

**REPORT OF THE DIRECTORS AND
UNAUDITED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2022
FOR
LONGBELL LIMITED**



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FOR THE YEAR ENDED 31ST MARCH 2022

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Longbell Limited
Company Information
for the year ended 31st March 2022

DIRECTORS:

P Gubbay
Mrs L Khalastchi
Mrs E Gubbay
J Gubbay

SECRETARY:

Ms S Zainuddin

REGISTERED OFFICE:

7 Praed Street
London
W2 1NJ

REGISTERED NUMBER:

03268638 (England and Wales)

ACCOUNTANTS:

Goodman Jones LLP
29-30 Fitzroy Square
Fitzrovia
London
W1T 6LQ

REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31ST MARCH 2022

The directors present their report with the financial statements of the company for the year ended 31st March 2022.

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of property investment and management. Investments are held as a direct shareholding in property investment companies.

DIRECTORS

The directors shown below have held office during the whole of the period from 1st April 2021 to the date of this report.

P Gubbay
Mrs L Khalastchi
Mrs E Gubbay
J Gubbay

GOING CONCERN

After reviewing the company's forecasts and projections, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future.

In the annual review of the company's going concern, the Directors have considered the immediate and longer-term impact of the Covid-19 pandemic. The company has sufficient cash balances and other liquid assets available to service the company's costs for at least the next 12 months.

The company therefore continues to adopt the going concern basis in preparing its financial statements.

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

ON BEHALF OF THE BOARD:



P Gubbay - Director

Date: 01/12/2022

**STATEMENT OF COMPREHENSIVE
INCOME
FOR THE YEAR ENDED 31ST MARCH 2022**

	2022 £	2021 £
TURNOVER	62,049	75,933
Administrative expenses	<u>(499,523)</u>	<u>(545,472)</u>
OPERATING LOSS	(437,474)	(469,539)
Interest receivable and similar income	<u>396,235</u>	<u>735,050</u>
Impairment provisions	<u>(41,239)</u> <u>(1,931)</u>	<u>265,511</u> <u>(272,953)</u>
	(43,170)	(7,442)
Interest payable and similar expenses	<u>(112)</u>	<u>(3,816)</u>
LOSS BEFORE TAXATION	(43,282)	(11,258)
Tax on loss	<u>824</u>	<u>-</u>
LOSS FOR THE FINANCIAL YEAR	<u><u>(42,458)</u></u>	<u><u>(11,258)</u></u>

The notes form part of these financial statements

STATEMENT OF FINANCIAL POSITION
31st March 2022

	Notes	2022 £	2021 £
FIXED ASSETS			
Investments	4	3,470,335	3,418,522
Investment property	5	605,600	-
		<u>4,075,935</u>	<u>3,418,522</u>
CURRENT ASSETS			
Debtors: amounts falling due within one year	6	16,180,700	14,219,269
Debtors: amounts falling due after more than one year	6	2,317,331	2,483,192
Investments	7	2,415,890	2,299,115
Cash at bank		384,307	2,479,773
		<u>21,298,228</u>	<u>21,481,349</u>
CREDITORS			
Amounts falling due within one year	8	(18,443,747)	(17,926,997)
NET CURRENT ASSETS		<u>2,854,481</u>	<u>3,554,352</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>6,930,416</u>	<u>6,972,874</u>
CAPITAL AND RESERVES			
Called up share capital	9	100	100
Retained earnings		6,930,316	6,972,774
SHAREHOLDERS' FUNDS		<u>6,930,416</u>	<u>6,972,874</u>

The company is entitled to exemption from audit under Section 477 of the Companies Act 2006 for the year ended 31st March 2022.

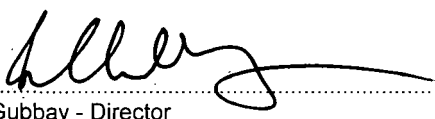
The members have not required the company to obtain an audit of its financial statements for the year ended 31st March 2022 in accordance with Section 476 of the Companies Act 2006.

The directors acknowledge their responsibilities for:

- ensuring that the company keeps accounting records which comply with Sections 386 and 387 of the Companies Act 2006 and
- preparing financial statements which give a true and fair view of the state of affairs of the company as at the end of each financial year and of its profit or loss for each financial year in accordance with the requirements of Sections 394 and 395 and which otherwise comply with the requirements of the Companies Act 2006 relating to financial statements, so far as applicable to the company.

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

The financial statements were approved by the Board of Directors and authorised for issue on 01/12/2022 and were signed on its behalf by:


P Gubbay - Director

The notes form part of these financial statements

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31ST MARCH 2022

	Called up share capital £	Retained earnings £	Total equity £
Balance at 1st April 2020	100	8,934,032	8,934,132
Total comprehensive income	-	(11,258)	(11,258)
Dividends	-	(1,950,000)	(1,950,000)
Balance at 31st March 2021	100	6,972,774	6,972,874
Total comprehensive income	-	(42,458)	(42,458)
Balance at 31st March 2022	100	6,930,316	6,930,416

The notes form part of these financial statements

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST MARCH 2022

1. **STATUTORY INFORMATION**

Longbell Limited is a private company, limited by shares, registered in England and Wales. The company's registered number and registered office address can be found on the Company Information page.

