

THE EMERSON GROUP

REPORT &
ACCOUNTS
2023



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COMPANIES HOUSE



BUILDING THE FUTURE ON INTERNATIONAL
REPUTATION AND QUALITY

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Front Cover: The Hampton, a luxury 5 bedroom home set in a desirable parkland setting at Alderley Gardens, Nether Alderley, Alderley Edge, Cheshire.

THE EMERSON GROUP

DIRECTORS AND AUDITOR

DIRECTORS

- Mr PE Jones OBE, Chairman
- Mr ME Jones, Deputy Chairman
- Mrs A Jones
- Mr AE Jones
- Mr SP Wilson
- Mr MST Royle BA (Arch)
- Mr M Nevin BSc (Hons), ACA, CTA, Finance Director
- The Lord Lee of Trafford DL FCA
- Mr JP Allen ACIB, Dip FS
- Ms AC Weatherby BA (Law)
- Non-executive Director

SECRETARY

Mr V Maharaj

ADVISOR TO THE BOARD

Mr JR Glaber

REGISTERED OFFICE

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CHAIRMAN'S STATEMENT



I am pleased to report another excellent trading performance in the current financial year. Underlying profit before revaluation and tax (including share of joint ventures' taxation) was £90.5m, against last year's record £90.2m, which included a £10m profit from the sale of the Group's interest in Hanover Family Builders.

Our continued focus on cash management delivered an increase in cash reserves to £252m at the year-end, against the prior year £237m. This strong cash generation and the certainty of long term fixed rate loans enabled the Group to continue to satisfy all its banking covenants since the last Annual Report. The Group also benefited from an increase in short-term deposit rates which contributed to a reduction in net finance costs. The headroom of rents due from investment properties over debt service costs improved to £63m as reported in the Financial Review.

The increased interest rate environment has however contributed to a market wide outward shift in yields across all property asset classes and a consequent reduction in property values. The revaluation of investment properties has accordingly seen a negative movement this year of £73.1m. After the taxation charge of £9.6m and exchange movements, net assets increased to £1,145m.

UK Residential Division

The high levels of demand for housing following the Pandemic, supported by Stamp Duty concessions and Help to Buy, saw the industry delivering sales volumes at levels in excess of long term averages and a sustained period of house price growth. Over the last 18 months, however, the UK Residential Division has operated in a period of global political and economic uncertainty which has impacted household finances and consumer confidence. Stubborn inflationary pressure, exacerbated by labour wage inflation resulted in successive monthly increases in interest rates by the Bank of England, further stretching household budgets through increased mortgage payments. Although more recently rates appear to have stabilised the short term outlook for the UK economy continues to look uncertain.

Against this background, demand for new homes and house price growth has slowed. However, with the slowdown in the housing market we have, more recently, seen a softening in the demand for labour and materials with availability less constrained than in previous years and reduced lead in times. This is a welcome change and we are starting to see an easing in build cost inflation, although continue to face increased costs from regulatory change as well as the cost of remediating legacy residential buildings.

There remains a fundamental shortage of new homes in the UK which still needs to be addressed, in particular with respect to first time buyers following the withdrawal of Help to Buy. The long term imbalance between supply and demand continues to be fueled by inertia in the planning system and a lack of political willingness to deal with this issue including the release of Green Belt land in areas of demand. The announcement in December 2022 that housing targets were advisory rather than mandatory combined with a relaxation in the obligation for Local Authorities to maintain a rolling 5 year land supply has further stalled the planning system with many Local Authorities delaying or withdrawing their local housing delivery plans. This change in policy together with a background of under resourced and overstretched planning departments has led to an increased amount of time in obtaining planning consents with consequential delays on the starting of new sites.

Despite the present challenges, the long term prospects for housebuilding in the UK remain positive and our policy of selective investment in sought after locations will see the division well placed to benefit as the housing market recovers.

In what has been another challenging year, I would like to thank the Residential Directors and their teams for their hard work.

UK Commercial and Contracting Divisions

Although the rate of inflation has slowed from its peak in October 2022, higher borrowing costs have significantly impacted confidence in the UK commercial property market with a resultant softening of yields and fall in property values. The volume of investment transactions has also reduced appreciably reflecting the uncertain outlook. Whilst we continue to see good levels of interest, the office sector in particular remains challenging with occupiers continuing to assess the impact of inflationary pressure and changes in work patterns on their occupational and longer-term work-space needs. By understanding these needs and working closely with our clients we fully expect to be able to satisfy changing requirements as they arise.

Orbit and North West Portfolio, our UK Commercial Division, owns office and industrial investment properties which make up 64% of its portfolio value. The remaining 36% by value is largely retail, most of which is concentrated in regionally dominant or town dominant retail warehouse parks and showrooms. The retail and leisure sectors performed better with yields stabilising following the re-basing of rents in certain locations and continued demand for quality locations. Retail parks which have supermarket anchors and are linked to discount retailers continue to perform well.

During the year the Division adopted a cautious approach to new investment with new acquisitions temporarily on hold pending a return of value adding investment opportunities. The Division continued to selectively develop, from its cash reserves, existing assets including at Academy Business Park, Knowsley; Buckshaw Parkway, Chorley and Tytherington Business Village, Macclesfield as well as refurbishing existing stock. The Division also has a good pipeline of pre-let fast food outlets which are to be built out over the course of the coming year.

This strategy has delivered an improved performance both in terms of occupier and market activity most notably at the Division's Southern region with a number of new lettings achieved at Arena Court, Maidenhead; Grosvenor House, Redhill and Brentside Executive Park, Brentford.

Overall portfolio transaction and occupancy levels remained relatively stable, year on year, despite some tenants vacating or downsizing at their lease event. Rental growth also continued through successful rent review negotiations and increases achieved on renewal and re-letting.

Commercial property values overall experienced a mixed year as a result of increased uncertainty, stubborn levels of inflation and increased borrowing costs. Against this backdrop the revaluation of the Group's UK commercial portfolio saw a reduction in overall value compared to that reported last year, largely driven by an outward yield shift in all sectors, most notably in the office sector. Over the long-term however UK commercial property remains an attractive investment asset class and is well placed to provide resilience to inflationary pressures and the impact of further interest rate rises.

Affordable Secure Storage, the Group's self-storage operation at Middlebrook, Bolton showed further progress with occupancy increasing to 87% in only its second full year of operation. The facility was also extended during the year with the number of available units increased.

Jones Contracts had another busy year with a number of NHS contracts secured during the second half of the year, helping to deliver a much improved trading result.

Increased activity at The Last Drop Village Hotel & Spa in Bolton, helped drive revenue growth and another year of record sales. My thanks go to Gerry McGee, the Managing Director, and his deputy Mike Evans for this excellent performance.

Once again, I would also like to thank all the Orbit staff and Paul Hubball, running the North West Portfolio, for their effort and commitment in managing and supporting the commercial portfolio over the last year.

International Division

USA – Emerson International Inc. and Jones Homes USA

The Division produced another strong performance, delivering a record profit for the current financial year.

Although the economy in the South Eastern USA remains strong with inward migration continuing to fuel demand across all sectors, the Federal Reserve's rapid raising of interest rates slowed home sales in the USA considerably during the financial year. However, Florida still remains one of the strongest markets and our focus on 'A Locations' has enabled the Division to continue to perform strongly in the current financial year and build a good level of forward sales. Jones Homes USA completed the year with 579 completions at an average price of \$672,000 which is well above the median price in Central Florida of \$385,000. With the slowdown in sales there has been a material improvement in the supply chain and a dampening of inflation, which should benefit the coming year albeit on lower overall volumes. Strong cash generation coupled with long term fixed rate debt has insulated the Division from the impact of rising interest rates.

The diversification of the Division's investment portfolio over the last ten years from solely an office portfolio to a more diversified portfolio, comprising circa 58% multifamily, 28% office, 10% retail and 4% industrial and showrooms has driven year on year growth in net income. The office portfolio remained steady with occupancy around 82% throughout the year. Although changes in working patterns post the pandemic have curtailed demand, our office locations remain attractive being close to a number of executive home schemes. Our focus on medical office occupiers has also limited the impact of work from home policies. The retail scheme at Eagle Creek now exceeds 100,000 sq ft with the addition of further food and medical occupiers and we continue to focus on such operators across the portfolio.

The multifamily portfolio delivered another strong performance with occupancy and rent collection above 95% for the year and net income also benefitting from rent inflation. The construction of the Sanctuary at Daytona is well underway and has been forward funded at 3.72% fixed for 20 years. The industrial portfolio, held in Joint Venture with Hanover Capital Partners continues to maintain high levels of occupancy and with robust industrial demand our existing buildings are also benefitting from rental growth.

Our land development business which supports our house builder Jones Homes USA has remained strong with over 1,000 lots delivered to builders (including Jones Homes USA). With our joint venture partners we have continued to pursue strategic land opportunities that meet our investment criteria and we continue to maintain an overall land bank that is sufficient to meet our medium term needs.

Our success in the USA is achieved in conjunction with our joint venture partners. I would like to personally thank Bill Orosz and his family who run our land development and industrial letting company, Hanover Capital Partners, and also Robert Hutson, our other joint venture partner who manages our house builder, Jones Homes USA. We look forward to continuing these ventures for many more successful years with them both.

Thanks are also due to our professional advisors and funders for their continuing support and to the Executive and their colleagues in the USA for their continued hard work and dedication in achieving another record result for the Division.

Portugal

Portugal continued its path of economic recovery with year on year GDP growth of 6.8% reflecting the attractiveness of its favourable climate and political stability with international visitors and investors.

Occupancy and profits again increased at our 4-star beach hotel at Jardim do Vau near Portimao and I would like to thank Resort Director, Cidália Rosa, and her husband João and staff for their efforts in achieving this improved result.

Quinta da Boavista Golf and Spa Resort in Lagos sold 13 properties in the year compared to 24 in the previous year, with a number of completions deferred due to local registration delays. A strong carry forward of sales should underpin an improved result in the next financial year. The Resort's 112 unit rental complex, Bela Colina, saw further year on year improvement with average occupancy increasing to 67% and turnover up 73%. My thanks go to Philip Pope, Managing Director, and his colleagues, for their ongoing efforts in helping maintain Boavista as a premier golf, spa and holiday destination.

The Lakeside Country Club at Quinta do Lago also showed a similar improvement with occupancy increasing from 43% to 75% and turnover also significantly ahead of prior year. I would like to thank André Rosa and his staff for all their efforts in achieving another year of continued progress, and André also for his contribution to the improved performance at Bela Colina and Jardim do Vau.

People

On behalf of the Board and personally, I would like to thank the directors, managers and staff of the Group for their continued commitment and dedication and for the contribution they have all made to another excellent trading result.

We also are grateful for the contribution to the Group's success made by our principal advisors, consultants and funders. I would like to also thank them all for their enduring support and expert guidance alongside that which we receive from our non-executive directors. We look forward to maintaining our close working relationship with them all.

