Registered number: SC297903

NEW CITY VISION (DRUMCHAPEL) LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JANUARY 2023



COMPANY INFORMATION

Directors Michael Cannon

Owen Kirk

Harry O'Donnell

Company secretary Michael Cannon

Registered number SC297903

Registered office 13 Newton Place

Glasgow G3 7PR

Independent auditor Woods and Partners Limited

Chartered Accountants and Statutory Audit Firm

The Taney Buildings 3 Eglinton Terrace

Dundrum Dublin 14

Bankers Allied Irish Bank (GB)

227 West George Street

Glasgow G2 2ND

Solicitors Harper Macleod LLP

The Ca'd'oro 45 Gordon street

Glasgow G1 3PE

CONTENTS

	Page
Directors' report	1 - 2
Directors' responsibilities statement	3
Independent auditor's report	4 - 7
Statement of comprehensive income	8
Statement of financial position	9
Statement of changes in equity	_. 10
Notes to the financial statements	11 - 15

The following pages do not form part of the statutory financial statements:

DIRECTORS' REPORT FOR THE YEAR ENDED 31 JANUARY 2023

The directors present their report and the financial statements for the year ended 31 January 2023.

Principal activity

The principal activity for the year under review was that of urban housing regeneration.

Review of the business

The company will continue trading in urban housing regeneration.

Results and dividends

The profit for the year, after taxation, amounted to £205,770 (2022 - loss £2,647).

The directors do not propose a dividend for the year under review (2022 - £Nil).

Directors and their interests

The directors who served during the year were:

Michael Cannon Owen Kirk Harry O'Donnell

Michael Cannon and Owen Kirk each hold 33.33% of the issued share capital in Bazien Limited which is the ultimate parent company and 75% shareholder of New City Vision (Drumchapel) Limited. Owen Kirk also owns an additional 12.5% of the issued share capital by virtue of his interest in the immediate parent company New City Vision (UK) Limited. Harry O'Donnell indirectly owns 12.5% of the issued share capital by virtue of his interest in the immediate parent company New City Vision (UK) Limited.

Going concern

As stated in Note 2.2 the Company made a profit in 2023 of £205,770 and has negative reserves of £809,121 at year end. After reviewing the Company's forecasts and projections, and based on the continued financial support of the funders and shareholders the directors have a reasonable expectation that the Company has adequate resources to continue in operation for the foreseeable future from the date of signing the financial statements. Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

Disclosure of information to auditor

Each of the persons who are directors at the time when this Directors' report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the Company's auditor is unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

Post balance sheet events

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

DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 31 JANUARY 2023

Auditor

The auditor, Woods and Partners Limited, 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.

Michael Cannon Director

Date: 21 March 2024

Owen Kirk Director

DIRECTORS' RESPONSIBILITIES STATEMENT FOR THE YEAR ENDED 31 JANUARY 2023

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;
- 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.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF NEW CITY VISION (DRUMCHAPEL) LIMITED

Opinion

We have audited the financial statements of New City Vision (Drumchapel) Limited (the 'Company') for the year ended 31 January 2023, which comprise the Statement of comprehensive income, the Statement of financial position, the Statement of changes in equity 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 January 2023 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We 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

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.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF NEW CITY VISION (DRUMCHAPEL) LIMITED (CONTINUED)

Other information

The other information comprises the information included in the Annual Report other than the financial statements and our Auditor's report thereon. The directors are responsible for the other information contained within the Annual Report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

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 year for which the financial statements are prepared is consistent with the financial statements; and
- the Directors' report has been prepared in accordance with applicable legal requirements.

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.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF NEW CITY VISION (DRUMCHAPEL) LIMITED (CONTINUED)

Responsibilities of directors

As explained more fully in the Directors' responsibilities statement set out on page 3, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an Auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

Our approach to identifying and assessing the risks of material misstatement in respect of irregularities including fraud and non-compliance with laws and regulations were as follows:

- We identified the laws and regulations applicable to the company through discussions with directors and management, and from our commercial knowledge and experience of the industry;
- We assessed the extent of compliance with the laws and regulations identified above through making enquires of management and inspecting legal correspondence.

We assessed the susceptibility of the company's financial statements to material misstatement, including obtaining an understanding of how fraud might occur, by:

- Making enquires of management as to where they considered there was susceptibility to fraud, their knowledge of actual, suspected and alleged fraud;
- Considering the internal controls in place to mitigate risks of fraud and non-compliance with laws and regulations; and
- Performing analytical procedures to identify any unusual transactions;
- Assessing whether judgements and assumptions made in determining the accounting estimates were indicative of potential bias;
- Investigating the rationale behind significant or unusual transactions.

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 Auditor's report.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF NEW CITY VISION (DRUMCHAPEL) LIMITED (CONTINUED)

Use of our report

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an Auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members, as a body, for our audit work, for this report, or for the opinions we have formed.

