Company registration number 01067607 (England and Wales)

CAVENDISH & GLOUCESTER PROPERTIES LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2024

CAVENDISH & GLOUCESTER PROPERTIES LIMITED

COMPANY INFORMATION

Directors	M Slane J G Murphy M S M Murphy
Secretary	P Williams
Company number	01067607
Registered office	Winston House Dollis Park London United Kingdom N3 1HF
Auditor	Elliotts Shah 5th Floor 37 High Holborn London WC1V 6AA

CAVENDISH & GLOUCESTER PROPERTIES LIMITED

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CAVENDISH & GLOUCESTER PROPERTIES LIMITED

STRATEGIC REPORT

FOR THE YEAR ENDED 31 DECEMBER 2024

The directors present the strategic report for the year ended 31 December 2024.

Review of the business
During the year, the bulk of the Group's residential development properties were sold.

After the year end, the Group obtained Planning Approval for the construction in Southampton of 170 units of self-contained Student Accomodation and is preparing another Planning application for the construction of approximately 250 units on another site in that city.

Principal risks and uncertainties
As with many businesses in our sector and of our size, the business environment in which we operate continues to be challenging and influenced mainly by credit restrictions and high interest rates impacting on financing of our developments and on the ability of buyers to finance purchases of property.

Key performance indicators
Turnover - £15,472,252 (2023: £17,105,874)
Loss before tax - £1,051,090 (2023: £1,439,973)
Loss after tax - £987,590 (2023: £1,970,749)

On behalf of the board

M Slane
Director

4 August 2025

CAVENDISH & GLOUCESTER PROPERTIES LIMITED

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 DECEMBER 2024

The directors present their annual report and financial statements for the year ended 31 December 2024.

Principal activities
The principal activity of the company and group continued to be that of property development, dealing and investment, and the provision of property management services.

Results and dividends
The results for the year are set out on page 8.

No ordinary dividends were paid. The directors do not recommend payment of a further dividend.

Directors
The directors who held office during the year and up to the date of signature of the financial statements were as follows:

P L Murphy (Deceased 27 January 2025)
M Slane
J G Murphy
M S M Murphy

Statement of directors' responsibilities
The directors are responsible for preparing the Annual 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 United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the group and company, and of the profit or loss of the group for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- 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 group and company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the group's and company's transactions and disclose with reasonable accuracy at any time the financial position of the group and company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the group and company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Statement of disclosure to auditor
So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information of which the auditor of the company is unaware. Additionally, the directors individually have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the auditor of the company is aware of that information.

Medium-sized companies exemption
This report has been prepared in accordance with the provisions applicable to companies entitled to the medium-sized companies exemption.

On behalf of the board

M Slane
Director

4 August 2025

CAVENDISH & GLOUCESTER PROPERTIES LIMITED

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF CAVENDISH & GLOUCESTER PROPERTIES LIMITED

Opinion

We have audited the financial statements of Cavendish & Gloucester Properties Limited (the 'parent company') and its subsidiaries (the 'group') for the year ended 31 December 2024 which comprise the group statement of comprehensive income, the group balance sheet, the company balance sheet, the group statement of changes in equity, the company statement of changes in equity, the group statement of cash flows and notes to the financial statements, including 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 group's and the parent company's affairs as at 31 December 2024 and of the group's loss 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 group and parent company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the group's and parent company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Other information

The 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.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of our audit:

- The information given in the strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- The strategic report and the directors' report have 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 group and the parent company and their environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or 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 by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement, 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 parent 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 parent 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.

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

- the engagement partner ensured that the engagement team collectively had the appropriate competence, capabilities and skills to identify or recognise non-compliance with applicable laws and regulations;

- we identified the laws and regulations applicable to the company through discussions with directors and other management, and from our commercial knowledge and experience of the real estate sector;

- we focused on specific laws and regulations which we considered may have a direct material effect on the financial statements or the operations of the company, including the Companies Act 2006, taxation legislation and employment legislation;

- we assessed the extent of compliance with the laws and regulations identified above through making enquiries of management and inspecting legal correspondence; and

- identified laws and regulations were communicated within the audit team regularly and the team remained alert to instances of non-compliance throughout the audit.

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

- making enquiries of management as to where they considered there was susceptibility to fraud, their knowledge of actual, suspected and alleged fraud; and

- considering the internal controls in place to mitigate risks of fraud and non-compliance with laws and regulations.

