

Registered number  
05599969

**Tritax Stoke Management Limited**  
**Report and Financial Statements**  
**for the year ended 31 December 2019**

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**Tritax Stoke Management Limited**  
**Report and Financial Statements**  
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**Tritax Stoke Management Limited  
Company Information**

**Directors**

Petrina Austin  
Henry Franklin  
Colin Godfrey  
Bjorn Hobart

**Auditors**

BDO LLP  
55 Baker Street  
London  
W1U 7EU

**Registered office**

3<sup>rd</sup> Floor  
6 Duke Street  
St. James's  
London  
SW1Y 6BN

**Registered number**

05599969

**Tritax Stoke Management Limited**  
**Registered number:** 05599969  
**Directors' Report**

The Directors present their report and financial statements for the year ended 31 December 2019.

The report has been prepared in accordance with the special provisions relating to small companies under Sections 415(A) (1) and (2) of the Companies Act 2006.

**Principal activities**

The Company's principal activity is a real estate management company.

**Strategic report**

The Directors have taken advantage of the exemptions allowed under Section 414B of the Companies Act 2006 and have not prepared a Strategic Report.

**Results and dividends**

The loss for the year amounted to £183 (2018: £9,704). The Directors did not pay a dividend in respect of the year (2018: £Nil). Any profit or loss for the year is to be transferred to reserves.

**Directors**

The following persons served as Directors during the year:

Petrina Austin  
Henry Franklin  
Colin Godfrey  
Bjorn Hobart  
Mark Shaw

After the year end, on 7 January 2020, Mark Shaw resigned as a Director.

**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 Statement of Comprehensive Income 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 estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

**Tritax Stoke Management Limited**  
**Registered number:** 05599969  
**Directors' Report**

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.

**Disclosure of information to auditors**

Each person who was a Director at the time this report was approved confirms that:

- so far as he is aware, there is no relevant audit information of which the Company's auditor is unaware;
- he has taken all the steps that he ought to have taken as a Director in order to make himself aware of any relevant audit information and to establish that the Company's auditor is aware of that information; and
- he is not aware of any material uncertainties that may cast significant doubt of the Company's ability to continue as a going concern as assessed by the Company in note 1.4 of the financial statements.

**Appointment of auditors**

BDO LLP have expressed their willingness to continue in office and a resolution to re-appoint them will be proposed at the annual general meeting.

This report was approved by the Board of Directors on 28 September 2020  
and signed on its behalf by:



Henry Franklin  
Director

**Tritax Stoke Management Limited  
Independent Auditor's Report  
to the members of Tritax Stoke Management Limited**

**Opinion**

We have audited the financial statements of Tritax Stoke Management Limited ("the Company") for the year ended 31 December 2019 which comprise the Statement of Comprehensive Income, the Statement of Financial Position, the 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 101 Reduced Disclosure Framework (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 December 2019 and of its loss 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 Directors are responsible for the other information. The other information comprises the information included in the report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

**Tritax Stoke Management Limited  
Independent Auditor's Report  
to the members of Tritax Stoke Management Limited**

**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 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 where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of Directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the Directors were not entitled to take advantage of the small companies' exemptions in preparing the Directors' report and from the requirement to prepare a Strategic report.

**Responsibilities of Directors**

As explained more fully in the Statement of Directors' responsibilities, the Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

**Auditor's responsibilities for the audit of the financial statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at:  
<https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

**Tritax Stoke Management Limited  
Independent Auditor's Report  
to the members of Tritax Stoke Management Limited**

**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.

**BDO LLP**

Christopher Young (Senior Statutory Auditor)  
For and on behalf of BDO LLP, statutory auditor  
London  
Date: 29 September 2020

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



**Tritax Stoke Management Limited**  
**Statement of Comprehensive Income**  
**for the year ended 31 December 2019**

	Notes	Year ended 31 December 2019 £	Year ended 31 December 2018 £
Service charges demanded	2	51,440	37,252
Service charge expenditure	3	(51,440)	(37,252)
<b>Net income</b>		<u>-</u>	<u>-</u>
Administrative and other expenses	4	-	(9,704)
<b>Operating loss</b>		<u>-</u>	<u>(9,704)</u>
Finance income	5	17	-
<b>Profit/(loss) before taxation</b>		<u>17</u>	<u>(9,704)</u>
Tax charge on loss	6	(200)	-
<b>Total comprehensive loss (attributable to the shareholders)</b>		<u>(183)</u>	<u>(9,704)</u>

All amounts included in the Statement of Comprehensive Income relate to continuing activities.  
There are no items of comprehensive loss other than the loss for the financial year.

The notes on pages 10 to 16 form part of these financial statements.