Jonathan Claber resigned as a Director on 30 November 2022 but continues to act as an advisor to the Board.

Hugo Pinheiro our Director of Golf at Boavista sadly passed away during the year. Hugo will be much missed and on behalf of the Board I would like to pass on my sincere condolences to Hugo's family for their sad loss.

Strategy and Forward Outlook

Over the last 18 months, the UK economy has experienced a number of significant economic and political events, culminating in a period of sustained inflation, increased borrowing costs and a more fragile economy. September 2022's mini-budget and resulting turmoil in the financial markets and rises in the cost of UK Government borrowing and mortgage rates proved particularly damaging for the housing market with footfall and reservation rates immediately reacting to the increased uncertainty and reduction in confidence. Although a degree of stability has since returned, affordability issues persist and activity levels remain subdued. The Groups UK Housing Division is however of a scale where it will align its development program to market demand and focus on net margin rather than volume.

Compounding the general mood of uncertainty, the UK housing market also continues to be troubled with planning delays which have still to be addressed. Without this, headline housing targets will continue to prove unachievable.

The shift in occupational demand within the UK commercial office market has continued apace and despite an increasing desire from employers to persuade staff back to the office, this is likely to take time. Clients not only remain focused on location, quality and total occupational costs they are increasingly influenced by environmental concerns and a building's 'green credentials' particularly those affecting energy efficiency. As a strategic investor the Group is able to take a long-term view in its decision making and allocate resources and investment where required to ensure each property meets our clients evolving requirements whilst remaining compliant with the changing regulatory landscape.

Against the backdrop of an increased interest rate environment, the Group is well positioned to withstand the challenges ahead, with low gearing levels and substantial cash reserves providing added comfort in addition to its long-term debt profile which is secured at attractive fixed rates compared to the current lending market.

Although the future is likely to remain uncertain, particularly as we approach next year's general election, the geographical diversification of the Group together with its broad mix of property activities and substantial financial resources leave it well placed to withstand the challenges that arise. We will continue to plan for growth; cautiously invest in future income streams; and retain sufficient liquidity to be able to respond appropriately to changing circumstances.

We look forward to continuing the success of The Emerson Group.



Peter Emerson Jones OBE
Chairman
2 November 2023

STRATEGIC REPORT

Business Model

Founded in 1959 by Peter Emerson Jones OBE, The Emerson Group is a diverse property developer comprising of three principal operating divisions; UK Residential, UK Commercial and International. The Group is supported and controlled from its headquarters in Alderley Edge, Cheshire and continues to be family owned.

The UK Residential Division operates under the Jones Homes brand, providing a full range of quality homes to its customers via 4 regional operations based in the North West, Lancashire, Yorkshire and the South. The Division develops and sells around 400 homes per annum.

The UK Commercial Division operates mainly under the Orbit brand, principally in the North West and South East of England. It is responsible for the development and management of over 8.7m sq. ft. of commercial investment property of which 8.0m sq. ft. is owned by The Emerson Group. At the year-end this comprised; office (46%), industrial (31%), retail (20%) and leisure (3%). The entire managed portfolio comprises over 250 properties providing accommodation for over 2,000 tenants.

The International Division comprises operations in the USA and Portugal, where the Group has been developing its residential and commercial property interests over the last 40 years. In the USA, as Emerson International, the Group has made significant investments, mainly in Central Florida, both directly and in joint venture with carefully selected partners, to establish a sustainable and successful commercial and residential investment portfolio and a number of residential development projects.

In Portugal, the Group has developed and runs a number of resorts on the Algarve including the 4-star beach front resort hotel of Jardim do Vau, the exclusive residential and recreational development of Boavista Golf and Spa Resort in Lagos and the exclusive Lakeside Country Club located in the heart of Quinta do Lago.

Strategy

Within the framework of the principal operating divisions, the strategy of the Group is to continue to generate and grow sustainable profitability so that, over the long term, an acceptable shareholder return is achieved.

The principal strategic objectives of the Group are:

- To always ensure the availability of sufficient, competitively priced, liquidity to protect against adverse market conditions and to take advantage of business opportunities as they arise.
- To spread risk through diversification of activities whilst maintaining focus on core skills, as reflected by the current composition of the Group.
- To selectively pursue strategic land and property investment opportunities that meet the Group's investment criteria.
- To deliver outstanding products and services that anticipate the market and exceed expectations of clients and tenants with a "customer comes first" policy.

Key Performance Indicators (KPIs)

To monitor progress against the principal strategic objectives the Group has identified, and routinely reports upon, the following KPIs (which are reviewed regularly by senior directors):

- Activity level - measured by turnover growth, occupancy levels, rental income and housing completions.
- Profitability - measured in management and statutory accounts by profit before tax.
- Return on Capital Employed - measured by the ratio of profit to net assets, investment return from development projects and commercial investment property yields.
- Debt Service Cover - measured by the ratio of net rental surplus to the sum of interest payable and debt amortisation.
- Liquidity - measured by reference to regular cash reporting along with future cash flow projections.
- Average cost of long-term debt.
- Gearing - measured by the ratio of net debt to net assets.

Principal Risks

The major financial risks the business faces are those from adverse movements in liquidity, interest rates, foreign exchange rates and third-party credit.

The Group ensures there is adequate availability of funds for its operations and planned investments through the maintenance of significant cash reserves and headroom on committed bank facilities. The risk associated with refinancing is managed by maintaining a portfolio of loans with varying maturity periods, from different lenders.

Covenant compliance is actively monitored and reported to the Board, including projections of future compliance.

Market movements in interest rates are regularly monitored. The exposure to such movements on long term borrowings is largely eliminated by fixing the interest rate on the loan over its entire period at the time the loan is drawn. To reduce exposure to foreign exchange fluctuations loans to overseas entities are made from facilities drawn in the same currency.

A formal credit referencing and approval process is in place to assess the credit risk associated with prospective tenants and corporate clients. This process is carried out before any contractual arrangements are concluded.

There are also a number of fundamental risks associated with the particular activities and markets that the residential and commercial businesses operate in. These include land prices and availability, mortgage availability, competitor activity, commercial property prices and yields and user demand for rental space. Such risks are monitored and regularly reported upon and reviewed by the Board, with appropriate mitigating actions being taken if deemed necessary.

The Board also regularly monitor and assess the risks imposed on the Group by changes in the general level of economic activity, government policy, tax and environmental legislation. The Board remain conscious of the economic impact of the ongoing conflict in the Ukraine, persistent high levels of inflation and the recent outbreak of hostilities in the Middle East. The Board continues to closely monitor the situation and where necessary will instigate mitigating actions.

Business Reviews

UK Residential Division

The new build and second hand residential housing sector experienced a significant slowdown during the financial year as a result of challenging economic and geopolitical issues with a background of the cost of living crisis and increases in mortgage lending rates tempering what had been a very buoyant market since the Covid Pandemic which was supported by the Stamp Duty holiday and also by Help to Buy within the new build sector.

During the Autumn of 2022 the Division began to experience a slowdown in visitor numbers and rates of sale on the back of the turmoil caused by the short lived Liz Truss administration and her mini budget. This continued into the second half of the financial year with low consumer confidence compounding already stretched household finances.

In the year 304 homes were completed, comprising 215 private sales and 89 Affordable (2022: 426 homes, 335 private and 91 Affordable) at an average selling price of £346,626 (2022: £333,940), with sites at Westlow Heath Congleton, Beaumont Grange Treeton, Walnut Grange Hoo and Moorfield Park Poulton performing the strongest. On the back of the challenging market, forward sales at 30 April 2023 were 144 (2022: 141), with an annualised fall in national house prices of 2.7% compared to an increase in 2023 of 12.1% as measured by the Nationwide Houseprice Index. Whilst pricing in the financial year has remained robust we are experiencing a greater use of incentives to convert buyer interest into reservations.

With the slowdown of the housing market we have seen an easing of the supply constraints and lead in times for materials such as timber, bricks, blocks and plastic products with prices starting to stabilise. The supply of trades on sites has also become less constrained and whilst we are aligning rates of build to market conditions, we are not experiencing the delays in build programmes previously experienced, and it has allowed us to partner selectively with contractors to drive operational improvements and build quality. In this regard, the Division also focused on the Customer journey and as a result has achieved 5 star rating in the HBF 2022 Customer satisfaction survey with 92.8% of respondents saying that they would recommend Jones Homes to a friend.



*Downton 3 bedroom home,
Alderley Gardens, Alderley Edge*

Over the past 12 months the housebuilding industry has faced a number of fundamental changes with the extension of Nutrient Neutrality restrictions, Parts L, F, S and O regulations coming into force, the introduction of Bio Diversity Net gain and changes to the National Planning Policy framework. As a Group we continue to work tirelessly to meet the requirements of these policy changes and ensure that our homes comply with the requirements of Future Homes Standards.

The greatest challenge facing the Division is the failure of the planning system to deliver planning consents in an effective and timely manner. The problems currently being experienced have been long in the making with Investment in local planning services reducing by 59% since 2009/10 and matters do not look like they will improve anytime soon, particularly with the announcement in December 2022 that local plans would be advisory rather than mandatory.

Within this background the land and planning teams have worked extensively to secure new opportunities and at 30 April 2023 the Division holds a landbank of 4,514 plots owned or under contract with deals agreed on a further 170 plots, and 188 acres of option land under control.



Cavendish Park, Bolsover, Derbyshire

UK Commercial Division

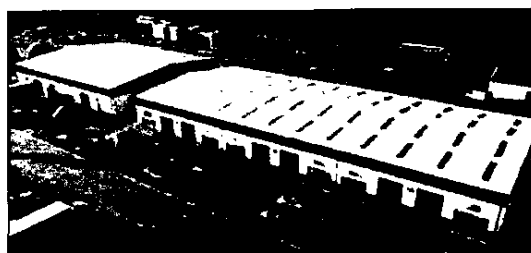
As the UK continued to deal with the economic and social impact of the Covid pandemic and the ongoing war in the Ukraine the past year has proven volatile from both an economic and political perspective. Although a slow-down in the rate of inflation and interest rate rises has provided tentative signs of increasing stability and optimism, the anticipation of persistently dogged levels of inflation and interest rates remaining at current rates for longer is likely to fuel caution and uncertainty within the market, particularly in light of recent hostilities in the Middle East.

Compounding general market uncertainty, the higher interest rate environment has led to a softening of commercial property yields across all sectors and a reduction in values. Although the investment market for the majority of asset classes has stabilised in recent months, the office market both occupationally and from an investment perspective remains fragile. Against this background, the Group's UK commercial portfolio delivered a robust trading performance, with new lettings, proactive property management and investment in existing and new developments helping maintain returns, albeit increased investment in the portfolio has impacted the overall net result for the year. Rent collection has been maintained which combined with a low level of tenant failures, remains encouraging for a robust revenue stream.