To address the risk of fraud through management bias and override of controls, we:

- performed analytical procedures to identify any unusual or unexpected relationships;

- tested journal entries to identify unusual transactions;

- assessed whether judgements and assumptions made in determining the accounting estimates set out in note 2 were indicative of potential bias; and

- investigated the rationale behind significant or unusual transactions.

In response to the risk of irregularities and non-compliance with laws and regulations, we designed procedures which included, but were not limited to:

- agreeing financial statement disclosures to underlying supporting documentation;

- reading the minutes of meetings of those charged with governance;

- enquiring of management as to actual and potential litigation and claims; and

- reviewing correspondence with HMRC and relevant regulators.

There are inherent limitations in our audit procedures described above. The more removed that laws and regulations are from financial transactions, the less likely it is that we would become aware of non-compliance. Auditing standards also limit the audit procedures required to identify non-compliance with laws and regulations to enquiry of the directors and other management and the inspection of regulatory and legal correspondence, if any.

Material misstatements that arise due to fraud can be harder to detect than those that arise from error as they may involve deliberate concealment or collusion.

A further description of our responsibilities is available on the Financial Reporting Council's website at: https://www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

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.

Manoj Haria (Senior Statutory Auditor)
For and on behalf of Elliotts Shah, Statutory Auditor
Chartered Accountants
5th Floor
37 High Holborn
London
WC1V 6AA
6 August 2025

CAVENDISH & GLOUCESTER PROPERTIES LIMITED

GROUP STATEMENT OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31 DECEMBER 2024

	Notes	2024 £	2023 £
Turnover	**3**	15,472,252	17,105,874
Cost of sales		(15,188,793)	(14,657,197)
Gross profit		283,459	2,448,677
Property and selling costs		(534,355)	(824,740)
Administrative expenses		(1,190,860)	(2,374,208)
Other operating income		586,379	308,585
Profit on disposal of investment properties	**4**	8,873	4,496
Operating loss	**5**	(846,504)	(437,190)
Interest receivable and similar income	**7**	9,247	9,518
Interest payable and similar expenses	**8**	(213,833)	(1,012,301)
Loss before taxation		(1,051,090)	(1,439,973)
Tax on loss	**9**	63,500	(530,776)
Loss for the financial year	**24**	(987,590)	(1,970,749)

Loss for the financial year is all attributable to the owners of the parent company.
Total comprehensive income for the year is all attributable to the owners of the parent company.

CAVENDISH & GLOUCESTER PROPERTIES LIMITED

GROUP BALANCE SHEET

AS AT 31 DECEMBER 2024

	Notes	2024 £	2024 £	2023 £	2023 £
Fixed assets					
Goodwill	**10**		2,683		4,025
Tangible assets	**11**		30,293		42,071
Investment property	**12**		602,500		731,561
			635,476		777,657
Current assets					
Stocks	**14**	8,667,860		20,608,069	
Debtors	**15**	2,668,615		2,198,303	
Cash at bank and in hand		1,885,576		1,506,702	
		13,222,051		24,313,074	
Creditors: amounts falling due within one year	**16**	(1,563,320)		(9,416,345)	
Net current assets			11,658,731		14,896,729
Total assets less current liabilities			12,294,207		15,674,386
Creditors: amounts falling due after more than one year	**17**		(437,138)		(2,766,227)
Provisions for liabilities					
Deferred tax liability	**19**	-		63,500	
			-		(63,500)
Net assets			11,857,069		12,844,659
Capital and reserves					
Called up share capital	**21**		2,184,379		2,184,379
Share premium account	**22**		831,495		831,495
Capital reserves	**23**		489,227		489,227
Profit and loss reserves	**24**		8,351,968		9,339,558
Total equity			11,857,069		12,844,659

These financial statements have been prepared in accordance with the provisions relating to medium-sized groups.

The financial statements were approved by the board of directors and authorised for issue on 4 August 2025 and are signed on its behalf by:

M Slane
Director

Company registration number 01067607 (England and Wales)