**Tritax Stoke Management Limited**  
**Statement of Financial Position**  
**as at 31 December 2019**  
**Company Number 05599969**

	Notes	31 December 2019 £	31 December 2018 £
<b>Current assets</b>			
Trade and other receivables	7	33,103	24,961
Cash held at bank	8	30,229	27,353
<b>Total current assets</b>		<u>63,332</u>	<u>52,314</u>
<b>Total assets</b>		<u>63,332</u>	<u>52,314</u>
<b>Current liabilities</b>			
Trade and other payables	9	(73,209)	(62,008)
<b>Total current liabilities</b>		<u>(73,209)</u>	<u>(62,008)</u>
<b>Net current liabilities</b>		<u>(9,877)</u>	<u>(9,694)</u>
<b>Total liabilities</b>		<u>(73,209)</u>	<u>(62,008)</u>
<b>Net liabilities</b>		<u>(9,877)</u>	<u>(9,694)</u>
<b>Capital and reserves</b>			
Called up share capital	11	10	10
Retained earnings	12	(9,887)	(9,704)
<b>Total equity</b>		<u>(9,877)</u>	<u>(9,694)</u>

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

These financial statements were approved by the Board of Directors on 28 September 2020 and signed on its behalf by:



Henry Franklin  
Director

The notes on pages 10 to 16 form part of these financial statements.

**Tritax Stoke Management Limited**  
**Statement of Changes in Equity**  
**for the year ended 31 December 2019**

	Notes	Share capital £	Retained earnings £	Total £
<b>At 1 January 2018</b>		10	-	10
Total comprehensive loss		-	(9,704)	(9,704)
<b>At 31 December 2018</b>		<u>10</u>	<u>(9,704)</u>	<u>(9,694)</u>
<b>At 1 January 2019</b>		10	(9,704)	(9,694)
Total comprehensive loss		-	(183)	(183)
<b>At 31 December 2019</b>		<u>10</u>	<u>(9,887)</u>	<u>(9,877)</u>

The notes on pages 10 to 16 form part of these financial statements.

**Tritax Stoke Management Limited**  
**Notes to the Financial Statements**  
**for the year ended 31 December 2019**

**1 Summary of significant accounting policies**

**1.1 General information**

The financial statements of Tritax Stoke Management Limited (the 'Company') for the year ended 31 December 2019 and were authorised for issue by the Board of Directors on 28 September 2020.

The Company is a registered private company incorporated in the UK. The address for the registered office is 3<sup>rd</sup> Floor, 6 Duke Street, St. James's, London, SW1Y 6BN. The Company's principal activity is the investment of big box assets in the UK. The Company is owned by Tritax Stoke DC1&2 Limited and Tritax Stoke DC3 Limited and its ultimate parent company Tritax Big Box REIT plc.

These financial statements are contained within the group consolidated financial statements of Tritax Big Box REIT plc. The group consolidated financial statements may be obtained from the Company Secretary at 3<sup>rd</sup> Floor, 6 Duke Street, St. James's, London, SW1Y 6BN.

These financial statements represent the separate financial statements of the Company.

**1.2 Basis of preparation**

These financial statements have been prepared in accordance with Financial Reporting Standard 100 Application of Financial Reporting Requirements ("FRS 100") and Financial Reporting Standard 101, 'Reduced Disclosure Framework' ("FRS 101").

The financial statements have been prepared under the historical cost convention, as modified by the revaluation of investment properties and derivative financial instruments, which have been measured at fair value through the Statement of Comprehensive Income, and in accordance with the Companies Act 2006.

These financial statements are prepared on a going concern basis.

FRS 101 introduces a disclosure framework enabling qualifying entities to use the recognition and measurement bases of International Financial Reporting Standards ("IFRS") in their individual entity financial statements, while being exempt from a number of disclosures required by full IFRS. The Company has taken advantage of the following disclosure exemptions which are permissible under FRS 101 as the equivalent disclosures are contained within the group consolidated financial statements of Tritax Big Box REIT plc:

- a statement of cash flows;
- the effect of future accounting standards not yet adopted;
- the disclosure of the remuneration of key management personnel;
- disclosure of related party transactions with other wholly owned members of the Tritax Big Box REIT plc group of companies;
- the disclosure of certain information relating to financial instruments and other fair value measurements and
- the disclosure of certain comparative information relating to investment properties.

**Tritax Stoke Management Limited**  
**Notes to the Financial Statements**  
**for the year ended 31 December 2019**

**1.3 Impact of New Standards Applied**

The following new standards are effective and have been adopted for the year ended 31 December 2019.

**IFRS 16: Leases**

This accounting policy has been adopted for the year ended 31 December 2019.

The long leasehold properties have immaterial peppercorn rental. The impact of IFRS 16 is considered to be immaterial as the Company does not hold any material operating or leasehold agreements as lessee.

