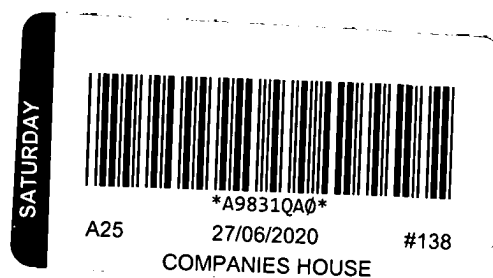


Registered number: 05982867

**NSM PROPERTY & ASSET MANAGEMENT LTD
(FORMERLY NETWORK SPACE MANAGEMENT LIMITED)**

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2019



NSM PROPERTY & ASSET MANAGEMENT LTD (FORMERLY NETWORK SPACE MANAGEMENT LIMITED)

COMPANY INFORMATION

Directors	R J Ainscough D M Adamson N Jones
Registered number	05982867
Registered office	Centrix House Crow Lane East Newton Le Willows St Helens Merseyside WA12 9UY
Independent auditor	Grant Thornton UK LLP Chartered Accountants & Statutory Auditor Royal Liver Building Liverpool L3 1PS

NSM PROPERTY & ASSET MANAGEMENT LTD (FORMERLY NETWORK SPACE MANAGEMENT LIMITED)

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NSM PROPERTY & ASSET MANAGEMENT LTD (FORMERLY NETWORK SPACE MANAGEMENT LIMITED)

**DIRECTORS' REPORT
FOR THE YEAR ENDED 30 JUNE 2019**

The directors present their report and the financial statements for the year ended 30 June 2019.

Principal activity

The principal activity of the company is that of management of real estate on a fee or contract basis.

Directors

The directors who served during the year were:

R J Ainscough
D Adamson
N Jones (appointed 25 September 2018)

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 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs and 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;
- 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.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Post balance sheet events

There have been no significant events affecting the company since the year end.

NSM PROPERTY & ASSET MANAGEMENT LTD (FORMERLY NETWORK SPACE MANAGEMENT LIMITED)

**DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 30 JUNE 2019**

Disclosure of information to auditor

The directors confirm that:

- so far as each director is aware, there is no relevant audit information of which the company's auditor is unaware, and
- the directors 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 the company's auditor is aware of that information.

Auditor

The auditor, Grant Thornton UK LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

Small companies note

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

This report was approved by the board and signed on its behalf.



D Adamson
Director
Date: 25 June 2020



INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF NSM PROPERTY & ASSET MANAGEMENT LTD (FORMERLY NETWORK SPACE MANAGEMENT LIMITED)

Opinion

We have audited the financial statements of NSM Property & Asset Management Ltd (Formerly Network Space Management Limited) (the 'company') for the year ended 30 June 2019, which comprise the Profit and Loss Account, the Balance Sheet, 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 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 30 June 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

The impact of uncertainties arising from the UK exiting the European Union on our audit

Our audit of the financial statements requires us to obtain an understanding of all relevant uncertainties, including those arising as a consequence of the effects of macro-economic uncertainties such as Covid-19 and Brexit. All audits assess and challenge the reasonableness of estimates made by the directors and the related disclosures and the appropriateness of the going concern basis of preparation of the financial statements. All of these depend on assessments of the future economic environment.

Covid-19 and Brexit are amongst the most significant economic events currently faced by the UK, and at the date of this report their effects are subject to unprecedented levels of uncertainty, with the full range of possible outcomes and their impacts unknown. We applied a standardised firm-wide approach in response to these uncertainties. However, no audit should be expected to predict the unknowable factors or all possible future implications for a company associated with these particular events.



INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF NSM PROPERTY & ASSET MANAGEMENT LTD (FORMERLY NETWORK SPACE MANAGEMENT LIMITED) (CONTINUED)

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.

In our evaluation of the directors' conclusions, we considered the risks associated with the company's business model, including effects arising from Brexit, and analysed how those risks might affect the company's financial resources or ability to continue operations over the period of at least twelve months from the date when the financial statements are authorised for issue. In accordance with the above, we have nothing to report in these respects.

However, as we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the absence of reference to a material uncertainty in this Auditor's Report is not a guarantee that the company will continue in operation.

Other information

The directors are responsible for the other information. The other information comprises the information included in the Annual 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.



INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF NSM PROPERTY & ASSET MANAGEMENT LTD (FORMERLY NETWORK SPACE MANAGEMENT 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.

Matter on which we are required to report under the Companies Act 2006

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.

