

B&Q PROPERTIES WITNEY LIMITED

Annual Report and Financial Statements

for the year ended 31 January 2018

Registered number: 07595124

TUESDAY



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B&Q PROPERTIES WITNEY LIMITED

Directors' report

for the year ended 31 January 2018

The directors present the Annual Report and the audited financial statements for the year ended 31 January 2018.

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 profit for the financial year before taxation amounted to £109k (2017: loss of £3k) and after taxation amounted to a profit of £90k (2017: loss of £17k). No dividend has been paid or is proposed in respect of the year (2017: £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.

Credit risk is the risk that a counterparty will be unable to pay amounts when they fall due. The Company has implemented policies that require appropriate credit checks for relevant third party debts. The exposure on any individual counterparty is assessed as low so the directors believe that the credit risk for the Company is acceptable.

Events after the balance sheet date

There are no events subsequent to 31 January 2018 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 of accounting policies in the notes to the financial statements.

Directors

The directors of the Company at 31 January 2018 and throughout the year unless otherwise indicated were:

G Smith	(resigned 23 January 2018)
P Crisp	(appointed 3 October 2017)
H Feltham	(appointed 3 October 2017 / resigned 28 September 2018)
D G McGloughlin	(appointed 3 May 2017 / resigned 14 June 2017)
M L Loeve	(resigned 3 May 2017)
G Bell	(appointed 1 October 2018)

B&Q PROPERTIES WITNEY LIMITED

Directors' report (continued)

for the year ended 31 January 2018

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.

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 s415A to provide a strategic report and the relevant exemptions in preparing the Directors' 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:



P Crisp
Director

Date: 25-10-2018

B&Q PROPERTIES WITNEY LIMITED

Independent auditor's report to the members of B&Q Properties Witney Limited for the year ended 31 January 2018

Report on the audit of the financial statements

Opinion

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 January 2018 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice including Financial Reporting Standard 101 "Reduced Disclosure Framework"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements of B&Q Properties Witney Limited which comprise:

- the income statement;
- the statement of changes in equity;
- the balance sheet; and
- the related notes 1 to 12.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 101 "Reduced Disclosure Framework" (United Kingdom Generally Accepted Accounting Practice).

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 are required by ISAs (UK) to report in respect of the following matters where:

- the directors' use of the going concern basis of accounting in 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.

We have nothing to report in respect of these matters.

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 respect of these matters.

B&Q PROPERTIES WITNEY LIMITED

Independent auditor's report to the members of B&Q Properties

Witney Limited

for the year ended 31 January 2018

Report on the audit of the financial statements (continued)

Responsibilities of directors

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, 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.

Report on other legal and regulatory requirements

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 have 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 strategic report or the directors' report.

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required to report in respect of the following matters 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.
- the directors were not entitled to take advantage of the small companies' exemption in preparing the directors' report and from the requirement to prepare a strategic report.

We have nothing to report in respect of these matters.

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.

D. Winstone

Daryl Winstone (Senior Statutory Auditor)
for and on behalf of Deloitte LLP, Statutory Auditor
London, United Kingdom
Date: 30 October 2018

B&Q PROPERTIES WITNEY LIMITED

Income statement

for the year ended 31 January 2018

£'000	Notes	2018	2017
		Total	Total
Revenue		468	50
Administrative expenses		(58)	(10)
Operating profit		410	40
Finance costs	4	(301)	(43)
Profit / (loss) before taxation	5	109	(3)
Income tax expense	6	(19)	(14)
Profit / (loss) for the year		90	(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 2018

£'000	Attributable to equity shareholders of the Company		
	Share capital	Retained earnings	Total
At 1 February 2017	-	(17)	(17)
Profit / (loss) and total comprehensive income for the year	-	90	90
At 31 January 2018	-	73	73
At 1 February 2016	-	-	-
Profit / (loss) and total comprehensive income for the year	-	(17)	(17)
At 31 January 2017	-	(17)	(17)

Retained earnings represent accumulated profits from previous periods.

