

WJS Properties 2 Limited

Registered number : 06397287

Annual report and financial statements

financial year ended 25 April 2020



WJS Properties 2 Limited

Registered number : 06397287

Directors and advisers

financial year ended 25 April 2020

DIRECTORS

J Watson
M Turner
WJS Executives Limited

COMPANY SECRETARY AND REGISTERED OFFICE

Company secretary: K A Denyer
Registered office:

The Riverside Building
Livingstone Road
Hessle
East Yorkshire
United Kingdom
HU13 0DZ
Company registration number: 06397287

INDEPENDENT AUDITORS

RSM UK Audit LLP
Two Humber Quays
Wellington Street West
Hull
HU1 2BN

LEGAL ADVISERS

Addleshaw Goddard
2 Sovereign Square
Sovereign Street
Leeds
LS1 4ER

BANKERS

Lloyds Bank Plc (Principal Banker)
Lovell Park
1 Lovell Park Road
Leeds
LS1 1NS

The directors present to the members their annual report and the audited financial statements of the company for the financial year ended 25 April 2020. This report has been prepared in accordance with the special provisions relating to small companies within Part 15 of the Companies Act 2006.

An exemption has been taken from preparing a Strategic report in accordance with the provisions applicable to companies entitled to the small company exemption.

PRINCIPAL ACTIVITIES

The company's principal activity is property development.

FINANCIAL PERFORMANCE

The company made an operating profit in the year of £123k (2019: £71k).

DIRECTORS

The directors holding office during the financial year and up to the date of signing of this report were:

J Watson (appointed 1 November 2019)

N G S Soutar (resigned 31 May 2020)

G M Urmston (resigned 26 July 2019)

M Turner (appointed 3 February 2020)

WJS Executives Limited

Qualifying third party indemnity provisions as defined by Section 234 of the Companies Act were in place throughout the year.

PRINCIPAL RISKS AND UNCERTAINTIES

Realising the value of the investment in the company's property portfolio.

FINANCIAL RISK MANAGEMENT

The company participates in a composite group funding programme and as a consequence is a party to a group multi-lateral guarantee to the company's bankers.

The company subscribes to the group's policies on financial risk management. The group's operations expose it to a variety of financial risks that include the effects of changes in debt market prices, credit risk, liquidity risk and interest rate risk. The group has in place a risk management programme that seeks to limit the adverse effects on financial performance by monitoring levels of debt finance and the related finance costs.

Given the size of the company, the directors have delegated the responsibility of monitoring financial risk management to the group's finance department. The directors will revisit the appropriateness of the group's financial risk management policy should there be a material change in the size or nature of the group's operations.

FUTURE DEVELOPMENTS

There are undoubtedly challenges in the commercial world in which we do business; however, the Board continues to believe that the opportunities for profitable growth outweigh the potential impact of the risks and uncertainties which face the group.

KEY PERFORMANCE INDICATORS

The directors consider operating profit to be the key performance measure of the company.

SAFETY, HEALTH AND ENVIRONMENTAL POLICIES

The group operates its businesses in a manner that actively seeks to prevent or minimise the possibility of its operations causing harm to people or the environment. We strive to provide the material and resources to educate and involve every individual in the group in achieving this objective.

Our principal objectives in this area are to:

- meet and, where appropriate, exceed the requirements of all relevant legislation;
- seek to design best practice safety features into new buildings, products and services and manage our facilities wisely and to site and maintain our buildings and plant to minimise any risk to health and safety;
- measure divisional management teams for their contribution to the continuous improvement of safety, health and environmental performance;
- communicate and exchange views with employees, employee representatives, customers, contractors, suppliers, neighbours and any other individual or organisation affected by our business.

DIRECTORS' RESPONSIBILITIES STATEMENT

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting

Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" Section 1A, 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 the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 102 Section 1A, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- 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 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 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.

DISCLOSURE OF INFORMATION TO AUDITORS

So far as each director is aware there is no relevant audit information of which the company's auditors are unaware. Relevant information is defined as "information needed by the company's auditors in connection with preparing their report".

