
MANDERLEY PROPERTIES (SPONSORSHIP) LIMITED

UNAUDITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED JUNE 30, 2018



MANDERLEY PROPERTIES (SPONSORSHIP) LIMITED

COMPANY INFORMATION

Directors	RL Hutchinson STA Hutchinson AA Hutchinson-Kane P Allen (resigned 21 March 2019)
Company secretary	STA Hutchinson
Registered number	NI069744
Registered office	Castle Factory Tandragee Armagh BT62 2AB
Accountants	Ernst & Young LLP Bedford House 16 Bedford Street Belfast BT2 7DT
Bankers	Ulster Bank Limited 11-16 Donegall Square East Belfast BT1 5UB

MANDERLEY PROPERTIES (SPONSORSHIP) LIMITED

CONTENTS

	Page
Directors' Report	1
Directors' Responsibilities Statement	2
Profit and Loss Account	3
Balance Sheet	4
Notes to the Financial Statements	5 - 13

MANDERLEY PROPERTIES (SPONSORSHIP) LIMITED

**DIRECTORS' REPORT
FOR THE YEAR ENDED JUNE 30, 2018**

The Directors present their report and the financial statements for the year ended June 30, 2018.

Principal activity

The principal activity of the Company during the period was property development.

Results

The loss for the year, after taxation, amounted to £50,010 (2017 - loss £144,026).

Directors

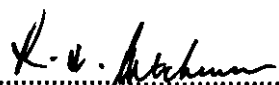
The Directors who served during the year and to the date of this report, except where noted, were:

RL Hutchinson
STA Hutchinson
AA Hutchinson-Kane
P Allen (resigned 21 March 2019)

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.


.....
RL Hutchinson
Director

Date: 22.3.18

MANDERLEY PROPERTIES (SPONSORSHIP) LIMITED

**DIRECTORS' RESPONSIBILITIES STATEMENT
FOR THE YEAR ENDED JUNE 30, 2018**

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 judgments and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- 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.

MANDERLEY PROPERTIES (SPONSORSHIP) LIMITED

**PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED JUNE 30, 2018**

	Note	2018 £	2017 £
Turnover	2	400,000	400,000
Cost of sales		-	-
Gross profit		400,000	400,000
Administrative expenses		(450,757)	(511,920)
Operating profit		(50,757)	(111,920)
Taxation on profit/(loss) on ordinary activities	4	747	(32,106)
Profit for the year		(50,010)	(144,026)

There are no items of other comprehensive income and accordingly a statement of other comprehensive income has not been presented.

The notes on pages 5 to 13 form part of these financial statements.

MANDERLEY PROPERTIES (SPONSORSHIP) LIMITED
REGISTERED NUMBER: NI069744

BALANCE SHEET
AS AT JUNE 30, 2018

	Note	30 June 2018 £	1 July 2017 £
Fixed assets			
Tangible fixed assets	5	513,625	593,664
		<u>513,625</u>	<u>593,664</u>
Current assets			
Debtors	6	4,013,345	3,613,316
Cash at bank and in hand	7	6,870	6,870
		<u>4,020,215</u>	<u>3,620,186</u>
Creditors: amounts falling due within one year	8	(70,283)	(177,291)
Net current assets		<u>3,949,932</u>	<u>3,442,895</u>
Total assets less current liabilities		<u>4,463,557</u>	<u>4,036,559</u>
Creditors: amounts falling due after more than one year	9	(4,785,677)	(4,307,923)
Provisions for liabilities			
Deferred tax	11	448	(299)
		<u>448</u>	<u>(299)</u>
Net liabilities		<u>(321,672)</u>	<u>(271,663)</u>
Capital and reserves			
Called up share capital	12	1	1
Profit and loss account		(321,673)	(271,664)
Shareholder's deficit		<u>(321,672)</u>	<u>(271,663)</u>

The Directors consider that the Company is entitled to exemption from audit under section 477 of the Companies Act 2006 and members have not required the Company to obtain an audit for the year in question in accordance with section 476 of Companies Act 2006.

The Directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements. 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 by:

.....
RL Hutchinson
Director

Date: 22.3.18

The notes on pages 5 to 13 form part of these financial statements.

