

# Clarke Property Partner Limited

## REPORT AND FINANCIAL STATEMENTS

31 May 2017

TUESDAY



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COMPANIES HOUSE

Company Registration No. 07936300

# Clarke Property Partner Limited

## DIRECTOR AND OFFICERS

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### DIRECTOR

J A Clarke

### COMPANY NUMBER

07936300

### REGISTERED OFFICE

Clarke International Limited  
Hemnall Street  
Epping  
Essex  
CM16 4LG

### AUDITOR

RSM UK Audit LLP  
25 Farringdon Street  
London  
EC4A 4AB

# Clarke Property Partner Limited

## DIRECTOR'S REPORT

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The director submits his annual report and the financial statements of Clarke Property Partner Limited for the year ended 31 May 2017.

### PRINCIPAL ACTIVITY

The company's principal activity is property development/management.

### DIRECTOR

The following director has held office since 1 June 2016:

J A Clarke

### AUDITOR

RSM UK Audit LLP has indicated its willingness to continue in office.

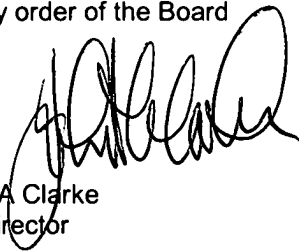
### STATEMENT AS TO DISCLOSURE OF INFORMATION TO THE AUDITOR

The director who was in office on the date of approval of these financial statements has confirmed that, as far as he is aware, there is no relevant audit information of which the auditor is unaware. The director has confirmed that he has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that it has been communicated to the auditor.

### SMALL COMPANY PROVISIONS

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

By order of the Board



J A Clarke  
Director

Date: 14/12 / 2017

# Clarke Property Partner Limited

## DIRECTOR'S RESPONSIBILITIES IN THE PREPARATION OF FINANCIAL STATEMENTS

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The director is responsible for preparing the Director's Report and the financial statements in accordance with applicable law and regulations.

Company law requires the director to prepare financial statements for each financial year. Under that law the director has elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law).

Under company law the director must not approve the financial statements unless he is 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 those financial statements, the director is required to:

- a. select suitable accounting policies and then apply them consistently;
- b. make judgments and accounting estimates that are reasonable and prudent; and
- c. prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The director is 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 him to ensure that the financial statements comply with the Companies Act 2006. He is 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.

# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CLARKE PROPERTY PARTNER LIMITED

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## Opinion on financial statements

We have audited the financial statements on pages 5 to 11. 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 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland".

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 May 2017 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.

## Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's website at <http://www.frc.org.uk/auditscopeukprivate>

## Opinion on other matter prescribed by the Companies Act 2006

In our opinion 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, based on the work undertaken in the course of our audit, 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 any material misstatements in the Directors' report.

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
- 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.

## Respective responsibilities of directors and auditor

As more fully explained in the Directors' Responsibilities Statement on page 3, 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 (APB's) Ethical Standards for Auditors.

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.



DAVID FENTON (Senior Statutory Auditor)  
For and on behalf of RSM UK Audit LLP, Statutory Auditor  
Chartered Accountants  
25 Farringdon Street  
London, EC4A 4AB  
Date: 21/12/2017

# Clarke Property Partner Limited

## STATEMENT OF INCOME AND RETAINED EARNINGS

For the year ended 31 May 2017

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	<i>Notes</i>	2017 £	2016 £
Administration expenses		(4,472)	(4,577)
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION	3	<u>(4,472)</u>	<u>(4,577)</u>
Taxation	2	-	-
LOSS ON ORDINARY ACTIVITIES AFTER TAXATION	9	<u>(4,472)</u>	<u>(4,577)</u>
RETAINED LOSS BROUGHT FORWARD		(14,852)	(10,275)
RETAINED LOSS CARRIED FORWARD		<u><u>(19,324)</u></u>	<u><u>(14,852)</u></u>

The loss for the year arises from the company's continuing operations.

