

Registration number: 02186143 (England and Wales)

WINGDAWN PROPERTY CO. LIMITED
DIRECTORS' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2014

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WINGDAWN PROPERTY CO. LIMITED
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WINGDAWN PROPERTY CO. LIMITED
COMPANY INFORMATION

Directors A J Sperrin

D C Farley

Company secretary J Naish

Registered office D C Farley (appointed 1 November 2013)
12 Blacks Road
Hammersmith
London
W6 9EU

Auditors Harmer Slater Limited
Statutory Auditor
Salatin House
19 Cedar Road
Sutton
Surrey
SM2 5DA

WINGDAWN PROPERTY CO. LIMITED
DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 2014

The directors present their report and the audited financial statements for the year ended 31 March 2014.

Principal activity

The principal activity of the company is property investment.

Directors of the company

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

A J Sperrin

D C Farley

G Sorrell (appointed 26 January 2014 and resigned 25 February 2014)

Dividends

The results for the company are set out in the financial statements.

The directors do not recommend the payment of a final dividend (2013: £nil).

Disclosure of information to the auditors

Each director has taken steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information (as defined by section 418 of the Companies Act 2006) and to establish that the company's auditors are aware of that information. The directors confirm that there is no relevant information that they know of and which they know the auditors are unaware.

Reappointment of auditors

The auditors Harmer Slater Limited are deemed to be reappointed under section 487(2) of the Companies Act 2006.

Small company provisions

The directors have taken advantage of the small companies exemptions provided by sections 414B and 415A of the Companies Act 2006 from the requirement to prepare a strategic report and in preparing the directors' report on the grounds that the company qualifies as a small company but for being a member of an ineligible group.

Approved by the Board on 14 July 2014 and signed on its behalf by:



.....
A J Sperrin
Director

WINGDAWN PROPERTY CO. LIMITED
STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with 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 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 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.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBER OF WINGDAWN PROPERTY CO. LIMITED

We have audited the financial statements of Wingdawn Property Co. Limited for the year ended 31 March 2014, set out on pages 6 to 17. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

This report is made solely to the company's member 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 member those matters we are required to state 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 member for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

As explained more fully in the Statement of Directors' Responsibilities (set out on page 3), the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. 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 (APB's) Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Directors' Report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on the financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2014 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 matter prescribed by the Companies Act 2006

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

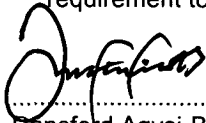
**INDEPENDENT AUDITOR'S REPORT TO THE MEMBER OF
WINGDAWN PROPERTY CO. LIMITED**

(CONTINUED)

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.
- the directors were not entitled to take advantage of the small companies exemption from the requirement to prepare a Strategic Report or in preparing the Directors' Report.



.....
Ransford Agyei-Boamah (Senior Statutory Auditor)
For and on behalf of Harmer Slater Limited
Statutory Auditors

Salatin House
19 Cedar Road
Surrey

SM2 5DA

14 July 2014

WINGDAWN PROPERTY CO. LIMITED
PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 MARCH 2014

| | Note | Year ended 31 Mar 14 £ | 1 Jul 12 to 31 Mar 13 £ |
|--|------|------------------------------|-------------------------------|
| Gross rental income | | 22,348 | 35,173 |
| Administrative and property expenses | | (13,558) | (9,899) |
| Other operating income | | <u>-</u> | <u>15,000</u> |
| Operating profit | 2 | 8,790 | 40,274 |
| Profit on lease extension premiums | | 21,461 | 42,623 |
| Interest payable and similar charges | 4 | <u>(15,566)</u> | <u>(16,837)</u> |
| Profit on ordinary activities before taxation | | 14,685 | 66,060 |
| Tax on profit or loss on ordinary activities | 5 | <u>(2,014)</u> | <u>-</u> |
| Profit for the financial year | 12 | <u><u>12,671</u></u> | <u><u>66,060</u></u> |

Continuing operations

Gross rental income and operating profit derive wholly from continuing operations.

The notes on pages 9 to 17 form an integral part of these financial statements.