As a Group we continue to adapt to the pandemic led impact of a change in focus from office occupiers, as clients evolve and assess their changing needs, occupancy levels and locations. We work with our customers to offer 'right-sizing' of accommodation as lease events occur and have been successful in retaining many 'top-tier' occupiers within the portfolio such as NatWest Bank, Eon Next, Homeserve and GSK. We remain confident that the Group has the right resources, experience and a sufficiently diverse offering to be able to respond to and meet changing needs.

The Division's retail parks continue to trade well and still remain highly sought after locations. The successful opening of the Decathlon store at Middlebrook Retail Park, Bolton during the year has boosted the profile of Middlebrook and there remains a healthy demand from retailers and leisure operators with openings from Yo Sushii and new lettings to Sketchers and Five Guys. At Burnden Park, Bolton the former Co-op Travel unit has been let to Tim Hortons and re-purposed as a drivethru restaurant. Development at Academy Business Park, Knowsley also continues with the successful development and letting of recently completed trade counter units to the Associates of Cape Cod International Inc and ongoing development of pre-let drivethru restaurants and a petrol filling station.

In addition to these new developments, the Division continued to proactively manage its core portfolio, re-investing in and refurbishing returning stock. The Division's Southern region pleasingly experienced a much improved performance both in



New trade counters & business units at Academy Business Park, Knowsley.

terms of occupier and market activity. New lettings have been secured at Arena Court, Maidenhead; Grosvenor House, Redhill and Brentside Executive Park, Brentford where Glaxo Smith Kline have been retained in Building 2 and the whole of Building 1 let to Oxford Business College.

The North West Portfolio Division continued to perform well with the emphasis on asset managing existing stock and new investment acquisitions temporarily on hold pending an improvement in the commercial property market. The Division now comprises a total portfolio of 38 properties with a combined value of £120m.

The Commercial Division has not been immune to the general uncertainty in the office sector with some larger occupiers downsizing to accommodate new working practices. These losses have been mitigated with some space already refurbished and re-let together with income from new developments at Tytherington Business Village and Academy Business Park.

In overall terms the UK commercial portfolio showed a valuation reduction of £80m. At the balance sheet date the total value of our UK commercial portfolio was £1.042bn.

With inflation still significantly above the Government's long term target rate and borrowing rates unlikely to fall in the short term, the property market is expected to remain challenging. The Division remains focused on proactively managing these risks and is well placed with a balanced portfolio and liquid resources to quickly adapt to changing market conditions and capitalise on any future opportunities.

Overall activity levels at Jones Contracts, the Group's construction and refurbishment business, were marginally lower at £7.9m (2022: £9.3m) with planning delays resulting in the deferral of a number of internal construction projects. Major projects completed during the year included the refurbishment of offices at Parklands, Middlebrook together with the fit-out of Alderley Court, Tytherington Business Village for Alderley Analytical. The Division was also successful in securing a number of NHS refurbishment contracts across the North West which helped contribute to an improved trading result for the year.

At Ashley House, Altrincham, all available residential apartments are now sold, with a further fifteen completing in the year.

The Last Drop Village Hotel & Spa, Bolton enjoyed another year of continued growth with turnover ending the year at £7.7m (2022: £6.7m). Overall net contribution for the year was however impacted by higher operational wage and energy costs.



Refurbished Parklands offices, at Middlebrook, Bolton.

International Division

USA

Florida, the Division's principal market, again proved resilient with inward migration continuing to drive demand for housing despite a slow-down in sales following the rapid increase in interest rates instigated by the Federal Reserve in response to the significant rise in inflation. A strong performance from the Division's housing and residential letting operations, compounded by a more favourable exchange rate on conversion, resulted in the Division delivering another excellent result and a record contribution to Group profit for the financial year.

With the slowdown in sales there has been a material improvement in the supply chain and a dampening of inflation, which should benefit the coming year albeit on the expectation of lower overall sales volumes. Strong cash generation coupled with long term fixed rate debt has insulated the Division from the impact of rising interest rates.

The diversification of our investment portfolio over the last ten years and development of additional sustainable long-term income producing assets has helped drive the year-on-year growth in net income, with nearly 60% of the portfolio now represented by Multifamily apartment schemes. Although changes in work patterns brought about by the pandemic has impacted demand for offices, our offices continue to remain attractive being close to a number of executive home schemes.

The investment portfolio continued to perform well through the year with occupancy stable across our office portfolio at around 82% through the year. The Multifamily residential portfolio benefited from a full years letting activity at the 300 unit Sanctuary at Centerpointe, apartment scheme, which opened last year. Rent collection and occupancy both remained above 95% throughout the year with net income also benefitting from rental growth. The total portfolio currently comprises 1,210 units. The construction of the 336 unit, Sanctuary at Daytona, commenced last year, is well advanced with long-term funding already in place at 3.72% fixed for 20 years. The industrial portfolio, held in joint venture with Hanover Capital Partners, continues to perform well with all available units fully let and robust industrial demand helping drive rental growth.

Our housing joint venture, Jones Homes USA, completed a record 579 homes (2022: 560) at an average price of circa \$672,000 (2022: \$520,000) well above the market average of \$385,000, justifying our continued focus on 'higher end' product in 'A Locations' in both Orlando and Charlotte, with new sites now open at Gates at Marvin and Estates at Marvin and other opportunities in the pipeline. A good level of reservations has been carried over, providing added sales momentum into the next financial year.

The land development companies that support the land bank for Jones Homes USA remained strong with over 1,000 lots delivered to builders (including Jones Homes USA). We have continued to pursue strategic land opportunities to replace lots sold and maintain a combined land bank that could supply Jones Homes USA for over 5 years.

Portugal

Following the lifting of local and international travel restrictions in summer 2021, our Portuguese businesses were able to enjoy an uninterrupted full years trading delivering an increased contribution to the overall Group result.

At our 4-star beach hotel at Jardim do Vau near Portimao, occupancy improved to 69% from the prior year 35% leading to an almost doubling in turnover and profit, despite a marginal reduction in apartment rates and average customer spend. Quinta da Boavista Golf and Spa Resort in Lagos completed on 13 units in the year, compared to 24 in the previous year. A strong sales carry forward at the year-end should underpin an improved result in the next financial year. Its rental property complex, Bela Colina continued to show further year-on-year improvement with occupancy increasing to 67% and turnover up 73%.

The Lakeside Country Club at Quinta do Lago experienced a similar result in the year with turnover increasing by 63% and occupancy from 43% to 75%.



Eagle Creek gated community in Orlando Florida

Section 172 Statement

Changes to the Companies Act 2006 introduced a new requirement, in Section 172, for the Annual Report to include a statement on how the Board have acted in a way that promotes the success of the Group for the benefit of its members as a whole (having regard to the stakeholders and matters set out in S172(1)(a-f) of the Companies Act 2006). This is the fourth Annual Report to include this statement.

(a) Long Term Effect of our Decisions

As a family owned and managed business that has successfully traded since 1959 the Board is acutely aware of the shareholders desire to own a sustainable business generating recurring profits over the long term.

Unlike publicly quoted companies, where there often is an over emphasis on immediate financial performance and the next half year announcement, the Board can look at investment horizons of 10 years and beyond to assess and prioritise individual projects.

(b) Employees

In setting any specific strategy or project in motion the Board recognises that it will primarily be through the endeavours of its employees that success is achieved. By continuing to remunerate employees appropriately, training them effectively and giving them the correct resources to discharge their duties there is a much greater likelihood that the success of the Group will be maintained.

(c) Business Relationships – Supplier, Customers

The Group operates in both business to business transactions, largely through its investment property activities and business to customer in its house building activities. It is only through properly understanding the requirements of all customers that an attractive selling proposition can be developed which in turn generates the goodwill and brand awareness that the Group enjoys. Engagement with specific suppliers who similarly understand the Emerson way of working and quality of product offering is also key in achieving this objective.

(d) Community & Environment

In an increasingly legislated environment, the Board is mindful of its impact on the environment and local community. Investment decisions which generally arise from construction opportunities go through an exhaustive process in the United Kingdom and the overseas areas that we operate in to ensure that proper account is taken of a multitude of factors. This might be natural life habitat, affordable housing, energy efficiency, traffic volumes and so on.

(e) High standard of Business Conduct

It is the intention of the Board that not only they but also all those people involved in or associated with the Group operate in an ethical and responsible way.

(f) Investors

The capital invested in the Group is provided by its shareholders. As a wholly family owned and managed business with two generations of Peter Emerson Jones's family on the Group Board, the investors are fully informed and involved in the Group's business activities.

Examples of Board Actions Which Considered those Matters (a) – (f) above

a) Health and Safety

With the introduction of the Fire Safety Regulations 2022, the Group has implemented a number of new projects to communicate with leaseholders and occupants in residential blocks of apartments to provide information on fire safety in their homes. Comprehensive fire safety booklets have been printed and circulated to occupiers of apartment blocks managed by the Group.

b) Customer Relationships

Having regard to the challenging inflationary pressures still being experienced by our customers, particularly in relation to their energy costs, the Group continues to recognise the importance of helping tenants manage occupational costs and remains focused on implementing cost saving measures to reduce energy usage (such as the installation of smart energy meters, sensor controls etc.) within its property portfolio. The Group has also continued its policy of forward buying its energy requirements to fix gas and electricity rates and lock in rates at attractive levels and provide greater certainty for our customers. The Group is now securing energy supplies on the wholesale market as far out as winter 2026.

c) Environment

Where we are responsible for the electricity supply to our UK commercial property portfolio we continue to partner with an accredited Energy supplier to provide only 100% renewable energy to those sites, so that both ourselves, and the tenants in those premises, can report zero carbon emissions from the electricity we each use. We also continue to modernise our HVAC systems to reduce carbon emissions and improve EPC ratings throughout the managed portfolio.

Financial Review

Income Statement

Revenue finished the year lower against the prior year at £301m (2022: £320m). Underlying Group profit, before property revaluations and tax, was however higher at £90.5m (2022: £90.2m), with the prior year result including a £10m profit from the sale of the Group's interest in Hanover Family Builders

Increased credit interest of cash deposits contributed to a reduction in net finance charges to £29.9m (2022: £32.1m) and an improvement in underlying interest cover at the year-end to 395% (2022: 378%).

The deficit on revaluation of investment property for the year was £73.1m (2022: £18.2m surplus), leading to the reported profit before taxation of £15.9m (2022: £104.0m).

The Group tax charge was £9.6m against a prior year charge of £36.2m, the latter reflecting the recalculation of deferred tax provisions from 19% to 25% in accordance with Finance Act 2022. The net profit after tax for the year was £6.3m (2022: £67.9m).

