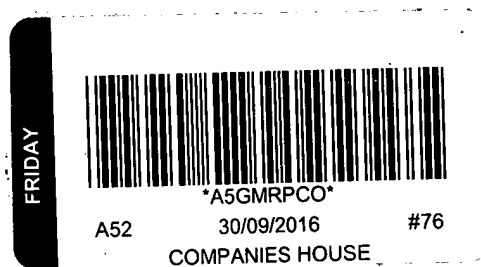


**Shandhill Limited**

**Directors' Report and Accounts**

**Year ended 24 December 2015**

**Company Registration No. 2235791 (England and Wales)**



# Shandhill Limited

## Company Information

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**Directors**

J Hazelwood  
R Andrew  
R R Andrew

**Secretary**

P L Hamilton

**Company number**

2235791

**Registered office**

Kingston Manor  
Kingston Gorse  
West Sussex  
BN16 1RR

**Business address**

Rustington House  
Worthing Road  
Rustington  
West Sussex  
BN16 3PS

**Auditors**

BDO LLP  
55 Baker Street  
London  
W1U 7EU

# Shandhill Limited

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# Shandhill Limited

## Directors' Report Year ended 24 December 2015

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The directors present their report and accounts for the year ended 24 December 2015.

### Directors

The following directors have held office since 25 December 2014:

J Hazelwood  
N H Andrew (deceased 1 March 2016)  
R Andrew  
R R Andrew

### Directors' statement

The directors are responsible for preparing the directors' report and accounts in accordance with applicable law and regulations.

Company law requires the directors to prepare accounts for each financial year. Under that law the directors have elected to prepare the accounts 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 accounts 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.

Consistent with the company's long-standing policy of maintaining privacy, these accounts provide only such information in such form as is required by Statute and to comply with those Financial Reporting Standards and Statements of Standard Accounting Practice as are relevant, in the opinion of the directors, to the activities of the company. Consequently, these accounts do not necessarily comply with all Financial Reporting Standards and Statements of Standard Accounting Practice. In particular,

- notwithstanding that it constitutes non-compliance with SSAP 19, these accounts continue to show fixed assets at the lower of their historical cost or the directors' opinion of realisable value where their value has fallen below historical cost. However, the directors are of the opinion that the realisable value of fixed assets comfortably exceeds the amount at which they are shown in these accounts at the balance sheet date and at the date these accounts are signed.
- deferred tax liabilities arising from accelerated capital allowances, in respect of investment properties, have not been provided for in accordance with FRS 19 because, in the directors' opinion, the provision of deferred taxation in full would, taking into account the policies of not revaluing, depreciating or disposing of such properties, result in an inappropriate reduction in net worth.

In preparing these accounts the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- prepare the accounts on the going concern basis unless it is inappropriate to presume the company will continue in business.

# Shandhill Limited

## Directors' Report Year ended 24 December 2015

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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 accounts comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

### Principal activities, business review and future developments

The company's principal business activity is property investment and development.

There has been no significant change in the company's activities during the year and the directors are satisfied with the company's trading during the year.

### Auditors

All the current directors have taken all the steps they ought to have taken to make themselves aware of any information needed by the company's auditors for the purposes of their audit and to establish that the auditors are aware of that information. The directors are not aware of any relevant audit information of which the auditors are unaware.

BDO LLP have expressed their willingness to continue in office and a resolution to re-appoint them will be proposed at the next directors' meeting.

In preparing this report, the directors have taken advantage of the small companies exemption.

On behalf of the board

R R ANDREW

Director

Date: 22nd September 2016

# Shandhill Limited

## Independent auditors' report to the members of Shandhill Limited

We have audited the financial statements of Shandhill Limited for the year ended 24 December 2015 which comprise the Profit and Loss Account, the Balance Sheet and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

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.

### Respective responsibilities of directors and auditors

As explained more fully in the statement of directors' responsibilities, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Financial Reporting Council's (FRC's) Ethical Standards for Auditors.

### Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the FRC's website at [www.frc.org.uk/auditscopeukprivate](http://www.frc.org.uk/auditscopeukprivate).

### Basis for qualified opinion on financial statements

As disclosed in note 1.3, the company has not revalued its investment properties. This is not in accordance with Statement of Standard Accounting Practice 19 - Accounting for Investment Properties, which states that investment properties should be revalued and included in the balance sheet at their open market value. We are unable to quantify the effects of this departure.