WINGDAWN PROPERTY CO. LIMITED
STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES
FOR THE YEAR ENDED 31 MARCH 2014


| | Year ended 31 Mar 14 £ | 1 July 12 to 31 Mar 13 £ |
|---|---------------------------------------|---|
| Profit for the financial year | 12,671 | 66,060 |
| Unrealised surplus on revaluation of properties | <u>129,462</u> | <u>223,215</u> |
| Total recognised gains and losses relating to the year | <u><u>142,133</u></u> | <u><u>289,275</u></u> |

The notes on pages 9 to 17 form an integral part of these financial statements.
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WINGDAWN PROPERTY CO. LIMITED
(REGISTRATION NUMBER: 02186143)
BALANCE SHEET AT 31 MARCH 2014

| | Note | 31 Mar 14 £ | 31 Mar 13 £ |
|--|------|------------------|------------------|
| Fixed assets | | | |
| Investment properties | 6 | 1,973,564 | 2,113,097 |
| Investments in subsidiaries | 7 | <u>772</u> | <u>772</u> |
| | | <u>1,974,336</u> | <u>2,113,869</u> |
| Current assets | | | |
| Debtors | 8 | 827,270 | 647,215 |
| Cash at bank | | <u>1,251</u> | <u>9,031</u> |
| | | 828,521 | 656,246 |
| Creditors: Amounts falling due within one year | 9 | <u>(354,971)</u> | <u>(164,358)</u> |
| Net current assets | | <u>473,550</u> | <u>491,888</u> |
| Total assets less current liabilities | | 2,447,886 | 2,605,757 |
| Creditors: Amounts falling due after more than one year | 10 | <u>-</u> | <u>(300,004)</u> |
| Net assets | | <u>2,447,886</u> | <u>2,305,753</u> |
| Capital and reserves | | | |
| Called up share capital | 11 | 1,000 | 1,000 |
| Revaluation reserve | 12 | 1,783,668 | 1,904,854 |
| Profit and loss account | 12 | <u>663,218</u> | <u>399,899</u> |
| Shareholder's funds | | <u>2,447,886</u> | <u>2,305,753</u> |

Approved and authorised for issue by the Board on 14 July 2014 and signed on its behalf by:



 A J Sperrin
 Director

WINGDAWN PROPERTY CO. LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2014

1 ACCOUNTING POLICIES

Going concern

No material uncertainties that may cast significant doubt about the ability of the company to continue as a going concern have been identified by the directors.

Basis of preparation

The financial statements have been prepared under the historical cost convention as modified by the revaluation of certain fixed assets, and have been prepared in accordance with the Companies Act 2006 and applicable accounting standards.

In accordance with Financial Reporting Standard No18 "Accounting Policies" the company's director has reviewed the company's accounting policies and confirm that they continue to be the most appropriate.

A summary of the significant accounting policies which have been consistently applied in the current and the preceding year is set out below.

Cash flow statement

The company has taken advantage of the exemption conferred by Financial Reporting Standard No 1 (Revised 1996), from presenting a cash flow statement on the ground that it qualifies as subsidiary undertaking, 90% or more of whose voting rights are controlled within the group and consolidated financial statements (which includes the company) are publicly available.

Exemption from preparing group accounts

The financial statements present information about the company as an individual undertaking and not about its group. The company is a wholly owned subsidiary of the parent undertaking Pineapple Corporation Plc, a company incorporated in England and Wales. Pineapple Corporation Plc prepares consolidated financial statements which includes the company and its subsidiary undertakings. The company has therefore taken advantage of the exemptions provided by section 400 of the Companies act 2006 not to prepare group accounts.

Gross rental income

Gross rental income represents amounts invoiced to third parties in relation to the leasing of the company's investment properties.

Rental income from investment property leased out under an operating lease is recognised in the profit and loss account on a straight line basis over the term of the lease.

WINGDAWN PROPERTY CO. LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2014
(CONTINUED)

1 ACCOUNTING POLICIES (CONTINUED)

Investment properties

Investment properties are properties owned by the company which are held for long-term rental income or for capital appreciation or both and are included in fixed assets at their latest valuation plus subsequent additions at cost. Surpluses and deficits arising on valuation are taken direct to the revaluation reserve.

The Group property portfolio (which includes the company's investment properties) is valued annually. At least 25 per cent of the properties held at the previous year end together with any additions during the year will be valued by an external valuation agent and the remainder by the directors so that within every four year period all properties would have been subject to an external valuation.

Depreciation is not provided in respect of freehold properties. This treatment may be a departure from the Companies Act 2006 concerning the depreciation of fixed assets in respect of certain of those properties. However such properties are not held for consumption but for investment and the directors consider that annual depreciation would be inappropriate and that this policy is necessary to give a true and fair view. Depreciation is only but one of many factors reflected in the valuation and the amount which might have been shown cannot be separately identified or quantified. Any permanent diminution in value of properties is charged to the profit and loss account.

