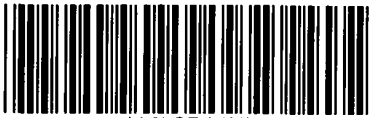


REGISTERED NUMBER: 03789340 (England and Wales)

Strategic Report, Report of the Director and
Financial Statements for the Year Ended 30 April 2017
for
Sandle Heath Nurseries Limited

THU	FRIDAY			
		A6LSRA1N		
		A31	22/12/2017	#172
		COMPANIES HOUSE		
		A6LADVDL		
		A30	14/12/2017	#300
		COMPANIES HOUSE		

Sandle Heath Nurseries Limited

Contents of the Financial Statements
for the Year Ended 30 April 2017

	Page
Company Information	1
Strategic Report	2
Report of the Director	4
Independent Auditor's Report	5
Income Statement	6
Statement of Comprehensive Income	7
Balance Sheet	8
Statement of Changes in Equity	9
Notes to the Financial Statements	10

Sandle Heath Nurseries Limited

Company Information
for the Year Ended 30 April 2017

DIRECTOR:

P E Jones OBE

SECRETARY:

Ms A C Weatherby

REGISTERED OFFICE:

Lifetrend House
Heyes Lane
Alderley Edge
Cheshire
SK9 7LF

REGISTERED NUMBER:

03789340 (England and Wales)

AUDITOR:

Grant Thornton UK LLP
Statutory Auditor, Chartered Accountants
4 Hardman Square
Spinningfields
Manchester
M3 3EB

Sandle Heath Nurseries Limited

Strategic Report
for the Year Ended 30 April 2017

The director presents his strategic report for the year ended 30 April 2017.

BUSINESS MODEL

The principal activity of the company is that of property management and development.

The company is a wholly owned subsidiary undertaking of P.E. Jones (Properties) Limited.

STRATEGY, OBJECTIVES AND PRINCIPAL RISKS

The strategic objectives of the company, in support of those of the group as a whole are to:

- continue to maintain and increase occupancy whilst pro-actively managing the company's property portfolio to drive sustainable profitability and shareholder return;
- selectively pursue strategic property investment opportunities that meet the company's criteria for return and risk;
- expand the company's full service provision to customers with a property management or facilities management requirement.

The primary operating risks for the company centre around the macro level factors of the markets in which it operates, in particular the level of customer demand, pricing, discounts and lease terms and UK interest rate fluctuations. The director considers that the mix of properties and their experience and flexibility in pro-actively managing its portfolio to be key strengths of the business.

Where relevant, exposure to interest rate risk is managed by securing loans at attractive fixed rates.

As with any property company that is debt financed the director considers one of the key financial risks to be the ability of the company to meet the covenant requirements of borrowing facilities to which it is a party, and to successfully refinance those facilities at their maturity date. The director regularly reviews compliance with applicable covenants and has maintained a track record of meeting all such requirements throughout its history. Refinancing risk is mitigated, where relevant, by maintaining access to a variety of funders, continued covenant compliance, and manageable gearing levels.

The requirement to report property revaluation movements through profit and loss could create major fluctuations in reported profit. Modest changes to property values could seriously distort the trading result and risks misleading stakeholders and their understanding of the underlying trading performance. This risk can only be mitigated through expanded explanation in the narrative of the accounts.

To ensure effective control and management of the principal business risks the director regularly reviews the key performance indicators of the company, which include occupancy levels, tenant payment performance, rental levels, interest cover and property values.

REVIEW OF THE YEAR

Turnover for the year was largely unchanged at £77,449 (2016: £81,473)

Profit before tax for the year was £143,023 (2016: £36,788). Underlying profit for the year before revaluation movements was £61,559 (2016: £40,346).

Shareholders funds at 30 April 2017 were £230,702 (2016: £108,564).

Sandle Heath Nurseries Limited

Strategic Report
for the Year Ended 30 April 2017

FUTURE OUTLOOK

The director is not aware, at the date of this report, of any likely major changes in the company's activities in the next year.

APPROVED AND SIGNED ON BEHALF OF THE BOARD BY:

Ms A C Weatherby - Secretary

Date: 17 October 2017

Sandle Heath Nurseries Limited

Report of the Director
for the Year Ended 30 April 2017

The director presents his report with the financial statements of the company for the year ended 30 April 2017.

DIVIDENDS

No dividends will be distributed for the year ended 30 April 2017 (2016: £nil).

