

**Signature Senior Lifestyle Nominee  
III Ltd**

Directors' Report and Financial Statements

Year Ended

31 December 2022

Company Number 08824770



# Signature Senior Lifestyle Nominee III Ltd

## Company Information

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<b>Directors</b>	T G Wellner H Kirk K J Kowalik L K Cox S G Gardner
<b>Company secretary</b>	S G Gardner
<b>Registered number</b>	08824770
<b>Registered office</b>	Signature House Post Office Lane Beaconsfield Buckinghamshire HP9 1FN
<b>Independent auditor</b>	BDO LLP 2 City Place Beehive Ring Road Gatwick West Sussex RH6 0PA

# **Signature Senior Lifestyle Nominee III Ltd**

## **Contents**

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	<b>Page</b>
<b>Directors' Report</b>	<b>1 - 2</b>
<b>Directors' Responsibilities Statement</b>	<b>3</b>
<b>Independent Auditor's Report</b>	<b>4 - 7</b>
<b>Statement of Comprehensive Income</b>	<b>8</b>
<b>Statement of Financial Position</b>	<b>9</b>
<b>Statement of Changes in Equity</b>	<b>10</b>
<b>Notes to the Financial Statements</b>	<b>11 - 12</b>

# **Signature Senior Lifestyle Nominee III Ltd**

## **Directors' Report For the Year Ended 31 December 2022**

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The directors present their report together with the audited financial statements for the year ended 31 December 2022.

### **Principal activity**

The principal activity of the company is to provide nominee shareholding services. The company does not itself trade and has no beneficial interest in the shares held on behalf of its clients.

### **Directors**

The directors who served during the year and to the date of this report were:

T G Wellner  
A G Roche (resigned 31 July 2023)  
F Cerrone (resigned 31 December 2022)  
T B Newell (resigned 30 June 2022)  
G Y Chow (resigned 18 July 2023)  
J Hardy (resigned 1 January 2022)  
T J Ball (resigned 27 April 2022)  
H Kirk (appointed 1 January 2023)  
K J Kowalik (appointed 1 January 2023)  
L K Cox (appointed 5 June 2023)  
S G Gardner (appointed 5 June 2023)

### **Going concern**

At the year end the company had net current assets and net assets of £1 (2021: £1) and did not trade during the year. The company acts as a nominee shareholder with no beneficial ownership in the shares held on behalf of its client. The company for which it holds the legal ownership of the investment is considered by its directors to be a going concern. As such, the directors believe it is also therefore appropriate to prepare the company's financial statements on a going concern basis.

### **Disclosure of information to auditor**

Each of the persons who are directors at the time when this Directors' Report is approved has confirmed 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 ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the company's auditor is aware of that information.

### **Auditor**

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

## Signature Senior Lifestyle Nominee III Ltd

### Directors' Report (continued) For the Year Ended 31 December 2022

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#### Small companies note

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

This report was approved by the board on 16/11/2023 and signed on its behalf.

*Steven Gardner*

**S G Gardner**  
Director

# **Signature Senior Lifestyle Nominee III Ltd**

## **Directors' Responsibilities Statement For the Year Ended 31 December 2022**

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The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations.

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

# Signature Senior Lifestyle Nominee III Ltd

## Independent Auditor's Report to the Members of Signature Senior Lifestyle Nominee III Ltd

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### Opinion on the 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 December 2022 and of its result 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.

We have audited the financial statements of Signature Senior Lifestyle Nominee III Ltd ("the company") for the year ended 31 December 2022 which comprise the Statement of Comprehensive Income, the Statement of Financial Position, the Statement of Changes in Equity and the notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland* (United Kingdom Generally Accepted Accounting Practice).

### 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 believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### *Independence*

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.

### Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

# **Signature Senior Lifestyle Nominee III Ltd**

## **Independent Auditor's Report to the Members of Signature Senior Lifestyle Nominee III Ltd (continued)**

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### **Other information**

The directors are responsible for the other information. The other information comprises the information included in the Directors' Report and Financial Statements, 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.