MANDERLEY PROPERTIES (SPONSORSHIP) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED JUNE 30, 2018

1. Accounting policies

1.1 Statement of compliance and basis of preparation of financial statements

Manderley Properties (Sponsorship) Limited is a limited liability company registered in Northern Ireland. The registered office is Castle Factory, Tandragee, County Armagh, BT62 2AB.

The financial statements have been prepared under the historical cost convention and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006. The financial statements have been prepared in compliance with FRS 102 as it applies to the financial statements for the year ended 30 June 2018.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies.

The following principal accounting policies have been applied:

1.2 Going concern

The company's ultimate parent, Manderley Food Group Limited, has indicated its willingness to continue to support the company to meet its liabilities for the foreseeable future. Accordingly the directors believe it is appropriate to prepare the financial statements on a going concern basis.

1.3 Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before revenue is recognised:

1.4 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

MANDERLEY PROPERTIES (SPONSORSHIP) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED JUNE 30, 2018

1. Accounting policies (continued)

1.4 Tangible fixed assets (continued)

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Freehold property	- 2%
Plant & machinery	- 12.5%
Motor vehicles	- 33.33%
Other fixed assets	- Not depreciated

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the Profit and Loss Account.

1.5 Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

1.6 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.

1.7 Financial instruments

The Company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in non-puttable ordinary shares.

Financial assets and liabilities are measured at transaction price which is deemed to be fair value.

1.8 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.

MANDERLEY PROPERTIES (SPONSORSHIP) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED JUNE 30, 2018

1. Accounting policies (continued)

1.9 Pensions

Defined contribution pension plan

The Company operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Company pays fixed contributions into a separate entity. Once the contributions have been paid the Company has no further payment obligations.

The contributions are recognised as an expense in the Profit and Loss Account when they fall due. Amounts not paid are shown in accruals as a liability in the Balance Sheet. The assets of the plan are held separately from the Company in independently administered funds.

1.10 Statement of cash flows

The Company, being a subsidiary undertaking whose Group prepares publicly available consolidated financial statements which are intended to give a true and fair view, is exempt from the requirement to draw up a statement of cash flows in accordance with FRS 102.

1.11 Deferred taxation

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation.

A net deferred tax asset is recognised only if it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax assets and liabilities are calculated at the tax rates expected to be effective at the time and the timing differences are expected to reverse. Deferred tax assets and liabilities are expected to reverse. Deferred tax assets and liabilities are discounted.

1.12 Reduced disclosure framework

These financial statements are included in the consolidated financial statements of Manderley Food Group Limited. The reduced disclosure framework exemptions have been taken, and the shareholders of the company have been notified, and do not object to, the use of these exemptions.

2. Turnover

All turnover arose within the United Kingdom.

MANDERLEY PROPERTIES (SPONSORSHIP) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2018**

3. Operating loss

The operating loss is stated after charging:

	2018	2017
	£	£
Depreciation	18,239	16,045
Defined contribution pension cost	363	779
	<u>18,602</u>	<u>16,824</u>

4. Taxation

	2018	2017
	£	£
Corporation tax		
Adjustments in respect of previous periods	-	32,304
Total current tax	-	32,304
Deferred tax		
Movement in deferred tax provision	(747)	(170)
Impact of rate change on opening deferred tax	-	(28)
Total deferred tax	(747)	(198)
Taxation on (loss)/profit on ordinary activities	(747)	32,106

MANDERLEY PROPERTIES (SPONSORSHIP) LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2018

4. Taxation (continued)

Factors affecting tax charge for the year

The tax assessed for the year is lower than (2017 - lower than) the standard rate of corporation tax in the UK of 19% (2017 - 19.75%). The differences are explained below:

	2018 £	2017 £
Loss on ordinary activities before tax	(50,757)	(111,920)
Loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2017 - 19.75%)	(9,644)	(22,104)
Effects of:		
Disallowed expenses and non-taxable income	29,234	47,101
Losses received for nil payment	(30,749)	(25,194)
Adjustments in respect of previous periods - CT	-	32,304
Impact of rate change in opening DT	-	(28)
Difference in rate in CT & DT	88	27
Non-qualifying depreciation	1,590	-
Non-qualifying loss on disposal	11,742	-
Transfer pricing adjustments	(3,008)	-
Total tax charge for the year	(747)	32,106

Factors that may affect future tax charges

The UK corporation tax rate was reduced to 19% from 1 April 2017 and will reduce further to 17% from 1 April 2020. The reduction to 17% was announced in the March 2016 Budget and was substantively enacted on 6 September 2016 and this is the rate at which deferred tax has been provided.