Tonás Plunkett

Tomas Plunkett (Senior statutory auditor) for and on behalf of Woods and Partners Limited Chartered Accountants and Statutory Audit Firm The Taney Buildings 3 Eglinton Terrace Dundrum Dublin 14

Dublin 14 Date: 21 March 2024

STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 JANUARY 2023

	2023 £	2022 £
Cost of sales	(1,006)	(991)
Gross loss	(1,006)	(991)
Administrative expenses	206,776	(1,600)
Operating profit/(loss)	205,770	(2,591)
Interest payable and similar expenses	•	(56)
Profit/(loss) before tax	205,770	(2,647)
Profit/(loss) for the financial year	205,770	(2,647)

There were no recognised gains and losses for 2023 or 2022 other than those included in the statement of comprehensive income.

There was no other comprehensive income for 2023 (2022:£NIL).

The notes on pages 11 to 15 form part of these financial statements.

NEW CITY VISION (DRUMCHAPEL) LIMITED REGISTERED NUMBER: SC297903

STATEMENT OF FINANCIAL POSITION AS AT 31 JANUARY 2023

	Note		2023 £		2022 £
Current assets					
Debtors: amounts falling due within one year	4	392,561		402,741	
		392,561		402,741	
Creditors: amounts falling due within one year	5	(1,201,681)		(1,417,631)	
Net current liabilities			(809,120)		(1,014,890)
Total assets less current liabilities		-	(809,120)		(1,014,890)
Net liabilities		-	(809,120)		(1,014,890)
Capital and reserves		•			
Called up share capital			1		1
Profit and loss account			(809,121)		(1,014,891)
		•	(809,120)		(1,014,890)

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 on

Michael Cannon

Director

Owen Kirk Director

21 March 2024
The notes on pages 11 to 15 form part of these financial statements.

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 JANUARY 2023

	•		
	Called up share capital	Profit and loss account	Total equity
	£	£	£
At 1 February 2022	1	(1,014,891)	(1,014,890)
Comprehensive income for the year			
Profit for the year	-	205,770	205,770
Other comprehensive income for the year	•	•	•
Total comprehensive income for the year	·-	205,770	205,770
Total transactions with owners	•	-	-
At 31 January 2023	1	(809,121)	(809,120)

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 JANUARY 2022

At 1 February 2021	Called up share capital £	Profit and loss account £ (1,012,244)	Total equity £ (1,012,243)
At 11 editally 2021	•	(1,012,244)	(1,012,243)
Comprehensive income for the year			
Loss for the year	-	(2,647)	(2,647)
Other comprehensive income for the year	-	•	
Total comprehensive income for the year	•	(2,647)	(2,647)
Total transactions with owners	-	-	-
At 31 January 2022	1	(1,014,891)	(1,014,890)

The notes on pages 11 to 15 form part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JANUARY 2023

1. General information

These financial statements comprising the Statement of comprehensive income, the Statement of financial position, the Statement of changes in equity and the related notes constitute the individual financial statements of New City Vision (Drumchapel) Limited for the financial year ended 31 January 2023.

New City Vision (Drumchapel) Limited is a private company limited by shares, incorporated in the United Kingdom, under company number SC297903. The registered office is 13 Newton Place, Glasgow G3 7PR, which is also the principal place of the company.

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 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 are prepared in Pound Sterling (£) which is the functional currency of the company.

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 (see note 3).

The following principal accounting policies have been applied:

2.2 Going concern

The Company made a profit in 2023 of £205,770 and has negative reserves of £809,121 at year end. After reviewing the Company's forecasts and projections, and based on the continued financial support of the funders and shareholders the directors have a reasonable expectation that the Company has adequate resources to continue in operation for the foreseeable future from the date of signing the financial statements. Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

2.3 Finance costs

Finance costs are charged to profit or loss over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

2.4 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.

2.5 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.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JANUARY 2023

2. Accounting policies (continued)

2.6 Financial instruments

The Company has elected to apply the provisions of Section 11 "Basic Financial Instruments" of FRS 102 to all of its financial instruments.

The Company has elected to apply the recognition and measurement provisions of IFRS 9 Financial Instruments (as adopted by the UK Endorsement Board) with the disclosure requirements of Sections 11 and 12 and the other presentation requirements of FRS 102.

Financial instruments are recognised in the Company's Statement of financial position when the Company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Basic financial assets

Basic financial assets, which include trade and other receivables, cash and bank balances, are initially measured at their transaction price including transaction costs and are subsequently carried at their amortised cost using the effective interest method, less any provision for impairment, unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest.

Discounting is omitted where the effect of discounting is immaterial. The Company's cash and cash equivalents, trade and most other receivables due with the operating cycle fall into this category of financial instruments.