The UK Residential Division produced a reduced profit before tax of £9.9m (2022: £18.0m) completing on 304 (2022: 426) homes in the year at an average selling price of £346,626 (2022: £333,940).

The UK Commercial Division result reflected an increased investment in stock which impacted the overall net result. Documented rents decreased only marginally at the year end to £85.9m (2022: £86.7m).

The US Division delivered a record trading result with strong housing activity and the first full year of letting at the Sanctuary at CentrePointe, Altamonte Springs apartment scheme assisted by a more favourable exchange rate on conversion.

Balance Sheet

Total net assets of the Group increased to £1,145bn as a result of the profit for the year being retained.

The value of investment properties decreased by £68.2m to £1.28bn. Additions were £12.6m, comprising continued development activity in the US at Altamonte Springs and in the UK at Academy Business Park, Knowsley and Tytherington Business Village. The deficit on revaluation of the portfolio was £73.1m with £8.6m reclassified in the year to plant & machinery within other tangible fixed assets.

Stocks increased by £16.4m with new UK sites including Sunfield, Wilmslow and Alderley Gardens, Nether Alderley. Work in progress increased in advance of the new Part L Building Regulations introduced in June 2023. Debtors increased by £2.4m to £79.6m.

Provisions for liabilities was largely unchanged at £110.0m (2022: £111.4m) with fire safety works at affected legacy residential buildings not commencing until shortly after the year end.

Cash Flow and Borrowings

Cash generated by the Group from operating activities, was £87.6m (2022: £138.1m). The Group invested £14.2m (2022: £25.0m) in future income producing assets, applied £30.7m to servicing interest (2022: £32.5m) and paid tax of £12.5m (2022: £11.3m).

Net borrowings at the end of the year were £392.6m (2022: £436.6m) comprising gross borrowings of £644.1m (2022: £673.3m) and cash in hand of £251.5m (2022: £236.7m).

Long term financing activity in the year included the early refinancing of a commercial loan in May 2022 with a new £24.5m, 10 year loan secured at a favourable fixed rate. In anticipation of further increases in interest rates, the Group also took the opportunity to reduce the amount drawn under its revolving credit facilities. Shortly after the year end, £16.8m of maturing long-term debt was repaid with the Group also taking the opportunity to repay £14.6m of debt early without penalty, all from cash reserves.

At the balance sheet date, circa 59% of long-term debt is repayable beyond 10 years with 10% not repayable until after 2038. The average fixed cost of long-term debt at the year-end is 4.8% (2022: 4.8%).

Total net gearing reduced to 34% (2022: 38%). The Group surplus of rental income over full debt service costs is now £62.7m (2022: £60.8m).

The Group continues to have access to other borrowing facilities including a Group-wide overdraft and multi-currency revolving credit facility and discrete revolving credit facilities that service the UK Residential Division's working capital requirements.

Both during the year and at the year end, the Group operated within the parameters set by its banking covenants. Future cash flow projections for the Group indicate that it will continue to be compliant with all covenants for the next 12 months at least.

Overall the business has continued to pursue its strategic objectives whilst maintaining a prudent approach to its balance sheet and working capital and debt management. The Strategic Report is approved by the Board of Directors and signed on behalf of the Board:



M Nevin
Group Finance Director

2 November 2023

REPORT OF THE DIRECTORS

The Directors have pleasure in submitting their report, together with the audited accounts for the year ended 30 April 2023.

GOING CONCERN

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

The Group meets its day to day working capital requirements through its significant cash resources and committed banking facilities. Based on the Group's forecasts and projections together with available market information and the directors' knowledge and experience of the Group's property portfolio and markets, the directors have a reasonable expectation that the Group has adequate resources to continue trading for the foreseeable future. In assessing future cash receipts the directors have taken into account current economic conditions and their potential effect on the timing and collectability of both rental receipts and housing completions. After due consideration, they continue to adopt the going concern basis in preparing the financial statements.

DIRECTORS

The Directors who served during the period were as follows:

PE Jones OBE
ME Jones
Mrs A Jones
AE Jones
SP Wilson
MST Royle
JR Claber (Resigned 30 November 2022)
M Nevin (Appointed 3 August 2022)
The Lord Lee of Trafford
JP Allen
Ms AC Weatherby

DIRECTORS' RESPONSIBILITIES STATEMENT

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 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 the Group and of the profit or loss of the Group 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 and the Group will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions, 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 the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

HEALTH AND SAFETY

The Group is committed to best practice on all health and safety matters and continues to develop measures that minimise the likelihood of accidents and incidents on site. Accidents are reported and their causes analysed. Any improvements to working practices identified by these reviews are implemented as a matter of priority.

EMPLOYEES

The Group recognises the importance of keeping employees informed of progress and the Directors of each subsidiary Company in the Group provide information to their employees on matters of concern to them. The Group supports the employment of disabled persons wherever possible.

ENERGY USE AND GREENHOUSE GAS EMISSIONS

We have estimated the Co2 equivalent of energy used by the Group companies in the scope of reporting requirements. To arrive at these figures we used the actual consumption recorded for gas and electricity and reasonable estimates for the amount of transport and business travel undertaken from fuel and other records. Emissions are then computed by application of the relevant emissions factor from UK Government GHG Factors for company reporting.

	2023	2022
Total Energy Consumption: Kwh	4,658,757	3,561,665
Emission reporting in kg CO2e from:		
Combustion of fuel from transport	666,081	420,853
Business travel	140,212	92,569
Combustion of gas	197,274	179,576
Purchased electricity	117,502	132,346
Total Gross CO2e based on above	1,121,069	825,344
Intensity ratio: CO2e/UK revenue	0.54%	0.32%

The Group focuses on initiatives to reduce its carbon footprint by lowering energy usage and sourcing electricity for its UK commercial property portfolio from zero carbon emissions sources. Steps taken include installing smart-meters in new homes, retro-fitting energy efficient lighting and heating equipment, optimising buildings to use less energy and working with customers to reduce the energy they use.

DONATIONS

During the year donations by the Group amounted to £48,524 for charitable purposes. The Group made no political donations in the year.

AUDITOR

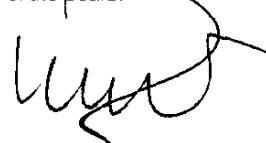
A resolution to re-appoint BDO LLP as auditors of the Company will be put to the Annual General Meeting.

INFORMATION GIVEN TO THE AUDITOR

Each of the Directors has confirmed that so far as they are aware:-

- there is no relevant audit information of which the Company's auditor is unaware; and
- that they have taken all the steps that they ought to have taken as a Director in order to make themselves aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

Approved by the Board of Directors and signed on behalf of the Board:



V Maharaaj
Secretary

2 November 2023

CONSOLIDATED INCOME STATEMENT

FOR THE YEAR ENDED 30 APRIL 2023

	NOTES	2023 £000	2022 £000
TURNOVER: Group and share of Joint Ventures		314,536	332,882
Less: Share of Joint Ventures		(13,677)	(12,709)
GROUP TURNOVER	2	300,859	320,173
Cost of Sales		(122,271)	(160,686)
GROSS PROFIT		178,588	159,487
Net Operating Expenses	3	(81,475)	(64,865)
Share of Net Profit of Joint Ventures	9	21,756	23,309
UNDERLYING GROUP OPERATING PROFIT		118,869	117,931
(Deficit)/Surplus on Revaluation		(73,053)	18,220
GROUP OPERATING PROFIT		45,816	136,151
Net Finance Charges	4	(29,907)	(32,106)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	5	15,909	104,043
Tax on Profit on Ordinary Activities	6	(9,581)	(36,156)
PROFIT FOR THE FINANCIAL YEAR		6,328	67,887
PROFIT IS ATTRIBUTABLE TO:			
Owners of the Parent		7,149	67,567
Non-controlling interests		(821)	320
		6,328	67,887

The above relates exclusively to continuing operations.

The accompanying accounting policies and notes form part of these financial statements.

BALANCE SHEETS

AS AT 30 APRIL 2023


AS AT 30 APRIL 2023

		Group		Company	
	NOTES	2023 £000	2022 £000	2023 £000	2022 £000
FIXED ASSETS					
Investment properties	7	1,282,270	1,350,520	–	–
Other tangible fixed assets	8	29,668	24,032	4,136	3,942
Investments	9	118	118	14,436	14,436
Interests in Joint Ventures net assets:					
Share of gross assets		141,157	137,166	–	–
Share of gross liabilities		(62,558)	(73,343)	–	–
	9	78,599	63,823	–	–
		1,390,655	1,438,493	18,572	18,378
CURRENT ASSETS					
Completed developments	10	23,232	23,232	–	–
Stocks	11	247,803	231,395	–	–
Debtors	12	79,617	77,192	336,924	320,396
Cash at bank and in hand		251,514	236,662	85,785	36,751
		602,166	568,481	422,709	357,147
CURRENT LIABILITIES					
Creditors: Amounts falling due within one year	13	125,563	106,850	246,836	184,290
NET CURRENT ASSETS		476,603	461,631	175,873	172,857
TOTAL ASSETS LESS CURRENT LIABILITIES		1,867,258	1,900,124	194,445	191,235
Creditors: Amounts falling due after more than one year	14	612,555	653,425	80,206	80,211
		1,254,703	1,246,699	114,239	111,024
Provisions for liabilities	15	110,045	111,437	–	–
NET ASSETS		1,144,658	1,135,262	114,239	111,024
CAPITAL AND RESERVES					
Called up share capital	18	24	24	24	24
Revaluation reserve		6,413	6,208	1,703	1,703
Hedge reserve		3,713	863	–	–
Profit and loss account		1,131,075	1,123,930	112,512	109,297
SHAREHOLDERS' FUNDS		1,141,225	1,131,025	114,239	111,024
Non-controlling interests		3,433	4,237	–	–
		1,144,658	1,135,262	114,239	111,024

The financial statements were approved and authorised for issue by the Board and were signed on its behalf on 2 November 2023.