As disclosed in notes 1.5 and 9, the company has not provided for its deferred tax liabilities of £13,401 (2014: £12,700). This is not in accordance with Financial Reporting Standard 19 - Deferred Tax, which states that deferred tax liabilities should be fully provided. Provision in full would result in a reduction of profit on ordinary activities after taxation of £701 (2014: £12,700)

### Qualified opinion on financial statements

In our opinion, except for the effects of the matters described in the Basis for qualified opinion paragraph, the financial statements:

- give a true and fair view of the state of the company's affairs at 24 December 2015 and of its profit for the year then ended;
- have been prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been properly prepared in accordance with the Companies Act 2006.

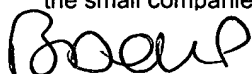
### Opinion on other matters prescribed by the Companies Act 2006

In our opinion the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements.

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

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; or
- the directors were not entitled to prepare the financial statements and the directors' report in accordance with the small companies regime and to the exemption from the requirement to prepare a strategic report.



Alexander Tapp (senior statutory auditor)  
For and on behalf of BDO LLP, statutory auditor  
London, United Kingdom

Date:

30

September 2016

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

# Shandhill Limited

## Profit and Loss Account Year ended 24 December 2015

	Notes	2015 £	2014 £
Income from investment property		683,847	566,668
Property expenses		(362,300)	(361,001)
<b>Net income from investment property</b>		<b>321,547</b>	<b>205,667</b>
Administrative expenses		(87,789)	(68,457)
<b>Operating profit</b>	<b>2</b>	<b>233,758</b>	<b>137,210</b>
Profit on sale of property		-	48,493
<b>Profit on ordinary activities before interest</b>		<b>233,758</b>	<b>185,703</b>
Other interest receivable and similar income	<b>4</b>	-	69
<b>Profit on ordinary activities before taxation</b>		<b>233,758</b>	<b>185,772</b>
Tax on profit on ordinary activities	<b>5</b>	-	(2,857)
<b>Profit for the year after taxation</b>	<b>11</b>	<b>233,758</b>	<b>182,915</b>

The profit and loss account has been prepared on the basis that all operations are continuing operations.

There are no recognised gains and losses other than those passing through the profit and loss account.

The notes on pages 6 to 9 form part of these accounts.

# Shandhill Limited

## Balance Sheet As at 24 December 2015

Company number 2235791

	Notes	£	2015 £	£	2014 £
<b>Fixed assets</b>					
Tangible assets	6		4,511,413		4,511,413
<b>Current assets</b>					
Debtors	7	60,991		84,308	
Cash at bank and in hand		11,412		11,406	
		72,403		95,714	
<b>Creditors: amounts falling due within one year</b>	8	(3,864,601)		(4,121,670)	
<b>Net current liabilities</b>			(3,792,198)		(4,025,956)
<b>Net assets</b>			<u>719,215</u>		<u>485,457</u>
<b>Capital and reserves</b>					
Called up share capital	10		167,712		167,712
Profit and loss account	11		551,503		317,745
<b>Shareholders' funds - equity interests</b>	12		<u>719,215</u>		<u>485,457</u>

The accounts have been prepared in accordance with the small size regime of the Companies Act 2006, and were approved by the Board on 22nd September 2016.

R R ANDREW

Director

The notes on pages 6 to 9 form part of these accounts.



# Shandhill Limited

## Notes to the Accounts Year ended 24 December 2015

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### 1 Accounting policies

#### 1.1 Accounting convention

The accounts are prepared under the historical cost convention.

The annual accounts have been prepared on the basis of the company being a going concern, notwithstanding the fact it has net current liabilities, as the holding company has agreed to provide sufficient support so as to meet the company's liabilities as they fall due.

#### 1.2 Compliance with accounting standards

The accounts have been prepared in accordance with applicable United Kingdom accounting standards (United Kingdom Generally Accepted Accounting Practice), except in the case of investment properties and deferred taxation as explained below.

#### 1.3 Tangible fixed assets (investment properties)

Investment properties, are shown in the balance sheet at cost, unless the directors consider the net realisable value has fallen permanently below cost, in which case their opinion of realisable value is used.

#### 1.4 Leased assets

All leases are treated as operating leases. Their annual rentals are charged to the profit and loss account on a straight line basis over the term of the lease.

#### 1.5 Deferred taxation

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date, except that:

- deferred tax is not recognised on timing differences arising from accelerated capital allowances in respect of investment properties.
- the recognition of deferred tax assets is limited to the extent that the company anticipates making sufficient taxable profits in the future to absorb the reversal of the underlying timing differences.

Deferred tax balances are not discounted.

#### 1.6 Income from investment property

Income from investment property represents the amount receivable under operating leases by the company exclusive of value added tax, derived from its principal activity which is wholly undertaken in the United Kingdom.

### 2 Operating profit

2015	2014
£	£

Operating profit is stated after charging:

Operating leases	<u>361,502</u>	<u>360,239</u>
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Auditors' remuneration is borne by Hargreaves Management Limited, a fellow group company.