Each director has taken all the steps that he ought to have taken in his duty as director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

INDEPENDENT AUDITORS

RSM UK Audit LLP have indicated their willingness to continue as auditors to the company.

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

This directors' report has been approved by the Board on 1 October 2020 and signed by order of the Board by,



K A Denyer
Company Secretary

Independent auditors' report to the members of WJS Properties 2 Limited

Opinion

We have audited the financial statements of The WJS Properties 2 Limited (the 'company') for the year ended 25 April 2020 which comprise the Statement of Total Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity, Accounting policies and notes to the financial statements. 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 25 April 2020 and of its profit 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

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 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. 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.

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 pages 2 and 3, 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: <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

Peter Adams FCA (Senior Statutory Auditor)
For and on behalf of RSM UK Audit LLP, Statutory Auditor
Two Humber Quays
Wellington Street
Hull
HU1 2BN

1 October 2020

Statement of Total Comprehensive Income

financial year ended 25 April 2020

	Note	2020	2019
		£000	£000
Turnover		297	261
Cost of sales		(168)	(132)
Gross profit		129	129
Administrative expenses		(6)	(58)
Operating profit		123	71
Income from fixed asset investments		-	-
Profit before taxation		123	71
Tax on profit	3	46	379
Profit for the financial year		169	450
Other comprehensive income for the year, net of tax		-	-
Total comprehensive income for the year		169	450

The Statement of Total Comprehensive Income for the financial year ended 25 April 2020 represents a 52-week period (2019: 52 weeks). All amounts relate to continuing operations.

Balance sheet

As at 25 April 2020

	Note	2020 £000	2019 £000
Fixed assets			
Tangible assets	4	3,443	3,443
		3,443	3,443
Current assets			
Cash and cash equivalents		129	-
Debtors	5	842	748
		971	748
Creditors: Amounts falling due within one year	6	(250)	(196)
Net current assets		721	552
Total assets less current liabilities		4,164	3,995
Net assets		4,164	3,995
Capital and reserves			
Called up share capital	12	361	361
Share premium account		3,064	3,064
Retained earnings		739	570
Total shareholders' funds		4,164	3,995

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 6 to 14 were approved by the Board of Directors on 1 October 2020 and signed on its behalf by:



M Turner
Director

WJS Properties 2 Limited
Registered number: 06397287

Statement of Changes in Equity*financial year ended 25 April 2020*

	Called up share capital £000	Share premium £000	Retained earnings £000	Total shareholders' funds £000
Balance at 28 April 2018	361	3,064	120	3,545
Profit and total comprehensive income for the year	-	-	450	450
Balance at 27 April 2019	361	3,064	570	3,995
Profit and total comprehensive income for the year	-	-	169	169
Balance at 25 April 2020	361	3,064	739	4,164

WJS Properties 2 Limited is a private company limited by shares and is incorporated and domiciled in England. The Registered Office is The Riverside Building, Livingstone Road, Hessle, HU13 0DZ.

These financial statements have been prepared in accordance with applicable United Kingdom accounting standards, including Financial Reporting Standard 102 – “The Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland” (“FRS 102”) and Section 1a with the Companies Act 2006. The financial statements have been prepared in accordance with the FRS 102 Triennial Review 2017. The reported financial position and performance for the previous period are not affected by the application of the FRS 102 Triennial Review 2017.

The financial statements are presented in Sterling (£) which is the functional currency of the company and rounded to the nearest £'000. These financial statements are prepared on a going concern basis, under the historical cost convention.

The company is part of a wider group that meets its day-to-day working capital requirements through its cash reserves and bank facilities.

The current COVID-19 pandemic has created an unprecedented challenge for the group in making judgements regarding trading prospects. The pandemic has severely impacted elements of the group's performance and levels of trade during the period post-'lockdown' (March 2020) through to the date of issuing these financial statements. The group has prepared forecasts up to April 2022 based upon what it considers to be prudent assumptions. After considering these forecasts, together with the available Government support, the directors are of the opinion they have enough resources to cover expected expenses for at least the 12 months post-issuing these financial statements.