PE Jones OBE
M Nevin

Directors

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 30 APRIL 2023

	Group	
	2023	2022
	£000	£000
PROFIT FOR THE FINANCIAL YEAR		
Owners of the parent	7,149	67,567
Non-controlling interests	(821)	320
	6,328	67,887
OTHER COMPREHENSIVE INCOME		
Cash flow hedges:		
Change in value of hedging instrument	3,156	796
Reclassification to profit and loss	(306)	48
Distribution to non-controlling interests	–	(477)
Currency translation differences	888	23,809
Total tax on components of other comprehensive income	(670)	(2,050)
Other comprehensive income for the year net of tax	3,068	22,126
Total comprehensive income for the year	9,396	90,013
TOTAL COMPREHENSIVE INCOME IS ATTRIBUTABLE TO:		
Owners of the parent	10,200	90,180
Non-controlling interests	(804)	(167)
	9,396	90,013

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 APRIL 2023

	Issued Share Capital £000	Revaluation Reserve £000	Hedge Reserve £000	Profit and Loss Account £000	Total £000	Non- controlling Interests £000	Total Equity £000
At 30 April 2021	24	6,341	19	1,034,461	1,040,845	4,404	1,045,249
Profit for the year	–	–	–	67,567	67,567	320	67,887
Other comprehensive income for the year	–	(133)	844	21,902	22,613	(487)	22,126
At 30 April 2022	24	6,208	863	1,123,930	1,131,025	4,237	1,135,262
Profit for the year	–	–	–	7,149	7,149	(821)	6,328
Other comprehensive income for the year	–	205	2,850	(4)	3,051	17	3,068
At 30 April 2023	24	6,413	3,713	1,131,075	1,141,225	3,433	1,144,658

COMPANY STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 APRIL 2023

	Issued Share Capital £000	Revaluation Reserve £000	Hedge Reserve £000	Profit and Loss Account £000	Total £000	Non- controlling Interests £000	Total Equity £000
At 30 April 2021	24	1,703	–	108,951	110,678	–	110,678
Profit for the year	–	–	–	346	346	–	346
At 30 April 2022	24	1,703	–	109,297	111,024	–	111,024
Profit for the year	–	–	–	3,215	3,215	–	3,215
At 30 April 2023	24	1,703	–	112,512	114,239	–	114,239

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 30 APRIL 2023

	Group	
	2023	2022
	£000	£000
Profit for the financial year	6,328	67,887
Adjustments for:		
Tax on profit on ordinary activities	9,581	36,156
Net interest expense	29,907	32,108
Net profit from joint ventures	(21,756)	(23,309)
Operating profit excluding joint ventures	24,060	112,842
Revaluation deficit/(surplus)	73,053	(18,220)
Profit on disposal of fixed assets	(130)	(164)
Depreciation charges	4,725	3,428
Provision (decrease)/increase	(338)	4,788
(Increase)/decrease in stocks	(16,101)	39,132
Increase in debtors	(1,114)	(3,266)
Increase/(decrease) in creditors	4,283	(1,267)
Exchange movements	(872)	851
Net cash inflow from operating activities	87,566	138,124
Taxation paid	(12,525)	(11,332)
Cash used in financing activities (Note 17a)	(53,314)	(79,032)
Cash used in investing activities (Note 17b)	(1,346)	(4,794)
Net increase in cash and cash equivalents	20,381	42,966
Cash and cash equivalents at the beginning of the year	231,137	186,211
Currency fluctuations	(4)	1,960
Cash and cash equivalents at the end of the year	251,514	231,137
Cash and cash equivalents consist of:		
Cash at bank and in hand	251,514	236,662
Bank overdrafts and other short term borrowings	–	(5,525)
Cash and cash equivalents at the end of the year	251,514	231,137

NOTES TO THE ACCOUNTS

FOR THE YEAR ENDED 30 APRIL 2023

1 ACCOUNTING POLICIES

General Information

Emerson Developments (Holdings) Limited is a private Company limited by shares incorporated in England and Wales under the Companies Act. The Registered Office is set out on page 1 to the financial statements and the nature of the Group's operations and its principal activities are set out in the Strategic Report.

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 prepared in sterling which is the functional currency of the Group and rounded to the nearest £'000.

Going Concern

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

The Group meets its day to day working capital requirements through its significant cash resources and committed banking facilities. Based on the Group's forecasts and projections together with available market information and the directors' knowledge and experience of the Group's property portfolio and markets, the directors have a reasonable expectation that the Group and the Company has adequate resources to continue trading for the foreseeable future. In assessing future cash receipts the directors have taken into account current economic conditions and their potential effect on the timing and collectability of both rental receipts and housing completions. After due consideration, they continue to adopt the going concern basis in preparing the financial statements.

Basis of Consolidation

The consolidated accounts comprise the accounts of the parent Company with its subsidiary undertakings. As permitted by Section 408 of the Companies Act 2006, no separate income statement or statement of cash flow are presented for Emerson Developments (Holdings) Limited. The parent Company result for the year is disclosed on page 14 and shows a profit for the year of £3,215k (2022: £346k). There was no other comprehensive income in the year (2022: £nil).

Judgements and Key Sources of Estimation Uncertainty

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 Group carries its investment property at fair value, with changes in fair value being recognised in profit or loss. The Group uses external professional advisors and the Group Internal Valuation Surveyor, to determine fair value, both of which are RICS registered valuers. The Group's investment properties were revalued by the directors at the balance sheet date with reference to the Internal Surveyors valuation, which is in accordance with the Company's valuation policies and performed in accordance with the Royal Institute of

Chartered Surveyors' Appraisal and Valuation Manual.

The valuation of the Group'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 Group 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.

Interests in Joint Ventures

Joint Ventures are entities in which the Group has a long term interest and over which it exercises joint control. The Group's share of the net profits less losses of the Joint Ventures is included in the consolidated income statement and its interest in their net assets is included in investments in the consolidated balance sheet. Where not co-terminus with the accounts of the Group, the Directors consider that the use of the relevant non co-terminus accounts does not result in a material difference.

Turnover

Group turnover shown in the consolidated income statement comprises amounts invoiced for construction works and other services carried out for customers outside the Group during the year and rental income receivable. Turnover is recognised on practical completion or certification of the work undertaken or provision of the service. Rents receivable are included on an accruals basis, with annual rentals credited to profit and loss on a straight line basis over the term of the lease. It excludes the proportion of turnover of Joint Ventures attributable to the Group and transactions within the Group.

Goodwill

All goodwill on acquisitions prior to 30 April 1998 has been eliminated against reserves, as a matter of accounting policy, and will be charged or credited to profit and loss on subsequent disposal of the business to which it relates. Goodwill on acquisitions after 1 May 1998 has been capitalised and amortised in accordance with FRS 102. Negative goodwill is amortised to the income statement over the period in which the non monetary assets acquired are realised.

Investment Property

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

Investment properties and properties in the course of development are included at cost, including related transaction costs. Borrowing costs associated with direct expenditure on investment properties under development are capitalised. Interest is capitalised from the commencement of the development work until the date of practical completion or, if earlier, the date that outgoings exceed income.

After initial recognition, investment properties are carried at their fair values based on market value as determined by professional valuers 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 profit and loss 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.

Tangible Fixed Assets

Tangible fixed assets are stated at cost less depreciation as modified by the revaluation of certain freehold and long leasehold property. Depreciation is provided at rates calculated to write off the cost of each asset less its residual value on a straight line basis as follows:

Investment properties	Not depreciated
Other freehold and long leasehold property	1% pa
Plant and equipment	10% - 33.33% pa

NOTES TO THE ACCOUNTS

(CONTINUED)

Stocks

Stocks comprise land and work in progress which are valued on a consistent basis at the lower of cost and net realisable value. Cost of sites in progress includes attributable amounts of overheads and the cost of commercial sites in the course of development also includes interest on attributable financing facilities. It is impractical to calculate the replacement cost of stock.

Long Term Contracts

Amounts recoverable on long term contracts, which are included in debtors, are stated at cost, together with attributable profits accrued to date where the outcome is reasonably certain, less provision for any known or anticipated losses. Payments on account are deducted from the amounts recoverable on contracts. Such amounts which have been received and exceed amounts recoverable are included in creditors.

Completed Developments

Completed developments are commercial properties held for sale shown at the lower of cost and net realisable value. Cost is as defined in the stock accounting policy. It is impractical to calculate the replacement cost of completed developments.

Taxation

Taxation expense for the year comprises current and deferred tax recognised in the reporting period. Tax is recognised in profit and loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case tax is 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. Overseas deferred tax balances are measured at the relevant overseas tax rate.

Foreign Currencies

The results of overseas undertakings are translated at the average exchange rates for the year. All assets and liabilities in foreign currencies are translated into Sterling at the rates of exchange ruling at the balance sheet date. Gains and losses arising from the re-translation of overseas net assets and results have been transferred to reserves. Realised exchange differences on short term trading transactions have been included in profit and loss.

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. For the purpose of the consolidated cash flow statement, cash and cash equivalents consist of cash and cash equivalents as defined above, net of outstanding bank overdrafts and other short term borrowings.

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 lender (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 net interest in profit and loss.

Other basic financial instruments including trade debtors, trade creditors and amounts due to and from group companies, 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 profit and loss.

The Group uses derivative financial instruments (derivatives) such as interest rate swaps to hedge its exposure to interest rate risks associated with floating rate loans. Derivatives and other financial investments are initially recognised at fair value on the date the contract is entered into and subsequently re-measured to fair value in future periods. Changes in the fair value of derivatives are recognised directly in equity unless they represent an ineffective hedging arrangement in which case they are recognised in profit and loss in net finance charges. The cumulative gain or loss recognised in other comprehensive income is reclassified to profit and loss when the hedging relationship ends.

Changes in the fair value of other financial investments are recognised immediately in profit and loss in net finance charges.

Lease Transactions

The costs of operating leases are charged against profits as they accrue. Assets acquired under finance leases and hire purchase contracts are capitalised and the corresponding liability shown in creditors.

Incentive payments and rent free periods given to new tenants to occupy the Group's investment properties are treated as a reduction in revenue and initially recorded as prepayments. These are charged to profit and loss over the expected 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.

Pension Costs

Pension costs in respect of the Group's defined contribution pension scheme are charged to profit and loss in the period for which contributions are payable.

Government grants

Grants of a revenue nature are recognised in 'other operating income' within profit or loss of the same period as the related expenditure.

Related Parties

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

Reserves

The Group and Company's reserves are as follows:

- Called up share capital represents the nominal value of shares issued.
- Revaluation reserve represents the cumulative gains on revaluation of other tangible fixed assets and investments.
- Hedge reserve represents the cumulative portion of gains and losses on hedging instruments deemed effective.
- Profit and loss represents cumulative profits or losses, net of dividends paid and other adjustments.