DIRECTOR

The Director who served during the year was as follows:

P E Jones OBE (Chairman)

STATEMENT OF DIRECTOR'S RESPONSIBILITIES

The directors are responsible for preparing the Strategic report, the Directors' report and the financial statements in accordance with applicable law and regulations:

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom accounting standards and applicable laws, including Financial Reporting Standard 102 'The Financial Reporting standard applicable in the United Kingdom and Republic of Ireland'. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies 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; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

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

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the director is aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditor is unaware, and he has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditor is aware of that information.

AUDITOR

In accordance with section 487 of the Companies Act 2006, Grant Thornton UK LLP, is deemed re-appointed as auditor for the succeeding year.

APPROVED AND SIGNED ON BEHALF OF THE BOARD BY:

Ms A C Weatherby - Secretary

Date: 17 October 2017

Independent Auditor's Report to the Members of
Sandle Heath Nurseries Limited

We have audited the financial statements of Sandle Heath Nurseries Limited for the year ended 30 April 2017 which comprise the income statement, the statement of comprehensive income, the balance sheet, the statement of changes in equity 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), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

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 director and auditors

As explained more fully in the Directors' Responsibilities Statement set out on page 4, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board'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.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 30 April 2017 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matters prescribed by the Companies Act 2006

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

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

Matters on which we are required to report under the Companies Act 2006

In light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified any material misstatements in the Directors' and Strategic report.

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 director's remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Grant Thornton UK LLP

Carl Williams (Senior Statutory Auditor)
for and on behalf of Grant Thornton UK LLP
Statutory Auditor, Chartered Accountants
Manchester

Date: 19 October 2017

Sandle Heath Nurseries Limited

Income Statement
for the Year Ended 30 April 2017

	Notes	2017 £	2016 £
TURNOVER	3	77,449	81,473
Operating expenses		<u>(15,890)</u>	<u>(41,127)</u>
		61,559	40,346
Gain/(Loss) on revaluation of Investment Property		<u>81,464</u>	<u>(3,558)</u>
OPERATING PROFIT and PROFIT BEFORE TAXATION	6	143,023	36,788
Tax on profit	7	<u>(20,885)</u>	<u>(3,879)</u>
PROFIT FOR THE FINANCIAL YEAR		<u>122,138</u>	<u>32,909</u>

The notes form part of these financial statements

Sandle Heath Nurseries Limited

Statement of Comprehensive Income
for the Year Ended 30 April 2017

	Notes	2017 £	2016 £
PROFIT FOR THE YEAR		122,138	32,909
OTHER COMPREHENSIVE INCOME		-	-
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		<u>122,138</u>	<u>32,909</u>

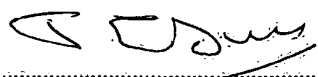
The notes form part of these financial statements

Sandle Heath Nurseries Limited (Registered number: 03789340)

Balance Sheet
30 April 2017

	Notes	2017 £	2016 £
FIXED ASSETS			
Investment property	8	877,906	796,442
CURRENT ASSETS			
Debtors	9	2,097	4,331
Cash at bank		133,467	57,817
		<u>135,564</u>	<u>62,148</u>
CREDITORS			
Amounts falling due within one year	10	<u>759,664</u>	<u>735,546</u>
NET CURRENT LIABILITIES		<u>(624,100)</u>	<u>(673,398)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>253,806</u>	<u>123,044</u>
PROVISIONS FOR LIABILITIES	12	<u>23,104</u>	<u>14,480</u>
NET ASSETS		<u>230,702</u>	<u>108,564</u>
CAPITAL AND RESERVES			
Called up share capital	13	2	2
Retained earnings	14	<u>230,700</u>	<u>108,562</u>
SHAREHOLDERS' FUNDS		<u>230,702</u>	<u>108,564</u>

The financial statements were approved and authorised for issue by the director on 17 October 2017 and were signed by:


.....
P E Jones OBE - Director

The notes form part of these financial statements

Sandle Heath Nurseries Limited

Statement of Changes in Equity
for the Year Ended 30 April 2017

	Called up share capital £	Retained earnings £	Total equity £
Balance at 1 May 2015	2	75,653	75,655
Changes in equity			
Profit for the year	-	32,909	32,909
Balance at 30 April 2016	2	108,562	108,564
Changes in equity			
Profit for the year	-	122,138	122,138
Balance at 30 April 2017	2	230,700	230,702

The notes form part of these financial statements

Sandle Heath Nurseries Limited

Notes to the Financial Statements
for the Year Ended 30 April 2017

1. **GENERAL INFORMATION**

Sandle Heath Nurseries Limited is a company limited by shares incorporated in England. The Registered Office is set out on page 1 to the financial statements and the nature of the company's operations and its principal activities are set out in the Strategic Report.

