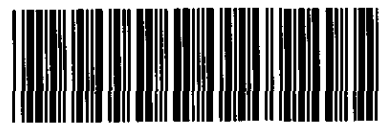


COMPANY REGISTRATION NUMBER: 05887266

Derwent Developments (Curzon) Limited
Unaudited financial statements
30 September 2023

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Derwent Developments (Curzon) Limited

Financial statements

Year ended 30 September 2023

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Derwent Developments (Curzon) Limited

Officers and professional advisers

The board of directors

Helen C Gordon
Adam McGhin
Michael P Keaveney
Rob J Hudson

Company secretary

Adam McGhin

Registered office

Citygate
St James' Boulevard
Newcastle upon Tyne
NE1 4JE

Banker

Barclays Bank plc
Barclays House
5 St Ann's Street
Quayside
Newcastle upon Tyne
NE1 2BH

Solicitor

Womble Bond Dickinson (UK) LLP
St Ann's Wharf
112 Quayside
Newcastle upon Tyne
NE1 3DX

Derwent Developments (Curzon) Limited

Directors' report

Year ended 30 September 2023

The directors present their report and the unaudited financial statements of the company for the year ended 30 September 2023.

Principal activities

The principal activity of the company during the year was investing in property trading and development companies. The directors do not recommend the payment of a dividend (2022: £nil).

Directors

The directors who served the company during the year, and subsequent to the year end, were as follows:

Helen C Gordon
Adam McGhin
Michael P Keaveney
Rob J Hudson

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 Accounting Standards and applicable law), including FRS 101 Reduced Disclosure Framework. 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 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;
- state whether applicable UK accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- assess the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

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 responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

Derwent Developments (Curzon) Limited

Directors' report *(continued)*

Year ended 30 September 2023

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 25 March 2024 and signed on behalf of the board by:



Adam McGhin
Company Secretary

Derwent Developments (Curzon) Limited

Statement of comprehensive income

Year ended 30 September 2023

	Note	2023 £	2022 £
Interest payable and similar expenses	5	(1,070,651)	(988,947)
Loss before taxation		(1,070,651)	(988,947)
Tax on loss	6	235,543	187,900
Loss for the financial year and total comprehensive loss		(835,108)	(801,047)

All the activities of the company are from continuing operations.

The notes on pages 7 to 12 form part of these financial statements.

Derwent Developments (Curzon) Limited

Statement of financial position

30 September 2023

	Note	2023 £	2022 £
Fixed assets			
Investments	7	18,087,874	18,087,874
Creditors: amounts falling due within one year	8	(24,778,233)	(23,943,125)
Net current liabilities		(24,778,233)	(23,943,125)
Total assets less current liabilities		(6,690,359)	(5,855,251)
Capital and reserves			
Called up share capital	9	1	1
Profit and loss account	10	(6,690,360)	(5,855,252)
Shareholders' deficit		(6,690,359)	(5,855,251)

For the year ending 30 September 2023 the company was entitled to exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary 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.

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

These financial statements were approved by the board of directors and authorised for issue on 25 March 2024, and are signed on behalf of the board by:



Adam McGhin
Director

Company registration number: 05887266

The notes on pages 7 to 12 form part of these financial statements.

Derwent Developments (Curzon) Limited

Statement of changes in equity

Year ended 30 September 2023

	Called up share capital £	Profit and loss account £	Total £
At 1 October 2021	1	(5,054,205)	(5,054,204)
Loss for the year	–	(801,047)	(801,047)
Total comprehensive loss for the year	–	(801,047)	(801,047)
At 30 September 2022	1	(5,855,252)	(5,855,251)
Loss for the year	–	(835,108)	(835,108)
Total comprehensive loss for the year	–	(835,108)	(835,108)
At 30 September 2023	1	(6,690,360)	(6,690,359)

The notes on pages 7 to 12 form part of these financial statements.

Derwent Developments (Curzon) Limited

Notes to the financial statements

Year ended 30 September 2023

1. General information

The company is a private company limited by shares, registered in England and Wales. The address of the registered office is Citygate, St James' Boulevard, Newcastle upon Tyne, NE1 4JE.

2. Statement of compliance

The financial statements of Derwent Developments (Curzon) Limited ("the company") for the year ended 30 September 2023 were authorised for issue by the board of directors on 25 March 2024 and the statement of financial position was signed on the board's behalf by Adam McGhin.

These financial statements have been prepared in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework'.