The directors are also aware of the challenges and uncertainties that Brexit may bring in respect of the group's trading activities and some of its balance sheet values, however the directors feel that the group has adequate resources and is well placed to respond to these uncertainties.

Treasury management is carried out at a group level and as such, the directors have given consideration to the going concern of the group and its subsidiaries as a whole. The company has received written confirmation from the intermediate holding company, William Jackson Food Group Limited, that there is a willingness to continue to provide financial support as required for the forecast period.

As such, the directors consider that the company has adequate resources to continue in operational existence for a period of at least 12 months from the date of issue of these financial statements and believe it is appropriate to continue to adopt the going concern basis of accounting in preparing the financial statements.

The company's ultimate parent undertaking, William Jackson Foods Limited, includes the company in its consolidated financial statements. The consolidated financial statements of William Jackson Foods Limited are available to the public and may be obtained from the assistant company secretary at The Riverside Building, Livingstone Road, Hessle, East Yorkshire, HU13 0DZ. In these financial statements, the company is considered to be a qualifying entity (for the purposes of this FRS) and has applied the exemptions available under FRS 102 in respect of the following disclosures:

- The requirements of Section 4 Statement of Financial Position paragraph 4.12(a)(iv) Key Management Personnel compensation;
- The requirements of Section 7 Statement of Cash Flows and Section 3 Financial Statement Presentation paragraph 3.17(d);
- Certain requirements of Section 11 (Basic Financial Instruments) and section 12 (Other Financial Instruments), as equivalent disclosures are included in the consolidated financial statements of the group, in which the entity is consolidated; and
- The requirement of Section 33 Related Party Disclosures paragraph 33.7

The principal accounting policies, which have been consistently applied throughout the year, are set out below.

INVESTMENTS

Fixed asset investments are initially recorded at cost less any provision for impairment.

TANGIBLE ASSETS

Tangible fixed assets are stated at deemed cost less accumulated depreciation and accumulated impairment losses. Cost includes the original purchase price, costs directly attributable to bringing the asset to its working condition for its intended use, dismantling and restoration costs.

Where parts of an item of tangible fixed assets have different useful lives, they are accounted for as separate items of tangible fixed assets, for example land is treated separately from buildings.

Depreciation is calculated by reference to cost at rates estimated to write off the relevant assets, less any residual value, over their useful economic lives, taking into account normal commercial and technical obsolescence. The lives most widely applied are:

Land: Not depreciated

Buildings: 50 years

Depreciation methods, useful lives and residual values are reviewed if there is an indication of a significant change since last annual reporting date in the pattern by which the company expects to consume an asset's future economic benefits.

REVENUE RECOGNITION

Lease income is measured at the fair value of the consideration received/receivable.

All turnover relates to goods and services supplied in the United Kingdom.

TAXATION

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the profit and loss account except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised directly in equity or other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date, where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date.

Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

FINANCIAL INSTRUMENTS

The company has chosen to adopt sections 11 and 12 of FRS 102 in respect of financial instruments. Basic financial assets and liabilities, including trade and other receivables and payables, are initially recognised at transaction price and subsequently carried at amortised cost using the effective interest method.

SIGNIFICANT JUDGEMENTS AND ESTIMATES

Preparation of the financial statements requires management to make judgements and estimates. The items in the financial statements where these judgements and estimates have been made and are considered to have a significant impact on carrying values include:

Taxation

Management estimation is required to determine the amount of deferred tax assets that can be recognised, based upon likely timing and level of future taxable profit.

Determination of useful lives of tangible fixed assets

Depreciation is provided in order to write down assets over their estimated useful lives. The useful lives are based on management estimates using previous experience and expected usage patterns of the assets.

1 OPERATING PROFIT

The company's audit fee of £1,000 (2019: £1,000) is borne by William Jackson Food Group Limited, the company's immediate parent undertaking.

2 DIRECTORS' REMUNERATION AND EMPLOYEES

None of the directors received any remuneration in respect of their services to the company either in this or the previous financial year (2019: none).

There were no persons employed by the company in 2020 (2019: none).

