

COMPANY REGISTRATION NUMBER: 03703586

O & T Properties Limited

Unaudited Financial Statements

30 June 2021

O & T Properties Limited

Financial Statements

Year ended 30 June 2021

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O & T Properties Limited

Officers and Professional Advisers

The board of directors	Mr. Andrew Johnson
	Mrs. Vanzel Johnson
Company secretary	Mr. J Deane
Registered office	12a Upper Berkeley Street
	London
	W1H 7QE
Bankers	HSBC Bank Plc
	6th Floor
	165 Fleet Street
	London
	EC4A 2DY

O & T Properties Limited

Directors' Report

Year ended 30 June 2021

The directors present their report and the unaudited financial statements of the company for the year ended 30 June 2021 .

Principal activities

The principal activity of the company during the year was that of property dealing, management and development.

Directors

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

Mr. Andrew Johnson

Mrs. Vanzel Johnson

Small company provisions

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

This report was approved by the board of directors on 31 March 2022 and signed on behalf of the board by:

Mr. Andrew Johnson

Director

Registered office:

12a Upper Berkeley Street

London

W1H 7QE

O & T Properties Limited

Statement of Income and Retained Earnings

Year ended 30 June 2021

		2021	2020
	Note	£	£
Turnover		2,915,038	2,651,790
Cost of sales		(45,541)	(116,795)
Gross profit		2,869,497	2,534,995
Administrative expenses		(517,962)	(219,608)
Operating profit		2,351,535	2,315,387
Other interest receivable and similar income		1,156,017	48,490
Interest payable and similar expenses		(10)	(3,270)
Profit before taxation	5	3,507,542	2,360,607
Tax on profit		(628,780)	(1,106,641)
Profit for the financial year and total comprehensive income		2,878,762	1,253,966
Dividends paid and payable		(2,228,516)	—
Retained earnings at the start of the year		18,703,462	17,449,496
Retained earnings at the end of the year		19,353,708	18,703,462

All the activities of the company are from continuing operations.

The company has no recognised gains or losses other than the results for the year set out above.

O & T Properties Limited

Statement of Financial Position

30 June 2021

		2021	2020
	Note	£	£
Fixed assets			
Tangible assets	6	19,254,060	18,148,106
Investments	7	1,257,181	1,257,179
		20,511,241	19,405,285
Current assets			
Debtors	8	6,197,515	4,178,739
Cash at bank and in hand		1,497,607	4,329,123
		7,695,122	8,507,862
Creditors: amounts falling due within one year	9	(3,006,256)	(3,573,285)
Net current assets		4,688,866	4,934,577
Total assets less current liabilities		25,200,107	24,339,862
Creditors: amounts falling due after more than one year	10	(5,636,000)	(5,636,000)
Provisions		(209,999)	—
Net assets		19,354,108	18,703,862
Capital and reserves			
Called up share capital		400	400
Profit and loss account		19,353,708	18,703,462
Shareholders funds		19,354,108	18,703,862

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime and in accordance with Section 1A of FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

For the year ending 30 June 2021 the company was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies.

Directors' responsibilities:

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

O & T Properties Limited

Statement of Financial Position (continued)

30 June 2021

These financial statements were approved by the board of directors and authorised for issue on 31 March 2022 , and are signed on behalf of the board by:

Mr. Andrew Johnson

Director

Company registration number: 03703586

O & T Properties Limited

Notes to the Financial Statements

Year ended 30 June 2021

1. General information

The company is a private company limited by shares, registered in England and Wales. The address of the registered office is 12a Upper Berkeley Street, London, W1H 7QE.

2. Statement of compliance

These financial statements have been prepared in compliance with Section 1A of 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, as modified by the revaluation of certain financial assets and liabilities and investment properties measured at fair value through profit or loss.

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

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.

Going concern

The financial statements have been prepared on a going concern basis. In considering going concern, management review the financial information of the company for a period of at least 12 months from the date of approval of the financial statements. Having reviewed this information, management believes that the company has sufficient resources to continue in operational existence for the foreseeable future.

Investments

Investments are held at cost. Investments are impaired where it is considered the amounts are not recoverable based on discounted future cashflows.

Creditors

Short term trade 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.

Consolidation

The company has taken advantage of the option not to prepare consolidated financial statements contained in Section 398 of the Companies Act 2006 on the basis that the company and its subsidiary undertakings comprise a small group.

