented in Pounds Sterling (£), being the currency of the economic environment in which the Company operates, and are rounded to the nearest £1. The principal activities consist of investing and dealing in properties.

The Company is a United Kingdom company limited by shares. It is both incorporated and domiciled in England and Wales. The address of its registered office is Lynton House, 7-12 Tavistock Square, London, WC1H 9LT.

2. Principal Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the Company's accounting policies (see note 3).

The Company has taken advantage of the exemption available for small companies under FRS 102 of the requirement to prepare a statement of cash flows.

The financial statements have been prepared on the going-concern basis which contemplates the realisation of assets and the settlement of liabilities in the ordinary course of business. At the reporting date the Company is in a net asset position. The directors have prepared stress tested cash flow forecasts in order to assess the going concern position of the entity. The directors are confident that the Company can meet its liabilities as they fall due and therefore that the going concern basis is the appropriate basis of preparation. The directors do not anticipate any significant adverse effects of the coronavirus pandemic (COVID-19) on the Company's ability to continue as a going concern.

2.2 Turnover

Turnover represents amounts due for the year in respect of gross rental income. Rental income is recognised on a straight line basis over the period of the lease, in line with the terms and payments set out within the lease. Where a rent free period or stepped rent is included in a lease, the rental income forgone is allocated evenly over the term of the lease.

Profits and losses on disposals of property are recognised in the statement of comprehensive income when the entity has become party to the sale contract. Income on sale of properties is taken into account on the exchange of contracts. The amount of profit recognised is the difference between sale proceeds and the carrying amount.

2.3 Taxation

Current tax is provided at amounts expected to be paid using the tax rates and laws that have been enacted or substantially enacted by the reporting date.

EDGESIDE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2020

2. Principal Accounting policies

2.3 Taxation (continued)

Deferred taxation is provided on timing differences that have originated but not reversed by the reporting date on a non-discounted basis. Deferred taxation assets are recognised only to the extent that it is more likely than not that there will be suitable trading profits from which the future reversals of the underlying timing differences can be deducted. No provision is made where the amounts involved are not material.

2.4 Dealing stock and classification of property

Dealing stock includes dealing and development property and is valued at the lower of cost and net realisable value. Development property comprises the cost to the Company of acquiring the land and development expenditure. Property is classified as dealing stock when it is the Director's intention to hold the property for trading.

2.5 Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

2.6 Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

2.7 Financial instruments

Basic financial instruments are recognised in the Company's statement of financial position when the Company becomes a party to the contractual provisions of the instrument. Basic financial instruments are initially measured at transaction price unless they constitute a financing transaction in which case they are initially measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument. They are subsequently measured at amortised cost under the effective interest method.

3. Significant Judgements and Estimates

The preparation of financial statements requires the use of estimates and assumptions that affect reported amounts of assets and liabilities during the reporting period. These estimates and assumptions are based on management's best knowledge of the amount, event or actions. Actual results may differ from those amounts.

Management has made key estimates over the valuation of properties that has a significant effect on the amounts recognised in the financial statements. Management has considered the valuation performed by its independent valuers as the fair value and incorporated further market evidence. The valuation is based upon assumptions including future rental income and an appropriate discount rate. The directors also use market evidence of transaction prices for similar properties.

EDGESIDE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2020

4. Operating profit

The operating profit is stated after charging:

	2020 £	2019 £
Auditor's remuneration - audit	14,900	12,900
Auditor's remuneration - taxation services	<u>3,020</u>	<u>2,800</u>

All turnover is attributable to markets within the United Kingdom.

5. Interest payable

	2020 £	2019 £
Bank interest payable	169,090	170,864
Other interest payable	7,018	7,018
	<u>176,108</u>	<u>177,882</u>

6. Taxation

Factors affecting tax charge for the year

The tax assessed for the year is the same as the standard rate of corporation tax in the UK of 19% (2019: 19%). The differences are explained below:

	2020 £	2019 £
Profit/(Loss) on ordinary activities before tax	<u>1,569,520</u>	<u>(32,877)</u>
Profit/(Loss) on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2019 :19%)	298,209	(6,247)
Effects of:		
Transfer pricing adjustment on group balance	56,918	50,287
Group relief	(355,127)	(44,040)
Total tax charge for the year	<u>-</u>	<u>-</u>

EDGESIDE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2020

7. Dealing Stock

	2020 £	2019 £
Dealing properties	<u>2,163,682</u>	<u>2,619,616</u>

The Directors are of the opinion that the replacement value of stock is approximately £10,740,000 (2019: £11,679,000). This is based on the 31 March 2020 valuation as assessed by the directors.