NOTES TO THE ACCOUNTS
(CONTINUED)

	Profit Before Taxation		Turnover	
	2023	2022	2023	2022
	£000	£000	£000	£000
2 ANALYSIS BY CLASS OF BUSINESS AND GEOGRAPHICAL AREA				
By class of business:				
Residential	9,874	18,001	107,939	144,709
Commercial and International	(15,721)	62,733	203,911	188,114
Less: Intra-Group	-	-	(10,991)	(12,650)
	(5,847)	80,734	300,859	320,173
Share of Joint Ventures profit, excluding tax	23,280	27,702	13,677	12,709
	17,433	108,436	314,536	332,882
By geographical area:				
Group				
United Kingdom			206,577	239,264
Other EU Countries			5,028	3,346
United States of America			89,254	77,563
Group Turnover			300,859	320,173
Joint Ventures				
Other EU Countries			9,429	7,662
United States of America			4,248	5,047
Share of Joint Ventures turnover			13,677	12,709
3 NET OPERATING EXPENSES				
Operational expenses			83,894	67,361
Profit on sale of investment property			-	(44)
Profit on sale of other tangible fixed assets			(130)	(102)
Other operating income			(2,289)	(2,350)
			81,475	64,865
4 NET FINANCE CHARGES				
Interest payable				
Bank loans and overdrafts			32,204	32,552
Interest capitalised			(219)	(884)
Amortisation of finance costs			754	893
Loss on other financial investments & derivatives			107	147
Group interest payable			32,846	32,708
Share of Joint Ventures interest payable			408	412
Total interest payable			33,254	33,120
Interest receivable				
Bank interest			(2,909)	(173)
Other interest receivable			(30)	(427)
Group interest receivable			(2,939)	(600)
Share of Joint Ventures interest receivable			(232)	(61)
Total interest receivable			(3,171)	(661)
Group Net Finance Charges			29,907	32,108

NOTES TO THE ACCOUNTS

(CONTINUED)

	2023 £000	2022 £000
5 PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		
The profit is stated after charging:		
Directors' emoluments (note 20)	4,624	3,523
Depreciation of tangible fixed assets	4,725	3,428
Inventory expensed in the year	88,726	119,220
Auditor's remuneration:-		
Fees payable to the Company's auditor for the audit of the Company's annual accounts	188	80
Fees payable to the Company's auditor for the audit of the Company's subsidiaries	252	107
Fees payable to the Company's auditor for other services	26	23
Fees payable to the Company's auditor for taxation services	28	28
and after crediting:		
Rents receivable	112,649	105,700
Profit on disposal of investment property	–	44
Profit on disposal of other tangible fixed assets	130	102
Coronavirus job retention scheme grant	–	12
6 TAXATION		
The tax charge for the year comprises:		
UK corporation tax on profit for the year	8,894	9,988
Over provision for earlier years	(397)	(349)
Overseas taxation	2,585	547
Total current tax charge	11,082	10,186
Deferred taxation – charge for the year	40	8,201
Deferred taxation – prior year under provision	1,270	551
Deferred taxation – impact of change in tax rates	(2,811)	17,218
Group taxation expense	9,581	36,156
Share of joint ventures taxation	1,524	4,393
Total taxation expense	11,105	40,549
Tax reconciliation:		
Profit on ordinary activities before tax	17,433	108,436
Tax on profit on ordinary activities at standard UK corporation tax rate 19.49% (2022: 19.00%)	3,398	20,603
Effects of:		
Expenses not deductible for tax purposes	57	58
Indexation relief on chargeable gains	7,003	877
Difference in overseas tax rates net of available tax credits	2,585	1,591
Impact of increase in tax rates	(2,811)	17,218
Adjustments in respect of prior years	873	202
Total taxation charge	11,105	40,549

The Finance Act 2021 received Royal Assent on 10 June 2021 and provided that the rate of United Kingdom Corporation Tax would increase from 19% to 25% from 1 April 2023. United Kingdom deferred tax balances at 30 April 2022 were therefore re-measured at 25%. This rate has been applied at 30 April 2023.

NOTES TO THE ACCOUNTS

(CONTINUED)

	2023 £000	2022 £000
7 INVESTMENT PROPERTIES		
Land and buildings		
At 1 May 2022	1,350,520	1,291,520
Additions	12,551	23,649
Transfer from completed developments and stock	317	1,417
Transfer to other tangible fixed assets	(8,567)	–
Disposals	–	(6,066)
(Deficit) / Surplus on revaluation	(73,053)	18,220
Currency fluctuations	502	21,780
At 30 April 2023	1,282,270	1,350,520
Comparable amounts at cost are:	949,643	944,429

Investment properties comprise freehold land and buildings of £1,249.8m (2022: £1,316.0m) and long leasehold land and buildings of £32.5m (2022: £34.5m).

Included in the cost of investment properties is an amount of £42m (2022: £42m) of interest which has been capitalised.

Properties under development are included in the value of investment properties at £31.9m (2022: £77.1m).

Investment properties were valued as at 30 April 2023 by the Group Valuation Surveyor, a registered valuer, who is a member of the Royal Institution of Chartered Surveyors. These include certain investment properties having a combined market value of £655.5m (2022: £439.7m) independently valued during the year by Jones Lang LaSalle, Knight Frank and Cushman & Wakefield. 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.

NOTES TO THE ACCOUNTS

(CONTINUED)

8 OTHER TANGIBLE FIXED ASSETS

	Freehold Property £000	Long Leasehold Property £000	Plant & Equipment £000	Total £000
Group				
Cost or valuation:				
At 1 May 2022	24,744	4,361	38,421	67,526
Additions	193	–	1,431	1,624
Transfer from investment properties	–	–	8,567	8,567
Disposals	(41)	–	(659)	(700)
Currency fluctuations	579	–	234	813
At 30 April 2023	25,475	4,361	47,994	77,830
At valuation	7,866	2,602	–	10,468
At cost	17,609	1,759	47,994	67,362
	25,475	4,361	47,994	77,830
Depreciation:				
At 1 May 2022	14,747	1,317	27,430	43,494
Charge for year	266	44	4,415	4,725
Disposals	(41)	–	(659)	(700)
Currency fluctuations	546	–	97	643
At 30 April 2023	15,518	1,361	31,283	48,162
Net Book Value At 30 April 2023	9,957	3,000	16,711	29,668
Net Book Value At 30 April 2022	9,997	3,044	10,991	24,032
Company				
Cost or valuation:				
At 1 May 2022	859	3,766	3,690	8,315
Additions	–	–	700	700
Disposals	–	–	(347)	(347)
At 30 April 2023	859	3,766	4,043	8,668
At valuation	419	2,602	–	3,021
At cost	440	1,164	4,043	5,647
	859	3,766	4,043	8,668
Depreciation:				
At 1 May 2022	177	1,195	3,001	4,373
Charge for year	7	37	462	506
Disposals	–	–	(347)	(347)
At 30 April 2023	184	1,232	3,116	4,532
Net Book Value At 30 April 2023	675	2,534	927	4,136
Net Book Value At 30 April 2022	682	2,571	689	3,942

The net book value of assets held under finance leases for the Group and the Company is £nil (2022: £nil).

On the historical cost basis, freehold and long leasehold property would have been included as follows:

	Group		Company	
	2023 £000	2022 £000	2023 £000	2022 £000
Cost	24,367	23,841	2,923	2,923
Depreciation	(12,541)	(11,949)	(847)	(819)
Net Book Value	11,826	11,892	2,076	2,104

NOTES TO THE ACCOUNTS

(CONTINUED)

9 INVESTMENTS

Group	Joint Ventures £000	Listed Investments £000	Total £000
At 1 May 2022	63,823	118	63,941
Currency translation	356	-	356
Profit for the year	21,756	-	21,756
Profit distribution	(7,336)	-	(7,336)
At 30 April 2023	78,599	118	78,717

Company	Shares in Subsidiaries £000	Listed Investments £000	Total £000
At 1 May 2022	14,318	118	14,436
At 30 April 2023	14,318	118	14,436

Details of Subsidiary Undertakings and Joint Ventures are shown on page 28.

	Group		Company	
	2023 £000	2022 £000	2023 £000	2022 £000
10 COMPLETED DEVELOPMENTS				
At cost	23,232	23,232	-	-

	Group		Company	
	2023 £000	2022 £000	2023 £000	2022 £000
11 STOCKS				
UK Residential land	76,332	59,876	-	-
International land	20,710	24,084	-	-
UK Residential stock and work in progress	89,283	70,589	-	-
Commercial and International work in progress	61,478	76,846	-	-
	247,803	231,395	-	-

NOTES TO THE ACCOUNTS

(CONTINUED)

	Group		Company	
	2023 £000	2022 £000	2023 £000	2022 £000
12 DEBTORS				
Amounts falling due within one year:				
Trade debtors	8,048	10,169	264	116
Amounts due from Subsidiary Undertakings	–	–	326,352	303,586
Amounts due from related parties	28,311	31,600	1,396	1,245
Other debtors	9,849	9,775	7,234	14,570
Other financial investments	4,429	4,421	–	–
Derivative financial assets	3,713	864	–	–
Amounts recoverable on contracts	308	179	–	–
Prepayments and accrued income	24,859	20,184	1,678	879
	79,617	77,192	336,924	320,396

Trade debtors include £1.0m (2022: £1.0m) arising from transactions under the Group's Shared Equity Scheme and £1.0m (2022: £1.0m) arising from transactions under the Government's HomeBuy Direct and FirstBuy schemes both of which may be realised in a period exceeding one year.

	Group		Company	
	2023 £000	2022 £000	2023 £000	2022 £000
13 CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR				
Bank loans and overdrafts	–	5,525	114,223	63,138
Long term loans due within one year	29,879	12,637	–	–
Trade creditors	5,962	6,839	195	552
Corporation tax payable	4,148	4,349	–	–
Amounts owed to Subsidiary Undertakings	–	–	123,961	112,882
Amounts owed to related parties	5,228	4,108	5,096	3,942
Other taxes and social security costs	3,199	3,723	456	425
Other creditors	32,796	31,657	312	302
Accruals	44,351	38,012	2,593	3,049
	125,563	106,850	246,836	184,290

Bank loans and overdrafts include the financing of specific property developments which are secured by a first legal charge on the land and development at the relevant site.

	Group		Company	
	2023 £000	2022 £000	2023 £000	2022 £000
14 CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR				
Long term loans:				
Repayable in full after five years	400,242	390,924	80,350	80,350
Repayable in full between two and five years	48,392	81,122	–	–
Repayable in full between one and two years	7,110	18,765	–	–
Repayable by instalments after five years	103,610	112,297	–	–
Repayable by instalments between two and five years	41,021	38,563	–	–
Repayable by instalments between one and two years	13,884	13,423	–	–
Finance costs	(2,473)	(2,452)	(144)	(139)
	611,786	652,642	80,206	80,211
Other creditors	769	783	–	–
	612,555	653,425	80,206	80,211

Group long term loans are secured on certain land and buildings with a value of £1.0bn (2022: £1.1bn). The Company's long term loans are secured on commercial properties of a subsidiary undertaking. Long term sterling loans are at fixed rates of between 3.64% and 6.21%, and currency loans at fixed rates of between 3.15% and 6.13%, unchanged from the prior year.

