Registered number: SC255675

CALA Land Investments (Bearsden) Limited

Annual report and financial statements

for the year ended 31 December 2021



Annual report and financial statements for the year ended 31 December 2021

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Directors and advisers

Directors

K Whitaker N J Stoddart G G Craig

Company secretary

Ledge Services Limited

Registered office

Adam House 5 Mid New Cultins Edinburgh EH11 4DU

Independent auditor

KPMG LLP 3rd Floor Saltire Court Edinburgh EH1 2EG

Banker

Bank of Scotland The Mound Edinburgh EH1 1YZ

Directors' report

The directors present their report and audited financial statements of the company for the year ended 31 December 2021.

This report has been prepared in accordance with the special provisions relating to small companies within Part 15 of the Companies Act 2006 and therefore a strategic report has not been presented.

Principal activities

The principal activity of the company was house building on a development site located in Bearsden. The company was established for this purpose and the development completed in 2019. No further trading is currently anticipated however future projects will be considered.

The profit before taxation for the year ended 31 December 2021 was £886,414 (2020: £826,051). At 31 December 2021 the company had net current liabilities of £674,098 (31 December 2020: £662,358).

Directors

The directors of the company at 31 December 2021 and who served throughout the year and up to the date of this report, unless where stated, are shown on page 1.

Modern slavery

Legal & General Group Plc and its global subsidiaries – including CALA Land Investments (Bearsden) Limited, recognise that companies have an obligation to ensure that their business and supporting supply chains are slavery free.

Legal & General's full modern slavery statement can be found at https://www.legalandgeneralgroup.com/.

Future outlook

The Bearsden development is complete, with the last legal completion having taken place in December 2019.

Principal risks and uncertainties

The management of the business and the execution of the company's strategy were subject to a number of risks. As the site is now complete it is not considered that there are any remaining key business risks.

Key performance indicators

The directors believe that analysis using key performance indicators for the company is not necessary or appropriate for an understanding of the development, performance or position of the company.

Dividends

The directors do not recommend the payment of a dividend (2020: £nil).

Directors' report (continued)

Coronavirus

The Company has assessed the reasonably plausible downside impacts of the coronavirus to its future financial forecasts and budgets and, given the limited trading activity, is currently not anticipating any significant impacts to its ability to meet its business objectives or to experience a significant operating cash flow impact. The risks of Coronavirus have been mitigated within the business, with risk assessments performed with respect to all stakeholders.

Going concern

The financial statements have been prepared on a going concern basis which the directors consider to be appropriate for the following reasons.

Given the current status of the Company's operations, the Directors consider it is highly unlikely that COVID-19 will have any impact on it. The Directors have performed a going concern assessment for a period of twelve months from the date of approval of these financial statements which indicates that, taking into account reasonable possible downsides, the Company will have sufficient funds, through funding from CALA Management Limited (its immediate parent company), to meet its liabilities as they fall due for that period.

CALA Management Limited has indicated its intention to continue to make available such funds as are needed by the Company for at least a period of twelve months from the date of signing of these financial statements. As with any company placing reliance on other group entities for financial support, the Directors acknowledge that there can be no certainty that this support will continue although, at the date of approval of these financial statements, they have no reason to believe that it will not do so.

Consequently, the Directors are confident that the Company will have sufficient funds to continue to meet its liabilities as they fall due for at least twelve months from the date of approval of the financial statements and therefore have prepared the financial statements on a going concern basis.

Disclosure of information to auditor

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditor is unaware; and each director has taken all the steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

Independent auditor

In accordance with section 487 of the Companies Act 2006, an elective resolution has been passed by shareholders in order to dispense with the need to hold annual general meetings and to appoint an auditor annually. KPMG LLP shall therefore continue as auditor to the company.

By order of the board

For and on behalf of Ledge Services Limited Company secretary

Company secretal 28 March 2022 Adam House 5 Mid New Cultins Edinburgh EH11 4DU

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 they have elected to prepare the financial statements in accordance with UK accounting standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 101 Reduced Disclosure Framework.

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 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;
- assess the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

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 responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

Independent auditor's report to the members of Cala Land Investments (Bearsden) Limited

Opinion

We have audited the financial statements of CALA Land Investments (Bearsden) Limited ("the Company") for the year ended 31 December 2021 which comprise the Balance sheet, the Profit and loss account, the Statement of changes in equity and related notes, including the accounting policies in note 1.

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 and of its profit for the year then ended;
- have been properly prepared in accordance with UK accounting standards, including FRS 101 Reduced Disclosure Framework, 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 are described below. We have fulfilled our ethical responsibilities under, and are independent of the Company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

Going concern

The directors have prepared the financial statements on the going concern basis as they do not intend to liquidate the Company or to cease its operations, and as they have concluded that the Company's financial position means that this is realistic. They have also concluded that there are no material uncertainties that could have cast significant doubt over its ability to continue as a going concern for at least a year from the date of approval of the financial statements ("the going concern period").