Matters on which we are required to report by exception

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.

Responsibilities of directors for the financial statements

As explained more fully in the Directors' Responsibilities Statement set out on page 1, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

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: www.frc.org.uk/auditorsresponsibilities. This description forms part of our Auditor's Report.

Use of our report



INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF NSM PROPERTY & ASSET MANAGEMENT LTD (FORMERLY NETWORK SPACE MANAGEMENT LIMITED) (CONTINUED)

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.

Grant Thornton UK LLP

Carl Williams
Senior Statutory Auditor
for and on behalf of Grant Thornton UK LLP
Statutory Auditor, Chartered Accountants
Liverpool

25 June 2020

NSM PROPERTY & ASSET MANAGEMENT LTD (FORMERLY NETWORK SPACE MANAGEMENT LIMITED)

**PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 30 JUNE 2019**

	Note	2019 £	2018 £
Turnover	4	1,019,390	-
Gross profit		<u>1,019,390</u>	<u>-</u>
Administrative expenses		(1,347,053)	(1,171)
Exceptional item	9	(2,150,852)	-
Operating loss	5	<u>(2,478,515)</u>	<u>(1,171)</u>
Interest receivable and similar income		25	43
Interest payable and similar expenses	8	(2,455)	-
Loss before tax		<u>(2,480,945)</u>	<u>(1,128)</u>
Tax on loss	10	62,661	-
Loss for the financial year		<u><u>(2,418,284)</u></u>	<u><u>(1,128)</u></u>

The notes on pages 10 to 22 form part of these financial statements.

NSM PROPERTY & ASSET MANAGEMENT LTD (FORMERLY NETWORK SPACE MANAGEMENT LIMITED)
REGISTERED NUMBER:05982867

BALANCE SHEET
AS AT 30 JUNE 2019

	Note	2019 £	2018 £
Fixed assets			
Intangible assets	11	104,056	-
Tangible assets	12	8,471	-
		<u>112,527</u>	<u>-</u>
Current assets			
Debtors: amounts falling due within one year	13	372,753	2,150,852
Cash at bank and in hand	14	20,665	15,762
		<u>393,418</u>	<u>2,166,614</u>
Creditors: amounts falling due within one year	15	(573,290)	(675)
Net current (liabilities)/assets		<u>(179,872)</u>	<u>2,165,939</u>
Net (liabilities)/assets		<u>(67,345)</u>	<u>2,165,939</u>
Capital and reserves			
Called up share capital		100,000	100,000
Capital contribution reserve	18	138,750	-
Loan notes	18	-	15,259,738
Profit and loss account	18	(306,095)	(13,193,799)
		<u>(67,345)</u>	<u>2,165,939</u>

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



D Adamson
 Director
 Date: 25 June 2020

The notes on pages 10 to 22 form part of these financial statements.

NSM PROPERTY & ASSET MANAGEMENT LTD (FORMERLY NETWORK SPACE MANAGEMENT LIMITED)

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 30 JUNE 2019**

	Called up share capital	Capital contribution reserve	Loan notes	Profit and loss account	Total equity
	£	£	£	£	£
At 1 July 2018	100,000	-	15,259,738	(13,193,799)	2,165,939
Comprehensive income for the year					
Loss for the year	-	-	-	(2,418,284)	(2,418,284)
Total comprehensive income for the year	-	-	-	(2,418,284)	(2,418,284)
Transfer to/from profit and loss account	-	138,750	(15,259,738)	15,305,988	185,000
At 30 June 2019	100,000	138,750	-	(306,095)	(67,345)

The notes on pages 10 to 22 form part of these financial statements.

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 30 JUNE 2018**

	Called up share capital	Loan notes	Profit and loss account	Total equity
	£	£	£	£
At 1 July 2017	100,000	15,259,738	(13,192,671)	2,167,067
Comprehensive income for the year				
Loss for the year	-	-	(1,128)	(1,128)
Total comprehensive income for the year	-	-	(1,128)	(1,128)
At 30 June 2018	100,000	15,259,738	(13,193,799)	2,165,939

The notes on pages 10 to 22 form part of these financial statements.

NSM PROPERTY & ASSET MANAGEMENT LTD (FORMERLY NETWORK SPACE MANAGEMENT LIMITED)

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2019**

1. General information

NSM Property & Asset Management Ltd (formerly Network Space Management Limited) is a private company limited by shares and incorporated in England and Wales. Its registered head office is located at Centrix House, Crow Lane East, Newton Le Willows, Merseyside, WA12 9UY.

