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Ragilbury Roots Limited
Report and Unaudited Financial Statements
31 March 2019



Ragilbury Roots Limited
Report and accounts
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Ragilbury Roots Limited
Company Information

Directors

GD Baber
Mrs RAC Baber
BEG Baber
LS Baber

Secretary

Mrs RAC Baber

Accountants

Ensors Accountants LLP
Saxon House
Moseley's Farm Business Centre
Bury St Edmunds
Suffolk
IP28 6JY

Registered office

Saxon House
Moseley's Farm Business Centre
Bury St Edmunds
Suffolk
IP28 6JY

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Ragilbury Roots Limited
Registered number: 03535310
Directors' Report and Review of the Business

The directors present their report together with the unaudited financial statements for the year ended 31 March 2019.

Principal activities

The company's principal activity is that of consultancy services and property trading and development.

Results and dividends

The profit and loss account is set out on page 5 and shows the loss for the year.

Trading review and future developments

No development projects were completed during the year but a parcel of land acquired for development during the previous year was sold and a new project started. After deduction of administrative expenses and interest and taking account of the net loss on sale of two investment properties the company made a loss before tax of £268,685.

The directors will continue to monitor the company's position for the future and seek further profitable opportunities.

Directors

The following persons served as directors during the year:

GD Baber
Mrs RAC Baber
BEG Baber
LS Baber

Market value of freehold and leasehold properties

The market value for existing use of the company's interest in freehold properties at 31 March 2019 was considered by the directors to be £3,681,873, comprising reversionary interests of £1,332,620 and vacant possession interests of £2,349,253. The corresponding vacant possession value of all of the company's properties was considered by the directors to be £4,828,939.

Directors' responsibilities

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 company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

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

Ragilbury Roots Limited
Registered number: 03535310
Directors' Report and Review of the 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 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.

Small company provisions

This report has been prepared in accordance with the provisions in Part 15 of the Companies Act 2006 applicable to companies subject to the small companies regime.

This report was approved by the board on *10th June 2019* and signed on its behalf.


GD Baber
Director

Ragilbury Roots Limited

Chartered Accountants' report to the board of directors on the preparation of the unaudited statutory financial statements of Ragilbury Roots Limited for the year ended 31 March 2019

In accordance with the engagement letter dated 4 June 2013, and in order to assist you to fulfil your duties under the Companies Act 2006, we have compiled the financial statements of Ragilbury Roots Limited for the year ended 31 March 2019, set out on pages 5 to 16 from the accounting records and information and explanations you have given to us.

As a practising member firm of Institute of Chartered Accountants in England and Wales, we are subject to its ethical and other professional requirements which are detailed at icaew.com/membershandbook.

This report is made to the Company's Board of Directors, as a body, in accordance with the terms of engagement. Our work has been undertaken so that we might compile the financial statements that we have been engaged to compile, report to the Company's Board of Directors that we have done so, and state those matters we have agreed to state to them in this report in accordance with AAF 07/16 as detailed at icaew.com/compilation. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's Board of Directors as a body, for our work or for this report.

We have carried out this engagement in accordance with technical guidance issued by the Institute of Chartered Accountants in England and Wales and have complied with the ethical guidance laid down by the Institute relating to members undertaking the compilation of financial statements.

You have acknowledged on the balance sheet as at 31 March 2019 your duty to ensure that the company has kept proper accounting records and to prepare financial statements that give a true and fair view under the Companies Act 2006. You consider that the company is exempt from the statutory requirement for an audit for the year.

We have not been instructed to carry out an audit of the financial statements. For this reason, we have not verified the accuracy or completeness of the accounting records or information and explanations you have given to us and we do not, therefore, express any opinion on the financial statements.


Ensors Accountants LLP

Saxon House
Moseley's Farm Business Centre
Bury St Edmunds
Suffolk
IP28 6JY

10/6/2019

Ragilbury Roots Limited
Profit and Loss Account
for the year ended 31 March 2019

	2019 £	2018 £
Turnover	917,005	1,162,721
Cost of sales	(1,153,092)	(487,868)
Gross (loss)/profit	<u>(236,087)</u>	<u>674,853</u>
Administrative expenses	(49,239)	(33,789)
Other operating income	48,048	58,740
Operating (loss)/profit	<u>(237,278)</u>	<u>699,804</u>
Interest receivable	588	316
Interest payable	(31,995)	(25,249)
(Loss)/profit on ordinary activities before taxation	<u>(268,685)</u>	<u>674,871</u>
Tax on (loss)/profit on ordinary activities	47,053	(130,608)
(Loss)/profit for the financial year	<u><u>(221,632)</u></u>	<u><u>544,263</u></u>