In our evaluation of the directors' conclusions, we considered the inherent risks to the Company's business model and analysed how those risks might affect the Company's financial resources or ability to continue operations over the going concern period.

Our conclusions based on this work:

- we consider that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate;
- we have not identified, and concur with the directors' assessment that there is not, a material uncertainty
 related to events or conditions that, individually or collectively, may cast significant doubt on the
 Company's ability to continue as a going concern for the going concern period.

However, as we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the above conclusions are not a guarantee that the Company will continue in operation.

Fraud and breaches of laws and regulations - ability to detect

Identifying and responding to risks of material misstatement due to fraud

To identify risks of material misstatement due to fraud ("fraud risks") we assessed events or conditions that could indicate an incentive or pressure to commit fraud or provide an opportunity to commit fraud. Our risk assessment procedures included:

- Enquiring of directors and management as to the Company's high-level policies and procedures to
 prevent and detect fraud, as well as whether they have knowledge of any actual, suspected or alleged
 fraud; and
- Reading Board minutes.

We communicated identified fraud risks throughout the audit team and remained alert to any indications of fraud throughout the audit.

Independent auditor's report to the members of Cala Land Investments (Bearsden) Limited (continued)

As required by auditing standards, we perform procedures to address the risk of management override of controls, in particular the risk that management may be in a position to make inappropriate accounting entries. On this audit we do not believe there is a fraud risk related to revenue recognition because we consider that there are limited incentives and opportunities to fraudulently adjust revenue recognised.

We did not identify any additional fraud risks.

In determining the audit procedures we took into account the results of our evaluation and testing of the operating effectiveness of the Company-wide fraud risk management controls.

We performed procedures including identifying journal entries to test based on risk criteria and comparing the identified entries to supporting documentation. These included unexpected journal combinations.

Identifying and responding to risks of material misstatement related to compliance with laws and regulations

We identified areas of laws and regulations that could reasonably be expected to have a material effect on the financial statements from our general commercial and sector experience, and through discussion with the directors (as required by auditing standards), and discussed with the directors and other management the policies and procedures regarding compliance with laws and regulations.

We communicated identified laws and regulations throughout our team and remained alert to any indications of non-compliance throughout the audit.

The potential effect of these laws and regulations on the financial statements varies considerably.

Firstly, the Company is subject to laws and regulations that directly affect the financial statements including financial reporting legislation (including related companies legislation), distributable profits legislation and taxation legislation, and we assessed the extent of compliance with these laws and regulations as part of our procedures on the related financial statement items.

Secondly, the Company is subject to many other laws and regulations where the consequences of non-compliance could have a material effect on amounts or disclosures in the financial statements, for instance through the imposition of fines or litigation. We identified the following areas as those most likely to have such an effect: health and safety, anti-bribery, employment law and certain aspects of company legislation recognising the nature of the Company's activities. Auditing standards limit the required audit procedures to identify non-compliance with these laws and regulations to enquiry of the directors and other management and inspection of regulatory and legal correspondence, if any. Therefore if a breach of operational regulations is not disclosed to us or evident from relevant correspondence, an audit will not detect that breach.

Context of the ability of the audit to detect fraud or breaches of law or regulation

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it.

In addition, as with any audit, there remained a higher risk of non-detection of fraud, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. Our audit procedures are designed to detect material misstatement. We are not responsible for preventing non-compliance or fraud and cannot be expected to detect non-compliance with all laws and regulations.

Directors' report

The directors are responsible for the directors' report. Our opinion on the financial statements does not cover that report and we do not express an audit opinion thereon.

Our responsibility is to read the directors' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

we have not identified material misstatements in the directors' report;

Independent auditor's report to the members of Cala Land Investments (Bearsden) Limited (continued)

- in our opinion the information given in that report for the financial year is consistent with the financial statements; and
- in our opinion that report has been prepared in accordance with the Companies Act 2006.

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required 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 take advantage of the small companies exemption from the requirement to prepare a strategic report.

We have nothing to report in these respects.

Directors' responsibilities

As explained more fully in their statement set out on page 4, the directors are responsible for: the preparation of the financial statements and for being satisfied that they give a true and fair view; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; 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 they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities

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 our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at www.frc.org.uk/auditorsresponsibilities.

The purpose of our audit work and to whom we owe our responsibilities

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.

MAN SING

Hugh Harvie (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants
3rd Floor
Saltire Court
Edinburgh
EH1 2EG
29 March 2022

Profit and loss account For the year ended 31 December 2021

·		Year to 31 December 2021	Year to 31 December 2020
	Note	£	£
Cost of sales		-	(2,342)
Gross loss		-	(2,342)
Operating expenses		(27)	(403)
Loss before interest and taxation		(27)	(2,745)
Interest receivable	4	886,441	828,796
Profit before taxation	2	886,414	826,051
Tax on profit	5	(168,418)	(150,205)
Profit for the financial year		717,996	675,846

All activities are continuing.

