

Company Registration No. 00820576 (England and Wales)

SHELLWIN LIMITED
UNAUDITED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2020
PAGES FOR FILING WITH REGISTRAR

SHELLWIN LIMITED

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SHELLWIN LIMITED

ACCOUNTANTS' REPORT TO THE BOARD OF DIRECTORS ON THE PREPARATION OF THE UNAUDITED STATUTORY FINANCIAL STATEMENTS OF SHELLWIN LIMITED FOR THE YEAR ENDED 31 DECEMBER 2020

In order to assist you to fulfil your duties under the Companies Act 2006, we have prepared for your approval the financial statements of Shellwin Limited for the year ended 31 December 2020 which comprise, the balance sheet and the related notes from the company's accounting records and from information and explanations you have given us.

This report is made solely to the Board of Directors of Shellwin Limited, as a body, in accordance with the terms of our engagement letter. Our work has been undertaken solely to prepare for your approval the financial statements of Shellwin Limited and state those matters that we have agreed to state to the Board of Directors of Shellwin Limited, as a body, in this report. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than Shellwin Limited and its Board of Directors as a body, for our work or for this report.

It is your duty to ensure that Shellwin Limited has kept adequate accounting records and to prepare statutory financial statements that give a true and fair view of the assets, liabilities, financial position and profit of Shellwin Limited. You consider that Shellwin Limited is exempt from the statutory audit requirement for the year.

We have not been instructed to carry out an audit or a review of the financial statements of Shellwin Limited. 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 statutory financial statements.

Azets

3 August 2021

7-8 Eghams Court
Boston Drive
Bourne End
Buckinghamshire
United Kingdom
SL8 5YS

SHELLWIN LIMITED

BALANCE SHEET

AS AT 31 DECEMBER 2020

		2020		2019	
	Notes	£	£	£	£
Fixed assets					
Tangible assets	4		1,502		1,856
Investment properties	5		11,245,100		11,466,686
			<u>11,246,602</u>		<u>11,468,542</u>
Current assets					
Debtors		86,254		132,203	
Cash at bank and in hand		456,197		251,428	
		<u>542,451</u>		<u>383,631</u>	
Creditors: amounts falling due within one year		<u>(589,820)</u>		<u>(591,888)</u>	
Net current liabilities			<u>(47,369)</u>		<u>(208,257)</u>
Total assets less current liabilities			11,199,233		11,260,285
Creditors: amounts falling due after more than one year			(2,580,102)		(2,640,000)
Provisions for liabilities			<u>(177,022)</u>		<u>(224,740)</u>
Net assets			<u>8,442,109</u>		<u>8,395,545</u>
Capital and reserves					
Called up share capital	7		380,000		380,000
Revaluation reserve			5,055,796		5,229,664
Profit and loss reserves			3,006,313		2,785,881
Total equity			<u>8,442,109</u>		<u>8,395,545</u>

SHELLWIN LIMITED

BALANCE SHEET (CONTINUED)

AS AT 31 DECEMBER 2020

In accordance with section 444 of the Companies Act 2006 all of the members of the company have consented to the preparation of abridged financial statements pursuant to paragraph 1A of Schedule 1 to the Small Companies and Groups (Accounts and Directors' Report) Regulations (S.I. 2008/409)(b).

The directors of the company have elected not to include a copy of the profit and loss account within the financial statements.

For the financial year ended 31 December 2020 the company was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies.

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

The member has not required the company to obtain an audit of its financial statements for the year in question in accordance with section 476.

These financial statements have been prepared and delivered 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 26 July 2021 and are signed on its behalf by:

Mrs S J Shellabear
Director

Mrs H A L Shellabear Peck
Director

Company Registration No. 00820576

SHELLWIN LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2020

1 Accounting policies

Company information

Shellwin Limited is a private company limited by shares incorporated in England and Wales. The registered office is 7/8 Eghams Court, Boston Drive, Bourne End, Buckinghamshire, United Kingdom, SL8 5YS.