Judgements and key sources of estimation uncertainty

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported. These estimates and judgements are continually reviewed and are based on experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Significant judgements The judgements (apart from those involving estimations) that management has made in the process of applying the entity's accounting policies and that have the most significant effect on the amounts recognised in the financial statements are as follows: The Company has developed certain criteria in making judgements whether a property qualifies as an investment property. Investment property is a property held to earn rentals or for capital appreciation or both. Judgement is made on an individual property basis to determine whether it is held as investment property or for sale in the ordinary course of the business. Key sources of estimation uncertainty Accounting estimates and assumptions are made concerning the future and, by their nature, will rarely equal the related actual outcome. The key assumptions and other sources of estimation uncertainty that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are as follows: (a) Net realisable value of stock To determine net realisable value, properties are valued on a regular basis by either an independent firm of chartered surveyors or the directors of the company on an open market basis as defined by the Royal Institute of Chartered Surveyors. There is no provision for property depreciation or amortisation as this is already factored into the valuation. (b) Deferred taxation Where a deferred tax asset has been recognised, judgement is made on the recoverability of that asset. This is based on sensitising management forecasts to estimate the future taxable profits against which the losses will be relieved. Judgements have been made in respect of profitability going forward based upon current and anticipated sales of property and rental income. Where a deferred tax asset has not been recognised, judgement has been made by the directors of the company that the asset should not be recognised based on the expectation of the current market. This is then reviewed and approved by the Board of Directors of the parent company on an annual basis.

Revenue recognition

Turnover represents fees for the management of the O & T and Chancerygate group of companies during the year and rental income arising solely within the united Kingdom. Income is recognised in the period the services are delivered and on completion for ad hoc services.

Income tax

The taxation expense represents the aggregate amount of current and deferred tax recognised in the reporting period. Tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, tax is recognised in other comprehensive income or directly in equity, respectively. Current tax is recognised on taxable profit for the current and past periods. Current tax is measured at the amounts of tax expected to pay or recover using the tax rates and laws that have been enacted or substantively enacted at the reporting date.

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

Tangible assets

Tangible assets are initially recorded at cost, and subsequently stated at cost less any accumulated depreciation and impairment losses. Any tangible assets carried at revalued amounts are recorded at the fair value at the date of revaluation less any subsequent accumulated depreciation and subsequent accumulated impairment losses. An increase in the carrying amount of an asset as a result of a revaluation, is recognised in other comprehensive income and accumulated in equity, except to the extent it reverses a revaluation decrease of the same asset previously recognised in profit or loss. A decrease in the carrying amount of an asset as a result of revaluation, is recognised in other comprehensive income to the extent of any previously recognised revaluation increase accumulated in equity in respect of that asset. Where a revaluation decrease exceeds the accumulated revaluation gains accumulated in equity in respect of that asset, the excess shall be recognised in profit or loss.

Depreciation

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

Fixtures and Fittings	-	25% straight line
Motor Vehicles	-	25% straight line
Office Equipment	-	25% straight line

Investments

Fixed asset investments are initially recorded at cost, and subsequently stated at cost less any accumulated impairment losses.

Listed investments are measured at fair value with changes in fair value being recognised in profit or loss.

Investments in associates

Investments in associates accounted for in accordance with the cost model are recorded at cost less any accumulated impairment losses. Investments in associates accounted for in accordance with the fair value model are initially recorded at the transaction price. At each reporting date, the investments are measured at fair value, with changes in fair value recognised in other comprehensive income/profit or loss. Where it is impracticable to measure fair value reliably without undue cost or effort, the cost model will be adopted. Dividends and other distributions received from the investment are recognised as income without regard to whether the distributions are from accumulated profits of the associate arising before or after the date of acquisition.

Investments in joint ventures

Investments in jointly controlled entities accounted for in accordance with the cost model are recorded at cost less any accumulated impairment losses. Investments in jointly controlled entities accounted for in accordance with the fair value model are initially recorded at the transaction price. At each reporting date, the investments are measured at fair value, with changes in fair value recognised in other comprehensive income/profit or loss. Where it is impracticable to measure fair value reliably without undue cost or effort, the cost model will be adopted. Dividends and other distributions received from the investment are recognised as income without regard to whether the distributions are from accumulated profits of the joint venture arising before or after the date of acquisition.

Impairment of fixed assets

A review for indicators of impairment is carried out at each reporting date, with the recoverable amount being estimated where such indicators exist. Where the carrying value exceeds the recoverable amount, the asset is impaired accordingly. Prior impairments are also reviewed for possible reversal at each reporting date. For the purposes of impairment testing, when it is not possible to estimate the recoverable amount of an individual asset, an estimate is made of the recoverable amount of the cash-generating unit to which the asset belongs. The cash-generating unit is the smallest identifiable group of assets that includes the asset and generates cash inflows that largely independent of the cash inflows from other assets or groups of assets. For impairment testing of goodwill, the goodwill acquired in a business combination is, from the acquisition date, allocated to each of the cash-generating units that are expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities of the company are assigned to those units.

Provisions

Provisions are recognised when the entity has an obligation at the reporting date as a result of a past event, it is probable that the entity will be required to transfer economic benefits in settlement and the amount of the obligation can be estimated reliably. Provisions are recognised as a liability in the statement of financial position and the amount of the provision as an expense. Provisions are initially measured at the best estimate of the amount required to settle the obligation at the reporting date and subsequently reviewed at each reporting date and adjusted to reflect the current best estimate of the amount that would be required to settle the obligation. Any adjustments to the amounts previously recognised are recognised in profit or loss unless the provision was originally recognised as part of the cost of an asset. When a provision is measured at the present value of the amount expected to be required to settle the obligation, the unwinding of the discount is recognised as a finance cost in profit or loss in the period it arises.

