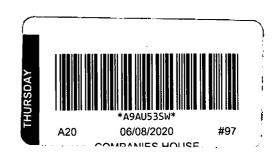
Registered number: 11061526

# TRITAX SYMMETRY DEVELOPMENT (BIGGLESWADE) UK LTD (FORMERLY DB SYMMETRY DEVELOPMENT (BIGGLESWADE) UK LTD)

# DIRECTORS' REPORT AND FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2019



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#### **COMPANY INFORMATION**

Directors DV4 Administration 1 UK Limited(resigned 19 February 2019)

Christian Matthews(resigned 19 February 2019, reappointed 4 December

2019)

Andrew Dickman(resigned 19 February 2019) Henry Chapman(resigned 19 February 2019)

Mark Shaw (appointed 19 February 2019, resigned 7 January 2020)

Bjorn Hobart (appointed 19 February 2019) Colin Godfrey (appointed 19 February 2019) Henry Franklin (appointed 19 February 2019) James Dunlop (appointed 19 February 2019) Richard Bowen (resigned 4 December 2019) Petrina Austin (appointed 19 February 2019)

Registered number

11061526

**Registered office** 

Grange Park Court Roman Way Northampton NN4 5EA

**Independent auditors** 

BDO LLP 55 Baker Street London W1U 7EU

**Bankers** 

HSBC Bank Plc 130 New Street Birmingham West Midlands B2 4JU

### DIRECTORS' REPORT FOR THE PERIOD ENDED 31 DECEMBER 2019

The directors present their report and the financial statements for the period ended 31 December 2019.

#### **Directors' responsibilities statement**

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 applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. 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 for the company's financial statements and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- 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 to 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.

#### **Principal activity**

The principal activity of the company for the period was commercial property development.

#### Results and dividends

The profit for the period, after taxation, amounted to £52,826 (2019 - loss £2,321).

#### **Directors**

The directors who served during the period and to the date of approval of the financial statements were:

DV4 Administration 1 UK Limited (resigned 19 February 2019)

Christian Matthews (resigned 19 February 2019, reappointed 4 December 2019)

Andrew Dickman (resigned 19 February 2019)

Henry Chapman (resigned 19 February 2019)

Mark Shaw (appointed 19 February 2019, resigned 7 January 2020)

Bjorn Hobart (appointed 19 February 2019)

Colin Godfrey (appointed 19 February 2019)

Henry Franklin (appointed 19 February 2019)

James Dunlop (appointed 19 February 2019)

Richard Bowen (resigned 4 December 2019)

Petrina Austin (appointed 19 February 2019)

## DIRECTORS' REPORT (CONTINUED) FOR THE PERIOD ENDED 31 DECEMBER 2019

#### Disclosure of information to auditors

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.

#### **Auditors**

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

#### 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 and signed on its behalf.

**Henry Franklin** 

Director

Date: 6 July 2020

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF TRITAX SYMMETRY DEVELOPMENT (BIGGLESWADE) UK LTD (FORMERLY DB SYMMETRY DEVELOPMENT (BIGGLESWADE) UK LTD)

#### Opinion

We have audited the financial statements of Tritax Symmetry Development (Biggleswade) UK Ltd (formerly db symmetry development (Biggleswade) UK Ltd) (the 'company') for the period ended 31 December 2019, which comprise the Statement of Income and Retained Earnings, the Balance Sheet and the related notes, 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).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2019 and of its profit for the period 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.

#### **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 Auditors' 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 United Kingdom, including the Financial Reporting Council's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may
  cast significant doubt about the company's ability to continue to adopt the going concern basis of
  accounting for a period of at least twelve months from the date when the financial statements are
  authorised for issue.

#### Other information

The 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 Auditors' 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

## INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF TRITAX SYMMETRY DEVELOPMENT (BIGGLESWADE) UK LTD (FORMERLY DB SYMMETRY DEVELOPMENT (BIGGLESWADE) UK LTD) (CONTINUED)

doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

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

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Directors' Report for the financial period for which the financial statements are prepared is consistent with the financial statements; and
- the Directors' Report has been prepared in accordance with applicable legal requirements.

#### Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the Directors' Report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies
  regime and take advantage of the small companies' exemptions in preparing the Directors' Report and
  from the requirement to prepare a Strategic Report.

#### **Responsibilities of directors**

As explained more fully in the Directors' Responsibilities Statement on page 2, 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.

## INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF TRITAX SYMMETRY DEVELOPMENT (BIGGLESWADE) UK LTD (FORMERLY DB SYMMETRY DEVELOPMENT (BIGGLESWADE) UK LTD) (CONTINUED)

#### Auditors' 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 Auditors' 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 Auditors' 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 Auditors' 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.

BDU LLIP

**Christopher Young (Senior Statutory Auditor)** 

for and on behalf of BDO LLP, Statutory Auditor

London, UK 8 July 2020

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

#### STATEMENT OF INCOME AND RETAINED EARNINGS FOR THE PERIOD ENDED 31 DECEMBER 2019

1 Fe 2	d from bruary 2019 to 31 ember 2019 £	Period from 13 November 2017 to 31 January 2019 £
Turnover 1,7	95,023	-
Cost of sales (1,7	43,141)	-
Gross profit	51,882	-
Administrative expenses	944	(2,321)
Loss before tax	52,826	(2,321)
Loss for the financial period	52,826	(2,321)
Retained earnings at the beginning of the period	(2,321)	
	(2,321)	-
Profit/(loss) for the period	52,826	(2,321)
Retained earnings at the end of the period	50,505 ———	(2,321)

All amounts included in the statement of comprehensive income relate to ongoing activities.

There are no items of comprehensive income other than the profit for the financial period.

The notes on pages 9 to 14 form part of these financial statements.

**REGISTERED NUMBER: 11061526** 

#### BALANCE SHEET AS AT 31 DECEMBER 2019

	Note		31 December 2019 £		31 January 2019 £
Current assets					
Stocks	5	-		175,408	
Debtors: amounts falling due within one year	6	1,306,884		34,979	
Cash at bank and in hand	7	198,199		536,039	
		1,505,083		746,426	
Creditors: amounts falling due within one year	8	(1,454,577)		(748,746)	
Net current assets/(liabilities)			50,506		(2,320)
Net assets/(liabilities)			50,506		(2,320)
Capital and reserves					
Called up share capital	9		1		1
Profit and loss account			50,505		(2,321)
			50,506		(2,320)

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and in accordance with the provisions of FRS 102 Section 1A - small entities.

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:

Henry Franklin

Director

Date: 6 July 2020

The notes on pages 9 to 14 form part of these financial statements.

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2019

#### 1. General information

Tritax Symmetry Development (Biggleswade) UK Ltd (formerly db symmetry Development (Biggleswade) UK Ltd) is a private company limited by share capital, incorporated in England and Wales, registration number 11061526. The address of the registered office is Grange Park Court, Roman Way, Northampton, NN4 5EA.

#### 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 Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland ('FRS 102') 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.

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 £1.

The following principal accounting policies have been applied:

#### 2.2 Going concern

The directors recognise the economic and trading uncertainties resulting from the evolving coronavirus pandemic. Accordingly, the directors have considered a range of potential scenarios of escalating impact and duration and have prepared a series of cash flow forecasts over this period taking into account any expected delay in planning permission and construction over the coming months which could have a knock on impact at the company level. The availability of additional financing from their ultimate parent company, Tritax Big Box REIT, together with monthly cashflow forecasting, lead the directors to believe that they can continue to meet their obligations.

The company has received an undertaking from its parent that no intra-group amounts owed by the company will be called for repayment for a period of at least 12 months from the date of approval of these financial statements unless the company is in a position to make payments without adversely affecting its ability to continue to trade and settle any future obligations.

#### 2.3 Turnover

Turnover comprises revenue arising on property development costs recharged to fellow group companies exclusive of Value Added Tax.

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2019

#### 2. Accounting policies (continued)

#### 2.4 Stocks

Work in progress is carried at the lower of cost and net realisable value and includes:

- Costs directly attributable to securing development contracts, to the extent that, at the time
  of expenditure, it is considered sufficiently probable that such contracts will be entered into.
- Subsequent costs associated with such secured development contracts to the extent that, at
  the time of expenditure, it is considered sufficiently probable that capitalised costs will be
  recovered through a successful conclusion to the contracts.

Costs attributed to contracts that have been realised and/or concluded in the period are taken to profit and loss. Costs attributed to contracts that, in the period, are no longer considered sufficiently probable to be successful are also taken to profit and loss.

#### 2.5 Debtors

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

#### 2.6 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

#### 2.7 Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

#### 2.8 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 to all of its financial instruments.

The company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade creditors, other debtors and creditors and loans due to group undertakings.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Statement of Income and Retained Earnings.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate of the recoverable amount, which is an approximation of the amount that the company would receive for the asset if it were to be sold at the balance sheet date.

