

**STRATEGIC REPORT, REPORT OF THE DIRECTORS AND
FINANCIAL STATEMENTS
FOR THE PERIOD 1 JUNE 2021 TO 31 DECEMBER 2021
FOR
PIMLICO GROUP LIMITED**

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FOR THE PERIOD 1 JUNE 2021 TO 31 DECEMBER 2021**

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PIMLICO GROUP LIMITED
COMPANY INFORMATION
FOR THE PERIOD 1 JUNE 2021 TO 31 DECEMBER 2021

DIRECTORS:

M B Bidwell
G C Brown
J G Shell
J S Meyers

REGISTERED OFFICE:

Neighbourly Training Centre
Building 4 Brackley Campus
Buckingham Road
Brackley
Northamptonshire
NN13 7EL

REGISTERED NUMBER:

11138569 (England and Wales)

AUDITORS:

KBSP Partners LLP
Chartered Accountants
Statutory Auditors
Harben House
Harben Parade
Finchley Road
LONDON
NW3 6LH

**STRATEGIC REPORT
FOR THE PERIOD 1 JUNE 2021 TO 31 DECEMBER 2021**

The directors present their strategic report for the period 1 June 2021 to 31 December 2021.

REVIEW OF BUSINESS

At the beginning of the period the company was the ultimate parent company of a group which includes a trading subsidiary. In September 2021, the company was acquired by a USA based group and it became an intermediate parent company of a smaller UK group. The company had no income or expenditure during the period and its main asset is its investment in subsidiary undertakings.

Key Performance Indicators

As a non-trading intermediate parent company, the directors do not consider the company to have any key performance indicators.

The directors are satisfied with the performance of the company and its financial position as at the period end.

ON BEHALF OF THE BOARD:

J G Shell - Director

29 September 2022

**REPORT OF THE DIRECTORS
FOR THE PERIOD 1 JUNE 2021 TO 31 DECEMBER 2021**

The directors present their report with the financial statements of the company for the period 1 June 2021 to 31 December 2021.

DIVIDENDS

No final dividend was paid during the year.

FUTURE DEVELOPMENTS

Pimlico Group Limited will continue to act as non-trading Holding Company for its investments. There are no plans to increase those investments

DIRECTORS

The directors who have held office during the period from 1 June 2021 to the date of this report are as follows:-

M B Bidwell - appointed 20 September 2021

G C Brown - appointed 20 September 2021

J G Shell - appointed 20 September 2021

J S Meyers was appointed as a director after 31 December 2021 but prior to the date of this report.

SC Mullins OBE - resigned 20 September 2021

S C Mullins ceased to be a director after 31 December 2021 but prior to the date of this report.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Strategic Report, the Report of the Directors 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;
- 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.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditors are unaware, and each director 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 the company's auditors are aware of that information.

ON BEHALF OF THE BOARD:

J G Shell - Director

29 September 2022

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF PIMLICO GROUP LIMITED

Opinion

We have audited the financial statements of Pimlico Group Limited (the 'company') for the period ended 31 December 2021 which comprise the Profit and loss account, Balance Sheet, Statement of Changes in Equity and 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).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2021;
- 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 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

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.

Other information

The directors are responsible for the other information. The other information comprises the information in the Strategic Report and the Report of the Directors, but does not include the financial statements and our Report of the Auditors 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 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.

Opinions 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 Strategic Report and the Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic Report and the Report of the Directors have been prepared in accordance with applicable legal requirements.

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF PIMLICO GROUP LIMITED

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 Strategic Report or the Report of the Directors.

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.

Responsibilities of directors

As explained more fully in the Statement of Directors' Responsibilities set out on page three, 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 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.

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 a Report of the Auditors 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.

The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

Discussions with and enquiries of management and those charged with governance were held with a view to identifying those laws and regulations that could be expected to have a material impact on the financial statements. During the engagement team briefing, the outcomes of these discussions and enquiries were shared with the team, as well as consideration as to where and how fraud may occur in the entity.