Ragilbury Roots Limited
Statement of comprehensive income
for the year ended 31 March 2019

	Notes	2019 £	2018 £
Loss for the financial year		(221,632)	544,263
Other comprehensive income			
Gain on revaluation of land and buildings	13	60,220	134,667
Deferred taxation arising on the revaluation of land and buildings	10	(10,238)	(12,452)
Total comprehensive income for the year		<u>(171,650)</u>	<u>666,478</u>

Ragilbury Roots Limited
Registered number:
Balance Sheet
as at 31 March 2019

03535310

	Notes	2019 £	2018 £
Fixed assets			
Tangible assets	4	3,681,873	3,421,464
Investments	5	941,328	1,100,000
		<u>4,623,201</u>	<u>4,521,464</u>
Current assets			
Stocks		296,531	723,428
Debtors	6	17,025	4,316
Cash at bank and in hand		210,610	665,729
		<u>524,166</u>	<u>1,393,473</u>
Creditors: amounts falling due within one year	7	(1,170,131)	(989,687)
Net current (liabilities)/assets		<u>(645,965)</u>	<u>403,786</u>
Total assets less current liabilities		<u>3,977,236</u>	<u>4,925,250</u>
Creditors: amounts falling due after more than one year	8	(609,623)	(1,362,600)
Provisions for liabilities	10	(69,375)	(92,762)
Net assets		<u><u>3,298,238</u></u>	<u><u>3,469,888</u></u>
Capital and reserves			
Called up share capital	11	540	540
Share premium	12	464,120	464,120
Revaluation reserve	13	338,721	452,899
Profit and loss account	14	2,494,857	2,552,329
Shareholders' funds		<u><u>3,298,238</u></u>	<u><u>3,469,888</u></u>

For the financial year ended 31 March 2019 the company was entitled to exemption from audit under section 477 of the Companies Act 2006. No member of the company has deposited a notice, pursuant to section 476, requiring an audit of these financial statements under the requirements of the Companies Act 2006.

The directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of accounts.

The accounts have been prepared and delivered in accordance with the special provisions applicable to companies subject to the small companies regime.

The financial statements were approved by the Board and authorised for issue on 10th June 2019


GD Baber
Director

Ragilbury Roots Limited
Statement of Changes in Equity
for the year ended 31 March 2019

	Share capital £	Share premium £	Re- valuation reserve £	Profit and loss account £	Total £
At 1 April 2017	540	464,120	342,376	1,996,374	2,803,410
Profit for the financial year				544,263	544,263
Gain on revaluation of land and buildings			134,667		134,667
Deferred taxation arising on the revaluation of land and buildings			(12,452)		(12,452)
Realisation of previous property revaluation deficits on disposal of investment properties			(11,692)	11,692	-
Total comprehensive income for the financial year	-	-	110,523	555,955	666,478
At 31 March 2018	540	464,120	452,899	2,552,329	3,469,888
31 March 2018	<u>540</u>	<u>464,120</u>	<u>452,899</u>	<u>2,552,329</u>	<u>3,469,888</u>
At 1 April 2018	540	464,120	452,899	2,552,329	3,469,888
Loss for the financial year				(221,632)	(221,632)
Gain on revaluation of land and buildings			60,220		60,220
Deferred taxation arising on the revaluation of land and buildings			(10,238)		(10,238)
Realisation of previous property revaluation deficits on disposal of investment properties			(197,785)	197,785	-
Deferred taxation released on the realisation of previous revaluation deficits			33,625	(33,625)	-
Total comprehensive income for the financial year	-	-	(114,178)	(57,472)	(171,650)
At 31 March 2019	<u>540</u>	<u>464,120</u>	<u>338,721</u>	<u>2,494,857</u>	<u>3,298,238</u>

Ragilbury Roots Limited
Notes to the Accounts
for the year ended 31 March 2019

1 Accounting policies

General information

Ragilbury Roots Limited is a company limited by shares domiciled and incorporated in England.

The address of the company's registered office is:

Saxon House
Moseley's Farm Business Centre
Fornham All Saints
Bury St Edmunds
Suffolk
IP28 6JY

The company's principal activity is that of consultancy services and property trading and development.

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 £.

Basis of preparation

The accounts have been prepared under the historical cost convention and in accordance with FRS 102 Section 1A - small entities.