The following new standards have been issued but not yet effective:

Amendments to IAS 1 Presentation of Financial Statements effective for financial years commencing on or after 1 January 2020 are designed to address concerns about existing presentation and disclosure requirements and to encourage entities to use judgement in the application of IAS 1 when considering the layout and content of their financial statements. The amendments clarify the definition of material and how it should be applied. It is expected that the amendments will not have a significant impact on the Company's financial statements.

Amendments to IAS 1 on classification of liabilities as current or non-current are effective for financial years commencing on or after 1 January 2022 and are to be applied retrospectively. It is expected that the amendments may have an impact on the presentation and classification of liabilities in the Statement of Financial Position based on rights that are in existence at the end of the reporting period.

There are no other standards that are not yet effective that would be expected to have a material impact on the company in the current or future reporting periods and on the foreseeable future transactions.

**1.4 Going concern**

As at 31 December 2019, the Company had net current liabilities of £9,877 (2018: £9,694).

Having reviewed the Company's current position and cash flow projections, including the confirmation that the Company's ultimate parent undertaking will provide such support as is required for a period of at least 12 months from the date of signing of these financial statements, the Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Accordingly they continue to adopt the going concern basis in preparing these financial statements.

The REIT had access to £500 million of undrawn committed debt across its revolving credit facilities, against which it had approximately £129 million of capital commitments. The Group has no material refinancing events until 2024 and as at 31 December 2019 had an LTV of 30% with significant headroom within its covenants which include loan-to-value, interest cover and gearing covenants. These covenants have been complied with since the loans were affected and up to the date of approval of these financial statements. The REIT remains profitable despite the current economic climate triggered by the Covid-19 pandemic and has received the vast majority of its rental receipts due since the outbreak of the pandemic.

The Directors are not aware of any material uncertainties that may cast significant doubt of the Company's ability to continue as a going concern.

**1.5 Financial assets**

The Company classifies its financial assets depending on the purpose for which the asset was acquired. The Company's accounting policy for those assets classified as amortised cost is as follows:

**Tritax Stoke Management Limited**  
**Notes to the Financial Statements**  
**for the year ended 31 December 2019**

**1.5a Amortised cost**

These assets arise principally from the provision of goods and services to customers (e.g. trade receivables), but also incorporate other types of financial assets where the objective is to hold these assets in order to collect contractual cash flows and contractual cash flows are solely payments of principal and interest. They are initially recognised at fair value plus transaction costs that are directly attributable to their acquisition or issue and are subsequently carried at amortised cost being the effective interest rate method, less provision for impairment.

Impairment provisions for current and non-current trade receivables are recognised based on the simplified approach within IFRS 9 using a provision matrix in the determination of the lifetime expected credit losses. During this process the probability of the non-payment of the trade receivables is assessed. This probability is then multiplied by the amount of the expected loss arising from default to determine the lifetime expected credit loss for the trade receivables. For trade receivables, which are reported net, such provisions are recorded in a separate provision account with the loss being recognised within cost of sales in the consolidated statement of comprehensive income. On confirmation that the trade receivable will not be collectable, the gross carrying value of the asset is written off against the associated provision.

Impairment provisions for receivables from related parties and loans to related parties are recognised based on a forward-looking expected credit loss model. The methodology used to determine the amount of provision is based on whether there has been a significant increase in credit risk since initial recognition of the financial asset. Twelve month expected credit losses along with gross interest income are recognised where there has not been a significant increase in credit risk. For those for which credit risk has increased significantly, lifetime expected credit losses along with the gross interest income are recognised. For those that are determined to be credit impaired, lifetime expected credit losses along with interest income on a net basis are recognised.

The Company's financial assets measured at amortised cost comprise trade and other receivables and cash and cash equivalents in the consolidated statement of financial position.

Cash and cash equivalents includes cash in hand, deposits held at call with banks, other short term highly liquid investments with original maturities of three months or less.

**1.6 Financial liabilities**

The Company classifies its financial liabilities depending on the purpose for which the liability was acquired. The Company's accounting policy for those liabilities is as follows:

**1.6a Other financial liabilities**

Trade and other payables are initially recognised at their fair value; being at their invoiced value inclusive of any VAT that may be applicable. Payables are subsequently measured at cost.

**1.7 Service charges, insurances and other expenses recoverable from tenants**

Income arising from expenses recharged to tenants is recognised in the year in which the compensation becomes receivable. Service and insurance charges and other such receipts are included in net rental income gross of the related costs, as the Directors consider that the Company acts as principal in this respect.

**1.8 Taxation**

Taxation on the profit or loss for the period not exempt under UK REIT regulations comprises current and deferred tax. Current tax is expected tax payable on any non-REIT taxable income for the period, using tax rates enacted or substantively enacted at the period end date, and any adjustment to tax payable in respect of previous years.