B&Q PROPERTIES WITNEY LIMITED

Balance sheet as at 31 January 2018

£'000	Notes	2018	2017
Non-current assets			
Investment property	7	9,722	9,780
Total assets		9,722	9,780
Current liabilities			
Trade and other payables	8	(9,617)	(9,783)
Current tax liabilities		(32)	-
		(9,649)	(9,783)
Non-current liabilities			
Deferred tax liabilities	9	-	(13)
Total liabilities		(9,649)	(9,797)
Net assets		73	(17)
Equity			
Share capital	10	-	-
Retained earnings		73	(17)
Total equity		73	(17)

The notes on pages 8 to 13 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 25 October 2018 and signed on its behalf by:



P Crisp
Director

B&Q PROPERTIES WITNEY LIMITED

Notes to the financial statements for the year ended 31 January 2018

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.

B&Q PROPERTIES WITNEY LIMITED

Notes to the financial statements (continued) for the year ended 31 January 2018

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.

B&Q PROPERTIES WITNEY LIMITED

Notes to the financial statements (continued) **for the year ended 31 January 2018**

2 Significant accounting policies (continued)

e. Taxation (continued)

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.

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 FRS101 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.

Sources of estimation uncertainty

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.

Judgements made in applying accounting policies

There are no critical judgements made in applying accounting policies.

B&Q PROPERTIES WITNEY LIMITED

Notes to the financial statements (continued) for the year ended 31 January 2018

4 Finance costs

£'000	2018	2017
Interest payable to Group undertakings	(301)	(43)
Net finance cost	(301)	(43)

Interest is incurred at a rate of 3.1681% (2017: 3.7842%)

5 Profit before taxation

The revenue consists of rental income derived in the UK.

£'000	2018	2017
Revenue	468	50

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

£'000	2018	2017
Depreciation of property, plant and equipment and investment property		
- Owned assets	58	10

The cost of auditing the financial statements for the year was £688 (2017: £688). 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 (2017: 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	2017
UK corporation tax		
Current tax on profits for the year	32	1
	32	1
Deferred tax		
Current year charge	(13)	13
	(13)	13
Income tax expense	19	14

Factors affecting tax charge for the year

The UK corporation tax rate reduced in the year from 20% to 19% with effect from 1 April 2017, and accordingly, the company's profits for this accounting period are taxed at a rate of 19.17% (2016/17: 20.00%).

From 1 April 2020 the UK corporation tax rate will fall to 17%. This change was enacted at the balance sheet date and has been reflected in the calculation of deferred tax balances where applicable.

The tax charge for the year differs from the standard rate of corporation tax in the UK of 19.17% (2017: 20.00%). The differences are explained below:

£'000	2018	2017
Loss before taxation	109	(3)
Loss multiplied by the standard rate of corporation tax in the UK of 19.17% (2017: 20.00%)	21	(1)
Net expenses/(income) not chargeable for tax purposes	11	2
Temporary differences:		
- Net gains / (losses) on property	(13)	13
Income tax expense	19	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 2018

7 Investment property

£'000	Land and buildings
Cost	
At 1 February 2017	9,790
At 31 January 2018	9,790
Depreciation	
At 1 February 2017	(10)
Charge for the year	(58)
At 31 January 2018	(68)
Net carrying amount	
At 31 January 2017	9,780
At 31 January 2018	9,722

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 (2017: £9,780k).

8 Trade and other payables

£'000	2018	2017
Current		
Trade payables	-	88
Amounts owed to Group undertakings	9,617	9,695
Trade and other payables	9,617	9,783

Interest is paid on the intercompany balance at a rate of 3.1681% (2017: 3.7842%)

9 Deferred tax

£'000	2018	2017
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	2018	2017
Gains on property	-	(13)
Total deferred tax	-	(13)
£'000		Total
At 1 February 2017		(13)
Credit to income statement		13
At 31 January 2018		-
At 1 February 2016 and as at 31 January 2017		(13)

B&Q PROPERTIES WITNEY LIMITED

Notes to the financial statements (continued) for the year ended 31 January 2018

10 Share capital

Allotted, authorised, called up, and fully paid	Authorised shares	Allotted and fully paid shares	Nominal value £
At 1 February 2017	1	1	1
At 31 January 2018	1	1	1

There were no changes in share capital during the period.

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.