Financial instruments

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 entity after deducting all of its financial liabilities.

4. Employee numbers

The average number of persons employed by the company during the year amounted to 6 (2020: 6).

5. Profit before taxation

Profit before taxation is stated after charging/crediting:

	2021	2020
	£	£
Depreciation of tangible assets	792	487
Fair value adjustments to financial assets measured at fair value through profit or loss	(1,105,259)	—
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6. Tangible assets

	Freehold property	Motor vehicles	Equipment	Total
	£	£	£	£
Cost				
At 1 July 2020	18,146,891	1,101	17,742	18,165,734
Additions	1,105,259	—	2,067	1,107,326
Disposals	(580)	—	—	(580)
	-----	-----	-----	-----
At 30 June 2021	19,251,570	1,101	19,809	19,272,480
	-----	-----	-----	-----
Depreciation				
At 1 July 2020	—	527	17,101	17,628
Charge for the year	—	276	516	792
	-----	-----	-----	-----
At 30 June 2021	—	803	17,617	18,420
	-----	-----	-----	-----
Carrying amount				
At 30 June 2021	19,251,570	298	2,192	19,254,060
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At 30 June 2020	18,146,891	574	641	18,148,106
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7. Investments

		Other investments other than loans £
Cost		
At 1 July 2020		1,257,381
Additions		2
At 30 June 2021		1,257,383
Impairment		
At 1 July 2020 and 30 June 2021		202
Carrying amount		
At 30 June 2021	1,257,181	
At 30 June 2020	1,257,179	

O & T Properties Limited 's investments in subsidiaries are set out below.

Subsidiaries

	Country of registration	Type of holding	Shares	Nature of business	Profit/(loss) in year		Net asset
O & T Property Investment Limited	England	Ordinary shares	100%	Property investment	£198,180		£4,035,608
O & T (Warham) Limited	England	Ordinary shares	100%	Property investment and management services	£-		(£93,603)

Associated undertaking

Chancerygate Limited	England	Ordinary shares	45.11%	Property management
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8. Debtors

	2021 £	2020 £
Trade debtors	115,886	143,360
Amounts owed by group undertakings and undertakings in which the company has a participating interest	5,962,948	1,713,302
Other debtors	118,681	2,322,077
	6,197,515	4,178,739

9. Creditors: amounts falling due within one year

	2021	2020
	£	£
Trade creditors	26,993	6,716
Amounts owed to group undertakings and undertakings in which the company has a participating interest	2,577,236	2,327,556
Corporation tax	241,310	997,737
Social security and other taxes	62,472	130,782
Other creditors	98,245	110,494
	-----	-----
	3,006,256	3,573,285
	-----	-----

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

	2021	2020
	£	£
Bank loans and overdrafts	5,636,000	5,636,000
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11. Directors' advances, credits and guarantees

At the year end, Mr A W Johnson, the director of the company, owed to the company, NIL (2020: owed to the company £2,228,516). The highest balance during the year was an amount owed to the company of £2,228,516. Interest is charged on the loan to the director during the year at an average rate of 2.5%.

12. Related party transactions

Amounts due from group and related undertakings are set out in the table below.

	2021	2020
	£	£
Amounts owed by group undertakings		
O & T (Warham) Ltd	4,122,271–	
O & T (Warrington) Ltd	3,413–	
	-----	----
Sub-total	4,125,684–	
Amounts owed by participating interests		
Premier Travel Executive Services Ltd	1,426,684	1,336,812
Chancerygate Lisbon	410,581–	
	-----	-----
TOTAL	5,962,949	1,336,812
	-----	-----

Amounts due to group and related undertakings are set out in the table below.

	2021	2020
	£	£
Amounts owed to group undertakings		
O & T Property Investment Ltd	–	1,159,913
Redstorm Real Estate Ltd	215,462	171,288
	-----	-----
Sub-total	215,462	1,331,201
Amounts owed to participating interests		
Chancerygate Ltd	274,999	274,999
Verde Construction Ltd	25,051	25,051
Chancerygate (Business Centre) Ltd	426,708	426,708
CGP Group Ltd	294,648	294,648
A & D Property limited	1,340,368–	
	-----	-----
TOTAL	2,577,236	2,352,607
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During the year O & T Properties Limited charged management fees to Chancerygate (Business Centre) Limited of £101,063 (2020: £1,144,250). During the year O & T Properties Limited charged management fees and rent to Chancerygate Limited of £2,349,643 (2020: £1,198,348). The related party companies listed above are through the common part ownership by O & T Properties Limited 's shareholder or by common directorship.

13. Controlling party

The ultimate controlling party of the company is A W Johnson by virtue of his shareholding in the company.

This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.