**1.9 Presentational currency**

These financial statements have been prepared in Sterling.

**Tritax Stoke Management Limited**  
**Notes to the Financial Statements**  
**for the year ended 31 December 2019**

**2 Service charges demanded**

	Year ended 31 December 2019 £	Year ended 31 December 2018 £
Service charges demanded	51,440	37,252
	<u>51,440</u>	<u>37,252</u>

**3 Service charge expenditure**

	Year ended 31 December 2019 £	Year ended 31 December 2018 £
Services charge expenditure	51,440	37,252
	<u>51,440</u>	<u>37,252</u>

**4 Administrative and other expenses**

	Year ended 31 December 2019 £	Year ended 31 December 2018 £
Other expense	-	9,704
	<u>-</u>	<u>9,704</u>

**5 Finance income**

	Year ended 31 December 2019 £	Year ended 31 December 2018 £
Interest from bank assets	17	-
	<u>17</u>	<u>-</u>

**Tritax Stoke Management Limited**  
**Notes to the Financial Statements**  
**for the year ended 31 December 2019**

**6 Taxation**

	Year ended 31 December 2019 £	Year ended 31 December 2018 £
<b>Analysis of charge in year</b>		
Tax on loss on ordinary activities	200	-
	Year ended 31 December 2019 £	Year ended 31 December 2018 £
Profit/(loss) on ordinary activities before tax	17	(9,704)
Standard rate of corporation tax in the UK	19.00%	19.00%
	£	£
Profit/(loss) on ordinary activities multiplied by the standard rate of corporation tax	3	(1,844)
Effects of:		
Adjustment in respect of previous years	200	-
REIT exempt income	(3)	1,844
Total tax expense	200	-

**7 Trade and other receivables**

	31 December 2019 £	31 December 2018 £
Trade receivables	24,940	12,848
Amounts owed by group undertakings	-	10,629
Other debtors	8,153	1,474
Called up share capital not paid	10	10
	33,103	24,961

All trade receivables relate to amounts that are less than 30 days overdue as at the year end.

**8 Cash held at bank**

	31 December 2019 £	31 December 2018 £
Cash and cash equivalents	30,229	27,353
	30,229	27,353



**Tritax Stoke Management Limited**  
**Notes to the Financial Statements**  
**for the year ended 31 December 2019**

**9 Trade and other payables**

	<b>31 December 2019 £</b>	<b>31 December 2018 £</b>
Trade creditors	4,239	4,470
Service charges to be refunded	35,271	24,797
Service charges raised in advance	15,641	15,641
Accruals and deferred income	18,058	17,100
	<u>73,209</u>	<u>62,008</u>

**10 Share capital and reserves**

Share capital represents the nominal value of share capital subscribed for.

Retained earnings represents the net of all profits and losses, gains and losses generated which have not been distributed to shareholders.

**11 Share capital**

	<b>31 December 2019 Number</b>	<b>31 December 2018 Number</b>	<b>31 December 2019 £</b>	<b>31 December 2018 £</b>
Allotted, called up and fully paid:				
£1 A Ordinary shares	1	1	1	1
£1 B Ordinary shares	9	9	9	9
	<u>10</u>	<u>10</u>	<u>10</u>	<u>10</u>

**12 Retained earnings**

	<b>31 December 2019 £</b>	<b>31 December 2018 £</b>
At 1 January	(9,704)	-
Loss for the financial year	(183)	(9,704)
At 31 December	<u>(9,887)</u>	<u>(9,704)</u>

**Tritax Stoke Management Limited**  
**Notes to the Financial Statements**  
**for the year ended 31 December 2019**

**13 Events after the reporting date**

The On 30 January 2020 the World Health Organisation declared the coronavirus (COVID-19) a public health emergency. There are no comparable recent events which may provide guidance as to the effect of the spread of COVID-19 and a potential pandemic, and, as a result, the ultimate impact of the COVID-19 outbreak or a similar health epidemic is highly uncertain and subject to change. Given the emergence and spread of COVID-19 occurred in 2020, it is not considered relevant to conditions that existed at the reporting date. Consequently COVID-19 is considered to be a non-adjusting subsequent event. The measurement of assets and liabilities in the accounts has not been adjusted for its potential impact. The directors continue to monitor the potential impact of COVID-19 which is uncertain and may be material.

**14 Controlling party**

The Company is wholly owned by Tritax DC1 &2 Limited and Tritax DC3 Limited who are both owned by Tritax Big Box REIT plc a company incorporated in the UK. Tritax Big Box REIT plc is the ultimate holding company. This is the next and most senior parent that produces consolidated financial statements. There is no ultimate controlling party.