CAVENDISH & GLOUCESTER PROPERTIES LIMITED

COMPANY BALANCE SHEET

AS AT 31 DECEMBER 2024

	Notes	2024 £	2024 £	2023 £	2023 £
Fixed assets					
Tangible assets	**11**		1,108		1,231
Investments	**13**		4,703,941		4,703,941
			4,705,049		4,705,172
Current assets					
Stocks	**14**	8,695,652		20,758,262	
Debtors	**15**	2,613,383		2,365,668	
Cash at bank and in hand		1,564,990		790,198	
		12,874,025		23,914,128	
Creditors: amounts falling due within one year	**16**	(8,739,631)		(16,248,462)	
Net current assets			4,134,394		7,665,666
Total assets less current liabilities			8,839,443		12,370,838
Creditors: amounts falling due after more than one year	**17**		(437,138)		(2,766,227)
Net assets			8,402,305		9,604,611
Capital and reserves					
Called up share capital	**21**		2,184,379		2,184,379
Share premium account	**22**		831,495		831,495
Capital reserves	**23**		1,109		1,109
Profit and loss reserves	**24**		5,385,322		6,587,628
Total equity			8,402,305		9,604,611

As permitted by s408 Companies Act 2006, the company has not presented its own profit and loss account and related notes. The company's loss for the year was £1,202,306 (2023 - £2,223,953 loss).

These financial statements have been prepared in accordance with the provisions relating to medium-sized companies.

The financial statements were approved by the board of directors and authorised for issue on 4 August 2025 and are signed on its behalf by:

M Slane
Director

Company registration number 01067607 (England and Wales)

CAVENDISH & GLOUCESTER PROPERTIES LIMITED

GROUP STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 DECEMBER 2024

	Share capital	Share premium account	Capital reserve	Profit and loss reserves	Total
	£	£	£	£	£
Balance at 1 January 2023	2,184,379	831,495	489,227	11,310,307	14,815,408
Year ended 31 December 2023:					
Loss and total comprehensive income	-	-	-	(1,970,749)	(1,970,749)
Balance at 31 December 2023	2,184,379	831,495	489,227	9,339,558	12,844,659
Year ended 31 December 2024:					
Loss and total comprehensive income	-	-	-	(987,590)	(987,590)
Balance at 31 December 2024	2,184,379	831,495	489,227	8,351,968	11,857,069

CAVENDISH & GLOUCESTER PROPERTIES LIMITED

COMPANY STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 DECEMBER 2024

	Share capital	Share premium account	Capital reserve	Profit and loss reserves	Total
	£	£	£	£	£
Balance at 1 January 2023	2,184,379	831,495	1,109	8,811,581	11,828,564
Year ended 31 December 2023:					
Loss and total comprehensive income for the year	-	-	-	(2,223,953)	(2,223,953)
Balance at 31 December 2023	2,184,379	831,495	1,109	6,587,628	9,604,611
Year ended 31 December 2024:					
Profit and total comprehensive income	-	-	-	(1,202,306)	(1,202,306)
Balance at 31 December 2024	2,184,379	831,495	1,109	5,385,322	8,402,305

CAVENDISH & GLOUCESTER PROPERTIES LIMITED

GROUP STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 31 DECEMBER 2024

	Notes	2024 £	2024 £	2023 £	2023 £
Cash flows from operating activities					
Cash generated from operations	**26**		8,407,231		7,463,625
Income taxes refunded			50		21,724
Net cash inflow from operating activities			8,407,281		7,485,349
Investing activities					
Purchase of tangible fixed assets		-		(16,100)	
Proceeds from disposal of tangible fixed assets		-		5,500	
Purchase of investment property		(12,328)		(7,500)	
Proceeds from disposal of investment property		300,434		2,217,996	
Interest received		17,699		1,064	
Net cash generated from investing activities			305,805		2,200,960
Financing activities					
Repayment of bank loans		(8,068,355)		(8,559,965)	
Interest paid		(264,169)		(1,036,895)	
Net cash used in financing activities			(8,332,524)		(9,596,860)
Net increase in cash and cash equivalents			380,562		89,449
Cash and cash equivalents at beginning of year			1,505,014		1,415,565
Cash and cash equivalents at end of year			1,885,576		1,505,014
Relating to:					
Cash at bank and in hand			1,885,576		1,506,702
Bank overdrafts included in creditors payable within one year			-		(1,688)

1 Accounting policies

Company information

Cavendish & Gloucester Properties Limited ("the company") is a private limited company domiciled and incorporated in England and Wales. The registered office is Winston House, Dollis Park, London, N3 1HF.

The group consists of Cavendish & Gloucester Properties Limited and all of its subsidiaries.

1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared under the historical cost convention, modified to include the revaluation of investment properties at fair value. The principal accounting policies adopted are set out below.