The principal activity of the company is the management of real estate on a fee or contract basis.

2. Accounting policies

2.1 Basis of preparation of financial statements

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

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

The functional and presentational currency is pound sterling (£).

The following principal accounting policies have been applied:

2.2 Financial reporting standard 102 - reduced disclosure exemptions

The Company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by the FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d);
- the requirements of Section 11 Financial Instruments paragraphs 11.41(b), 11.41(c), 11.41(e), 11.41(f), 11.42, 11.44 to 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b) and 11.48(c);
- the requirements of Section 12 Other Financial Instruments paragraphs 12.26 to 12.27, 12.29(a), 12.29(b) and 12.29A;
- the requirements of Section 33 Related Party Disclosures paragraph 33.7.

This information is included in the consolidated financial statements of Network Space Holdings Limited as at 30 June 2019 and these financial statements may be obtained from Companies House, Crown Way, Cardiff, CF14 3UZ.

NSM PROPERTY & ASSET MANAGEMENT LTD (FORMERLY NETWORK SPACE MANAGEMENT LIMITED)

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2019**

2. Accounting policies (continued)

2.3 Measurement convention

The financial statements are prepared on the historical cost basis.

2.4 Going concern

The directors have produced forecasts and business models for the company covering the period to June 2021. These forecasts identify that the company can meet its day to day working capital requirements through cash generated from continued trade, current cash resources and availability of group funding through its parent company Network Space Holdings Limited.

In light of the increased economic uncertainty caused by the ongoing Covid-19 pandemic, the directors have obtained confirmation of support from their parent company to ensure that adequate financial support is available should it be required and confirmation that no company within the group will recall any amounts due from another group company unless the company owing any amounts are in a position to do so.

The Network Space Holdings Board has scrutinised the business models and tested the robustness of future trading forecasts, of all businesses in the group, and has satisfied itself with the assumptions and results and believe that the group has sufficient cash resources available to provide continued financial support to each company within the group for at least the next 12 months. Therefore the directors continue to adopt the going concern basis in preparing the annual report and accounts.

2.5 Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before revenue is recognised:

Rendering of services

Revenue from a contract to provide services is recognised in the period in which the services are provided in accordance with the stage of completion of the contract when all of the following conditions are satisfied:

- the amount of revenue can be measured reliably;
- it is probable that the company will receive the consideration due under the contract;
- the stage of completion of the contract at the end of the reporting period can be measured reliably; and
- the costs incurred and the costs to complete the contract can be measured reliably.

NSM PROPERTY & ASSET MANAGEMENT LTD (FORMERLY NETWORK SPACE MANAGEMENT LIMITED)

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2019**

2. Accounting policies (continued)

2.6 Operating leases: the company as lessee

Rentals paid under operating leases are charged to the Profit and Loss Account on a straight line basis over the lease term.

Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight line basis over the lease term, unless another systematic basis is representative of the time pattern of the lessee's benefit from the use of the leased asset.

2.7 Interest income

Interest income is recognised in the Profit and Loss Account using the effective interest method.

2.8 Finance costs

Finance costs are charged to the Profit and Loss Account over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

2.9 Current and deferred taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in the Profit and Loss Account, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the Balance Sheet date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

2.10 Exceptional items

Exceptional items are transactions that fall within the ordinary activities of the company but are presented separately due to their size or incidence.

NSM PROPERTY & ASSET MANAGEMENT LTD (FORMERLY NETWORK SPACE MANAGEMENT LIMITED)

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2019**

2. Accounting policies (continued)

2.11 Intangible assets

Intangible assets are initially recognised at cost. After recognition, under the cost model, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

All intangible assets are considered to have a finite useful life. If a reliable estimate of the useful life cannot be made, the useful life shall not exceed ten years.

2.12 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Motor vehicles	-	25%
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The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the Profit and Loss Account.

2.13 Debtors

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

2.14 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

2.15 Creditors

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

NSM PROPERTY & ASSET MANAGEMENT LTD (FORMERLY NETWORK SPACE MANAGEMENT LIMITED)

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2019**

2. Accounting policies (continued)

2.16 Provisions for liabilities

Provisions are made where an event has taken place that gives the company a legal or constructive obligation that probably requires settlement by a transfer of economic benefit, and a reliable estimate can be made of the amount of the obligation.