The notes on pages 11-16 form an integral part of these financial statements

The company has no recognised gains or losses other than those included in the profit and loss account above, and therefore no separate statement of other comprehensive income has been presented.

Balance sheet At 31 December 2021

		At 31 December 2021	At 31 December 2020
	Note	£	£
Non-current assets		•	
Trade and other receivables	6	14,239,034	13,509,298
		14,239,034	13,509,298
Current Assets	•		
Trade and other receivables	6		180_
Total current assets		-	180
Creditors: amounts falling due			•
within one year	7	(674,098)	,(662,538)
Net current liabilities		(674,098)	(662,358)
Net assets		13,564,936	12,846,940
Capital and reserves		•	
Called up share capital	8	7,576,004	7,576,004
· · · · · · · · · · · · · · · · · · ·	0	5,988,932	5,270,936
Profit and loss account		3,300,332	3,270,930
Total shareholders' funds		13,564,936	12,846,940

The notes on pages 11-16 form an integral part of these financial statements.

The financial statements of CALA Land Investments (Bearsden) Limited, company registration number: SC255675, were prepared under the small companies regime, were approved by the Board of Directors on 28 March 2022 and signed on its behalf by:

N J Stoddart Director

New Solms

Statement of changes in equity

	Called up share capital £	Profit and loss account	Total shareholders' funds £
At 31 December 2019	7,576,004	4,595,090	12,171,094
Profit for the financial year	-	675,846	675,846
At 31 December 2020	7,576,004	5,270,936	12,846,940
Profit for the financial year	-	717,996	717,996
At 31 December 2021	7,576,004	5,988,932	13,564,936

The notes on pages 11-16 form an integral part of these financial statements.

Notes to the financial statements for the year to 31 December 2021

1. Accounting Policies

General information

CALA Land Investments (Bearsden) Limited (the company) is a private company incorporated and domiciled in Scotland, United Kingdom under the Companies Act 2006. The address of the registered office is given on page 1. The nature of the company's operations and its principal activities are set out in the directors' report on pages 2 to 3.

These financial statements are presented in pounds sterling because that is the currency of the primary economic environment in which the company operates.

Basis of accounting

The financial statements have been prepared on the historical cost basis and on the basis of going concern. Historical cost is generally based on the fair value of the consideration given in exchange for the goods and services. The principal accounting policies adopted are set out below.

The company meets the definition of a qualifying entity under FRS 100 (Financial Reporting Standard 100) issued by the Financial Reporting Council. The financial statements have therefore been prepared in accordance with FRS 101 (Financial Reporting Standard 101) 'Reduced Disclosure Framework' as issued by the Financial Reporting Council and in accordance with the Companies Act 2006.

As permitted by FRS 101, the company has taken advantage of the disclosure exemptions available under that standard in relation to financial instruments, presentation of comparative information in respect of certain assets, presentation of a cash-flow statement, standards not yet effective, impairment of assets and related party transactions.

Where relevant, equivalent disclosures have been given in the group financial statements of CALA Group (Holdings) Limited. The group financial statements of CALA Group (Holdings) Limited are available to the public and can be obtained as set out in note 9.

Going concern

The financial statements have been prepared on a going concern basis which the directors consider to be appropriate for the following reasons.

Given the current status of the Company's operations, the Directors consider it is highly unlikely that COVID-19 will have any impact on it. The Directors have performed a going concern assessment for a period of twelve months from the date of approval of these financial statements which indicates that, taking into account reasonable possible downsides, the Company will have sufficient funds, through funding from CALA Management Limited (its immediate parent company), to meet its liabilities as they fall due for that period.

CALA Management Limited has indicated its intention to continue to make available such funds as are needed by the Company for at least a period of twelve months from the date of signing of these financial statements. As with any company placing reliance on other group entities for financial support, the Directors acknowledge that there can be no certainty that this support will continue although, at the date of approval of these financial statements, they have no reason to believe that it will not do so.

Notes to the financial statements for the year to 31 December 2021 (continued)

1. Accounting Policies (continued)

Consequently, the Directors are confident that the Company will have sufficient funds to continue to meet its liabilities as they fall due for at least twelve months from the date of approval of the financial statements and therefore have prepared the financial statements on a going concern basis.

Interest

Interest is charged / credited to the profit and loss account in the year in which it is incurred.

Taxation

Tax is recognised in the profit and loss account, except to the extent that it relates to items recognised in other comprehensive income or directly in shareholders' funds. In this case, the tax is also recognised in other comprehensive income or directly in shareholders' funds, respectively.