8. Debtors

	2020 £	2019 £
Trade debtors	13,790	19,633
Amounts owed by parent company	7,230,338	5,511,838
Other debtors	927	927
Prepayments and accrued income	34,776	41,667
	<u>7,279,831</u>	<u>5,574,065</u>

The amounts owed by the parent company are unsecured, interest free and repayable on demand.

9. Creditors: Amounts falling due within one year

	2020 £	2019 £
Bank loans (Note 10)	447,500	45,000
Accruals and deferred income	72,013	52,090
	<u>519,513</u>	<u>97,090</u>

EDGESIDE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2020

10. Creditors: Amounts falling due after more than one year

	2020 £	2019 £
Bank loan	3,356,250	4,375,250
	<u>3,356,250</u>	<u>4,375,250</u>

The company holds a bank loan facility of £4,000,000 which expires in May 2023. The loan is partly repayable in quarterly instalments and the company shall make a final repayment in May 2023. The loan bears interest at 3% over LIBOR and is secured by a first legal charge over the leasehold dealing properties of the Company. At 31 March 2020, the amount outstanding was £3,381,250 (2019: £3,490,250) in respect of this facility.

The company holds an additional £1,000,000 bank loan facility which expired in July 2020. At 31st March 2020, the amount outstanding was £422,500 (2019: £930,000) in respect of this facility. The loan bears interest at 3.25% over LIBOR and are secured by a first legal charge over the leasehold dealing properties of the Company. Subsequent to the year end, the loan was extended and is due for final repayment in 2023.

Mortgage charges are held over the dealing properties in relation to the bank loans above. As at 31 March 2020, 3 legal charges were outstanding (2019: 3).

11. Loans

Analysis of the maturity of loans is given below:

	2020 £	2019 £
Bank loans due:		
Within one year	447,500	45,000
Between one and two years	25,000	960,000
Between two and five years	3,331,250	3,415,250
	<u>3,803,750</u>	<u>4,420,250</u>

EDGESIDE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2020

12. Financial instruments

	2020 £	2019 £
Financial assets		
Debtors	7,245,055	5,532,398
Cash at bank and in hand	1,004,770	1,281,660
	<u>8,249,825</u>	<u>6,814,058</u>

Financial liabilities

Creditors	<u>3,803,750</u>	<u>4,420,250</u>
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The above debtors, cash and creditors are measured at amortised cost, and exclude prepayments, accruals, deferred income and accrued income.

Interest risk exposure

The Company's bank loans are all subject to variable interest rates, being 3% and 3.25% over LIBOR. Interest rates are constantly monitored by the Directors to ensure the Company's risk and exposure to volatile interest rate movements is kept to a minimum.

13. Share capital

	2020 £	2019 £
Authorised, allotted, called up and fully paid		
2 ordinary shares of £1.00 each	<u>2</u>	<u>2</u>

There is one class of shares, carrying equal rights.

14. Commitments under operating leases

At 31 March 2020 the Company had future minimum lease receipts under non-cancellable operating leases as follows:

	2020 £	2019 £
Due within 1 year	189,564	234,169
Due between 2 – 5 years	33,071	60,898
	<u>222,634</u>	<u>295,067</u>

EDGESIDE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2020

15. Related party transactions

In accordance with FRS 102 Section 33.1A the Company has taken advantage of the exemptions available not to disclose details of transactions with group companies as the Company is wholly owned by Leathbond Limited.

17. Events subsequent to the reporting date

On 24 July 2020 the Company extended an existing bank loan facility which was due to expire upon final repayment in July 2020. The loan facility is for an amount of £417,500 and is due for repayment in May 2023.

16. Controlling party

The immediate parent company at 31 March 2020 was Leathbond Limited, a company incorporated in the United Kingdom. In the opinion of the Directors, the ultimate parent undertaking was Silver Bay Enterprises Limited, a company incorporated in Guernsey, Channel Islands. There is no single controlling party.

Copies of the parent company's financial statements may be obtained from its company secretary at Lynton House, 7-12 Tavistock Square, London, WC1H 9LT.