# Clarke Property Partner Limited

## BALANCE SHEET

As at 31 May 2017

Company Registration No. 07936300

	Notes	2017 £	2016 £
<b>CURRENT ASSETS</b>			
Joint venture property work in progress	5	13,598,961	13,528,232
Debtors	6	1,000	1,000
Cash at bank and in hand		526	888
		<u>13,600,487</u>	<u>13,530,120</u>
<b>CREDITORS: Amounts falling due within one year</b>	7	(13,618,811)	(13,543,972)
<b>NET CURRENT LIABILITIES</b>		<u>(18,324)</u>	<u>(13,852)</u>
<b>NET LIABILITIES</b>		<u>(18,324)</u>	<u>(13,852)</u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	8	1,000	1,000
Profit and loss account	9	(19,324)	(14,852)
<b>SHAREHOLDER'S DEFICIT</b>	10	<u>(18,324)</u>	<u>(13,852)</u>

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

The financial statements on pages 5 to 11 were approved by the board of directors and authorised for issue on 14/12/2017 and are signed on its behalf by:

  
J A Clarke  
Director

# Clarke Property Partner Limited

## NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 May 2017

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### 1 ACCOUNTING POLICIES

#### *Basis of accounting*

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime. The company has adopted early the provisions of the Companies, Partnerships and Groups (Accounts and Reports) Regulations 2016. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £. The financial statements have been prepared on the historical cost convention. The principal accounting policies adopted are set out below.

These financial statements are the first financial statements of the Company prepared in accordance with Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (FRS 102) as applied to smaller entities by the adoption of Section 1A of FRS 102. The financial statements of the Company for the year ended 31 May 2016 were prepared in accordance with previous UK GAAP. Some of the FRS 102 recognition, measurement, presentation and disclosure requirements and accounting policy choices differ from previous UK GAAP. The director has also taken advantage of certain exemptions from the requirements of FRS 102 permitted by FRS 102 Chapter 35 'Transition to this FRS'. The transition from previous UK GAAP to FRS102 has not resulted in any amendments to accounting policies or adjustments to balances, although some accounting policies have been extended to comply with FRS 102.

#### *Turnover*

Turnover represents the total invoice value, excluding value added tax, of property sales during the period. Revenue is recognised on exchange of contracts where the sale is unconditional and the property construction has been substantially completed.

#### *Joint venture property work in progress*

Properties in the course of development are included in the balance sheet under joint venture property work in progress at the lower of cost or net realisable value.

Cost includes cost of acquisition and development to date, including directly attributable fees and expenses. All finance costs relating to properties in the course of development are expensed.

Property transactions are recognised on legal completion.

#### *Taxation*

The tax expense represents the sum of the current tax expense and deferred tax expense. Current tax assets are recognised when tax paid exceeds the tax payable.

Current tax is based on taxable loss for the year. Current tax assets and liabilities are measured using tax rates that have been enacted or substantively enacted by the reporting date.

Deferred tax is calculated at the tax rates that are expected to apply to the year when the asset is realised or the liability is settled based on tax rates that have been enacted or substantively enacted by the reporting date.



# Clarke Property Partner Limited

## NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 May 2017

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Deferred tax liabilities are recognised in respect of all timing differences that exist at the reporting date. Timing differences are differences between taxable profits and total comprehensive income that arise from the inclusion of income and expenses in tax assessments in different periods from their recognition in the financial statements. Deferred tax assets are recognised only to the extent that it is probable that they will be recovered by the reversal of deferred tax liabilities or other future taxable profits.

Deferred tax is recognised on income or expenses from subsidiaries, associates, branches and interests in jointly controlled entities, that will be assessed to or allow for tax in a future period except where the Company is able to control the reversal of the timing difference and it is probable that the timing difference will not reverse in the foreseeable future.

Deferred tax is recognised on differences between the value of assets (other than goodwill) and liabilities recognised in a business combination and the amounts that can be deducted or assessed for tax. The deferred tax recognised is adjusted against goodwill.

Current and deferred tax is charged or credited in profit or loss, except when it relates to items charged or credited to other comprehensive income or equity, when the tax follows the transaction or event it relates to and is also charged or credited to other comprehensive income, or equity.

Current tax assets and current tax liabilities and deferred tax assets and deferred tax liabilities are offset, if and only if, there is a legally enforceable right to set off the amounts and the entity intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

### *Going concern*

The company incurred a loss of £4,472 during the year ended 31 May 2017 and at that date the company had net liabilities of £18,324.

The director and ultimate controlling party, J.A. Clarke, has agreed to continue to provide financial support for the foreseeable future via the parent company to enable the company to meet its obligations as they fall due and will not request payment of amounts owed under the parent company loan account until the company is in a position to do so.

The director therefore considers that it is appropriate to prepare the financial statements on the going concern basis. The financial statements do not include any adjustments that would result if the company was unable to continue as a going concern.

### *Financial Instruments*

The Company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102, in full, to all of its financial instruments.

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument, and are offset only when the Company currently has a legally enforceable right to set off the recognised amounts and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

### *Financial assets*

#### *Trade, group and other debtors*

Trade, group and other debtors (including accrued income) which are receivable within one year and which do not constitute a financing transaction are initially measured at the transaction price and subsequently measured at amortised cost, being the transaction price less any amounts settled and any impairment losses.