The current tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the balance sheet date. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred tax is recognised on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the balance sheet date and are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled.

Deferred tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred taxes assets and liabilities relate to taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

Notes to the financial statements for the year to 31 December 2021 (continued)

Critical accounting judgements and key sources of estimation uncertainty In applying the company's accounting policies the directors have made no individual judgements or estimates that have a significant impact upon the financial statements...

2. Profit before taxation

Fees in respect of audit services were £6,000 (2020: £6,000). In the year to 31 December 2021 these fees were borne by CALA Management Limited, a fellow group company. Fees in respect of taxation services were £nil (2020: £nil).

3: Directors and employees

	Year to 31	Year to 31
	December	December
•	2021	2020
•	Number	Number
Average monthly number of employees:		
Directors	3	3

No employment costs were incurred during the year to 31 December 2021 (2020: £nil). Directors' remuneration is borne by CALA Management Limited, a fellow group company. No material qualifying services were provided by the directors to the company during either the current year or prior period.

4. Interest receivable

	Year to 31 December 2021	Year to 31 December 2020
	£	£
Interest receivable on intercompany loans	886,441	828,796
5. Tax on profit	•	
	Year to 31 December 2021	Year to 31 December 2020
(a) Recognised in the profit & loss account	£	£
Current tax		
Current year	168,419	156,950
Adjustment in respect of prior years	(1)	(6,745)
Current tax charge	168,418	150,205
Tax on profit	168,418	150,205

Notes to the financial statements for the year to 31 December 2021 (continued)

(b) Reconciliation of effective tax rate:

To calculate the current tax on profits, the rate of tax used is 19% (2020: 19%), which is the average rate of corporation tax applicable for the year. The tax attributable to equity holders differs from the tax calculated at the standard UK Corporation Tax rate as follows:

	Year to 31 December 2021 £	Year to 31 December 2020 £
Profit for the year	717,996	675,846
Total tax charge	168,418	150,205
Profit before taxation	886,414	826,051
Profit before taxation multiplied by standard rate of corporation tax in the UK of 19% (2020: 19%)	168,419	156,950
Effects of: Adjustment in respect of prior years – current tax	(1)	(6,745)
Total tax charge for the year	168,418	150,205

5. Tax on profit (continued)

(c) Tax rates

Finance Act 2021 increased the rate of corporation tax from 19% to 25% from 1 April 2023. The prevailing rate of UK corporation tax for the year therefore remained at 19%. The future enacted tax rate of 25% has been used in the calculation of UK deferred tax assets and liabilities, as the rate of corporation tax that is expected to apply when those deferred tax balances reverse.

To calculate the current tax on profits, the rate of tax used is 19.0% (2020: 19.0%), which is the average rate of Corporation Tax applicable for the year.

Notes to the financial statements for the year to 31 December 2021 (continued)

6. Trade and other receivables

	31 December 2021 £	31 December 2020 £
Amounts falling due after 1 year: Amounts due from group undertakings	14,239,034	13,509,298
Amounts due nom group undertakings	14,239,034	13,509,298
Amounts falling due within 1 year:	•	•
Other receivables	·	180
		180
Total trade and other receivables	14,239,034	13,509,478

The directors consider that the carrying value of debtors approximates their fair value,

Amounts due from group undertakings are unsecured, bear interest at a market rate and are repayable on demand.

7. Creditors: amounts falling due within one year

	31 December 2021	31 December 2020
	£	£
Trade creditors	34,670	66,606
Corporation tax	168,419 ·	156,950
Accruals and deferred income	3,756	4,917
Bank Overdraft	467,253	434,065
	674,098	662,538

The directors consider that the carrying value of creditors approximates their fair value.

Notes to the financial statements for the year to 31 December 2021 (continued)

8. Called up share capital

	Allotted and fully Paid 2021 £	Allotted and fully Paid 2020 £
7,576,003 'A' (2020: 7,576,003) ordinary shares of £1 each	7,576,003	7,576,003
1 'B' (2020: 1) ordinary share of £1 each	1	1_
	7,576,004	7,576,004

All classes of share capital rank equally and hold equal voting rights.

9. Controlling party

The immediate parent undertaking is CALA Ventures Limited. The intermediate parent company, at which level these financial statements are consolidated, is CALA Group (Holdings) Limited. The consolidated financial statements of CALA Group (Holdings) Limited are available from CALA House, 54 The Causeway, Staines-Upon-Thames, Surrey TW18 3AX.

The ultimate parent company is Legal & General Group Plc. Legal & General Group Plc is the largest group of financial statements where the results of the company are consolidated. Copies of the accounts of the ultimate holding company, Legal & General Group Plc, are available, at the Registered Office, One Coleman Street, London, EC2R 5AA, on the group website at www.legalandgeneralgroup.com or from the Company Secretary.