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 course of 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 this gives rise to a material misstatement in the financial statements themselves. 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.

### **Other Companies Act 2006 reporting**

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 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
- we have not received all the information and explanations that 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' exemptions in preparing the Directors' Report and from the requirement to prepare a Strategic Report.



# Signature Senior Lifestyle Nominee III Ltd

## Independent Auditor's Report to the Members of Signature Senior Lifestyle Nominee III Ltd (continued)

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### 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.

#### *Extent to which the audit was capable of detecting irregularities, including fraud*

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

#### *Non-compliance with laws and regulations*

Based on our understanding of the company and the industry in which it operates, we identified that the principle laws and regulations that directly affect the financial statements are United Kingdom Accounting Standards including FRS 102 "The Financial Reporting Standards applicable in the UK and Republic of Ireland", the Companies Act 2006 and relevant tax compliance regulations in the United Kingdom.

Our procedures in respect of the above included:

- Enquiry with those charged with governance and management for any instances of non-compliance with laws and regulations;
- Review of minutes of meeting of those charged with governance for any instances of non-compliance with laws and regulations;
- Review of the company's documented policies and procedures for any instances of non-compliance with laws and regulations; and
- Review of financial statement to test compliance with the reporting requirements of the company.

#### *Fraud*

We assessed the susceptibility of the financial statements to material misstatement, including fraud. Our risk assessment procedures included:

- Enquiry with management and those charged with governance to understand where they considered there was susceptibility to fraud and by considering the key risks impacting the financial statements;
- Obtaining an understanding of the company's entity level controls and policies to prevent, deter or detect fraud; and
- Review of minutes of meeting of those charged with governance for any known or suspected instances of fraud.

# Signature Senior Lifestyle Nominee III Ltd

## Independent Auditor's Report to the Members of Signature Senior Lifestyle Nominee III Ltd (continued)

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### Auditor's responsibilities for the audit of the financial statements (continued)

#### *Fraud (continued)*

Based on our risk assessment, we considered the areas most susceptible to fraud to be management override of controls.

Our procedures in respect of the above included:

- Performing manual journal entry procedures and selecting risk based samples based on unique characteristics of the journal entries.

We also communicated relevant identified laws and regulations and potential fraud risks to all engagement team members who were all deemed to have appropriate competence and capabilities and remained alert to any indications of fraud or non-compliance with laws and regulations throughout the audit.

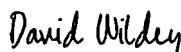
Our audit procedures were designed to respond to risks of material misstatement in the financial statements, recognising that the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery, misrepresentations or through collusion. There are inherent limitations in the audit procedures performed and the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we are to become aware of it.

A further description of our responsibilities is available on the Financial Reporting Council's website at: <https://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.

DocuSigned by:



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**David Wildey** (Senior Statutory Auditor)

For and on behalf of BDO LLP, statutory auditor  
Gatwick, UK

Date: 16 November 2023

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

## **Signature Senior Lifestyle Nominee III Ltd**

### **Statement of Comprehensive Income For the Year Ended 31 December 2022**

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The company has not traded during the year or the preceding financial year. During these periods, the company received no income and incurred no expenditure and therefore made neither profit nor loss.

The notes on pages 11 to 12 form part of these financial statements.

**Signature Senior Lifestyle Nominee III Ltd**  
Registered number:08824770

**Statement of Financial Position**  
**As at 31 December 2022**

	Note	2022 £	2021 £
<b>Current assets</b>			
Debtors	6	1	1
<b>Net current assets</b>		<u>1</u>	<u>1</u>
<b>Total assets less current liabilities</b>		<u>1</u>	<u>1</u>
<b>Net assets</b>		<u>1</u>	<u>1</u>
<b>Capital and reserves</b>			
Called up share capital	7	1	1
<b>Total equity</b>		<u>1</u>	<u>1</u>

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

The financial statements were approved and authorised for issue by the board and were signed on its behalf  
on 16/11/2023

*Steven Gardner*

**S G Gardner**  
Director

The notes on pages 11 to 12 form part of these financial statements.