# Clarke Property Partner Limited

## NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 May 2017

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A provision for impairment of debtors is established when there is objective evidence that the amounts due will not be collected according to the original terms of the contract. Impairment losses are recognised in profit or loss for the excess of the carrying value of the debtor over the present value of the future cash flows discounted using the original effective interest rate. Subsequent reversals of an impairment loss that objectively relate to an event occurring after the impairment loss was recognised, are recognised immediately in profit or loss.

Financial instruments are classified as liabilities and equity instruments according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities.

### *Equity instruments*

Financial instruments classified as equity instruments are recorded at the fair value of the cash or other resources received or receivable, net of direct costs of issuing the equity instruments.

### *Trade, group and other creditors*

Trade, group and other creditors (including accruals) payable within one year that do not constitute a financing transaction are initially measured at the transaction price and subsequently measured at amortised cost, being the transaction price less any amounts settled.

### *Derecognition of financial assets and liabilities*

A financial asset is derecognised only when the contractual rights to cash flows expire or are settled, or substantially all the risks and rewards of ownership are transferred to another party, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party. A financial liability (or part thereof) is derecognised when the obligation specified in the contract is discharged, cancelled or expires.

### *Reserves*

The profit and loss account represents the cumulative profit and loss, net of distribution to owners.

# Clarke Property Partner Limited

## NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 May 2017

2	TAXATION	2017 £	2016 £
	Current tax:		
	UK corporation tax on result of the year	-	-
	Tax (credit)/charge on loss on ordinary activities	-	-
	Factors affecting tax charge for the period		
	The tax assessed for the period is lower than the standard rate of corporation tax of 19% (2016 20%) as explained below:		
	Loss on ordinary activities before tax	(4,472)	(4,577)
	Loss on ordinary activities multiplied by the standard rate of corporation tax of 19.83% (2016 20.00%)	(887)	(915)
	Effects of:		
	Expenses not deductible for tax purposes	59	149
	Group relief surrendered	-	-
	Adjusting closing deferred tax to average rate of 19.83%	217	197
	Tax losses not utilised	611	569
		-	-

A potential deferred tax asset of approximately £2,380 (2016: £1,769) has not been recognised in the financial statements on the grounds of the uncertainty over its recoverability in the foreseeable future. The deferred tax asset arises due to tax losses carried forward of £13,999 (2016: £9,827) from the previous year.

3	LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION	2017 £	2016 £
	Loss on ordinary activities before taxation is stated after charging:		
	Auditor's remuneration	4,250	3,000

### 4 EMPLOYEES

The only employee of the company in the year was the director. The director received no remuneration in the year (2016: £nil)

### 5 JOINT VENTURE PROPERTY WORK IN PROGRESS

This represents the cost of properties acquired and subsequent development costs. At the year end the company had capital commitments in respect of the developments of £nil (2016: £nil).

6	DEBTORS	2017 £	2016 £
	Amounts due from parent entity	1,000	1,000

# Clarke Property Partner Limited

## NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 May 2017

7	CREDITORS: Amounts falling due within one year	2017 £	2016 £
	Amount due to parent entity	13,618,811	13,543,972
8	SHARE CAPITAL	2017 £	2016 £
	Allotted, issued and fully paid: 1,000 ordinary shares of £1 each	1,000	1,000
9	PROFIT AND LOSS ACCOUNT	2017 £	2016 £
	At 1 June 2016	(14,852)	(10,275)
	Loss for the year	(4,472)	(4,577)
	At 31 May 2017	(19,324)	(14,852)
10	RECONCILIATION OF MOVEMENT IN SHAREHOLDER'S DEFICIT	2017 £	2016 £
	Loss for the financial year	(4,472)	(4,577)
	Opening shareholder's deficit	(13,852)	(9,275)
	Closing shareholder's deficit	(18,324)	(13,852)
11	CONTROLLING PARTY		
	The company is 100% owned by Majestic Property & Estates Limited, a company incorporated in the United Kingdom. The ultimate controlling party is the director, J.A. Clarke.		
12	RELATED PARTY DISCLOSURES		
	During the year the parent company, Majestic Property & Estates Limited, provided financial support for the company, acting as the company's bankers. The amounts paid to suppliers on the company's behalf was £74,839 (2016: £380,953) and the total amount owed to Majestic Property & Estates Limited at the year end is £13,618,811 (2016: £13,543,972).		