Fixed asset investments

Fixed asset investments are stated at cost less provision for impairment.

The carrying value of the investments are reviewed as necessary for impairment. Impairment is calculated as the difference between the carrying value and the estimated value-in-use or disposal value if higher. Value-in-use represents the present value of future expected cash flows discounted on a pre-tax basis. the net book amount of the investment is written down where impairment is identified.

Taxation

Current tax represents the expected tax payable (or recoverable) on the taxable profits for the year using tax rates enacted or substantively enacted at the balance sheet date and taking into account any adjustments arising from prior years.

The company is in a group Real Estate Investment Trust (REIT), therefore deferred tax is not provided on timing differences arising from revaluation of those assets as any gains realised would be exempt from taxation as long as the REIT conditions are met.

Financial instruments

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

WINGDAWN PROPERTY CO. LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2014
(CONTINUED)

2 OPERATING PROFIT

Operating profit is stated after charging:

| | Year ended 31 Mar 14 £ | 1 Jul 12 to 31 Mar 13 £ |
|------------------------|---------------------------------------|--|
| Auditor's remuneration | <u>4,320</u> | <u>3,600</u> |

3 DIRECTORS' REMUNERATION

No remuneration was paid to the directors during the year (2013: nil).

4 INTEREST PAYABLE AND SIMILAR CHARGES

| | Year ended 31 Mar 14 £ | 1 Jul 12 to 31 Mar 13 £ |
|-----------------------------|---------------------------------------|--|
| Interest on bank borrowings | <u>15,566</u> | <u>16,837</u> |

WINGDAWN PROPERTY CO. LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2014
(CONTINUED)

5 TAXATION

Tax on profit on ordinary activities

| | Year ended 31 Mar 14 £ | 1 Jul 12 to 31 Mar 13 £ |
|--|---------------------------------------|--|
| Current tax | | |
| Adjustments in respect of previous years | 2,014 | - |

Factors affecting current tax charge for the year

| | Year ended 31 Mar 14 £ | 1 Jul 12 to 31 Mar 13 £ |
|---|---------------------------------------|--|
| Profit on ordinary activities before taxation | 14,685 | 66,060 |
| Corporation tax at standard rate of 23% (2013: 24%) | 3,378 | 15,854 |
| Exempt property rental profits | (3,378) | (15,854) |
| Adjustment in respect of previous years | 2,014 | - |
| Total current tax | 2,014 | - |

Factors that may affect future tax charges

The company is a Real Estate Investment Trust (REIT). Consequently, the company no longer pays UK Corporation Tax on profits and gains from qualifying rental businesses provided it meets certain conditions. Non qualifying profits and gains of the company continue to be subject to corporation tax as normal.

WINGDAWN PROPERTY CO. LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2014
(CONTINUED)

6 TANGIBLE FIXED ASSETS

| | Investment properties £ |
|-----------------------|--|
| Valuation | |
| At 1 April 2013 | 2,113,097 |
| Revaluation | 129,462 |
| Disposals | <u>(268,995)</u> |
| At 31 March 2014 | <u>1,973,564</u> |
| Net book value | |
| At 31 March 2014 | <u>1,973,564</u> |
| At 31 March 2013 | <u>2,113,097</u> |

Revaluations

The company's investment properties were independently valued Opes Real Estate Limited, at 31 March 2014 in accordance with the Appraisal and Valuation Standards of RICS which became effective on 1 May 2003, on the basis of market value. Market value represents the figure that would appear in a hypothetical contract of sale between a willing buyer and a willing seller. Market value is estimated without regard to cost of sales.

The historical cost of the properties at 31 March 2014 was £189,895 (2013: £208,243).