2. **ACCOUNTING POLICIES**

Basis of preparing the financial statements

These financial statements have been prepared in accordance with United Kingdom Accounting Standards, including Financial Reporting Standard 102, "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006 and have been prepared under the historical cost convention, as modified by the revaluation of land and buildings and certain financial assets and liabilities measured at fair value through profit and loss.

The financial statements are presented in sterling (£).

Going concern

The company's business activities, together with the factors likely to affect its future development, its financial position, financial risk management objectives and its exposures to price, credit, liquidity and cash flow risk are described in the Strategic Report.

The company meets its day to day working capital requirements through access to the Group's banking facilities. Based on the company's forecasts and projections, and those of the Group, together with available market information and the directors' knowledge and experience of the company's property portfolio and markets, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the annual report and accounts.

Financial reporting standard 102 - reduced disclosure exemptions

The company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 11 Financial Instruments paragraphs 11.41(b), 11.41(c), 11.41(e), 11.41(f), 11.42, 11.44, 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b) and 11.48(c).

Significant judgements and estimates

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported for assets and liabilities as at the balance sheet date and the amounts reported for revenues and expenses during the year. However, the nature of estimation means that actual outcomes could differ from those estimates. The following judgements (apart from those involving estimates) have had the most significant effect on amounts recognised in the financial statements:

Revaluation of investment properties

The company carries its investment property at fair value, with changes in fair value being recognised in profit or loss. The valuation of the company's property portfolio is inherently subjective due to, among other factors, the individual nature of each property, its location and the expected future rental revenues from that particular property. As a result, the valuations the company places on its property portfolio are subject to a degree of uncertainty and are made on the basis of assumptions which may not prove to be accurate, particularly in periods of volatility or low transaction flow in the property market.

Sandle Heath Nurseries Limited

Notes to the Financial Statements - continued
for the Year Ended 30 April 2017

2. ACCOUNTING POLICIES - continued

Turnover

Rents receivable are included on an accruals basis, with annual rentals credited to profit and loss on a straight line basis over the expected term of the lease.

Incentive payments and rent free periods given to new tenants to occupy the company's investment properties are treated as a reduction in revenue and initially recorded as prepayments. These are charged to profit and loss over the term of the lease. Where such prepayments relate to investment properties, the properties are carried at fair value less the amount of the unamortised incentive.

Investment properties

Investment properties comprise properties and interests in land held either to earn rental income or for capital appreciation, or both.

After initial recognition, investment properties are carried at their fair values based on market value as determined at each reporting date. The difference between the fair value of an investment property at the reporting date and its carrying amount prior to re-measurement is included in the income statement as a valuation surplus or deficit. Profit on disposal is determined as the difference between the sales proceeds and the carrying amount of the asset at the commencement of the accounting period plus capital expenditure in the period.

Taxation

Taxation expense for the period comprises current and deferred tax recognised in the reporting period. Tax is recognised in the income statement, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case tax is also recognised in other comprehensive income or directly in equity respectively.

Current tax is the tax payable on the taxable income for the year and any adjustment in respect of previous years.

Deferred tax arises from timing differences that are differences between taxable profits and total comprehensive income as stated in the financial statements. Deferred tax is recognised on all timing differences at the reporting date. Unrelieved tax losses and other deferred tax assets are only recognised when it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Deferred tax is determined using tax rates that have been enacted or substantively enacted by the reporting date and are expected to apply when the asset is realised or the liability is settled.

Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and in hand and short term deposits with an original maturity date of three months or less.

Financial instruments

All interest-bearing loans and borrowings which are basic financial instruments are initially recognised at the present value of cash payable to the bank (including interest). After initial recognition they are measured at amortised cost using the effective interest rate method, less impairment. The effective interest rate amortisation is included in interest payable in the income statement.

Other basic financial instruments including trade debtors, trade creditors and amounts due to and from related parties, with no stated interest rate and receivable or payable within one year, are recorded at transaction price. Such assets and liabilities are subsequently carried at amortised cost using the effective interest rate method. Any losses arising from impairment are recognised in the income statement.

Reserves

The company's reserves are as follows:

- Called up share capital reserve represents the nominal value of the shares issued.
- Profit and loss represents cumulative profits or losses, net of dividends paid and other adjustments.

Sandle Heath Nurseries Limited

Notes to the Financial Statements - continued
for the Year Ended 30 April 2017

3. **TURNOVER**

Turnover principally comprises rental income receivable from investment properties.