1.2 Business combinations

In the parent company financial statements, the cost of a business combination is the fair value at the acquisition date of the assets given, equity instruments issued and liabilities incurred or assumed, plus costs directly attributable to the business combination. The excess of the cost of a business combination over the fair value of the identifiable assets, liabilities and contingent liabilities acquired is recognised as goodwill. The cost of the combination includes the estimated amount of contingent consideration that is probable and can be measured reliably, and is adjusted for changes in contingent consideration after the acquisition date. Provisional fair values recognised for business combinations in previous periods are adjusted retrospectively for final fair values determined in the 12 months following the acquisition date. Investments in subsidiaries, joint ventures and associates are accounted for at cost less impairment.

Deferred tax is recognised on differences between the value of assets (other than goodwill) and liabilities recognised in a business combination accounted for using the purchase method and the amounts that can be deducted or assessed for tax, considering the manner in which the carrying amount of the asset or liability is expected to be recovered or settled. The deferred tax recognised is adjusted against goodwill or negative goodwill.

1.3 Basis of consolidation

The consolidated group financial statements consist of the financial statements of the parent company Cavendish & Gloucester Properties Limited together with all entities controlled by the parent company (its subsidiaries) and the group's share of its interests in joint ventures and associates.

All financial statements are made up to 31 December 2024. Where necessary, adjustments are made to the financial statements of subsidiaries to bring the accounting policies used into line with those used by other members of the g roup.

All intra-group transactions, balances and unrealised gains on transactions between group companies are eliminated on consolidation. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred.

Subsidiaries are consolidated in the group's financial statements from the date that control commences until the date that control ceases.

1 Accounting policies **(Continued)**

Joint property projects

The group is involved in various joint property project developments. The nature of these joint property projects is such that the group controls the day to day operations with a share of profits or losses attributable to third party participants. Accordingly, the group has consolidated the results of these joint property projects as if they were a normal part of its own trading. The share of profits or losses attributable to joint property participants has been shown as part of cost of sales.

1.4 Going concern

At the time of approving the financial statements, the directors have a reasonable expectation that the group has adequate resources to continue in operational existence for the foreseeable future. Thus the directors continue to adopt the going concern basis of accounting in preparing the financial statements.

1.5 Turnover

Turnover is recognised at the fair value of the consideration received or receivable for sales of properties held as trading stock, fees receivable for construction services and property management, rents and other amounts receivable from investment properties, and insurance commissions receivable, all in respect of amounts relating to the year, net of discounts and VAT. Sales of properties are recognised on the basis of unconditional contracts exchanged in the year.

1.6 Intangible fixed assets - goodwill

Goodwill represents the excess of the cost of acquisition of a business over the fair value of net assets acquired. It is initially recognised as an asset at cost and is subsequently measured at cost less accumulated amortisation and accumulated impairment losses. Goodwill is considered to have a finite useful life and is amortised on a systematic basis over its expected life, which is five years from the end of the year of acquisition.

1.7 Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Fixtures and fittings	10& on reducing balance
Computers	Straight line over 3 years
Motor vehicles	25% on reducing balance

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is recognised in the profit and loss account.

1.8 Investment property

Investment property, which is property held to earn rentals and/or for capital appreciation, is initially recognised at cost, which includes the purchase cost and any directly attributable expenditure. Subsequently it is measured at fair value at the reporting end date. Changes in fair value are recognised in profit or loss.

1.9 Fixed asset investments

In the parent company financial statements, investments in subsidiaries are initially measured at cost and subsequently measured at cost less any accumulated impairment losses.

A subsidiary is an entity controlled by the group. Control is the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities.

1 Accounting policies **(Continued)**

1.10 Stocks

Stocks are stated at the lower of cost and estimated selling price less costs to complete and sell. Cost comprises acquisition costs, materials and construction costs, where applicable, any any other direct costs incurred to get the property to build complete before sale. Purchases of property are recognised on the basis of unconditional contracts exchanged in the year.

1.11 Cash and cash equivalents

Cash and cash equivalents are basic financial assets and include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1.12 Financial instruments

The group has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the group's balance sheet when the group becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset and 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 debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method 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. Financial assets classified as receivable within one year are not amortised.

Other financial assets

Other financial assets, including investments in equity instruments which are not subsidiaries, associates or joint ventures, are initially measured at fair value, which is normally the transaction price. Such assets are subsequently carried at fair value and the changes in fair value are recognised in profit or loss, except that investments in equity instruments that are not publicly traded and whose fair values cannot be measured reliably are measured at cost less impairment.

Impairment of financial assets

Financial assets, other than those held at fair value through profit and loss, are assessed for indicators of impairment at each reporting end date.

Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows have been affected. If an asset is impaired, the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been, had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

1 Accounting policies **(Continued)**

Derecognition of financial assets

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire or are settled, or when the group transfers the financial asset and substantially all the risks and rewards of ownership to another entity, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party.

Classification of financial liabilities

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

Basic financial liabilities

Basic financial liabilities, including creditors, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

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

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

Other financial liabilities

Derivatives, including interest rate swaps and forward foreign exchange contracts, are not basic financial instruments. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. Changes in the fair value of derivatives are recognised in profit or loss in finance costs or finance income as appropriate, unless hedge accounting is applied and the hedge is a cash flow hedge.

Debt instruments that do not meet the conditions in FRS 102 paragraph 11.9 are subsequently measured at fair value through profit or loss. Debt instruments may be designated as being measured at fair value through profit or loss to eliminate or reduce an accounting mismatch or if the instruments are measured and their performance evaluated on a fair value basis in accordance with a documented risk management or investment strategy.

Derecognition of financial liabilities

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

1.13 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the profit and loss account because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The group's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

1 Accounting policies **(Continued)**

Deferred tax

Deferred tax liabilities are generally recognised for all timing differences and deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Such assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the profit and loss account, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. Deferred tax assets and liabilities are offset if, and only if, there is a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

1.14 Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense, unless those costs are required to be recognised as part of the cost of stock or fixed assets.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

1.15 Retirement benefits

Payments to defined contribution retirement benefit schemes are charged as an expense as they fall due.

2 Judgements and key sources of estimation uncertainty

In the application of the group's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets 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 to 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 the revision and future periods where the revision affects both current and future periods.

2 **Judgements and key sources of estimation uncertainty** **(Continued)**

Key sources of estimation uncertainty

The estimates and assumptions which have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities are as follows.

Closing stock

Where the group has properties under development, the directors need to estimate future costs to complete each development and forecast sales values in order to arrive at the cost of sales and closing stock amounts to reflect in the accounts.

Investment property valuations

Investment properties are stated at fair value as determined by the directors who are experienced in real estate and have good knowledge of the location and types of property owned. The valuations reflect observable prices, if available, condition of the properties, and likely income from the assets.

3 **Turnover and other revenue**

	2024	2023
	£	£
Turnover analysed by class of business		
Property sales	15,396,250	16,914,694
Rents receivable from investment properties	18,238	64,020
Fees for construction services	-	55,000
Insurance commissions receivable	43,240	50,652
Property management fees	14,524	11,457
Lease extension fees	-	10,051
	15,472,252	17,105,874

	2024	2023
	£	£
Other revenue		
Interest income	9,247	9,518

4 **Exceptional item**

	2024	2023
	£	£
Expenditure		
Profit on sale of investment property	(8,873)	(4,496)
	(8,873)	(4,496)

5 Operating loss

	2024	2023
	£	£
Operating loss for the year is stated after charging:		
Fees payable to the group's auditor for the audit of the group's financial statements	15,000	15,000
Depreciation of owned tangible fixed assets	11,778	8,326
(Profit)/loss on disposal of tangible fixed assets	-	4,622
Amortisation of intangible assets	1,342	2,216

6 Employees

The average monthly number of persons (including directors) employed by the group and company during the year was:

	Group		Company	
	2024	2023	2024	2023
	Number	Number	Number	Number
Sales and marketing	1	1	1	1
Office and management	8	10	8	10
Total	9	11	9	11

Their aggregate remuneration comprised:

	Group		Company	
	2024	2023	2024	2023
	£	£	£	£
Wages and salaries	449,281	662,499	449,281	662,499
Social security costs	41,688	76,966	41,688	76,966
Pension costs	10,851	10,269	10,851	10,269
	501,820	749,734	501,820	749,734

7 Interest receivable and similar income

	2024	2023
	£	£
Interest income		
Other interest income	9,247	9,518

8 Interest payable and similar expenses

	2024	2023
	£	£
Interest on financial liabilities measured at amortised cost:		
Interest on bank overdrafts and loans	193,718	994,095
Other interest on financial liabilities	20,115	17,583
	213,833	1,011,678
Other finance costs:		
Other interest	-	623
Total finance costs	213,833	1,012,301

9 Taxation

	2024	2023
	£	£
Current tax		
Adjustments in respect of prior periods	-	(21,724)
Deferred tax		
Origination and reversal of timing differences	(63,500)	552,500
Total tax (credit)/charge	(63,500)	530,776

9 Taxation (Continued)

The actual (credit)/charge for the year can be reconciled to the expected credit for the year based on the profit or loss and the standard rate of tax as follows:

	2024 £	2023 £
Loss before taxation	(1,051,090)	(1,439,973)
Expected tax credit based on the standard rate of corporation tax in the UK of 25.00% (2023: 23.50%)	(262,773)	(338,394)
Tax effect of expenses that are not deductible in determining taxable profit	12,485	180,299
Gains not taxable	(2,218)	-
Tax effect of utilisation of tax losses not previously recognised	-	(302,857)
Unutilised tax losses carried forward	318,620	-
Adjustments in respect of prior years	-	(21,724)
Permanent capital allowances in excess of depreciation	2,029	(985)
Effect of revaluations of investments	(37,543)	21,018
Other non-reversing timing differences	(30,600)	-
Other permanent differences	-	(1,156)
Deferred tax	(63,500)	552,500
Chargeable gains	-	442,075
Taxation (credit)/charge	(63,500)	530,776

10 Intangible fixed assets

Group	Goodwill £
Cost	
At 1 January 2024 and 31 December 2024	11,079
Amortisation and impairment	
At 1 January 2024	7,054
Amortisation charged for the year	1,342
At 31 December 2024	8,396
Carrying amount	
At 31 December 2024	2,683
At 31 December 2023	4,025

The company had no intangible fixed assets at 31 December 2024 or 31 December 2023.

11 Tangible fixed assets

Group	Fixtures and fittings	Computers	Motor vehicles	Total
	£	£	£	£
Cost				
At 1 January 2024 and 31 December 2024	139,566	47,760	43,750	231,076
Depreciation and impairment				
At 1 January 2024	125,089	39,449	24,467	189,005
Depreciation charged in the year	1,448	3,117	7,213	11,778
At 31 December 2024	126,537	42,566	31,680	200,783
Carrying amount				
At 31 December 2024	13,029	5,194	12,070	30,293
At 31 December 2023	14,477	8,311	19,283	42,071

Company	Fixtures and fittings
	£
Cost	
At 1 January 2024 and 31 December 2024	55,573
Depreciation and impairment	
At 1 January 2024	54,342
Depreciation charged in the year	123
At 31 December 2024	54,465
Carrying amount	
At 31 December 2024	1,108
At 31 December 2023	1,231

12 Investment property

	Group 2024	Company 2024
	£	£
Fair value		
At 1 January 2024 and 31 December 2024	731,561	-
Additions through external acquisition	12,328	-
Disposals	(291,561)	-
Net gains or losses through fair value adjustments	150,172	-
At 31 December 2024	602,500	-

12 Investment property **(Continued)**

The investment properties have been stated at directors' valuation. The historical cost of the investment properties is £90,817 (2023: £506,215).

13 Fixed asset investments

		Group		Company	
		2024	2023	2024	2023
	Notes	£	£	£	£
Investments in subsidiaries		-	-	4,703,941	4,703,941

13 Fixed asset investments **(Continued)**

Movements in fixed asset investments

	Shares in subsidiaries £
Cost or valuation	
At 1 January 2024 and 31 December 2024	5,365,587
Impairment	
At 1 January 2024 and 31 December 2024	661,646
Carrying amount	
At 31 December 2024	4,703,941
At 31 December 2023	4,703,941

Cavendish & Gloucester Properties Limited holds the following direct and indirect interests in equity capital (all 100%) of the undertakings indicated below:

Name of company	Country of registration	Holdings
Trading companies		
Covemile Limited	England	Ordinary shares
Halterstone Limited	England	Ordinary shares
M25 Investments Limited	England	Ordinary shares
Roundpoll Limited (with some investment activity)	England	Ordinary shares
Roundpoll Insurance Services Limited	England	Ordinary shares
Wadestock Limited	England	Ordinary shares
Investment or holding companies		
Dawnstar Properties Limited	England	Ordinary shares
Herbgrove Limited	England	Ordinary shares
Invicta Holdings Limited	England	Ordinary shares
M25 Holdings Limited	England	Ordinary shares
M25 Estates Limited	England	Ordinary shares
Dormant or nominee companies		
Albemarle Chambers (Scarborough)	England	Ordinary shares
Canaryridge Limited	England	Ordinary shares
C&G Properties Limited	England	Ordinary shares
Condo Properties Limited	England	Ordinary shares
Desarex Properties Limited	England	Ordinary shares
Fairmist Homes Limited	England	Ordinary shares
Gardenstate Properties Limited	England	Ordinary shares
Happy Homes M25 Limited	England	Ordinary shares
Knightspur Properties Limited	England	Ordinary shares
Knightspur Homes Limited	England	Ordinary shares
Totteridge Common Limited	England	Ordinary shares