Financial assets and liabilities are offset and the net amount reported in the Balance Sheet when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2019

#### 2. Accounting policies (continued)

#### 2.8 Financial instruments (continued)

net basis or to realise the asset and settle the liability simultaneously.

#### 3. Auditors' remuneration

The auditor's remuneration fees will be borne wholly by the parent entity.

The company has taken advantage of the exemption not to disclose amounts paid for non audit services as these are disclosed in the group accounts of the parent company.

#### 4. Taxation

Period from	Period from
1 February	13
2019 to	November
31	2017 to
December	31 January
2019	2019
3	£
-	-
2019	2019

**Total current tax** 

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2019

#### 4. Taxation (continued)

#### Factors affecting tax charge for the period

The tax assessed for the period is lower than (2019 - higher than) the standard rate of corporation tax in the UK of 19% (2019 - 19%). The differences are explained below:

	Period from 1 February 2019 to 31	Period from 13 November 2017 to
	December 2019 £	31 January 2019 £
(Loss) on ordinary activities before tax	52,826	(2,321)
(Loss) on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% Effects of:	10,037	(441)
Group relief claimed	(10,037)	441
Total tax charge for the period	•	-

#### Factors that may affect future tax charges

The Finance (No.2) Act 2015 was enacted on 18 November 2015, which introduced a reduction in the headline rate of corporation tax from 20% to 19% from 1 April 2017. The Finance Act 2020 set the main rate of Corporation Tax for all non-ring fence profits to 19% for financial years 2020 and 2021.

#### 5. Stock

	31	
	December	31 January
	2019	2019
	£	£
Work in progress	-	175,408
<del>=</del>		

During the year a further £669,645 of work in progress costs were incurred and a total of £845,053 was expensed to the P&L as costs recharged to fellow group undertakings.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2019

6.	Debtors		
		31 December 2019 £	31 January 2019 £
	Amounts owed by group undertakings Other tax receivables	1,306,884	34,979 ————
7.	Cash and cash equivalents		
		31 December 2019 £	31 January 2019 £
	Cash at bank and in hand	198,199	536,039 ————
8.	Creditors: Amounts falling due within one year		
		31 December 2019 £	31 January 2019 £
	Trade creditors	101,652	206,469
	Amounts owed to group undertakings	1,351,423	541,281
	Other taxation and social security	1,502	-
	Other creditors	•	996
		1,454,577	748,746
9.	Share capital		
		31 December 2019 £	31 January 2019 £
	Allotted, called up and fully paid	L	L
	1 (2019 - 1) Ordinary share of £1.00	1	1

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 DECEMBER 2019

#### 10. Capital commitments

At the reporting date, the company has a contractual commitment to develop and build a distribution centre for a third party and has entered into a construction contract to deliver this building. At 31 December 2019 the unaccrued remaining contractual spend was £31,661,694 which will be funded by a loan from the ultimate parent company. All commitments fall due within one year from the reporting date.

The company had no capital commitments as at 31 January 2019.

#### 11. Controlling party

The company's immediate parent undertaking is Tritax Symmetry Holdings (Biggleswade) Co. Limited (formerly db symmetry Holdings (Biggleswade) Co. Limited) a company incorporated in the British Virgin Islands.

On 19th February 2019, Tritax Big Box REIT PLC announced that it had completed an acquisition of 87% of the equity of db symmetry (BVI) Ltd, the company's intermediate parent. Following the acquisition the ultimate parent undertaking and controlling party of the company is now Tritax Big Box REIT PLC. Prior to the acquisition, the company's ultimate parent undertaking and controlling party was DV4 Limited, registered and incorporated in the British Virgin Islands.

At the reporting date Tritax Symmetry Limited is the parent of the smallest group of which the company was a member and for which group financial statements are prepared.

Tritax Big Box REIT Plc is the largest group of which the company was a member and for which group , financial statements are prepared.

#### 12. Events after the reporting period

The outbreak and unprecedented spread of the Corona virus pandemic across the globe has had a profound impact on local and global markets in a matter of weeks, and is expected to continue to shape the economic landscape for the immediate future. The Directors continue to monitor closely the impact of unfolding events in order to respond swiftly to any consequential implications on the business. Refer to Note 2.2 for further detail.

#### 13. Controlling party

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