1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

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

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

1.2 Turnover

Turnover comprises rent and other property related income invoiced to tenants, exclusive of Value Added Tax and is recognised in the period to which it relates.

Sales of properties are recognised on exchange of contracts and investments when the sale is completed.

1.3 Tangible fixed assets

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

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

Fixtures and fittings	7 years
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The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is credited or charged to profit or loss.

1.4 Investment properties

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

1.5 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.

SHELLWIN LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2020

1 Accounting policies

(Continued)

1.6 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 to all of its financial instruments.

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

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Basic financial assets

Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

Classification of financial liabilities

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

Basic financial liabilities

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

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

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

1.7 Equity instruments

Equity instruments issued by the company are recorded at the proceeds received, net of transaction costs.

Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

SHELLWIN LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2020

1 Accounting policies

(Continued)

1.8 Taxation

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

Current tax

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

Deferred tax

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

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

1.9 Employee benefits

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

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

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

1.10 Retirement benefits

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

SHELLWIN LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2020

2 Judgements and key sources of estimation uncertainty

In the application of the company's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

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

Critical judgements

The following judgements (apart from those involving estimates) have had the most significant effect on amounts recognised in the financial statements.

Valuation of investment properties

Investment properties are stated at fair value based on annual revaluation performed by the Directors. Fair value is measured using the commercial property yield rate.

3 Employees

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

	2020 Number	2019 Number
Total	2	2

4 Tangible fixed assets

	Total £
Cost	
At 1 January 2020 and 31 December 2020	8,664
Depreciation and impairment	
At 1 January 2020	6,808
Depreciation charged in the year	354
At 31 December 2020	7,162
Carrying amount	
At 31 December 2020	1,502
At 31 December 2019	1,856

The transfer of £465,000 under freehold land and buildings relates to an owner-occupied property which was transferred to Investment properties when vacated during the year by the owners.

SHELLWIN LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2020

5 Investment property

	2020 £
Fair value	
At 1 January 2020	11,466,686
Revaluations	(221,586)
	<u>11,245,100</u>
At 31 December 2020	<u>11,245,100</u>

The fair value of the investment property has been arrived at on the basis of a valuation carried out by the Director Mrs H A L Shellabear Peck at the balance sheet date. The valuation was made on an open market value basis by reference to market evidence of transaction prices for similar properties.

If the investment properties were stated on an historical cost basis rather than a fair value basis, the amounts would have been included as follows:

	2020 £	2019 £
Cost	5,879,228	5,879,228
Accumulated depreciation	-	-
	<u>5,879,228</u>	<u>5,879,228</u>
Carrying amount	<u>5,879,228</u>	<u>5,879,228</u>

6 Secured debt

The debenture loans are secured over the Company's investment properties which have a carrying value of £6,480,000. The directors consider that the carrying amounts of the debenture loans approximate to their fair value.

7 Called up share capital

	2020 Number	2019 Number	2020 £	2019 £
Ordinary share capital				
Issued and fully paid				
Ordinary of £1 each	380,000	380,000	380,000	380,000
	<u>380,000</u>	<u>380,000</u>	<u>380,000</u>	<u>380,000</u>

8 Contingent Liabilities

The company reached an agreement in February 2010 as a result of a damages claim for losses following the purchase of land in 2005. Under this agreement Shellwin Ltd received £90,000 in March 2010 being the reimbursement of legal fees incurred together with compensation for the fall in value of the land. A part disposal of the land was recognised in the 2010 financial statements. A condition is attached that requires the company to pay back the lower of £37,500 or 75% of the net sale proceeds if the land is sold within 12 years.

SHELLWIN LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2020

9 Parent company

The company is a wholly owned subsidiary undertaking of Shellwin Holdings Limited which is the ultimate parent company incorporated in England and Wales.

The directors, who between them owned the majority of the issued share capital, controlled the company throughout the previous year until the 10 December 2019 from which date Mrs H A L Shellabear Peck is considered to be the Ultimate controlling party.

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