4. **EMPLOYEES AND DIRECTORS**

There were no staff costs for the year ended 30 April 2017 nor for the year ended 30 April 2016.

5. **DIRECTORS' EMOLUMENTS**

During the year the Director neither received nor was due to receive any emoluments from the company. The director receive remuneration from the ultimate parent company. No other persons were employed by the company during the financial year.

6. **OPERATING PROFIT**

Auditor's remuneration is borne by the ultimate parent company.

7. **TAXATION**

Analysis of the tax charge

The tax charge on the profit for the year was as follows:

	2017 £	2016 £
Current tax:		
Corporation tax - current year	12,261	8,069
Deferred tax - current year	8,624	(4,190)
Tax on profit	<u>20,885</u>	<u>3,879</u>

UK corporation tax has been charged at 19.92% (2016 - 20%).

Reconciliation of total tax charge included in profit and loss

The tax assessed for the year is lower than the standard rate of corporation tax in the UK. The difference is explained below:

	2017 £	2016 £
Profit before tax	<u>143,023</u>	<u>36,788</u>
Profit multiplied by the standard rate of corporation tax in the UK of 19.920% (2016 - 20%)	28,490	7,358
Effects of:		
Tax relief on indexation allowance	(5,182)	(1,864)
Impact of change in tax rate	<u>(2,423)</u>	<u>(1,615)</u>
Total tax charge	<u>20,885</u>	<u>3,879</u>

Sandle Heath Nurseries Limited

Notes to the Financial Statements - continued
for the Year Ended 30 April 2017

8. INVESTMENT PROPERTY

	Total £
FAIR VALUE	
At 1 May 2016	796,442
Revaluations	81,464
At 30 April 2017	877,906
NET BOOK VALUE	
At 30 April 2017	877,906
At 30 April 2016	796,442

Completed investment properties comprise freehold land and buildings of £877,906 (2016: £796,442).

The historical cost of completed investment properties is £706,650 (2016: £706,250).

Investment properties were valued by Lambert Smith Hampton. All valuations were carried out on a "Market Value Basis" as defined within the Practice Statements contained in the RICS Valuation Professional Standards published by the Royal Institution of Chartered Surveyors.

9. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2017 £	2016 £
Amounts owed by group undertakings	2	2
Prepayments and accrued income	2,095	4,329
	2,097	4,331

10. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2017 £	2016 £
Trade creditors	33	576
Amounts owed to group undertakings	717,098	715,285
Corporation tax payable	28,400	8,069
Accruals and deferred income	14,133	11,616
	759,664	735,546

11. LEASING AGREEMENTS

Future minimum lease rentals receivable under non-cancellable operating leases are as follows:

	2017 £	2016 £
Less than 1 year	81,044	79,058
Between 2 & 5 years	156,472	177,148
More than 5 years	49,869	28,018
Total	287,385	284,224

Sandle Heath Nurseries Limited

Notes to the Financial Statements - continued
for the Year Ended 30 April 2017

12. PROVISIONS FOR LIABILITIES

	2017	2016
	£	£
Deferred tax	<u>23,104</u>	<u>14,480</u>

	Deferred tax £
Balance at 1 May 2016	14,480
Charge to Income Statement during year	<u>8,624</u>
Balance at 30 April 2017	<u>23,104</u>

	2017 £	2016 £
The provision for deferred tax comprises the following deferred tax liabilities / (assets):		
Investment property revaluation	<u>23,104</u>	<u>14,480</u>
	<u>23,104</u>	<u>14,480</u>

13. CALLED UP SHARE CAPITAL

Allotted, issued and fully paid:			2017	2016
Number:	Class:	Nominal value:	£	£
2	Ordinary	£1	<u>2</u>	<u>2</u>

14. RESERVES

	Retained earnings £
At 1 May 2016	108,562
Profit for the year	<u>122,138</u>
At 30 April 2017	<u>230,700</u>

15. PARENT UNDERTAKING AND CONTROLLING PARTIES

The company's parent company and controlling party is Sandle Heath Supplies Limited, a company incorporated in England.

The company's ultimate parent company and ultimate controlling party is P.E. Jones (Properties) Limited, a company incorporated in England.

The results of the company are included in the consolidated accounts of P.E. Jones (Properties) Limited. A copy of these accounts may be obtained from The Registrar of Companies, Companies House, Crown Way, Cardiff.

16. RELATED PARTY DISCLOSURES

The company has taken advantage of exemption, under the terms of Financial Reporting Standard 102 section 33 'The Financial Reporting Standard applicable to the UK and Republic of Ireland', not to disclose related party transactions with wholly owned subsidiaries within the group.