14 Stocks

	Group		Company	
	2024	2023	2024	2023
	£	£	£	£
Stock of properties	8,667,860	20,608,069	8,695,652	20,758,262

15 Debtors

	Group		Company	
	2024	2023	2024	2023
Amounts falling due within one year:	£	£	£	£
Trade debtors	470,254	234,497	429,988	120,444
Corporation tax recoverable	-	50	-	-
Amounts owed by group undertakings	-	-	34,603	299,514
Other debtors	1,903,412	722,066	1,899,644	722,048
Prepayments and accrued income	294,949	1,241,690	249,148	1,223,662
	2,668,615	2,198,303	2,613,383	2,365,668

16 Creditors: amounts falling due within one year

		Group		Company	
		2024	2023	2024	2023
	Notes	£	£	£	£
Bank loans and overdrafts	18	-	5,740,954	-	5,740,954
Other borrowings	18	200,000	200,000	200,000	200,000
Trade creditors		356,128	411,181	317,944	370,704
Amounts owed to group undertakings		-	-	6,845,702	6,320,348
Amounts owed to joint property participants		519,536	997,566	519,346	997,524
Other taxation and social security		2,249	93,022	-	88,873
Other creditors		362,223	1,823,966	336,861	1,810,173
Accruals and deferred income		123,184	149,656	519,778	719,886
		1,563,320	9,416,345	8,739,631	16,248,462

17 Creditors: amounts falling due after more than one year

		Group		Company	
		2024	2023	2024	2023
	Notes	£	£	£	£
Bank loans and overdrafts	18	437,138	2,766,227	437,138	2,766,227

18 Loans and overdrafts

	Group		Company	
	2024	2023	2024	2023
	£	£	£	£
Bank loans	437,138	8,505,493	437,138	8,505,493
Bank overdrafts	-	1,688	-	1,688
Other loans	200,000	200,000	200,000	200,000
	637,138	8,707,181	637,138	8,707,181
Payable within one year	200,000	5,940,954	200,000	5,940,954
Payable after one year	437,138	2,766,227	437,138	2,766,227

The bank loans are secured by fixed charges over some of the companies development properties and are repayable on fixed maturity dates or on the sale of the secured properties if earlier. The other loan has been extended after the balance sheet date and is now repayable in July 2026.

19 Deferred taxation

The following are the major deferred tax liabilities and assets recognised by the group and company, and movements thereon:

	Liabilities	Liabilities
	2024	2023
Group	£	£
Investment property	-	63,500

The company has no deferred tax assets or liabilities.

	Group	Company
	2024	2024
Movements in the year:	£	£
Liability at 1 January 2024	63,500	-
Credit to profit or loss	(63,500)	-
Asset at 31 December 2024	-	-

A deferred tax asset has not been recognised in respect of c£3.4m of group tax losses as it is not certain when the group will be able to utilise these losses.

20 Retirement benefit schemes

Defined contribution schemes	2024 £	2023 £
Charge to profit or loss in respect of defined contribution schemes	10,851	10,269

A defined contribution pension scheme is operated for all qualifying employees. The assets of the scheme are held separately from those of the group in an independently administered fund.

21 Share capital

Group and company Ordinary share capital Issued and fully paid	2024 Number	2023 Number	2024 £	2023 £
Ordinary shares of £1 each	2,184,379	2,184,379	2,184,379	2,184,379

22 Share premium account

	Group		Company	
	2024 £	2023 £	2024 £	2023 £
At the beginning and end of the year	831,495	831,495	831,495	831,495

23 Capital reserve

Group	2024 £	2023 £
At the beginning and end of the year	489,227	489,227

Company	2024 £	2023 £
At the beginning and end of the year	1,109	1,109

24 Profit and loss reserves

	Group		Company	
	2024 £	2023 £	2024 £	2023 £
At the beginning of the year	9,339,558	11,310,307	6,587,628	8,811,581
Loss for the year	(987,590)	(1,970,749)	(1,202,306)	(2,223,953)
At the end of the year	8,351,968	9,339,558	5,385,322	6,587,628

25 Related party transactions

25 Related party transactions **(Continued)**

a) The gross profit for the year for both the company and the group is stated after the following joint property participants' share of profits / (losses)