MANDERLEY PROPERTIES (SPONSORSHIP) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2018**

5. Tangible fixed assets

	Freehold property £	Plant & machinery £	Other fixed assets £	Total £
Cost or valuation				
At 2 July 2017	358,302	57,985	270,799	687,086
Disposals	-	-	(61,800)	(61,800)
At June 30, 2018	<u>358,302</u>	<u>57,985</u>	<u>208,999</u>	<u>625,286</u>
Depreciation				
At 2 July 2017	72,399	21,023	-	93,422
Charge for the year on owned assets	7,164	11,075	-	18,239
At June 30, 2018	<u>79,563</u>	<u>32,098</u>	<u>-</u>	<u>111,661</u>
Net book value				
At June 30, 2018	<u>278,739</u>	<u>25,887</u>	<u>208,999</u>	<u>513,625</u>
At July 1, 2017	<u>285,903</u>	<u>36,962</u>	<u>270,799</u>	<u>593,664</u>

6. Debtors

	30 June 2018 £	1 July 2017 £
Due after more than one year		
Amounts owed by group undertakings	3,994,228	3,594,228
	<u>3,994,228</u>	<u>3,594,228</u>
Due within one year		
Other debtors	17,505	17,505
Prepayments and accrued income	1,612	1,583
	<u>4,013,345</u>	<u>3,613,316</u>

MANDERLEY PROPERTIES (SPONSORSHIP) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2018**

7. Cash and cash equivalents

	30 June 2018 £	1 July 2017 £
Cash at bank and in hand	6,870	6,870
	6,870	6,870

8. Creditors: Amounts falling due within one year

	30 June 2018 £	1 July 2017 £
Trade creditors	70,283	54,193
Accruals and deferred income	-	123,098
	70,283	177,291

9. Creditors: Amounts falling due after more than one year

	30 June 2018 £	1 July 2017 £
Amounts owed to group undertakings	4,785,677	4,307,923
	4,785,677	4,307,923

10. Pension commitments

The Company operates a defined contributions pension scheme. The assets of the scheme are held separately from those of the Company in an independently administered fund.

MANDERLEY PROPERTIES (SPONSORSHIP) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2018**

11. Deferred taxation

	2018 £
At beginning of year	(299)
Charged to profit or loss	747
At end of year	448

The deferred taxation balance is made up as follows:

	30 June 2018 £	1 July 2017 £
Accelerated capital allowances	(286)	(286)
Other timing differences	734	(13)
	448	(299)

MANDERLEY PROPERTIES (SPONSORSHIP) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2018**

12. Share capital

	30 June 2018 £	1 July 2017 £
Authorised		
10,000 Ordinary shares of £1 each	10,000	10,000
Allotted, called up and fully paid		
1 Ordinary share of £1	1	1

13. Related party transactions

The Company has taken advantage of the exemption under FRS102 from disclosing transactions with related parties that are part of the Manderley Food Group Limited.

14. Post balance sheet events

There have been no significant events affecting the Company since the year end.

15. Ultimate parent undertaking and controlling party

The smallest undertaking of which the Company is a member, and for which Group financial statements are prepared, is Manderley Properties Limited, a Company incorporated in Northern Ireland.

The largest undertaking of which the Company is a member, and for which Group financial statements are prepared is Manderley Food Group Limited ("the Group"), a Company incorporated in Great Britain. Group financial statements for this Company are prepared and are available to the public from Companies House, Crown Way, Maindy, Cardiff, CF14 3UZ.

16. Security for group borrowings

The Company has granted a fixed and floating charge over its assets to Ulster Bank Limited as security for Group borrowings.