

B&Q PROPERTIES WITNEY LIMITED
(FORMERLY B&Q PROPERTIES 8 LIMITED)

Annual Report and Financial Statements

for the year ended 31 January 2017

Registered number: 07595124



B&Q PROPERTIES WITNEY LIMITED

Directors' report

for the year ended 31 January 2017

The directors present the Annual Report and the audited financial statements for the year ended 31 January 2017.

Principal activity

The Company was incorporated in April 2011 and remained dormant until it commenced trading on 22 December 2016. The principal activity of the Company is that of property investment. On 9 March 2017 the Company changed its name from B&Q Properties 8 Limited to B&Q Properties Witney Limited.

Business review and dividends

The loss for the financial year before taxation amounted to £3k (2016: £nil) and after taxation amounted to a loss of £17k (2016: £nil). No dividend has been paid or is proposed in respect of the year (2016: £nil).

Future outlook

The property will continue to be held for investment and potential development purposes.

Financial risk management

The Company's operations expose it to a variety of financial risks, which include interest rate risk, liquidity risk and credit risk.

As part of the Kingfisher plc group, the Company's interest rate and liquidity risks are managed centrally by the group's treasury department. The group treasury department has in place a risk management programme that seeks to limit the adverse effects on the financial performance of the Company by monitoring levels of debt finance and related finance costs.

Events after the balance sheet date

There are no events subsequent to 31 January 2017 impacting the Company's financial statements.

Going concern

The directors have adopted the going concern basis in preparing the financial statements. Further details regarding the adoption of the going concern basis can be found in the significant accounting policies in the notes to the financial statements.

Directors

The directors of the Company at 31 January 2017 and throughout the year unless otherwise indicated were:

G Smith	
M L Loeve	(resigned 3 May 2017)
A Watters	(resigned 27 May 2016)
D G McGloughlin	(appointed 3 May 2017 / resigned 14 June 2017)

Directors' responsibilities statement

The directors are responsible for preparing the Annual Report including 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 Financial Reporting Standard 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 of 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 judgments and accounting estimates that are reasonable and prudent;
- state whether Financial Reporting Standard 101 Reduced Disclosure Framework has 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.

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Directors' report (continued)

for the year ended 31 January 2017

Directors' responsibilities statement (continued)

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.

In preparing this report advantage has been taken of the small Companies' exemption under Companies Act 2006 s419(2) to provide a strategic report.

Auditor

Each of the persons who is a director at the date of approval of this report confirms that:

- so far as the director is aware, there is no relevant audit information of which the Company's auditor is unaware; and
- the director has taken all the steps that he/she ought to have taken as a director in order to make himself/herself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

Appointment of Auditor

Deloitte LLP has expressed its willingness to continue in office as auditor and resolution to reappoint them will be proposed at the forthcoming Annual General Meeting.

Approved by the Board and signed on its behalf by:



G Smith
Director

18 October 2017

B&Q PROPERTIES WITNEY LIMITED

Independent auditor's report to the members of B&Q Properties Witney Limited for the year ended 31 January 2017

We have audited the financial statements of B&Q Properties Witney Limited for the year ended 31 January 2017 which comprise the Income statement, the Statement of changes in equity, the Balance sheet, and the related notes 1 - 12. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS 101 "Reduced Disclosure Framework".

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.

Respective responsibilities of directors and auditor

As explained more fully in the Directors' Responsibilities Statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the Company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 January 2017 and of its loss for the year;
- 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.

Opinion on other matter 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.

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 any 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 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
- the directors were not entitled to take advantage of the small companies exemption in preparing the Directors' Report or from the requirement to prepare a Strategic Report; or
- we have not received all the information and explanations we require for our audit.

C. Siviter

Claire Siviter FCA (Senior Statutory Auditor)
for and on behalf of Deloitte LLP
Statutory Auditor
Southampton, United Kingdom

24 October 2017

B&Q PROPERTIES WITNEY LIMITED

Income statement

for the year ended 31 January 2017

£'000	Notes	2017	2016
		Total	Total
Revenue		50	-
Administrative expenses		(10)	-
Operating profit		40	-
Finance costs	4	(43)	-
Loss before taxation	5	(3)	-
Income tax expense	6	(14)	-
Loss for the year		(17)	-

All of the above transactions relate to continuing operations.