	2024	2023
	£	£
Reachdrum Limited	15,944	(156,656)
Revelprime Limited	401	277,343
MFC Estates plc	14,815	13,007
Mountheed Limited	2,238	61,072
P L Murphy	(21,648)	(104,756)
P L Murphy Children's Trust	(16,278)	(99,136)

Amounts owed to joint property participants for the company and the group which are included under creditors include amounts owed to the following related parties:

	2024	2023
	£	£
Reachdrum Limited	107,395	212,076
Revelprime Limited	1,489	16,088
MFC Estates plc	94,933	80,118
Mountheed Limited	64,847	193,764
P L Murphy	(129,937)	(105,908)
P L Murphy Children's Trust	(36,650)	(20,372)

Administrative expenses includes a bad debt provision in respect of balances owed by joint property participants for a number of developments. The bad debt provision includes the following amounts in respect of related parties:

	2024	2023
	£	£
Reachdrum Limited	220,974	225,539

In addition to the above, other debtors and other creditors for the company and the group include the following related party balances due from / (to):

	2024	2023
	£	£
Due from Reachdrum Limited	9,332	9,332
Due to Plaint Limited	(18,392)	(18,392)
Due to Delaway Limited	(12,806)	(12,806)
Due from MFC Estates plc (due to MFC Estates plc in 2023)	1,842,716	(1,464,640)
Due to Cavendish & Gloucester plc	(64,621)	(64,621)

The above balances are unsecured and interest free.

(i) Reachdrum Limited is under the control of the director, M Slane, by virtue of his beneficial interest in that company.

25 Related party transactions **(Continued)**

(ii) Revelprime Limited and Mountheed Limited are wholly owned subsidiaries of M 25 Group Limited, which in turn is a wholly owned subsidiary of Enterprise Properties Limited, a company owned by the Estate of the former director, P Murphy, and P Murphy Children's Trust. P Murphy was the settlor of P Murphy Children's Trust.

(iii) Plaint Limited is a wholly owned subsidiary of Enterprise Properties Limited.

(iv) Cavendish & Gloucester plc is wholly owned by the Estate of the Late P Murphy.

(v) MFC Estates plc was under the control of the Late P Murphy until his demise on 27 January 2025. MFC Estates plc owns 12.8% of the issued share capital of Cavendish & Gloucester Properties Limited.

(vi) Delaway Limited is under the control of the Estate of the Late P Murphy and M Slane who each have a 50% interest in that company.

b) Other operating income includes £50,000 (2023: £50,000) in respect of management fees charged to M 25 Group Limited.

c) Administrative expenses includes rent of £390,628 (2023: £305,086) payable to P Murphy for the use of a property owned by him and a credit of £195,314 (2023: £152,543) in respect of recharges made to MFC Estates plc for its use of that property.

d) At the balance sheet date, the following amounts were due from / (to) the directors, included in other debtors / other creditors:

	2024 £	2023 £
P Murphy	(4,657)	684,989

Interest has been charged at HMRC's official rate for beneficial loans on the amounts due from P Murphy during the year and amounts to £9,247 (2023: £8,452) for the year. Interest is not payable on directors' credit balances.

26 Cash generated from group operations

	2024	2023
	£	£
Loss after taxation	(987,590)	(1,970,749)
Adjustments for:		
Taxation (credited)/charged	(63,500)	530,776
Finance costs	213,833	1,012,301
Investment income	(9,247)	(9,518)
(Gain)/loss on disposal of tangible fixed assets	-	4,622
Gain on disposal of investment property	(8,873)	(4,496)
Fair value (gain)/loss on investment properties	(150,172)	89,439
Amortisation and impairment of intangible assets	1,342	2,216
Depreciation and impairment of tangible fixed assets	11,778	8,326
Movements in working capital:		
Decrease in stocks	11,940,209	11,452,168
Increase in debtors	(478,814)	(221,474)
Decrease in creditors	(2,061,735)	(3,429,986)
Cash generated from operations	8,407,231	7,463,625

27 Analysis of changes in net funds/(debt) - group

	1 January 2024	Cash flows	31 December 2024
	£	£	£
Cash at bank and in hand	1,506,702	378,874	1,885,576
Bank overdrafts	(1,688)	1,688	-
	1,505,014	380,562	1,885,576
Borrowings excluding overdrafts	(8,705,493)	8,068,355	(637,138)
	(7,200,479)	8,448,917	1,248,438

28 Ultimate controlling party

The company was under the control of P L Murphy until his demise on 27 January 2025. The new controlling party will be determined when Probate is granted.

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