Provisions are charged as an expense to the Profit and Loss Account in the year that the company becomes aware of the obligation, and are measured at the best estimate at the Balance Sheet date of the expenditure required to settle the obligation, taking into account relevant risks and uncertainties.

When payments are eventually made, they are charged to the provision carried in the Balance Sheet.

2.17 Financial instruments

The company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in non-puttable ordinary shares.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade debtors and creditors, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However, if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or financed at a rate of interest that is not a market rate or in the case of an out-right short-term loan not at market rate, the financial asset or liability is measured, initially, at the present value of the future cash flow discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Profit and Loss Account.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If a financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate of the recoverable amount, which is an approximation of the amount that the company would receive for the asset if it were to be sold at the balance sheet date.

Financial assets and liabilities are offset and the net amount reported in the Balance Sheet when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

NSM PROPERTY & ASSET MANAGEMENT LTD (FORMERLY NETWORK SPACE MANAGEMENT LIMITED)

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2019**

3. Judgements in applying accounting policies and key sources of estimation uncertainty

The directors consider that there are no significant sources of estimation uncertainty or judgement in the preparation of these financial statements.

4. Turnover

Turnover represents the amounts derived from the provision of services to customers during the period (exc. VAT).

All turnover is derived from UK operations and is recognised when the service is delivered.

5. Operating loss

The operating loss is stated after charging:

	2019 £	2018 £
Depreciation of tangible fixed assets	2,824	-
Amortisation	34,469	-
Other operating lease rentals	15,066	-
	<u>42,359</u>	<u>-</u>

6. Auditor's remuneration

	2019 £	2018 £
Fees payable to the company's auditor and its associates for the audit of the company's annual financial statements	6,000	-
	<u>6,000</u>	<u>-</u>

7. Employees

There were no employees of the business in either the current or the prior year. All employee costs are incurred by the parent entity and recharged to NSM Property & Asset Management Ltd (formerly Network Space Management Limited).

8. Interest payable and similar expenses

	2019 £	2018 £
Other loan interest payable	2,455	-
	<u>2,455</u>	<u>-</u>

NSM PROPERTY & ASSET MANAGEMENT LTD (FORMERLY NETWORK SPACE MANAGEMENT LIMITED)

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2019**

9. Exceptional items

	2019 £	2018 £
Write off of intercompany loans	<u>2,150,852</u>	<u>-</u>

10. Taxation

	2019 £	2018 £
Corporation tax		
Group relief payable/(receivable)	(62,286)	-
Total current tax	<u>(62,286)</u>	<u>-</u>
Deferred tax		
Origination and reversal of timing differences	(375)	-
Effect of tax rate change on opening balance	-	-
Total deferred tax	<u>(375)</u>	<u>-</u>
Taxation on (loss)/profit on ordinary activities	<u>(62,661)</u>	<u>-</u>

NSM PROPERTY & ASSET MANAGEMENT LTD (FORMERLY NETWORK SPACE MANAGEMENT LIMITED)

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2019**

10. Taxation (continued)

Factors affecting tax charge for the year

The tax assessed for the year is higher than (2018 - the same as) the standard rate of corporation tax in the UK of 19% (2018 - 19%). The differences are explained below:

	2019 £	2018 £
Loss on ordinary activities before tax	<u>(2,480,945)</u>	<u>(1,000)</u>
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19.00% (2017: 19.75%)	(471,380)	(214)
Effects of:		
Expenses not deductible for tax purposes	408,724	95
Payment/(receipt) for group relief	(62,287)	-
Group relief surrendered/(claimed)	62,287	119
Adjust opening deferred tax to average rate of 19.00%	(6,525)	-
Deferred tax not recognised	6,520	-
Total tax charge for the year	<u><u>(62,661)</u></u>	<u><u>-</u></u>

Factors that may affect future tax charges

There were no factors that may affect future tax charges.

NSM PROPERTY & ASSET MANAGEMENT LTD (FORMERLY NETWORK SPACE MANAGEMENT LIMITED)

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2019**

11. Intangible assets

	Software £
Cost	
Additions	138,525
At 30 June 2019	<u>138,525</u>
Amortisation	
Charge for the year	34,469
At 30 June 2019	<u>34,469</u>
Net book value	
At 30 June 2019	<u><u>104,056</u></u>
At 30 June 2018	<u><u>-</u></u>

NSM PROPERTY & ASSET MANAGEMENT LTD (FORMERLY NETWORK SPACE MANAGEMENT LIMITED)