The following laws and regulations were identified as being of significance to the entity:

- Those laws and regulations considered to have a direct effect on the financial statements include UK financial reporting standards, Company Law, Tax and Pensions legislation, and distributable profits legislation.
- Those laws and regulations for which non-compliance may be fundamental to the operating aspects of the business and therefore may have a material effect on the financial statements include health and safety legislation.

Audit procedures undertaken in response to the potential risks relating to irregularities (which include fraud and non-compliance with laws and regulations) comprised of: inquiries of management and those charged with governance as to whether the entity complies with such laws and regulations; enquiries with the same concerning any actual or potential litigation or claims; inspection of relevant legal correspondence; testing the appropriateness of journal entries; and the performance of analytical review to identify unexpected movements in account balances which may be indicative of fraud.

No instances of material non-compliance were identified. However, the likelihood of detecting irregularities, including fraud, is limited by the inherent difficulty in detecting irregularities, the effectiveness of the entity's controls, and the nature, timing and extent of the audit procedures performed. Irregularities that result from fraud might be inherently more difficult to detect than irregularities that result from error. As explained above, there is an unavoidable risk that material misstatements may not be detected, even though the audit has been planned and performed in accordance with ISAs (UK).

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 Report of the Auditors.

**REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF
PIMLICO GROUP LIMITED**

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 a Report of the Auditors 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.

Anthony Cowan FCA (Senior Statutory Auditor)
for and on behalf of KBSP Partners LLP
Chartered Accountants
Statutory Auditors
Harben House
Harben Parade
Finchley Road
LONDON
NW3 6LH

30 September 2022

PIMLICO GROUP LIMITED (REGISTERED NUMBER: 11138569)

**PROFIT AND LOSS ACCOUNT
FOR THE PERIOD 1 JUNE 2021 TO 31 DECEMBER 2021**

	Notes	period 1.6.21 to 31.12.21 £	year ended 31.5.21 £
TURNOVER		-	-
OPERATING PROFIT		-	-
Income from shares in group undertakings		-	3,200,000
PROFIT BEFORE TAXATION		-	3,200,000
Tax on profit	4	-	-
PROFIT FOR THE FINANCIAL PERIOD		-	3,200,000

The notes form part of these financial statements

PIMLICO GROUP LIMITED (REGISTERED NUMBER: 11138569)

**BALANCE SHEET
31 DECEMBER 2021**

	Notes	2021 £	2021 £
FIXED ASSETS			
Investments	6	<u>10,000</u>	<u>10,000</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>10,000</u>	<u>10,000</u>
CAPITAL AND RESERVES			
Called up share capital	7	5,000	5,000
Retained earnings	8	<u>5,000</u>	<u>5,000</u>
SHAREHOLDERS' FUNDS		<u>10,000</u>	<u>10,000</u>

The financial statements were approved by the Board of Directors and authorised for issue on 29 September 2022 and were signed on its behalf by:

J G Shell - Director

**STATEMENT OF CHANGES IN EQUITY
FOR THE PERIOD 1 JUNE 2021 TO 31 DECEMBER 2021**

	Called up share capital £	Retained earnings £	Total equity £
Balance at 1 June 2020	5,000	5,000	10,000
Changes in equity			
Dividends	-	(3,200,000)	(3,200,000)
Total comprehensive income	-	3,200,000	3,200,000
Balance at 31 May 2021	5,000	5,000	10,000
Changes in equity			
Balance at 31 December 2021	5,000	5,000	10,000

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD 1 JUNE 2021 TO 31 DECEMBER 2021**

1. STATUTORY INFORMATION

Pimlico Group Limited is a private company, limited by shares, registered in England and Wales. The company's registered number and registered office address can be found on the Company Information page.

2. ACCOUNTING POLICIES

Basis of preparing the financial statements

These financial statements have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

The current accounting period has been shortened to the seven months ended 31 December 2021 to be coterminous with the accounting period of the new group to which the company now belongs. The comparative period is the year ended 31 May 2021.