2. **ACCOUNTING POLICIES**

Basis of preparing the financial statements

These financial statements have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" including the provisions of Section 1A "Small Entities" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention as modified by the revaluation of certain assets.

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 £.

Disclosure exemptions

In preparing these financial statements, advantage has been taken of the following disclosure exemptions available in FRS 102:

- No cash flow statement has been presented
- No disclosure of related party transactions entered into between two or more wholly owned members of a group has been given
- Consolidated accounts have not been prepared for the company as these are included in the group accounts of the ultimate parent company
- Certain disclosures in respect of the company's financial instruments have not been presented as these are included in the disclosures made in respect of the group

Preparation of consolidated financial statements

The financial statements contain information about Longbell Limited as an individual company and do not contain consolidated financial information as the parent of a group. The company has taken advantage of the exemption conferred by Companies Act 2006 not to produce consolidated financial statements because it is itself a wholly owned subsidiary of its ultimate parent undertaking, Prime Commercial Properties (Holdings) Limited who prepares and files consolidated accounts which incorporate the activities of the company and its subsidiary undertakings.

Significant judgements and estimates

The preparation of the financial statements requires management to make judgement, estimates and assumptions that may affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. The estimates and associated assumptions are based on historical and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making judgement about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revision to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

The judgement and estimates involved in the Company's accounting policies that are considered by the directors to be the most important to the portrayal of the Company's financial condition and that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

- Fixed asset investments

Determine whether there are indicators of impairment of the company's fixed asset investments. Factors taken into consideration in reaching such a decision include the economic viability and expected future financial performance of the asset and where it is a component of a larger cash-generating unit, the viability and expected future performance of that unit.

- Investment properties

Properties held for investment have been valued by management in accordance with the group's valuation policies to determine its fair value. The directors carry out a detailed review of the properties and take into consideration relevant market data.

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31ST MARCH 2022

2. ACCOUNTING POLICIES - continued

Turnover

Turnover is measured at the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes.

Investment property

Investment property is shown at most recent valuation. Any aggregate surplus or deficit arising from changes in fair value is recognised in profit or loss.

Taxation

Taxation for the year comprises current and deferred tax. Tax is recognised in the Statement of Comprehensive Income, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current or deferred taxation assets and liabilities are not discounted.

Current tax is recognised at the amount of tax payable using the tax rates and laws that have been enacted or substantively enacted by the statement of financial position date.

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the statement of financial position date.

Timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements. Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the year end and that are expected to apply to the reversal of the timing difference.

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.

Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the statement of financial position date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of transaction. Exchange differences are taken into account in arriving at the operating result.

Hire purchase and leasing commitments

Rentals paid under operating leases are charged to profit or loss on a straight line basis over the period of the lease.

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31ST MARCH 2022

2. ACCOUNTING POLICIES - continued

Going concern

After reviewing the company's forecasts and projections, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future.

In the annual review of the company's going concern, the Directors have considered the immediate and longer-term impact of the Covid-19 pandemic. The company has sufficient cash balances and other liquid assets available to service the company's costs for at least the next 12 months.

The company therefore continues to adopt the going concern basis in preparing its financial statements.

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.

Financial assets

Financial assets other than investments and derivatives are initially measured at transaction price (including transaction costs) and subsequently held at cost, less any impairment.

Financial liabilities and equity

Financial liabilities and equity are classified according to the substance of the financial instrument's contractual obligations, rather than the financial instrument's legal form. Financial liabilities, excluding derivatives are initially measured at transaction price (including transaction costs) and subsequently held at amortised cost.

Finance costs

Finance costs associated with the issue of debt are deducted from the proceeds of the issue and charged to profit over the term of the debt so that the amount charged is at a constant rate on the carrying amount.

Dividends

Equity dividends are recognised when they become legally payable. Final equity dividends are recognised when approved by the shareholders at an annual general meeting.

Investments in subsidiaries

Investments in subsidiary undertakings, associates and joint ventures are recognised cost, less any provision for impairment.

3. EMPLOYEES AND DIRECTORS

The average number of employees during the year was 1 (2021 - 2).

4. FIXED ASSET INVESTMENTS

The investments are made up of the following:

	Loans £	Shares £	Total £
Cost:			
At 1 April 2021	2,569,622	848,900	3,418,522
Advances/additions	126,793	-	126,793
Repayments/disposals	(98,646)	-	(98,646)
Impairment	(1,931)	-	(1,931)
Foreign currency retranslation	25,597	-	25,597
Net book value at 31 March 2022	<u>2,621,435</u>	<u>848,900</u>	<u>3,470,335</u>

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31ST MARCH 2022

4. FIXED ASSET INVESTMENTS - continued

The company's investments at the Statement of Financial Position date in the share capital of the companies include the following:

Company	Country of registration	Nature of business	Shares held	%
Subsidiary undertakings:				
Directly held:				
Moontrace Limited	England	Property investment	Ordinary	100.00
Crestform (EU) Limited	England	Property investment	Ordinary	100.00
Prime Commercial Properties (Leeds) Limited	England	Property investment	Ordinary	100.00
Prime Commercial Properties (KDL) Limited	England	Property investment	Ordinary	100.00
Prime Commercial Properties (Pudsey) Limited	England	Property investment	Ordinary	83.33
Peakshare Limited	England	Property investment	Ordinary	79.82
Joanbridge Limited	England	Property investment	Ordinary	79.82
Carillon Properties Limited (in liquidation)	England	Property investment	Ordinary	77.00
Indirectly held:				
Home and Kitchen Limited	England	Retail	Ordinary	100.00
PCP San Souci Holdings LLC	USA	Property investment	LLC Contribution	72.50
PCP San Souci LLC	USA	Property investment	LLC Contribution	72.50

The registered office of the subsidiaries in England is 7 Praed Street, London, W2 1NJ. The registered office of the subsidiaries in USA 700 Rockland Road, Rockland, DE 19732.

Company	Country of registration	Nature of business	Shares held	%
Associates undertakings:				
Directly held:				
Habag Investment Corp.	England	Property investment	Ordinary	50.00
Khalsmith (Portfolio) Limited	England	Property investment	Ordinary	50.00
Edro Properties Limited	England	Property investment	Ordinary	50.00
Braavos Investments Limited	England	Property investment	Ordinary	34.10
Pearls Chambers Limited	England	Property investment	Ordinary	34.10
Tedbell Limited	England	Property investment	Ordinary	33.33
St Vincent Estates Limited	England	Property investment	Ordinary	44.44
Franbay Limited	England	Property investment	Ordinary	33.33
Joint ventures:				
Directly held:				
Crestbell Properties Limited	England	Property investment	Ordinary	50.00

During the year, the group sold its 43.5% interest in Cedar PCP San Souci LLC which held an investment property in California, Maryland, United States. The group remains a party to a joint venture agreement which provides for 50% interest in Crestbell Properties Limited which holds an investment property in Doncaster, England.

5. INVESTMENT PROPERTY

	Total £
FAIR VALUE	
Additions	605,600
At 31st March 2022	605,600
NET BOOK VALUE	
At 31st March 2022	605,600

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31ST MARCH 2022

5. INVESTMENT PROPERTY - continued

Investment properties have been included in the balance sheet at fair value which was calculated by management in accordance with the group's valuation policies. Values are derived from the current market rents and investment property yields for comparable real estate, adjusted if necessary for any difference in the nature, location or condition of the specific asset.

6. DEBTORS

	2022 £	2021 £
Amounts falling due within one year:		
Trade debtors	58,422	17,648
Amounts owed by group undertakings	12,988,390	13,609,290
Other debtors	2,604,323	419,596
Tax	457,689	105,780
Prepayments and accrued income	71,876	66,955
	<u>16,180,700</u>	<u>14,219,269</u>
Amounts falling due after more than one year:		
Amounts owed by group undertakings	1,037,839	1,106,359
Other debtors	1,279,492	1,376,833
	<u>2,317,331</u>	<u>2,483,192</u>
Aggregate amounts	<u>18,498,031</u>	<u>16,702,461</u>

7. CURRENT ASSET INVESTMENTS

	2022 £	2021 £
Listed investments	<u>2,415,890</u>	<u>2,299,115</u>
Market value of listed investments at 31st March 2022 - £2,415,890 (2021 - £2,299,115).		

8. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2022 £	2021 £
Trade creditors	43,243	43,137
Amounts owed to group undertakings	17,864,836	17,864,836
Tax	457,689	-
Social security and other taxes	11,051	11,275
Other creditors	20,356	511
Accruals and deferred income	46,572	7,238
	<u>18,443,747</u>	<u>17,926,997</u>

9. CALLED UP SHARE CAPITAL

Allotted, issued and fully paid:

Number:	Class:	Nominal value:	2022 £	2021 £
99	Ordinary A	1	99	99
1	Ordinary B	1	1	1
			<u>100</u>	<u>100</u>

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 31ST MARCH 2022

10. COMMITMENTS UNDER OPERATING LEASES

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

	2022 £	2021 £
Not later than 1 year	86,000	86,000
Later than 1 year and not later than 5 years	86,000	172,000
Total	172,000	258,000

11. RELATED PARTY DISCLOSURES

Transactions between related parties were conducted on an arm's length basis on normal trading terms.

Included within other debtors is a balance of £1,408,273 (2021: £50,000) from The Robert Gubbay Settlement Trust. This loan is interest free and repayable on demand.

12. ULTIMATE AND INTERMEDIATE PARENT COMPANIES

The company is controlled by Prime Commercial Properties Plc, its immediate parent company. The ultimate parent company is Prime Commercial Properties (Holdings) Limited, a company registered in England. Copies of the consolidated financial statements of Prime Commercial Properties (Holdings) Limited are available from Companies House. The ultimate controlling party is The Robert Gubbay Settlement Trust.