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2019**

12. Tangible fixed assets

	Motor vehicles £
Cost or valuation	
Additions	11,295
At 30 June 2019	<u>11,295</u>
Depreciation	
Charge for the year on owned assets	2,824
At 30 June 2019	<u>2,824</u>
Net book value	
At 30 June 2019	<u><u>8,471</u></u>
At 30 June 2018	<u><u>-</u></u>

NSM PROPERTY & ASSET MANAGEMENT LTD (FORMERLY NETWORK SPACE MANAGEMENT LIMITED)

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2019**

13. Debtors

	2019 £	2018 £
Trade debtors	11,384	-
Amounts owed by group undertakings	72,847	2,150,852
Other debtors	132,420	-
Prepayments and accrued income	155,727	-
Deferred taxation	375	-
	<u>372,753</u>	<u>2,150,852</u>

14. Cash and cash equivalents

	2019 £	2018 £
Cash at bank and in hand	<u>20,665</u>	<u>15,762</u>

15. Creditors: Amounts falling due within one year

	2019 £	2018 £
Trade creditors	8,252	-
Amounts owed to group undertakings	420,754	-
Other creditors	5,062	-
Accruals and deferred income	139,222	675
	<u>573,290</u>	<u>675</u>

NSM PROPERTY & ASSET MANAGEMENT LTD (FORMERLY NETWORK SPACE MANAGEMENT LIMITED)

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2019**

16. Share capital and loan notes

	2019 £	2018 £
50,000 A Ordinary shares of £1 each	50,000	50,000
50,000 B Ordinary shares of £1 each	50,000	50,000
Loan notes	-	15,259,738
	<u>100,000</u>	<u>15,359,738</u>

The A Ordinary Shares and B Ordinary Shares are separate classes of shares. A Ordinary Shares rank pari passu with B Ordinary shares in all respects except as note below:

The majority A Ordinary share holder has the right to appoint two directors to the Board of NSM Property & Asset Management Ltd (formerly Network Space Management Limited). The majority B Ordinary share holder has the right to appoint two directors to the Board of NSM Property & Asset Management Ltd (formerly Network Space Management Limited). The right to appoint and remove directors through a majority shareholding is a class right of A Ordinary and B Ordinary Shares respectively.

Loan Notes represented capital contributions made at the inception of the company by its joint owners. There were no priority repayments and no repayment schedules established. There was no coupon rate and as such no interest earned by the joint venture partners on these capital contributions. As such, the Loan Notes were treated as equity instruments in these financial statements. In the year these loan notes were waived by its owner and transferred to the profit and loss accounts as distributable reserves.

17. Deferred taxation

	2019 £
Charged to profit or loss	375
At end of year	<u>375</u>

The deferred tax asset is made up as follows:

	2019 £	2018 £
Accelerated capital allowances	375	-
	<u>375</u>	<u>-</u>

NSM PROPERTY & ASSET MANAGEMENT LTD (FORMERLY NETWORK SPACE MANAGEMENT LIMITED)

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2019**

17. Deferred taxation (continued)

The company has an unprovided deferred tax asset of £61,985 (2018: £55,465) relating to unrelieved tax losses. The directors have not recognised this asset on the basis that they believe it will take some time to recover.

18. Reserves

Profit and loss account

Includes all current and prior period retained profits and losses.

19. Commitments under operating leases

At 30 June 2019 the company had future minimum lease payments under non-cancellable operating leases as follows:

20. Related party transactions

As a wholly owned subsidiary of Datum Edge Limited, the company is exempt from requirements of FRS 102 Section 33 to disclose transactions with members of the group.

No key management personnel received remuneration from the company in either current or prior year.

21. Ultimate holding company and controlling party

The parent and controlling party of the company up until 23 October 2018 was Network Space Land Limited (formerly Network Space Developments Limited) and from this date it was Network Space Holdings Limited, a company registered in England. The results of NSM Property & Asset Management Ltd (formerly Network Space Management Limited) are consolidated in the financial statements of Network Space Holdings Limited, which heads the smallest group into which the results of the company are consolidated. Copies of the Network Space Holdings Limited accounts can be obtained from Companies House, Crown Way, Cardiff, CF14 3UZ.

The ultimate parent company is Datum Edge Limited, a company registered in England, which heads the largest group into which the results of the company are consolidated. Copies of the Datum Edge Limited accounts can be obtained from Companies House, Crown Way, Cardiff, CF14 3UZ.

The majority of the shares in Datum Edge Limited are owned by Mr R Ainscough who is the ultimate controlling party.