The Company has no recognised gains or losses in the current or preceding period other than the gains disclosed above; therefore no separate Statement of Comprehensive Income has been presented.

B&Q PROPERTIES WITNEY LIMITED

Statement of changes in equity for the year ended 31 January 2017

£'000	Attributable to equity shareholders of the Company	
	Retained earnings	Total
At 1 February 2016	-	-
Loss and total comprehensive income for the year	(17)	(17)
At 31 January 2017	(17)	(17)
At 1 February 2015	-	-
Loss and total comprehensive income for the year	-	-
At 31 January 2016	-	-

B&Q PROPERTIES WITNEY LIMITED

Balance sheet as at 31 January 2017

£'000	Notes	2017	2016
Non-current assets			
Investment property	7	9,780	-
Total assets		9,780	-
Current liabilities			
Trade and other payables	8	(9,783)	-
Current tax liabilities		(1)	-
		(9,784)	-
Non-current liabilities			
Deferred tax liabilities	9	(13)	-
		(13)	-
Total liabilities		(9,797)	-
Net assets		(17)	-
Equity			
Share capital	10	-	-
Retained earnings		(17)	-
Total equity		(17)	-

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

The financial statements of B&Q Properties Witney Limited (registered number 07595124) were approved by the Board of Directors on 18 October 2017 and signed on its behalf by:



G Smith
Director

B&Q PROPERTIES WITNEY LIMITED

Notes to the financial statements for the year ended 31 January 2017

1 General information

B&Q Properties Witney Limited is a private Company limited by shares incorporated and domiciled in the United Kingdom under the Companies Act. The address of the registered office is B&Q House, Chestnut Avenue, Chandlers Ford, Eastleigh, Hampshire, SO53 3LE. The nature of the Company's operations and its principal activities are set out in the directors' report on pages 1 to 2.

2 Significant accounting policies

The significant accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

a. Basis of preparation

The Company meets the definition of a qualifying entity under FRS 100 (Financial Reporting Standard 100) issued by the Financial Reporting Council. Accordingly these financial statements were prepared in accordance with FRS 101 (Financial Reporting Standard 101) 'Reduced Disclosure Framework' as issued by the Financial Reporting Council.

The financial statements have been prepared on the going concern basis under the historical cost convention and in accordance with applicable Accounting Standards in the United Kingdom and the Companies Act 2006.

As permitted by FRS 101, the Company has taken advantage of the disclosure exemptions available under that standard in relation to non-current assets held for sale, financial instruments, capital management, presentation of comparative information in respect of certain assets, standards not yet effective, presentation of a cashflow statement and related party transactions. Where required, equivalent disclosures are given in the consolidated financial statements of Kingfisher plc, which are publicly available.

b. Going concern

The Company's business activities and principal risks, together with the factors likely to affect its future development, performance and position are set out in the Directors' report. After considering the uncertain current economic outlook, and considering cashflow forecasts and projections which take into account reasonably possible changes in trading performance, the directors' have no reason to believe that a material uncertainty exists that may cast significant doubt about the ability of the Company to continue as a going concern and have reasonable expectations that the Company will continue in operational existence for the foreseeable future.

c. Revenue recognition

Revenue is comprised primarily of external rental income. Rental income from operating leases is recognised on a straight line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised on a straight line basis over the lease term.

Other income is comprised of profits and losses on disposal of assets and the impairment or reversal of impairment of investment properties.

d. Investment property

(i) Cost

Investment property is property held by the Company to earn rental income or for capital appreciation. The Company's investment properties are carried at cost less depreciation and provision for impairment.