Turnover

Turnover is measured at the fair value of the consideration received or receivable, net of discounts and value added taxes. Turnover represents sales of reversionary interests in freehold property held for trading purposes, development properties held as trading stock and consultancy services. Turnover from the sale of reversionary interests and development property is recognised when unconditional contracts are exchanged. Turnover from the rendering of services is recognised by reference to the stage of completion of the contract.

Reversionary interests

The reversionary interests in freehold property are held for trading purposes but have to be accounted for as investment properties under FRS102. They are revalued annually and any surplus is transferred to the property revaluation reserve. Temporary deficits are deducted from this revaluation reserve, with any permanent deficits being charged direct to the profit and loss account. As noted below no depreciation is provided in respect of the reversionary interests in freehold property.

Ragilbury Roots Limited
Notes to the Accounts
for the year ended 31 March 2019

Depreciation of reversionary interests

In accordance with FRS102, no depreciation is provided in respect of the company's freehold and long leasehold investment properties. This is a departure from the requirements of the Companies Act 2006 that all properties should be depreciated. In the opinion of the directors, this departure is necessary for the financial statements to give a true and fair view in accordance with FRS102, as properties are included in the financial statements at their open market value for existing use. Depreciation is only one amongst several factors reflected in the annual valuation of properties and accordingly the amount of depreciation which might otherwise have been charged cannot be separately identified or quantified.

Other tangible fixed assets

Other tangible fixed assets are measured at cost less accumulative depreciation and any accumulative impairment losses. Depreciation is provided on all tangible fixed assets at rates calculated to write off the cost, less estimated residual value, of each asset evenly over its expected useful life, as follows:

Plant and machinery - 25% per annum straight line

Investments

Investments in unquoted equity instruments are measured at fair value. Changes in fair value are recognised in profit or loss. Fair value is estimated by using a valuation technique. Other investments are measured at acquisition cost with annual reviews for impairment.

Stocks

Stocks are measured at the lower of cost and estimated selling price less costs to complete and sell. Cost comprises the purchase price plus additional expenditure to bring it to its current condition. Net realisable value is the amount expected to be realised on sale of each item of stock in its current condition, less associated selling costs. Cost is determined using the first in first out method. The carrying amount of stock sold is recognised as an expense in the period in which the related revenue is recognised.

Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

Ragilbury Roots Limited
Notes to the Accounts
for the year ended 31 March 2019

Taxation

A current tax liability is recognised in respect of the tax payable on the taxable profit of the current and past periods. A current tax asset is recognised in respect of a tax loss that can be carried back to recover tax paid in a previous period.

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

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

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

Current and deferred tax assets and liabilities are not discounted.

Provisions

Provisions (ie liabilities of uncertain timing or amount) are recognised when there is an obligation at the reporting date as a result of a past event, it is probable that economic benefit will be transferred to settle the obligation and the amount of the obligation can be estimated reliably.

Financial instruments

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

Financial assets and financial liabilities are recognised when the company becomes a party to the contractual provisions of the instrument, and are offset only when the company currently has a legally enforceable right to set off the recognised amounts and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Trade debtors

Trade debtors which are receivable within one year and which do not constitute a financing transaction are initially measured at the transaction price. Trade debtors are subsequently measured at amortised cost, being the transaction price less any amounts settled and any impairment losses. Where the arrangement with a trade debtor constitutes a financing transaction, the debtor is initially and subsequently measured at the present value of future payments discounted at a market rate of interest for a similar debt instrument.

Ragilbury Roots Limited
Notes to the Accounts
for the year ended 31 March 2019

Financial liabilities and equity

Financial instruments are classified as liabilities and equity instruments according to the substance of the contractual arrangements entered into rather than the financial instruments' legal form. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

Trade creditors

Trade creditors payable within one year that do not constitute a financing transaction are initially measured at the transaction price and subsequently measured at amortised cost, being the transaction price less any amounts settled.

Borrowings

Borrowings are initially recognised at the transaction price, including transaction costs, and subsequently measured at amortised cost using the effective interest method. Interest expense is recognised on the basis of the effective interest method and is included in interest payable and other similar charges.

Derecognition of financial assets and liabilities

A financial asset is derecognised only when the contractual rights to cash flows expire or are settled, or substantially all the risks and rewards of ownership are transferred to another party, 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. A financial liability (or part thereof) is derecognised when the obligation specified in the contract is discharged, cancelled or expires.

Ragilbury Roots Limited
Notes to the Accounts
for the year ended 31 March 2019

2 Critical accounting estimates and judgements

In preparing these financial statements, the directors have made the following judgements:

Determine whether there are indicators of impairment of the company's tangible assets, viability and expected future financial performance.

