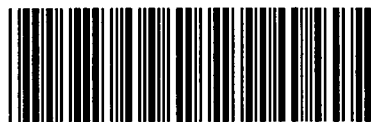


Company Registration No: 03806005

HOLAW (573) LIMITED
REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MAY 2022

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COMPANIES HOUSE

HOLAW (573) LIMITED

DIRECTORS AND OFFICERS

DIRECTORS

R Tchenguiz
V A Tchenguiz

REGISTERED OFFICE

1st Floor
35 Park Lane
London
W1K 1RB

AUDITOR

RSM UK Audit LLP
Chartered Accountants
3rd Floor
One London Square
Cross Lanes
Guildford
Surrey
GU1 1UN

SOLICITORS

Osborne Clarke
One London Wall
London
EC2Y 5EB

HOLAW (573) LIMITED

DIRECTORS' REPORT

The directors present their report and the financial statements of Holaw (573) Limited for the year ended 31 May 2022.

Principal activities and business review

The principal activity of the company during the year was property investment by holding lease interests in land and buildings.

In the opinion of the directors the result for the year and the financial position of the company at 31 May 2022 were satisfactory, given the support of Rotch Property Group Limited, a related company.

Results and dividends

The loss for the year amounted to £22,319 (2021: £129,628). The directors do not recommend the payment of a dividend.

Directors

The following directors have held office since 1 June 2021:

R Tchenguiz
V A Tchenguiz

Statement of directors' responsibilities

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 of the profit or loss of the company for that period.

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

- a. select suitable accounting policies and then apply them consistently;
- b. make judgements and accounting estimates that are reasonable and prudent;
- c. 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.

HOLAW (573) LIMITED

DIRECTORS' REPORT (continued)

Statement as to disclosure of information to auditor

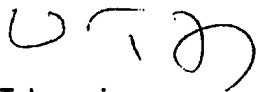
The directors who were in office on the date of approval of these financial statements have confirmed that, as far as they are aware, there is no relevant audit information of which the auditor is unaware. The directors have confirmed that they have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that it has been communicated to the auditor.

Auditor

The auditor, RSM UK Audit LLP, Chartered Accountants, has indicated its willingness to continue in office.

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

By order of the Board:



V Tchenguiz
Director

11 April 2023

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF HOLAW (573) LIMITED

Opinion

We have audited the financial statements of Holaw (573) Limited (the 'company') for the year ended 31 May 2022 which comprise Statement of Comprehensive Income, Statement of Financial Position, Statement of Changes in Equity and notes to the financial statements, including significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 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 May 2022 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- 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

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

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 contained within the annual report. 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.

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 course of 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 this gives rise to a material misstatement in the financial statements themselves. 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.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF HOLAW (573) LIMITED (CONTINUED)

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 prepare the financial statements in accordance with the small companies regime and take advantage of the small companies exemption from the requirement to prepare a strategic report or in preparing the directors' report.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement set out on page 2, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, 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.

The extent to which the audit was considered capable of detecting irregularities, including fraud

Irregularities are instances of non-compliance with laws and regulations. The objectives of our audit are to obtain sufficient appropriate audit evidence regarding compliance with laws and regulations that have a direct effect on the determination of material amounts and disclosures in the financial statements, to perform audit procedures to help identify instances of non-compliance with other laws and regulations that may have a material effect on the financial statements, and to respond appropriately to identified or suspected non-compliance with laws and regulations identified during the audit.

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF HOLAW (573) LIMITED
(CONTINUED)**

In relation to fraud, the objectives of our audit are to identify and assess the risk of material misstatement of the financial statements due to fraud, to obtain sufficient appropriate audit evidence regarding the assessed risks of material misstatement due to fraud through designing and implementing appropriate responses and to respond appropriately to fraud or suspected fraud identified during the audit.

However, it is the primary responsibility of management, with the oversight of those charged with governance, to ensure that the entity's operations are conducted in accordance with the provisions of laws and regulations and for the prevention and detection of fraud.