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Notes to the financial statements (continued) for the year ended 31 January 2017

2 Significant accounting policies (continued)

d. Investment property (continued)

(ii) Depreciation

Depreciation is provided to reflect a straight line reduction from cost to estimated residual value over the estimated useful life of the asset as follows:

Freehold land	-	not depreciated
Freehold and long leasehold buildings	-	over remaining useful life
Short leasehold land and buildings	-	over remaining period of the lease

Long leaseholds are defined as those having remaining lease terms of more than 50 years. Asset lives and residual values are reviewed at each Balance sheet date.

(iii) Impairment

Investment properties are reviewed for impairment if events or changes in circumstances indicate that the carrying amount may not be recoverable. When a review for impairment is conducted, the recoverable amount is assessed by reference to the net present value of expected future pre-tax cash flows ('value-in-use') of the relevant cash generating unit or fair value less costs to sell if higher. The discount rate applied is based upon the Group's weighted average cost of capital with appropriate adjustments for the risks associated with the relevant cash generating unit. Any impairment in value is charged to the income statement in the period in which it occurs.

(iv) Disposal

The gain or loss arising on the disposal or retirement of an asset is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the income statement. Sales of land and buildings are accounted for when there is an unconditional exchange of contracts.

e. Taxation

The income tax expense represents the sum of the tax currently payable and deferred tax. The tax currently payable is based on taxable profit for the year.

Taxable profit differs from profit before taxation as reported in the income statement because it excludes items of income or expense which are taxable or deductible in other years or which are never taxable or deductible.

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit and is accounted for using the balance sheet liability method.

Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences or unused tax losses can be utilised. Deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill in a business combination. Deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction which affects neither the taxable profit nor the accounting profit. Deferred tax liabilities are recognised for taxable temporary differences arising on investments in subsidiaries, joint ventures and associates, except where the Company is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Current and deferred tax are calculated using tax rates which have been enacted or substantively enacted by the balance sheet date and are expected to apply in the period when the liability is settled or the asset is realised.

Current and deferred tax are charged or credited to the income statement, except when they relate to items charged or credited directly to equity, in which case the current or deferred tax is also recognised directly in equity.

B&Q PROPERTIES WITNEY LIMITED

Notes to the financial statements (continued) **for the year ended 31 January 2017**

2 Significant accounting policies (continued)

e. Taxation (continued)

Current and deferred tax assets and liabilities are offset against each other when they relate to income taxes levied by the same tax jurisdiction and when the Company intends to settle its current tax assets and liabilities on a net basis.

f. Financial instruments

Financial assets and financial liabilities are recognised on the Company's balance sheet when the Company becomes a party to the contractual provisions of the instrument. Financial assets are derecognised when the contractual rights to the cash flows from the financial asset expire or the Company has substantially transferred the risks and rewards of ownership. Financial liabilities (or a part of a financial liability) are derecognised when the obligation specified in the contract is discharged or cancelled or expires.

Financial assets and liabilities are offset only when the Company has a currently enforceable legal right to set-off the respective recognised amounts and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

(i) Trade payables

Trade payables are initially recognised at fair value and are subsequently measured at amortised cost.

3 Critical accounting estimates and judgements

The preparation of the financial statements under FRS 101 requires the Company to make estimates and assumptions that affect the application of policies and reported amounts. Estimates and judgements are continually evaluated and are based on historical experience and other factors including expectations of future events that are believed to be reasonable under the circumstances. Actual results may differ from these estimates. The estimates, judgements and assumptions which have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities within the next financial year are discussed below.

Impairment of assets

As required, the Company applies procedures to ensure that its assets are carried at no more than their recoverable amount. The procedures, by their nature, require estimates and assumptions to be made. The most significant are set out below.

Investment properties are reviewed for impairment on an annual basis. When a review for impairment is conducted, the recoverable amount of an asset or a cash generating unit is determined as the higher of fair value less costs to sell and value-in-use, calculated on the basis of external valuations, management's assumptions and estimates.

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Notes to the financial statements (continued) for the year ended 31 January 2017

4 Finance costs

£'000	2017	2016
Interest payable to Group undertakings	(43)	-
Net finance cost	(43)	-

Interest is incurred at a rate of 3.7842% (2016: nil)

5 Loss before taxation

The revenue consists of rental income derived in the UK.