The company's ultimate parent undertaking, Grainger plc, includes the company in its consolidated financial statements. The consolidated financial statements of Grainger plc are prepared in accordance with International Financial Reporting Standards and are available to the public and may be obtained from Citygate, St James' Boulevard, Newcastle upon Tyne, NE1 4JE.

3. Accounting policies

Basis of preparation

The financial statements have been prepared under the historical cost convention, and in accordance with applicable UK accounting standards.

The financial statements are prepared on the going concern basis in accordance with the Companies Act 2006 and applicable accounting standards in the United Kingdom, which have been applied consistently throughout the year.

Derwent Developments (Curzon) Limited

Notes to the financial statements *(continued)*

Year ended 30 September 2023

3. Accounting policies *(continued)*

Going concern

Notwithstanding net current liabilities of £24,778,233 as at 30 September 2023 and a loss for the year then ended of £835,108, the financial statements have been prepared on a going concern basis which the directors consider to be appropriate for the following reasons.

The company is a subsidiary of Grainger plc. The directors of Grainger plc, the ultimate parent undertaking, manage the group's strategy and risks on a consolidated basis, rather than at an individual entity level. Similarly, the financial and operating performance of the business is assessed at a Grainger plc operating segment level. For these reasons, the directors do not prepare cash flow forecasts at an individual entity level.

On a consolidated basis, the Group has assessed its future funding commitments and compared these to the level of committed loan facilities and cash resources over the medium term. In making this assessment, consideration has been given to compliance with borrowing covenants along with the uncertainty inherent in future financial forecasts and, where applicable, severe sensitivities have been applied to the key factors affecting financial performance of the Group. The assessment includes the potential impact of reduced PRS occupancy, contraction in rental levels, reduced property valuations, cost inflation and changes in interest rates. The Directors of the Group have a reasonable expectation that it has adequate resources to continue operating for the foreseeable future period, and not less than 12 months from the date of approval of these financial statements.

Grainger plc has indicated that it will make available such funds as are needed by the entity and that it does not intend to seek repayment of amounts due at the balance sheet date for the foreseeable future. As with any entity placing reliance on other group entities for financial support, the directors acknowledge that there can be no certainty that this support will continue, although, at the date of approval of these financial statements, they have no reason to believe that it will not do so. The directors do not intend to nor have they identified any circumstances which may lead to the entity being liquidated or to cease operating.

Consequently, the directors are confident that the company will have sufficient funds to continue to meet its liabilities as they fall due for at least 12 months from the date of approval of the financial statements and therefore have prepared the financial statements on a going concern basis.

Derwent Developments (Curzon) Limited

Notes to the financial statements *(continued)*

Year ended 30 September 2023

3. Accounting policies *(continued)*

Disclosure exemptions

In these financial statements, the company has applied the exemptions available under FRS 101 in respect of the following disclosures:

- (a) Cash flow statement and related notes;
- (b) Comparative period reconciliations for share capital;
- (c) Disclosures in respect of capital management;
- (d) The effects of new but not yet effective IFRSs;
- (e) Disclosures in respect of the compensation of key management personnel.

As the consolidated financial statements of Grainger plc include the equivalent disclosures, the company has also taken the exemptions under FRS 101 available in respect of the following disclosures:

Certain disclosures required by IFRS 13 Fair Value Measurement and the disclosures required by IFRS 7 Financial Instruments: Disclosures.

The company has considered the impact of the adoption of those new and revised International Financial Reporting Standards and interpretations that were effective for the first time from 1 October 2022. There has been no material impact on the company following the adoption of these standards.

Income tax

The taxation charge for the year represents the sum of the tax currently payable and deferred tax. The charge is recognised in the statement of comprehensive income according to the accounting treatment of the related transaction.

Current tax payable or receivable is based on the taxable income for the period and any adjustment in respect of prior periods and is calculated using tax rates that have been enacted or substantively enacted at the end of the reporting period.

Tax payable upon the realisation of revaluation gains recognised in prior periods is recorded as a current tax charge with a release of the associated deferred tax.

Deferred income tax is recognised, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted at the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled. Deferred income tax assets are recognised only to the extent that it is probable that taxable profit will give rise to a future tax liability against which the deferred tax assets can be recovered.

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income tax assets and liabilities relate to income taxes levied by the same tax authority on either the taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

Investments

Fixed asset investments are stated at cost less any provisions for diminution in value. An impairment loss is recognised for the amount by which the carrying value of the investment exceeds its recoverable amount.