Financial Reporting Standard 102 - reduced disclosure exemptions

The company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirements of Section 7 Statement of Cash Flows;
- the requirement of paragraph 3.17(d);
- the requirements of paragraphs 11.42, 11.44, 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b) and 11.48(c);
- the requirements of paragraphs 12.26, 12.27, 12.29(a), 12.29(b) and 12.29A;
- the requirement of paragraph 33.7.

This information is included in the consolidated financial statements of Neighborly Company as at 31 December 2021 and these financial statements may be obtained from 1010 N. University Parks Dr., Waco TX 76707, USA.

Preparation of consolidated financial statements

The financial statements contain information about the company as an individual company and do not contain consolidated financial information as the parent of a group. The company is exempt under Section 401 of the Companies Act 2006 from the requirements to prepare consolidated financial statements as it and its subsidiary undertakings are included by full consolidation in the consolidated financial statements of a parent company.

Investments in subsidiaries

Investments in subsidiary undertakings are recognised at cost.

Dividends

Final equity dividends are recognised when declared and paid.

3. EMPLOYEES AND DIRECTORS

There were no staff costs for the period ended 31 December 2021 nor for the year ended 31 May 2021.

The average number of employees during the period was NIL (2021 - NIL).

	period 1.6.21 to 31.12.21 £	year ended 31.5.21 £
Directors' remuneration	-	-

4. TAXATION

Analysis of the tax charge

No liability to UK corporation tax arose for the period ended 31 December 2021 nor for the year ended 31 May 2021.

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE PERIOD 1 JUNE 2021 TO 31 DECEMBER 2021

5. DIVIDENDS

	period 1.6.21 to 31.12.21 £	year ended 31.5.21 £
Ordinary shares of £1 each		
Final	-	<u>3,200,000</u>

6. FIXED ASSET INVESTMENTS

	Shares in group undertakin £
COST	
At 1 June 2021	
and 31 December 2021	<u>10,000</u>
NET BOOK VALUE	
At 31 December 2021	<u>10,000</u>
At 31 May 2021	<u>10,000</u>

The company's investments at the Balance Sheet date in the share capital of companies include the following:

Pimlico Holdco Limited

Registered office: Neighbourly Training Centre, Building 4 Brackley Campus, Buckingham Road, Brackley, Northamptonshire, NN13 7EL

Nature of business: Holding company

	%
Class of shares:	holding
Ordinary	100.00
(Direct subsidiary)	

Pimlico Plumbers Limited

Registered office: Neighbourly Training Centre, Building 4 Brackley Campus, Buckingham Road, Brackley, Northamptonshire, NN13 7EL

Nature of business: Plumbing and heating services

	%
Class of shares:	holding
Ordinary	100.00
(Indirect subsidiary)	

7. CALLED UP SHARE CAPITAL

Allotted, issued and fully paid:				
Number:	Class:	Nominal value:	2021	2021
			£	£
5,000	Ordinary	£1	<u>5,000</u>	<u>5,000</u>

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE PERIOD 1 JUNE 2021 TO 31 DECEMBER 2021

8. **RESERVES**

Retained
earnings
£

At 1 June 2021

5,000

Profit for the period

-

At 31 December 2021

5,000

9. **ULTIMATE PARENT COMPANY**

Following the change of ownership of the company in September 2021, the immediate parent company is Neighbourly Brands Limited, and the ultimate parent company is Nest GP LLC, a company incorporated in the USA.

The largest group in which the results of the company are consolidated is that headed by Nest Holdings LP. The smallest group in which they are consolidated is that headed by Neighborly Company.

The registered office of both parents of the largest and smallest group, and the address from which the consolidated accounts can be obtained is 1010 N University Parks Dr., Waco, TX 76707. USA.

10. **RELATED PARTY DISCLOSURES**

The company has taken advantage of exemption, under the terms of Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland', not to disclose related party transactions with wholly owned subsidiaries within the group.

11. **ULTIMATE CONTROLLING PARTY**

Following the company's change of ownership in September 2021, there is no overall controlling party.

This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.