In identifying and assessing risks of material misstatement in respect of irregularities, including fraud, the audit engagement team:

- obtained an understanding of the nature of the industry and sector, including the legal and regulatory frameworks that the company operates in and how the company is complying with the legal and regulatory frameworks;
- inquired of management, and those charged with governance, about their own identification and assessment of the risks of irregularities, including any known actual, suspected or alleged instances of fraud;
- discussed matters about non-compliance with laws and regulations and how fraud might occur, including assessment of how and where the financial statements may be susceptible to fraud.

As a result of these procedures we consider the most significant laws and regulations that have a direct impact on the financial statements are FRS 102, the Companies Act 2006 and tax compliance regulations. We performed audit procedures to detect non-compliances which may have a material impact on the financial statements which included reviewing financial statement disclosures and evaluating advice received from internal tax advisors.

The audit engagement team identified the risk of management override of controls as the area where the financial statements were most susceptible to material misstatement due to fraud. Audit procedures performed included but were not limited to testing manual journal entries and other adjustments and evaluating the business rationale in relation to significant, unusual transactions and transactions entered into outside the normal course of business.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: <http://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.

RSM UK Audit LLP

Christopher Hurren BA FCA (Senior Statutory Auditor)
For and on behalf of RSM UK Audit LLP, Statutory Auditor
Chartered Accountants
3rd Floor, One London Square, Cross Lanes
Guildford, Surrey, GU1 1UN

23 April 2023

HOLAW (573) LIMITED**STATEMENT OF COMPREHENSIVE INCOME****FOR THE YEAR ENDED 31 MAY 2022**

	Notes	2022 £	2021 £
Turnover	2	406,281	422,369
Administrative expenses		(17,530)	(8,300)
Operating profit		<u>388,751</u>	<u>414,069</u>
Interest payable and similar charges	3	(395,192)	(400,278)
Profit before taxation	4	<u>(6,441)</u>	<u>13,791</u>
Taxation	6	(15,878)	(143,419)
Loss after taxation		<u>(22,319)</u>	<u>(129,628)</u>
Other comprehensive income		-	-
Total comprehensive Income for the year		<u><u>(22,319)</u></u>	<u><u>(129,628)</u></u>

HOLAW (573) LIMITED**STATEMENT OF FINANCIAL POSITION (Company Registration Number: 03806005)****AT 31 MAY 2022**

	Notes	2022 £	2021 £
Current assets			
Debtors: amounts falling due within one year	7	1,112,570	1,113,536
Debtors: amounts falling due after more than one year	7	4,904,969	4,966,377
		<u>6,017,539</u>	<u>6,079,913</u>
Creditors: amounts falling due within one year	9	(154,272)	(144,340)
Total assets less current liabilities		<u>5,863,267</u>	<u>5,935,573</u>
Creditors: amounts falling due after more than one year	10	(6,208,235)	(6,274,100)
Provisions for liabilities	11	(551,192)	(535,314)
Net liabilities		<u>(896,160)</u>	<u>(873,841)</u>
Capital and reserves			
Called up share capital	12	2	2
Profit and loss account		(896,162)	(873,843)
Total equity		<u>(896,160)</u>	<u>(873,841)</u>

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

The financial statements on pages 7 to 18 were approved by the board of directors and authorised for issue on 11 April 2023 and are signed on its behalf by:



V Tchenguiz
Director

11 April 2023

HOLAW (573) LIMITED**STATEMENT OF CHANGES IN EQUITY****FOR THE YEAR ENDED 31 MAY 2022**

	Share capital £	Profit and loss account £	Total £
Balance at 1 June 2020	2	(744,215)	(744,213)
Total comprehensive income for the year	-	(129,628)	(129,628)
Balance at 31 May 2021	<u>2</u>	<u>(873,843)</u>	<u>(873,841)</u>
Total comprehensive income for the year	-	(22,319)	(22,319)
Balance at 31 May 2022	<u>2</u>	<u>(896,162)</u>	<u>(896,160)</u>

HOLAW (573) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MAY 2022

1. Accounting policies

Company information

Holaw (573) Limited ("the Company") is a limited company domiciled and incorporated in England. The address of the Company's registered office and principal place of business is 1st Floor, 35 Park Lane, London, W1K 1RB. The principal activity of the company during the year was that of property investment by holding lease interests in land and buildings.

1.1 Basis of accounting

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.