WINGDAWN PROPERTY CO. LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2014
(CONTINUED)

7 INVESTMENTS HELD AS FIXED ASSETS

Shares in group undertakings

| | Subsidiary undertakings £ |
|-----------------------|--|
| Cost | |
| At 1 April 2013 | 772 |
| At 31 March 2014 | <u>772</u> |
| Net book value | |
| At 31 March 2014 | <u>772</u> |
| At 31 March 2013 | <u>772</u> |

The company's investments comprises 100% interests in the following dormant companies;

- Clearbrave Limited
- Deckcoin Limited
- Doublecool Limited
- Fastflask Limited
- Paperframe Limited
- Rapidbronze Limited
- Roundbell Limited
- Silkstorm Limited

8 DEBTORS

| | 31 Mar 14 £ | 31 Mar 13 £ |
|--|------------------------|------------------------|
| Trade debtors | 9,294 | 29,699 |
| Amounts owed by the parent company | 353,654 | 144,876 |
| Amounts owed by fellow subsidiary undertakings | 438,109 | 427,533 |
| Other debtors | 12,500 | 12,500 |
| Prepayments and accrued income | <u>13,713</u> | <u>32,607</u> |
| | <u>827,270</u> | <u>647,215</u> |

WINGDAWN PROPERTY CO. LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2014
(CONTINUED)

9 CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

| | 31 Mar 14 £ | 31 Mar 13 £ |
|---|----------------|----------------|
| Trade creditors | 4,689 | 3,957 |
| Bank loan | 301,586 | 99,996 |
| Corporation tax | - | 13,842 |
| Amounts due to fellow subsidiary undertakings | 25,624 | 24,204 |
| Accruals and deferred income | 23,072 | 22,359 |
| | <u>354,971</u> | <u>164,358</u> |

The bank loan was advanced by the Bank of Scotland (BOS) and is subject to interest at 4% over BOS base rate with monthly repayments of £8,333 and a final repayment of £208,341 on 2 March 2015. The loan is secured by a debenture with a fixed and floating charge over the company's assets.

10 CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

| | 31 Mar 14 £ | 31 Mar 13 £ |
|-----------|----------------|----------------|
| Bank loan | <u>-</u> | <u>300,004</u> |

The bank loan was advanced by the Bank of Scotland (BOS) and is subject to interest at 4% over BOS base rate with monthly repayments of £8,333 and a final repayment of £208,341 on 2 March 2015. The loan is secured by a debenture with a fixed and floating charge over the company's assets.

11 SHARE CAPITAL

Allotted, called up and fully paid shares

| | 31 Mar 14 | | 31 Mar 13 | |
|----------------------------|--------------|--------------|--------------|--------------|
| | No. | £ | No. | £ |
| Ordinary shares of £1 each | <u>1,000</u> | <u>1,000</u> | <u>1,000</u> | <u>1,000</u> |

WINGDAWN PROPERTY CO. LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2014
(CONTINUED)

12 RESERVES

| | Revaluation reserve £ | Profit and loss account £ | Total £ |
|---------------------------------|-----------------------------|------------------------------------|------------------|
| At 1 April 2013 | 1,904,854 | 399,899 | 2,304,753 |
| Profit for the year | - | 12,671 | 12,671 |
| Transfer of realised profits | (250,648) | 250,648 | - |
| Surplus on property revaluation | 129,462 | - | 129,462 |
| At 31 March 2014 | <u>1,783,668</u> | <u>663,218</u> | <u>2,446,886</u> |

13 RECONCILIATION OF MOVEMENT IN SHAREHOLDER'S FUNDS

| | 31 Mar 14 £ | 31 Mar 13 £ |
|--|------------------|------------------|
| Profit attributable to the member of the company | 12,671 | 66,060 |
| Other recognised gains and losses relating to the year | 129,462 | 223,215 |
| Net addition to shareholder's funds | 142,133 | 289,275 |
| Shareholder's funds at start of period | <u>2,305,753</u> | <u>2,016,478</u> |
| Shareholder's funds at end of period | <u>2,447,886</u> | <u>2,305,753</u> |

14 FINANCIAL INSTRUMENTS

The company has taken advantage of the disclosure requirements set out within Financial Reporting Standard No 25 "Financial Instruments: disclosure and presentation" on the grounds it qualifies as a subsidiary, 90 per cent or more whose voting rights are controlled within the group.

15 RELATED PARTY TRANSACTIONS

The company has taken advantage of the provisions of the Financial Reporting Standard Number 8 which exempts wholly owned subsidiary undertakings from disclosing transactions with entities that are part of the group or investees of the group qualifying as related parties.

WINGDAWN PROPERTY CO. LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2014
(CONTINUED)

16 CONTROL

The ultimate controlling party is Pineapple Corporation Plc, a company incorporated in England and Wales.

At the date of approval of these financial statements, the parent company of the smallest group and largest group for which consolidated financial statements are prepared and are available to the public is Pineapple Corporation Plc. The financial statements of Pineapple Corporation Plc may be obtained from 12 Blacks Road, Hammersmith, London, W6 9EU.