3 Employees

	2019 Number	2018 Number
Average number of persons, including directors, employed by the company	<u>4</u>	<u>4</u>

4 Tangible fixed assets

	Freehold properties £
Cost or valuation	
At 1 April 2018	3,421,464
Additions	582,005
Surplus on revaluation	60,220
Disposals	<u>(381,816)</u>
At 31 March 2019	<u>3,681,873</u>
Net book value	
At 31 March 2019	<u>3,681,873</u>
At 31 March 2018	<u>3,421,464</u>

The company's interest in freehold properties was valued by the directors at 31 March 2019 at £3,681,873 (2018 - £3,421,464) on the basis of open market value for existing use. The revaluation surplus of £60,220 has been added to the property revaluation reserve. Had freehold properties not been revalued they would have been included at their historical cost of £3,273,777 (2018 - £2,875,802).

Ragilbury Roots Limited
Notes to the Accounts
for the year ended 31 March 2019

5 Investments

Other investments

	Other investments
Cost	£
At 1 April 2018	1,100,000
Additions	-
Repayment	(158,672)
At 31 March 2019	<u>941,328</u>

In accordance with an Agreement dated 7 November 2014 the company became a limited partner in IQ Capital Fund II LP ("the Fund II") with a capital contribution of £50. The Fund is expected to subsist for 10 years after which it will be dissolved. At the same time the company entered into a contract to loan the Fund £499,950 in various tranches with the last falling due on or before 31 December 2019. The loan is interest free with repayments depending upon the performance of the Fund both as regards timing and amounts. Accordingly, the loan has been recognised as a fixed asset investment stated at acquisition value rather than being discounted and stated at fair value as a financing transaction. The loan is reviewed annually for impairment.

The company entered into a similar Agreement on 23 February 2018 with IQ Capital Fund III LP ("the Fund III") also with a capital contribution of £50 but with a further loan obligation of £599,950 payable in variable tranches between 1 April 2018 and 31 March 2023. The loan is also interest free with repayments depending upon performance of the Fund and has also been accounted for as a fixed asset investment and stated at acquisition value rather than discounted cost. The loan is reviewed annually for impairment.

6 Debtors

	2019	2018
	£	£
VAT recoverable	-	3,230
Corporation tax recoverable	13,429	-
Other debtors	3,596	1,086
	<u>17,025</u>	<u>4,316</u>

7 Creditors: amounts falling due within one year

	2019	2018
	£	£
Bank loans and overdrafts - secured	309,642	24,800
Related parties	637,992	637,992
Corporation tax	-	130,607
Other taxes and social security costs	830	-
Other creditors	221,667	196,288
	<u>1,170,131</u>	<u>989,687</u>

Ragilbury Roots Limited
Notes to the Accounts
for the year ended 31 March 2019

8 Creditors: amounts falling due after one year	2019	2018
	£	£
Bank loans - secured	193,500	777,600
Other creditors	416,123	585,000
	<u>609,623</u>	<u>1,362,600</u>

9 Loans	2019	2018
	£	£
Creditors include:		
Secured bank loans	<u>503,142</u>	<u>802,400</u>

Bank loans are secured on certain of the company's properties.

10 Provisions for liabilities	2019	2018
	£	£
Deferred taxation:		
Arising on revaluations - see note 13.	<u>69,375</u>	<u>92,762</u>

11 Share capital	Nominal value	2019 Number	2019 £	2018 £
Allotted, called up and fully paid:				
Ordinary shares	<u>£1 each</u>	<u>540</u>	<u>540</u>	<u>540</u>

12 Share premium

This comprises the excess over the nominal value of the amount paid for the company's shares.

Ragilbury Roots Limited
Notes to the Accounts
for the year ended 31 March 2019

13 Revaluation reserve	2019 £	2018 £
At 1 April 2018	452,899	342,376
Gain on revaluation of land and buildings	60,220	134,667
Deferred taxation arising on the revaluation of land and buildings	(10,238)	(12,452)
Realisation of previous property revaluation deficits on disposal of investment properties	(197,785)	(11,692)
Deferred taxation on realised revaluation losses transferred to profit and loss account	33,625	-
At 31 March 2019	<u>338,721</u>	<u>452,899</u>

14 Profit and loss account

The profit and loss account represents cumulative profits or losses net of dividends paid and other adjustments.

15 Related party transactions	2019 £	2018 £
<i>Balances - owed to related parties</i>		
Quality Holidays Assured Limited		
A company of which GD Baber is a director and has an interest in relation to its shares.		
Amount due to related party	<u>637,992</u>	<u>637,992</u>