1.2 Cash flow statement

The company has taken advantage of the small company exemption from preparing a cash flow statement under the terms of FRS 102, Section 7.

1.3 Going concern

The company's finance lease and funding structure has been set up to be principally self-funding. The directors have assessed the operation funding structure and the continuation and availability of support being provided by Rotch Property Group Limited, a fellow group company (see note 14).

The directors have determined that the company has, or can expect to have, subject to the further matters set out hereafter, sufficient working capital for its needs for at least 12 months from the date of approval of these financial statements. In view of this the directors consider it appropriate for the financial statements to be prepared on a going concern basis.

1.4 Functional and presentational currencies

The financial statements are presented in sterling which is also the functional currency of the company.

1.5 Turnover

Finance charges on finance leases are recognised in the statement of comprehensive income so as to produce a constant return on the carrying amount.

1.6 Loan finance charges

Loan finance costs are amortised over the term of the related borrowings and the loans to which they relate are stated after deducting the amount of the unamortised finance costs.

1.7 Finance leases

Finance leases are initially stated at cost including acquisition costs. The carrying amount is increased by finance charges in the accounting period and reduced by payments received in the period. Finance charges are recognised in the profit and loss account so as to produce a constant return on the carrying amount.

HOLAW (573) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MAY 2022

1.8 Taxation

The tax expense represents the sum of the current tax expense and deferred tax expense. Current tax assets are recognised when tax paid exceeds the tax payable.

Current tax is based on taxable profit for the year. Taxable profit differs from total comprehensive income because it excludes items of income or expense that are taxable or deductible in other periods. Current tax assets and liabilities are measured using tax rates that have been enacted or substantively enacted by the reporting date.

Deferred tax is calculated at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled based on tax rates that have been enacted or substantively enacted by the reporting date.

Deferred tax liabilities are recognised in respect of all timing differences that exist at the reporting date. Timing differences are differences between taxable profits and total comprehensive income that arise from the inclusion of income and expenses in tax assessments in different periods from their recognition in the financial statements. Deferred tax assets are recognised only to the extent that it is probable that they will be recovered by the reversal of deferred tax liabilities or other future taxable profits.

For non-depreciable assets measured using the revaluation model and investment properties measured at fair value (except investment property with a limited useful life held by the Company to consume substantially all of its economic benefits), deferred tax is measured using the tax rates and allowances that apply to the sale of the asset or property.

Current and deferred tax is charged or credited in profit or loss, except when it relates to items charged or credited to other comprehensive income or equity, when the tax follows the transaction or event it relates to and is also charged or credited to other comprehensive income, or equity.

Current tax assets and current tax liabilities and deferred tax assets and deferred tax liabilities are offset, if and only if, there is a legally enforceable right to set off the amounts and the entity intends either to settle on a net basis or to realise the asset and to settle the liability simultaneously.

1.9 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, in full, to all of its financial instruments.

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument, and are offset only when the Company currently has a legally enforceable right to set off the recognised amounts and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Financial assets

Basic financial assets, which include trade and other receivables and cash and bank balances, 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.

HOLAW (573) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MAY 2022

1.9 Financial instruments (continued)

Financial liabilities and equity

Financial instruments are classified as liabilities and equity instruments 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.

Equity Instruments

Financial instruments classified as equity instruments are recorded at the fair value of the cash or other resources received or receivable, net of direct costs of issuing the equity instruments.

Creditors

Creditors payable within one year that do not constitute a financing transaction are initially measured at the transaction price and subsequently measured at amortised cost, being the transaction price less any amounts settled.

Where the arrangement with a creditor constitutes a financing transaction, the creditor is initially and subsequently measured at the present value of future payments discounted at a market rate of interest for a similar instrument.

Derecognition of financial assets and liabilities

A financial asset is derecognised only when the contractual rights to cash flows expire or are settled, or substantially all the risks and rewards of ownership are transferred to another party, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party. A financial liability (or part thereof) is derecognised when the obligation specified in the contract is discharged, cancelled or expires.