# Signature Senior Lifestyle Nominee III Ltd

## Statement of Changes in Equity For the Year Ended 31 December 2022

	Called up share capital	Total equity
	£	£
At 1 January 2022	1	1
<b>Comprehensive income for the year</b>		
Result for the year	-	-
<b>Total comprehensive income for the year</b>	-	-
<b>At 31 December 2022</b>	<b>1</b>	<b>1</b>

## Statement of Changes in Equity For the Year Ended 31 December 2021

	Called up share capital	Total equity
	£	£
At 1 January 2021	1	1
<b>Comprehensive income for the year</b>		
Result for the year	-	-
<b>Total comprehensive income for the year</b>	-	-
<b>At 31 December 2021</b>	<b>1</b>	<b>1</b>

The notes on pages 11 to 12 form part of these financial statements.

# Signature Senior Lifestyle Nominee III Ltd

## Notes to the Financial Statements For the Year Ended 31 December 2022

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### 1. General information

Signature Senior Lifestyle Nominee III Ltd is a private company incorporated in England and Wales under the Companies Act. It is a company limited by shares. The address of the registered office is given on the Company Information page and the nature of the company's operations and its principal activities are set out in the Directors' Report.

### 2. Accounting policies

#### 2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Section 1A of FRS 102 (Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland) and the Companies Act 2006.

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

The presentational and functional currency of these financial statements is GBP. Values are rounded to the nearest pound.

The following principal accounting policies have been applied:

#### 2.2 Going concern

At the year end the company had net current assets and net assets of £1 (2021: £1) and did not trade during the year. The company acts as a nominee shareholder with no beneficial ownership in the shares held on behalf of its client. The company for which it holds the legal ownership of the investment is considered by its directors to be a going concern. As such, the directors believe it is also therefore appropriate to prepare the company's financial statements on a going concern basis.

#### 2.3 Debtors

Short-term debtors are measured at transaction price, less any impairment.

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

In preparing these financial statements, given the nature of the company's principal activity, the directors have not made any judgements or estimates.

### 4. Auditor's remuneration

The audit fee of £2,000 (2021: £2,210) for the company has been borne by Signature Senior Lifestyle Limited, a company which meets all the group overheads.

# Signature Senior Lifestyle Nominee III Ltd

## Notes to the Financial Statements For the Year Ended 31 December 2022

### 5. Employees

The company has no employees other than the five directors (2021: six), who received no remuneration during the year (2021: £Nil).

### 6. Debtors

	2022 £	2021 £
<b>Due after more than one year</b>		
Amounts owed by group undertakings	1	1

### 7. Share capital

	2022 £	2021 £
<b>Allotted, called up and fully paid</b>		
1 (2021: 1) ordinary share of £1	1	1

### 8. Related party transactions

The company has taken advantage of the exemption available in Section 33.1A of FRS 102 whereby it has not disclosed transactions with the ultimate parent company or any wholly owned subsidiary undertaking of the group.

### 9. Ultimate parent undertaking and controlling party

The company's immediate parent is Signature Senior Lifestyle GP III LLP, a limited liability partnership registered in England and Wales, and its ultimate parent company is Revera Inc., a company incorporated in Canada.

The parent company of the smallest and largest group for which consolidated accounts are produced, of which Signature Senior Lifestyle Nominee III Ltd is a member, is SSL Group (UK) Limited. The registered office address of SSL Group (UK) Limited is Signature House, Post Office Lane, Beaconsfield, Buckinghamshire, HP9 1FN. These consolidated accounts are publicly available from Companies House, Crown Way, Maindy, Cardiff, CF14 3UZ.

The directors consider the ultimate controlling party to be The Public Sector Pension Investment Board of Canada.