Derwent Developments (Curzon) Limited

Notes to the financial statements (continued)

Year ended 30 September 2023

Group accounts

The financial statements contain information about Derwent Developments (Curzon) Limited as an individual company and do not contain consolidated financial information as the parent of a group. The company is exempt under section 400 of the Companies Act 2006 from the requirement to prepare consolidated financial statements as it and its subsidiary undertakings are included in the consolidated financial statements of the ultimate parent company, Grainger plc, a company registered in England and Wales.

Non-derivative financial instruments

Non-derivative financial instruments comprise loans and borrowings.

Interest-bearing borrowings are recognised initially at fair value less attributable transaction costs. Subsequent to initial recognition, interest-bearing borrowings are stated at amortised cost using the effective interest method, less any impairment losses.

Judgements and key sources of estimation uncertainty

The preparation of the financial statements requires management to make significant judgements, estimates and assumptions that affect the amounts reported. The directors have considered whether there are any such sources of estimation or critical accounting judgements in preparing the financial statements and do not consider there to be any for the purposes of disclosure.

4. Employee costs

There are no persons holding service contracts with the company (2022: none). None of the directors received any remuneration from the company during the year, or in the previous year, in respect of their services to the company.

5. Interest payable and similar expenses

	2023	2022
	£	£
Interest due to group undertakings	<u>1,070,651</u>	<u>988,947</u>

6. Tax on loss

Major components of tax income

	2023	2022
	£	£
Current tax:		
UK current tax income	<u>(235,543)</u>	<u>(187,900)</u>
Tax on loss	<u>(235,543)</u>	<u>(187,900)</u>

There is no unprovided deferred tax liability or unrecognised deferred tax asset in these financial statements.

Derwent Developments (Curzon) Limited

Notes to the financial statements (continued)

Year ended 30 September 2023

6. Tax on loss (continued)

Reconciliation of tax income

The tax assessed on the loss on ordinary activities for the year is the same as (2022: the same as) the standard rate of corporation tax in the UK of 22% (2022: 19%).

	2023 £	2022 £
Loss on ordinary activities before taxation	(1,070,651)	(988,947)
Loss on ordinary activities by rate of tax	<u>(235,543)</u>	<u>(187,900)</u>

Factors that may affect future tax income

With effect from 1 April 2023, the UK corporation tax rate increased from 19% to 25%. The company's 2023 current tax charge has been calculated at 22% (2022: 19%) and will be 25% in future periods.

7. Investments

	Interest in Joint Venture £
Cost	
At 1 October 2022 and 30 September 2023	<u>18,087,874</u>
Impairment	
At 1 October 2022 and 30 September 2023	<u>—</u>
Carrying amount	
At 30 September 2023	<u>18,087,874</u>
At 30 September 2022	<u>18,087,874</u>

The company owns 50% of the issued share capital of Curzon Park Limited, a property development and trading company incorporated in England and Wales.

8. Creditors: amounts falling due within one year

	2023 £	2022 £
Amounts owed to group undertakings	<u>24,778,233</u>	<u>23,943,125</u>

Included in amounts owed to group undertakings is an unsecured loan with a balance of £24,408,141 (2022: £23,337,490). The loan bears interest at a weighted rate of 4.49% (2022: 4.34%) in the year, and is repayable on demand but is not expected to be repaid within the next 12 months. Interest payable for the year amounted to £1,070,651 (2022: £988,947). All other amounts owed to group undertakings are unsecured, bear no interest, and are repayable on demand.

Derwent Developments (Curzon) Limited

Notes to the financial statements *(continued)*

Year ended 30 September 2023

9. Called up share capital

Issued, called up and fully paid

	2023		2022	
	No.	£	No.	£
Ordinary shares of £1 each	<u>1</u>	<u>1</u>	<u>1</u>	<u>1</u>

10. Reserves

Profit and loss account - This reserve records retained earnings and accumulated losses.

11. Ultimate parent undertaking and controlling party

The directors regard Grainger plc, a company registered in England and Wales, as the ultimate parent undertaking and the ultimate controlling party, being the parent undertaking of the smallest and largest group to consolidate these financial statements. Copies of the Grainger plc consolidated financial statements may be obtained from The Secretary, Grainger plc, Citygate, St James' Boulevard, Newcastle upon Tyne, NE1 4JE.

Derwent Developments Limited is the immediate controlling party and parent company by virtue of its 100% shareholding in the company.