1.10 Critical accounting estimates and areas of judgement

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Critical accounting estimates and assumptions

The company makes estimates and assumptions concerning the future. The resulting accounting estimates and assumptions will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

HOLAW (573) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MAY 2022

1.10 Critical accounting estimates and areas of judgement (continued)

Finance lease rentals

The key accounting estimate in preparing these financial statements relates to the rentals receivable under the finance lease which are subject to periodic increases. Amounts due from lessees under finance leases are recognised in debtors at the present value of the future minimum lease payments plus any unguaranteed residual value (the "net investment in the lease") plus incremental costs of negotiating and arranging the lease. Finance income from assets leased under a finance lease is allocated to accounting periods so as to reflect a constant periodic rate of return in the net investment in the lease.

Deferred taxation

Deferred tax liabilities are assessed on the basis of assumptions regarding the future, the likelihood that assets will be realised and liabilities will be settled, and estimates as to the timing of those future events and as to the future tax rates that will be applicable.

2. Turnover

Turnover represents finance charges allocated to the period so as to give a constant periodic rate of return over the duration of the lease.

The company's turnover for the year has been derived from its principal activity wholly undertaken in the United Kingdom.

3. Interest payable and similar charges	2022 £	2021 £
Loan interest payable to group undertakings	371,032	376,118
Amortisation of finance charges	24,160	24,160
	<u>395,192</u>	<u>400,278</u>
4. Profit before taxation	2022 £	2021 £
The profit before taxation is stated after charging:		
Auditor's remuneration	3,500	3,500
	<u>3,500</u>	<u>3,500</u>

5. Employees and directors

There were no employees during the year apart from the directors who received no emoluments.

HOLAW (573) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MAY 2022

6. Taxation	2022 £	2021 £
Current tax		
UK corporation tax	-	-
Total current tax	-	-
Deferred tax:		
Origination and reversal of timing differences	15,878	19,663
Effect of change in tax rate	-	123,756
Total deferred tax charge	15,878	143,419
Total tax on profit	15,878	143,419

Factors affecting the tax charge for the year.

The tax assessed for the year is higher (2021: higher) than the standard rate of corporation tax in the UK of 19% (2021: 19%). The differences are explained below:

	2022 £	2021 £
(Loss)/profit before tax	(6,441)	13,791
(Loss)/profit multiplied by the standard rate of Corporation tax in the UK of 19% (2021: 19%).	(1,224)	2,620
Effects of:		
Non-deductible expenses	20,370	20,139
Group relief	(9,774)	(10,098)
UK transfer pricing	2,695	2,282
Adjustment in respect of finance leases	(12,067)	(14,943)
Deferred tax origination and reversal of timing differences	15,878	19,663
Deferred tax effect of change in tax rate	-	123,756
Tax charge	15,878	143,419

In March 2021, Chancellor announced that the tax rate would increase from 19% to 25% with effect from 1 April 2023. On 24 May 2021, the Finance No. 2 Bill 2021 became substantively enacted. As a result, deferred tax for temporary/timing differences that are forecast to unwind in the UK on or after 1 April 2023 are calculated at a rate of 25%.

HOLAW (573) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MAY 2022

7. Debtors

	2022	2021
	£	£
Amounts owed by group undertakings	1,065,200	1,083,874
Finance lease (note 8)	4,952,339	4,996,039
	<u>6,017,539</u>	<u>6,079,913</u>

Amounts falling due in more than one year and included in the debtors above are:

	2022	2021
	£	£
Amounts falling due after more than one year:		
Finance lease (note 8)	4,904,969	4,966,377
	<u>4,904,969</u>	<u>4,966,377</u>

8. Finance leases

Gross amounts receivable under finance leases:

	2022	2021
	£	£
Within one year	449,573	438,927
In the second to fifth years inclusive	1,876,892	1,839,159
After five years	7,974,561	8,563,649
Gross investment	10,301,026	10,841,735
Less: unearned finance income	(5,348,687)	(5,845,696)
Present value of minimum lease payments	<u>4,952,339</u>	<u>4,966,039</u>
Receivable:		
In less than one year	47,370	29,662
In the second to fifth years inclusive	318,793	232,617
After five years	4,586,176	4,733,760
	<u>4,952,339</u>	<u>4,996,039</u>

The company did not recognise any contingent rentals during the year (2021: £Nil).