### 3 Employees

#### Number of employees

There were no employees during the year apart from the directors. There were no emoluments paid to the directors in the current or the previous year.

# Shandhill Limited

## Notes to the Accounts Year ended 24 December 2015

<b>4</b>	<b>Other interest receivable and similar income</b>	<b>2015</b>	<b>2014</b>
		<b>£</b>	<b>£</b>
	Other interest	-	69
		<u>-</u>	<u>69</u>
<b>5</b>	<b>Taxation</b>	<b>2015</b>	<b>2014</b>
		<b>£</b>	<b>£</b>
	<b>U.K. current year taxation</b>		
	U.K. corporation tax at 20% (2014: 20%)	-	2,857
		<u>-</u>	<u>2,857</u>
	<b>The difference between the profit at the standard rate of corporation tax in the UK and the tax assessed for the year is explained below:</b>	<b>£</b>	<b>£</b>
	Profit on ordinary activities before tax	233,758	185,772
		<u>233,758</u>	<u>185,772</u>
	Profit on ordinary activities at the standard rate of corporation tax in the UK of 20% (2014: 20%)	46,752	37,154
	<i>Effect of:</i>		
	Income and expenses not eligible for tax purposes	-	(9,843)
	Capital allowances in excess of depreciation	(1,597)	(12,700)
	Group relief (claimed)/surrendered	(45,155)	(11,754)
		<u>-</u>	<u>2,857</u>
	<i>Current tax charge for the year</i>	<u>-</u>	<u>2,857</u>
<b>6</b>	<b>Tangible fixed assets</b>		<b>Freehold Investment properties £</b>
	<b>Cost</b>		
	At 24 December 2015 and at 24 December 2014		<u>4,511,413</u>
<b>7</b>	<b>Debtors</b>	<b>2015</b>	<b>2014</b>
		<b>£</b>	<b>£</b>
	Rents receivable	100	207
	Amounts owed by group undertakings	60,476	83,718
	Prepayments and accrued income	415	383
		<u>60,991</u>	<u>84,308</u>

# Shandhill Limited

## Notes to the Accounts Year ended 24 December 2015

<b>8 Creditors: amounts falling due within one year</b>	<b>2015</b>	<b>2014</b>
	<b>£</b>	<b>£</b>
Amounts owed to group undertakings	3,750,000	3,950,000
Corporation tax	-	2,857
Other taxes and social security costs	15,255	30,325
Other creditors	15,933	16,178
Rents received in advance	83,413	122,310
	<u>3,864,601</u>	<u>4,121,670</u>

### 9 Provisions for liabilities and charges

The Company's accounting policy is set out in Note 1.

There is an unprovided deferred tax liability of £13,401 (2014: £12,700) in relation to accelerated capital allowances.

<b>10 Share capital</b>	<b>2015</b>	<b>2014</b>
	<b>£</b>	<b>£</b>
<b>Authorised</b>		
250,000 Ordinary shares of £1 each	<u>250,000</u>	<u>250,000</u>
<b>Allotted, called up and fully paid</b>		
167,712 Ordinary shares of £1 each	<u>167,712</u>	<u>167,712</u>

### 11 Statement of movements on profit and loss account

	<b>£</b>
Balance at 25 December 2014	317,745
Retained profit for the year	233,758
Balance at 24 December 2015	<u>551,503</u>

<b>12 Reconciliation of movements in shareholders' funds</b>	<b>2015</b>	<b>2014</b>
	<b>£</b>	<b>£</b>
Profit for the financial year	233,758	182,915
Opening shareholders' funds	485,457	302,542
Closing shareholders' funds	<u>719,215</u>	<u>485,457</u>

### 13 Financial commitments

The company has entered into a guarantee in respect of any borrowings with Barclays Bank Plc, of twenty fellow group companies. The total borrowings of the group with the bank amounted to £nil (2014: £nil) at the balance sheet date.

# **Shandhill Limited**

## **Notes to the Accounts**

**Year ended 24 December 2015**

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**14 Ultimate parent company**

The directors consider that the parent company is Hargreaves Property Holdings Limited which is registered in England and Wales and group accounts are available from Companies House. The ultimate parent company is Hargreaves Property Holdings (2015) Limited which is registered in Guernsey.

**15 Related party transactions**

The company is a wholly owned subsidiary of Hargreaves Property Holdings (2015) Limited and has taken advantage of the exemption conferred by Financial Reporting Standard 8 'Related Party Disclosures' not to disclose transactions with Hargreaves Property Holdings (2015) Limited or other wholly owned subsidiaries within the group.