£'000	2017	2016
Revenue	50	-

The following items of expense have been charged in arriving at loss before taxation:

£'000	2017	2016
Depreciation of property, plant and equipment and investment property		
- Owned assets	10	-

The cost of auditing the financial statements for the year was £688 (2016: none). This has been borne by B&Q Properties Limited and has not been recharged. There were no fees for non-audit services in the year (2016: none).

None of the directors received any emoluments in respect of services to the Company during the current year or prior period. The directors are remunerated by another group Company which is not recharged. There are no employees of the Company other than the directors.

6 Income tax expense

£'000	2017	2016
UK corporation tax		
Current tax on profits for the year	1	-
Deferred tax		
Current year charge	13	-
Income tax expense	14	-

Factors affecting tax charge for the year

The UK corporation tax rate reduced in the prior year from 21% to 20% with effect from 1 April 2015, and accordingly, the Company's profits for this accounting period are taxed at a rate of 20% (2016: nil).

From 1 April 2017 the rate of Corporation Tax has fallen from 20% to 19%, and from 1 April 2020 will fall again to 17%. These changes were enacted at the balance sheet date and have been reflected in the calculation of deferred tax balances.

The tax charge for the year differs from the standard rate of corporation tax in the UK of 20% (2016: nil). The differences are explained below:

£'000	2017	2016
Loss before taxation	(3)	-
Loss multiplied by the standard rate of corporation tax in the UK of 20.00% (2016: nil)	(1)	-
Net expenses/(income) not chargeable for tax purposes	2	-
Temporary differences:		
- Net gains on property	13	-
Income tax expense	14	-

Tax is received / paid by the parent Company and recharged / charged through the intercompany account.

B&Q PROPERTIES WITNEY LIMITED

Notes to the financial statements (continued) for the year ended 31 January 2017

7 Investment property

£'000	Land and buildings
Cost	
At 1 February 2016	-
Additions	9,790
At 31 January 2017	9,790
Depreciation	
At 1 February 2016	-
Charge for the year	(10)
At 31 January 2017	(10)
Net carrying amount	
At 31 January 2016	-
At 31 January 2017	9,780

A property valuation exercise is performed for internal purposes annually. Based on this valuation exercise, impairment was not indicated, and the fair value of investment property is £9,780k (2016: none).

8 Trade and other payables

£'000	2017	2016
Current		
Trade payables	88	-
Amounts owed to Group undertakings	9,695	-
Trade and other payables	9,783	-

Interest is paid on the intercompany balance at a rate of 3.7842% (2016: nil)

9 Deferred tax

£'000	2017	2016
Deferred tax liabilities	(13)	-
	(13)	-

Deferred tax assets and liabilities are offset where the Company has a legally enforceable right to do so.

Deferred tax is provided as follows:

£'000	2017	2016
Gains on property	(13)	-
Total deferred tax	(13)	-
£'000	Total	
At 1 February 2016	-	
Credit to income statement	(13)	
At 31 January 2017	(13)	
At 1 February 2015 and as at 31 January 2016	-	

10 Share capital

Ordinary £1 shares	Authorised shares	Allotted and fully paid shares	Nominal value £
At 1 February 2016	1	1	1
At 31 January 2017	1	1	1

There were no changes in share capital during the period.

B&Q PROPERTIES WITNEY LIMITED

Notes to the financial statements (continued) **for the year ended 31 January 2017**

11 Related party transactions

As permitted by FRS 101 the Company has taken advantage of the exemption not to disclose transactions either with its immediate parent undertaking or with other wholly owned subsidiaries of the Kingfisher plc group.

12 Ultimate parent undertaking

The Company's immediate parent undertaking is B&Q Properties Limited.

The Company's ultimate parent undertaking and controlling party is Kingfisher plc, a Company registered in England and Wales. The largest and smallest group preparing consolidated financial statements of which B&Q Properties Limited is a member of Kingfisher plc. The Annual Report and financial statements of Kingfisher plc may be obtained from the Company Secretary, Kingfisher plc, 3 Sheldon Square, Paddington, London W2 6PX.