9. Creditors: amounts falling due within one year

	2022	2021
	£	£
Loan from group undertakings (note 10)	65,867	60,895
Accruals and deferred income	88,405	83,445
	<u>154,272</u>	<u>144,340</u>

HOLAW (573) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MAY 2022

10. Creditors: amounts falling after more than one year

	2022 £	Restated 2021 £
Loans from group undertakings	6,208,235	6,274,100
Loan maturity analysis		
In less than one year	90,027	85,054
In more than one year but not more than two years	94,320	90,027
In more than two years but not more than five years	511,158	419,719
In more than five years	5,649,062	5,834,820
	6,344,567	6,429,620
Less: finance charges allocated to future periods	(70,465)	(94,625)
	6,274,102	6,334,995
Less: included in amounts due within one year	(65,867)	(60,895)
	6,208,235	6,274,100

The ageing analysis for the comparative period has been amended in these accounts to correctly reflect the underlying amortisation schedules. This change does not impact any of the primary statements.

The loan is repayable in instalments until January 2035 when one bullet payment of £3,275,858 will be made. It is financed by a loan from a third party to that group undertaking and has been provided to the company on the same interest and repayment terms. The loan is secured by a fixed charge on all the assets of the company. The loan bears interest at 5.72% per annum.

The loan is subject to cross guarantees and cross-collateralisation of the underlying properties used as security with other group loans. The total value of the group loans subject to this cross-collateralisation as at 31 May 2022, including the company's loan, is £94,315,514 (2021: £98,115,203) and the fair value of the financial instruments also subject to the cross-collateralisation is a liability of £18,050,471 (2021: £25,497,966).

11. Provision for liabilities

	Deferred taxation £
1 June 2021	535,314
Profit and loss account	15,878
31 May 2022	551,192

Provision for deferred tax liabilities recognised by the company is as follows:

	2022 £	2021 £
Other timing differences	551,192	535,314

HOLAW (573) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MAY 2022

11. Provision for liabilities (continued)

Other timing differences arise on the difference in recognition of net income from the finance lease over the lease term at a constant rate of return and that recognised for tax purposes. These timing differences are not expected to begin reversing until March 2027.

12. Share capital and reserves

Share capital

	2022	2021
	£	£
Allotted, issued and fully paid:		
2 ordinary shares of £1 each	2	2

Ordinary share rights

The company's ordinary shares, which carry no right to fixed income, each carry the right to one vote at general meetings of the company.

Reserves

Reserves of the Company represent the following:

Retained earnings

Cumulative profit and loss net of distributions to owners.

13. Ultimate parent company and ultimate controlling party

The company's immediate parent company is Dalefox Limited, which is domiciled and incorporated in England.

The directors regard the ultimate holding company to be Sunnymist Limited, a company incorporated in the British Virgin Islands.

The ultimate controlling party is the Tchenguiz Family Trust.

14. Related party transactions

The company is related to fellow subsidiaries of Sunnymist Limited, with whom in many cases it has directors in common.

One such company is Rotch Property Group Limited ("Rotch"). At the balance sheet date, and included within amounts owed by group undertakings, £1,065,200 (2021: £1,083,874) was due from that company. No interest accrues on this balance. Management fees payable for the year amounted to £3,600 (2021: £3,600). The company also incurred professional fees of £4,615 (2021: £nil) from Vincos Limited, a related company also under the control of Tchenguiz Family Trust.

Rotch has also agreed to provide limited support to assist the company in meeting its operational costs as they arise should this be necessary.

As set out in note 10, the company is party to a cross-collateralisation arrangement in respect of loan facilities as at the year-end totalling £94,315,514 (2021: £98,115,203). Of this amount, £15,609,003 (2021: £17,895,670) relates to loan facilities with Uni Lease No 1 Limited, a fellow subsidiary of Sunnymist Limited. The fair value of the financial instruments also subject to this cross-collateralisation arrangement is a liability of £18,050,471 (2021: £25,497,966) of which £581,417 (2021: £1,448,002) relates to Uni Lease No 1 Limited.

HOLAW (573) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

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14. Related party transactions (continued)

The company has taken advantage of the exemptions provided by Section 33 of FRS 102 'Related Party Disclosures' and has not disclosed transactions entered into between two or more members of a group, provided that any subsidiary undertaking which is party to the transaction is wholly owned by a member of that group.