3 TAX ON PROFIT

	2020	2019
	£000	£000
Current tax:		
UK corporation tax on profit for the year	-	-
Tax on profit	-	-
Deferred tax:		
Origination and reversal of timing differences	24	50
Adjustments in respect of prior years	(23)	(424)
Effect of changes in tax rates	(47)	(5)
Total deferred tax	(46)	(379)
Tax on profit	(46)	(379)
The differences between total current tax assessed and the standard rate of corporation tax in the UK are explained below:		
Profit before taxation	123	71
Profit multiplied by the standard composite rate of UK corporation tax of 19% (2019 – 19%)	23	13
Expenses not deductible	1	37
Adjustments in respect of prior years	(23)	(424)
Effect of changes in tax rates	(47)	(5)
Total current tax credit for the year	(46)	(379)

Factors affecting the current and future tax charge

Changes to the UK corporation tax rates were substantively enacted as part of Finance Bill 2015 (on 26 October 2015) and Finance Bill 2016 (on 7 September 2016). These include reductions to the main rate to reduce the rate to 19% from 1 April 2017 and to 17% from 1 April 2020. At budget 2020 the government announced that the corporation tax rate for the years starting 1 April 2020 and 2021 would remain at 19%. Deferred taxes at the balance sheet date have been measured using the latest budget rates.

4 TANGIBLE ASSETS	Land and buildings	Total
Cost	£000	£000
At 28 April 2019	3,443	3,443
Additions	-	-
At 25 April 2020	3,443	3,443
Accumulated depreciation		
At 28 April 2019	-	-
At 25 April 2020	-	-
Net book amount		
At 25 April 2020	3,443	3,443
At 27 April 2019	3,443	3,443
	2020	2019
Non-depreciable assets :	£000	£000
Land and buildings includes land at cost which is not subject to depreciation	3,443	3,443

5 DEBTORS	2020	2019
	£000	£000
Amounts owed by group undertakings	417	369
Deferred taxation	425	379
	842	748

Amounts owed by Group undertakings are un-secured, interest free, have no fixed date of repayment and are repayable on demand

6 CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR	2020	2019
	£000	£000
Amounts owed to group undertakings	250	196
	250	196

Amounts owed to Group undertakings are un-secured, interest free, have no fixed date of repayment and are repayable on demand.

Notes to the financial statements

financial year ended 25 April 2020

7 DEFERRED TAXATION	2020	2019
	£000	£000
Deferred tax		
At 27 April 2019 and 28 April 2018	(379)	-
Profit and loss account	(23)	45
Adjustment in respect of prior years	(23)	(424)
At 25 April 2020 and 27 April 2019	(425)	(379)
Provision for deferred tax comprises:		
Accelerated capital allowances	2	2
Other timing differences	(427)	(381)
	(425)	(379)

8 CAPITAL AND FINANCIAL COMMITMENTS

The company had no capital projects contracted for but not provided.

9 GUARANTEES

The company's principal bankers hold an unlimited composite cross guarantee by the company against advances made to certain fellow subsidiary undertakings.

10 IMMEDIATE AND ULTIMATE PARENT UNDERTAKINGS

The company's immediate parent undertaking is William Jackson Food Group Limited. At the balance sheet date, the company's ultimate parent undertaking, which was also the ultimate controlling party was William Jackson Foods Limited.

The company's results are consolidated within the results of William Jackson Foods Limited whose financial statements can be obtained from the Assistant Company Secretary at The Riverside Building, Livingstone Road, Hessle, East Yorkshire, HU13 0DZ. This is the smallest and largest group to consolidate the company's financial statements.

11 RELATED PARTY DISCLOSURES

As a wholly owned subsidiary of William Jackson Foods Limited at the balance sheet date, the company has taken advantage of the exemptions available under FRS 102 not to disclose transactions with other companies wholly owned within the Group that qualify as related parties and not to disclose key management personnel compensation.

12 CALLED UP SHARE CAPITAL	2020	2019
	£000	£000
Ordinary shares of £1 each:		
Authorised – 360,681 shares (2019: 360,681 shares)	361	361
Allotted, called up and fully paid – 360,681 shares (2019: 360,681 shares)	361	361