Other financial assets

Other financial assets, which includes investments in equity instruments which are not classified as subsidiaries, associates or joint ventures, are initially measured at fair value, which is normally the recognised transaction price. Such assets are subsequently measured at fair value with the changes in fair value being recognised in the profit or loss. Where other financial assets are not publicly traded, hence their fair value cannot be measured reliably, they are measured at cost less impairment.

Impairment of financial assets

Financial assets are assessed for indicators of impairment at each reporting date.

Financial assets are impaired when events, subsequent to their initial recognition, indicate the estimated future cash flows derived from the financial asset(s) have been adversely impacted. The impairment loss will be the difference between the current carrying amount and the present value of the future cash flows at the asset(s) original effective interest rate.

If there is a favourable change in relation to the events surrounding the impairment loss then the impairment can be reviewed for possible reversal. The reversal will not cause the current carrying amount to exceed the original carrying amount had the impairment not been recognised. The impairment reversal is recognised in the profit or loss.

Financial liabilities

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JANUARY 2023

2. Accounting policies (continued)

2.6 Financial instruments (continued)

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instruments any contract that evidences a residual interest in the assets of the Company after the deduction of all its liabilities.

Basic financial liabilities, which include trade and other payables, bank loans and other loans are initially measured at their transaction price after transaction costs. When this constitutes a financing transaction, whereby the debt instrument is measured at the present value of the future receipts discounted at a market rate of interest. Discounting is omitted where the effect of discounting is immaterial.

Debt instruments are subsequently carried at their amortised cost using the effective interest rate method.

Trade payables are obligations to pay for goods and services that have been acquired in the ordinary course of business from suppliers. Trade payables are classified as current liabilities if the payment is due within one year. If not, they represent non-current liabilities. Trade payables are initially recognised at their transaction price and subsequently are measured at amortised cost using the effective interest method. Discounting is omitted where the effect of discounting is immaterial.

Derecognition of financial instruments

Derecognition of financial assets

Financial assets are derecognised when their contractual right to future cash flow expire, or are settled, or when the Company transfers the asset and substantially all the risks and rewards of ownership to another party. If significant risks and rewards of ownership are retained after the transfer to another party, then the Company will continue to recognise the value of the portion of the risks and rewards retained.

Derecognition of financial liabilities

Financial liabilities are derecognised when the Company's contractual obligations expire or are discharged or cancelled.

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

In the application of the company's accounting policies, the directors are required to make judgments, estimates and assumptions about the carrying amount of asset and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions of accounting estimates are recognised in the period in which the estimate is revised, where the revision affects only that period, or in the period of revision and future periods where the revisions affects both the current and future periods.

The directors are of the view that there are no judgments (apart from those involving estimates) in applying their accounting policies that have had a significant effect on amounts recognised in the financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JANUARY 2023

4.	υ	е	b	to	r	S

		2023 £	2022 £
	Amounts owed by group undertakings	250,010	250,760
	Amounts owed by related undertakings	142,551	151,257
	VAT	•	724
		392,561	402,741
5.	Creditors: Amounts falling due within one year	2023	2022
	•	£	£
	Trade creditors	•	2,100
	Amounts owed to group undertakings	926,587	926,587
	Accruals	275,094	488,944
•		1,201,681	1,417,631

6. Related party transactions

At the reporting date an amount of £6,601 (2022: £6,601) was owing to New City Vision Holdings Limited.

During the year the Oak - NGate Limited defrayed costs of £8,706 on behalf of the company. At the reporting date an amount of £142,551 (2022: £151,257) was owing from Oak - NGate Limited to the company.

New City Vision Holdings Limited and Oak-NGate Limited are related parties as they are beneficially owned and managed by Mr Harry O'Donnell, a director and 12.5% beneficial owner of the company.

The company has availed of the exemption under Financial Reporting Standard 102 from disclosing details of the related party transactions.

7. Post balance sheet events

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

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JANUARY 2023

8. Controlling party

The whole issued share capital of the company is owned by New City Vision (UK) Limited. New City Vision (UK) Limited, a company incorporated in the United Kingdom, is the immediate parent undertaking.

Cannon Kirk Limited, a company incorporated in Ireland, owns 75% of the issued share capital of New City Vision (UK) Limited. Cannon Kirk Limited is the ultimate controlling party.

The ultimate parent company of Cannon Kirk Limited is Bazien Limited, which is incorporated in the Republic of Ireland.

9. Liability limitation agreement with auditor

The limitation of the auditor's liability for the audit engagement, which is capped at five times the amount of the professional fees actually paid, is referenced in the letter of engagement dated 29 June 2022, and was approved by the company's shareholders on 07 July 2022.

10. Approval of the finanical statements

The financial statements for the year ended 31 January 2023 were approved by Directors on 21 March 2024