NOTES TO THE ACCOUNTS

(CONTINUED)

15 PROVISIONS FOR LIABILITIES

	Deferred tax £000	Group Site completion costs £000	Total £000	Deferred tax £000	Company Total £000
At 1 May 2022	100,095	11,342	111,437	(620)	(620)
Currency movement	(265)	–	(265)	–	–
Tax credit for the year	(1,501)	–	(1,501)	(125)	(125)
Tax on other comprehensive income	712	–	712	–	–
Additional provisions made	–	163	163	–	–
Amounts used	–	(501)	(501)	–	–
At 30 April 2023	99,041	11,004	110,045	(745)	(745)

The provision for deferred tax comprises the following deferred tax liabilities/(assets):

	Group 2023 £000	2022 £000	Company 2023 £000	2022 £000
Capital allowances	37,637	34,984	(592)	(593)
Investment property revaluation	63,393	71,869	–	–
Derivative financial assets/(liabilities)	928	216	–	–
Other timing differences	(2,917)	(5,015)	(153)	(27)
Tax losses	–	(1,959)	–	–
	99,041	100,095	(745)	(620)

The full potential asset for deferred taxation relating to timing differences not provided for in the accounts is as follows:

	Group 2023 £000	2022 £000	Company 2023 £000	2022 £000
Tax losses	117	251	–	–

16 FINANCIAL INSTRUMENTS

The Group and Company's financial instruments are analysed as follows:

	Group 2023 £000	2022 £000	Company 2023 £000	2022 £000
Financial assets				
Derivative financial instruments	3,713	864	–	–
Financial assets measured at fair value through profit and loss	4,547	4,539	118	118
Financial assets that are debt instruments measured at amortised cost	294,171	292,357	414,468	346,072
	302,431	297,760	414,586	346,190
Financial liabilities				
Financial liabilities measured at amortised cost	733,268	754,656	327,230	264,215
Derivative financial instruments	–	–	–	–
	733,268	754,656	327,230	264,215

Financial assets measured at fair value through profit and loss comprise fixed asset investments in listed Company shares and other financial investments. Financial assets measured at amortised cost comprise cash, trade debtors, other debtors and amounts owed by joint ventures and associated undertakings.

Financial liabilities measured at amortised cost comprise bank loans and overdrafts, trade creditors, other creditors and accruals. Derivative financial instruments comprise interest rate swaps.

Information regarding the Group's exposure to and management of credit risk, liquidity risk, market risk, cash flow interest rate risk, and foreign exchange risk is included in the Strategic Report.

NOTES TO THE ACCOUNTS

(CONTINUED)

17 CONSOLIDATED CASH FLOW STATEMENT

	Group	
	2023 £000	2022 £000
(a) Cash flows from financing activities		
Interest received	2,379	834
Interest paid	(30,685)	(32,451)
Debt issue costs	(767)	(243)
Net repayment of development loans	(24,236)	(24,407)
New long term loans	24,500	–
Repayment of long term loans	(24,505)	(22,765)
	(53,314)	(79,032)
(b) Cash flows from investing activities		
Payments to acquire investment properties	(12,551)	(24,277)
Payments to acquire tangible fixed assets	(1,623)	(700)
Sale of investment properties	–	129
Sale of tangible fixed assets	117	102
Net disposal of other financial investments	135	182
Joint ventures distribution	7,336	5,914
Receipts from joint ventures	5,240	14,334
Distribution to non-controlling interest	–	(478)
	(1,346)	(4,794)

(c) Analysis of net debt	At 1 May 2022 £000	Cash flow £000	New long term finance £000	Currency fluctuations £000	Amortisation £000	At 30 April 2023 £000
Cash at bank and in hand	236,662	14,611	–	241	–	251,514
Overdrafts and other short term loans	(5,525)	5,770	–	(245)	–	–
Cash and cash equivalents	231,137	20,381	–	(4)	–	251,514
Long term development loans	(78,790)	24,236	32,539	(198)	–	(22,213)
Long term commercial loans	(588,941)	24,505	(57,039)	(450)	–	(621,925)
	(436,594)	69,122	(24,500)	(652)	–	(392,624)
Finance costs	2,452	767	–	8	(754)	2,473
	(434,142)	69,889	(24,500)	(644)	(754)	(390,151)

Cash at bank and in hand includes £12.3m (2022: £14.7m) of monies held in restricted accounts and deposits with conditions that restrict the use of these monies by the Group. Development loans of £32.5m were reclassified to long term commercial loans in the year following completion of the relevant development.

18 CALLED UP SHARE CAPITAL

The authorised, allotted and fully paid share capital is £24,000 consisting of 24,000 ordinary shares of £1 each. There was no change in share capital during the year.

NOTES TO THE ACCOUNTS

(CONTINUED)

19 RELATED PARTIES

The Company has taken advantage of the exemption under FRS 102 'Related Party Transactions' not to disclose details of related party transactions and balances with group undertakings that are wholly owned.

The Group is related to PE Jones (Properties) Limited and Emerson Commercial Developments Limited, companies which are subject to common influence. During the year the Group has:

- Undertaken construction and project management work amounting to £584,242 (2022: £697,255) on normal trading terms.
- Provided property management services to these parties for which management fees of £527,032 were charged during the year (2022: £523,915).
- Been invoiced for goods and services to the value of £1,447,335 (2022: £923,464) from Sandle Heath Supplies Limited, a subsidiary of PE Jones (Properties) Limited.
- Paid rental of £30,000 (2022: £30,000) in respect of property leased from Deanbank Investments Limited, a subsidiary of PE Jones (Properties) Limited.
- The Group's subsidiary undertaking, Emerson International Inc, has provided funding to the Group's US joint ventures during the year. The balance outstanding at 30 April 2023 was £18.0m (2022: £18.8m).

Amounts outstanding between the Group, the Company and their related parties and Joint Ventures are reported in notes 12 and 13.

20 DIRECTORS AND EMPLOYEES

	Group		Company	
	2023	2022	2023	2022
	£000	£000	£000	£000
Staff Emoluments				
Staff emoluments, including Directors, were:				
Wages and salaries	35,300	30,229	12,645	11,773
Social security costs	3,743	3,284	1,583	1,409
Other pension costs	1,412	1,332	567	554
	40,455	34,845	14,795	13,736

The Group contributes to certain money purchase pension schemes on behalf of its employees. The assets of each scheme are held separately from those of the Group in independently administered funds. Pension costs represent the contributions payable by the Group and amounted to £1,412,000 (2022: £1,332,000), including contributions payable by the Company of £567,000 (2022: £554,000). Group contributions amounting to £171,000 (2022: £165,000) were payable at the year end and included in creditors. Company contributions amounting to £84,000 (2022: £80,000) were payable at the year end and included in creditors.

The average weekly number of staff, including Directors, employed by the Group during the year was 848 (2022: 780) and by the Company 180 (2022: 179).

Key management personnel

The directors of Emerson Developments (Holdings) Limited have authority and responsibility for planning, directing and managing the activities of the Emerson Group and are considered to be the key management personnel. Total remuneration in respect of these individuals is provided below. Amounts shown for the Company are inclusive of amounts paid by subsidiary undertakings of £1,948,000 (2022: £854,000).

	Group		Company	
	2023	2022	2023	2022
	£000	£000	£000	£000
Directors emoluments	4,579	3,489	4,579	3,489
Amounts paid under money purchase pension schemes	45	34	45	34
	4,624	3,523	4,624	3,523

Emoluments, excluding pension contributions, of the highest paid Director were £2,126,000 (2022: £1,138,000).

Contributions to money purchase pension schemes in respect of the highest paid Director were £nil (2022: £nil).

The number of Directors to whom retirement benefits are accruing of £45,000 (2022: £34,000) under money purchase pension schemes is 4 (2022: 3).

21 CAPITAL COMMITMENTS

	Group		Company	
	2023	2022	2023	2022
	£000	£000	£000	£000
Contracted but not provided in accounts	14,867	3,921	-	-

NOTES TO THE ACCOUNTS

(CONTINUED)

22 OBLIGATIONS UNDER LEASES AND HIRE PURCHASE CONTRACTS

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

	Group		Company	
	2023 £000	2022 £000	2023 £000	2022 £000
Within 1 year	99,163	100,851	—	—
After 1 year but not later than 5 years	201,254	187,490	—	—
After 5 years	1,141,477	1,135,145	—	—
	1,441,894	1,423,486	—	—

23 CONTINGENT LIABILITY

The Group's US subsidiary, Emerson International Inc. is a guarantor to certain revolving lines of credit taken out by JCH Holdings, LLC, its joint venture undertaking. The amount outstanding under these lines of credit at 30 April 2023 was £13.6m, (2022: £33.5m).

24 ULTIMATE CONTROLLING PARTY

Emerson Developments (Holdings) Limited is the ultimate parent company of the Group for which group financial statements are drawn up. There is no ultimate controlling party.

25 POST BALANCE SHEET EVENTS

On 5 October 2023 the Group completed the disposal of a parcel of US residential development land to the Central Florida Expressway Authority, acquired under Eminent Domain. Net proceeds amounted to \$52.3m (£43.2m). The profit on disposal will be accounted for in the next accounting period.

GROUP STRUCTURE

SUBSIDIARY AND JOINT VENTURE UNDERTAKINGS

The Group's related undertakings and their respective activities are as follows:

	Percentage of issued ordinary shares held		Principal activities
	By Parent Undertaking	By Subsidiary Undertaking	
RESIDENTIAL DIVISION			
Caredays Developments Limited [Co. Reg. 00865098] (5)		100%	Property management
Caredays Homes Limited [Co. Reg. 01055894] (1)	100%		Property management
Emerson Properties Limited [Co. Reg. 00879180] (1)		100%	Property management
F.E. Jones (Builders) Limited [Co. Reg. 02417843] (1)		100%	Joinery manufacture
J.B.G. (Property) Limited [Co. Reg. 01115981] (1)		100%	Housebuilding
Jones Homes (Lancashire) Limited [Co. Reg. 01258865] (1)	100%		Housebuilding
Jones Homes (North West) Limited [Co. Reg. 00626625] (1)	100%		Housebuilding
Jones Homes (Southern) Limited [Co. Reg. 03118389] (1)		100%	Housebuilding
Jones Homes (Yorkshire) Limited [Co. Reg. 00626625] (1)		100%	Housebuilding
Jones Residential (Leasing) Limited [Co. Reg. 03115150] (1)		100%	Property management
Lifetrend Developments Limited [Co. Reg. 02187435] (1)	54%		Housebuilding
Newfield Management Services Limited [Co. Reg. 03947444] (1)		100%	Property management
Stargaze Windows Limited [Co. Reg. 03875281] (1)		100%	Manufacture of UPVC windows
Victor New Homes Limited [Co. Reg. 01093541] (1)		100%	Housebuilding
Woodbine Developments Limited [Co. Reg. SC050630] (5)		50%	Housebuilding
COMMERCIAL DIVISION			
Affordable Secure Storage Limited [Co. Reg. 12248919] (1)	100%		Self Storage
Alintree Retail Park Limited [Co. Reg. 02949047] (1)		100%	Property development
Emerson International Limited [Co. Reg. 01554950] (1)	100%		Holding Company
Emerson Management Services Limited [Co. Reg. 01020128] (1)	100%		Property management
Fitness Academies (North West) Limited [Co. Reg. 03979523] (1)		100%	Gym operator
Grangefern Properties Limited [Co. Reg. 02655710] (1)		100%	Property development
Horwich Vision Limited [Co. Reg. 06568857] (8)	50%		Property development
Investment Properties (North West) Limited [Co. Reg. 10079896] (1)	100%		Property development
Kirkham's (Contractors) Limited [Co. Reg. 00891888] (1)	100%		Property management
Last Drop Hotel Limited [Co. Reg. 09274048] (1)		100%	Hotel & Leisure
North West Portfolio Limited [Co. Reg. 02740424] (1)	100%		Property development
North West Portfolio (No.2) Limited [Co. Reg. 08450185] (1)	100%		Property development
North West Portfolio (No.3) Limited [Co. Reg. 10079965] (1)	100%		Property development
Orbit Developments (Manchester) Limited [Co. Reg. 01009943] (1)	100%		Property trading
Orbit Developments (Southern) Limited [Co. Reg. 02108532] (1)	91%		Property development
Orbit Developments (Windsor) Limited [Co. Reg. 08471007] (1)	100%		Property development
Orbit Investments (Northern) Limited [Co. Reg. 03206207] (1)	100%		Property development
Orbit Investments (Properties) Limited [Co. Reg. 02274745] (1)	100%		Property development
Orbit Investments Limited [Co. Reg. 03609779] (1)		91%	Property development
P.E. Jones Contracts (Manchester) Limited [Co. Reg. 01383760] (1)		100%	Construction
Security Select Limited [Co. Reg. 05704071] (1)	100%		Security services
Touchstone Properties Limited [Co. Reg. 01068720] (1)		100%	Property trading
INTERNATIONAL DIVISION			
Bay Hill Developments (North Bay), Inc. (incorporated in USA) (2)	100%		Property development
Careways Management Services, Lda (incorporated in Portugal) (3)	62.5%		Property management
Convau-Constuções do Vau Limitada (incorporated in Portugal) (4)	100%		Hotel operator
Creek Way Development II, LLC (incorporated in USA) (2)	100%		Property development
Creek Way Development, LLC (incorporated in USA) (2)	100%		Property development
Eagle Creek Commercial Holdings, LLC (incorporated in USA) (2)	100%		Property development
Eagle Creek Development Corp. (incorporated in USA) (2)	100%		Property development
Eagle Creek Management, Inc. (incorporated in USA) (2)	100%		Leisure development
Edge Cove, LLC (incorporated in USA) (2)	100%		Property development
Edge Creek, LLC (incorporated in USA) (2)	50%		Holding Company
Emerson International, Inc. (incorporated in USA) (1)	100%		Property development
Emerson Investments International, Inc. (incorporated in USA) (2)	50%		Property development
Emerson Plaza Development, Inc. (incorporated in USA) (2)	100%		Property development
Emerson Plaza II, Inc. (incorporated in USA) (2)	100%		Property development
Emerson Real Estate Services, Inc. (incorporated in USA) (2)	100%		Property development
Essential Fitness & Spa, Lda (incorporated in Portugal) (3)	50%		Leisure services
Falls of Weddington, LLC (incorporated in USA) (2)	100%		Property development
JCH Construction, LLC (incorporated in USA) (2)	50%		Property development
JCH Eagle Creek, LLC (incorporated in USA) (2)	50%		Property development
JCH Holdings, LLC (incorporated in USA) (2)	50%		Property development
JCH Organization, LLC (incorporated in USA) (2)	50%		Property development
JCH Split Oak, LLC (incorporated in USA) (2)	50%		Property development
JCH Twin Lakes, LLC (incorporated in USA) (2)	50%		Property development
JCH Ventures, LLC (incorporated in USA) (2)	50%		Property development
JCH Westport, LLC (incorporated in USA) (2)	50%		Property development
Lakeside Village - Empreendimentos Turísticos, Lda (incorporated in Portugal) (4)	50%		Property development
Narcoosee Land Ventures, LLC (incorporated in USA) (2)	83%		Property development
Paramount Leasing, Inc. (incorporated in USA) (2)	100%		Equipment leasing
Quinta da Boavista Construção, Lda (incorporated in Portugal) (3)	75%		Construction
Quinta da Boavista, S.A. (incorporated in Portugal) (3)	50%		Residential/leisure development
Reflection Pointe Land Holdings, LLC (incorporated in USA) (2)	100%		Property development
Rosewood Interests, Inc. (incorporated in USA) (2)	100%		Property trading
Split Oak Investments, LLC (incorporated in USA) (2)	83%		Property development
Starvillas - Portuguesa Investimentos Turísticos, Lda (incorporated in Portugal) (4)	50%		Property management
Tec Developments Charlotte/Carolinas, LLC (incorporated in USA) (2)	100%		Holding Company
Tec Developments, LLC (incorporated in USA) (2)	100%		Holding Company
Transview - Redes e Serviços de Comunicações Eletrónicas, Lda (incorporated in Portugal) (3)	50%		Equipment leasing
Twelve Mile Creek Land Ventures, LLC (incorporated in USA) (2)	100%		Property development
Vaupro - Sociedade de Mediação Imobiliária, Lda. (incorporated in Portugal) (4)	50%		Property management
Vilas do Vau - Empreendimentos Imobiliários, Lda (incorporated in Portugal) (4)	40%		Property development
Westport Apartments, LLC (incorporated in USA) (2)	100%		Property development

SUBSIDIARY AND JOINT VENTURE UNDERTAKINGS (CONTINUED)

The Group's non-trading undertakings are as follows:

Company Registration Number

2471228 (1)
4533516 (1)
3183351 (1)
3979524 (1)
2170427 (1)
2170431 (1)
1410230 (1)
5669508 (6)
9346166 (1)
770820 (1)
10353361 (1)
6507791 (1)
3718625 (1)
7869500 (1)
1410740 (1)
1410231 (1)
2104797 (1)
1172284 (1)
3679683 (1)
7691009 (1)
913180 (1)
3795273 (1)
4533530 (1)
7746361 (1)
2156173 (1)
1088420 (1)
2812859 (1)
9488654 (1)
1361172 (1)
7432676 (1)
2558042 (1)
2215036 (1)
3782140 (1)
2210028 (1)
2215059 (1)
2163704 (1)
2206458 (1)

Company Registration Number

3244656 (1)
3244652 (1)
10346549 (1)
4885862 (1)
7869491 (1)
2090431 (1)
2730113 (1)
9489377 (1)
3335169 (1)
2561765 (1)
9880070 (1)
9881070 (1)
8471007 (1)
1186982 (1)
1149761 (1)
2894084 (1)
2171778 (1)
2187394 (1)
3186379 (1)
1011665 (1)
4533510 (1)
3204306 (1)
4858782 (1)
3193355 (1)
9881092 (1)
2883221 (1)
8005566 (1)
8547595 (1)
2656503 (1)
10130232 (1)
SC066407 (incorporated in Scotland) (5)
SC066417 (incorporated in Scotland) (5)
SC066418 (incorporated in Scotland) (5)
506302717 (incorporated in Portugal) (3)
507051319 (incorporated in Portugal) (3)
L10000081754 (incorporated in USA) (2)
P06000081643 (incorporated in USA) (2)
F19488 (incorporated in USA) (2)

Registered Office Address Key

- 1 Emerson House, Heyes Lane, Alderley Edge, Cheshire, SK9 7LF
- 2 283 Cranes Roost Boulevard, Suite 250, Altamonte Springs, FL 32701
- 3 Quinta Da Boavista, 8601-901 Lagos, Portugal
- 4 Jardim do Vau Portimao, Praia do Vau, Portimão, 8500-820 Portimao, Portugal
- 5 c/o Grant Thornton, 8 - 110 Queen St, Glasgow, Lanarkshire G1 3BX
- 6 3 Grove Street, Wilmslow, SK9 1DU
- 7 c/o BDO LLP, 3 Hardman Street, Spinningfields, Manchester, M3 3AT
- 8 78 Chorley New Road, Bolton, BL1 4BY

Audit Exemption

* Subsidiary undertakings consolidated at 30 April 2023 which claimed exemption from audit under section 479A Companies Act 2006.

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF
EMERSON DEVELOPMENTS (HOLDINGS) LIMITED**

Opinion on the financial statements

In our opinion:

- the financial statements give a true and fair view of the state of the Group's and of the Parent Company's affairs as at 30 April 2023 and of the Group's profit for the year then ended;
- the financial statements have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- the financial statements have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements of Emerson Developments (Holdings) Limited ("the Parent Company") and its subsidiaries ("the Group") for the year ended 30 April 2023 which comprise the consolidated income statement, the balance sheets, the consolidated statement of comprehensive income, the consolidated statement of changes in equity, the company statement of changes in equity, the consolidated cash flow statement and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland* (United Kingdom Generally Accepted Accounting Practice).

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We are independent of the Group and the Parent Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the Directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Group or Parent Company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the Directors with respect to going concern are described in the relevant sections of this report.

Other Information

The Directors are responsible for the other information. The other information comprises the information included in the Annual Report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Other Companies Act 2006 reporting

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

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

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

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

- adequate accounting records have not been kept by the Parent Company, or returns adequate for our audit have not been received from branches not visited by us; or
- the Parent Company 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.

Responsibilities of Directors

As explained more fully in the Directors' responsibility statement, the Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Directors are responsible for assessing the Group's and the Parent Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the Group or the Parent Company or to cease operations, or have no realistic alternative but to do so.

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**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF
EMERSON DEVELOPMENTS (HOLDINGS) LIMITED**

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Extent to which the audit was capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

Non-compliance with laws and regulations

Based on:

- Our understanding of the Group and the industry in which it operates;
- Discussion with management and those charged with governance and legal counsel;
- Obtaining an understanding of the Group's policies and procedures regarding compliance with laws and regulations;

We considered the significant laws and regulations to be the reporting framework (United Kingdom Generally Accepted Accounting Practice), the Companies Act 2006, relevant tax legislation, Health and Safety and the Bribery Act 2010.

The Group is also subject to laws and regulations where the consequence of non-compliance could have a material effect on the amount or disclosures in the financial statements, for example through the imposition of fines or litigations. We identified such laws and regulations to be fire safety legislation, environmental legislation, health and safety legislation and data protection requirements.

Our procedures in respect of the above included:

- Review of minutes of meetings of those charged with governance for any instances of non-compliance with laws and regulations;
- Review of correspondence with tax authorities for any instances of non-compliance with laws and regulations;
- Review of financial statement disclosures and agreeing to supporting documentation; and
- Involvement of tax specialists in the audit.

Fraud

We assessed the susceptibility of the financial statements to material misstatement, including fraud. Our risk assessment procedures included:

- Enquiry with management and those charged with governance regarding any known or suspected instances of fraud;
- Obtaining an understanding of the Group's policies and procedures relating to:
 - o Detecting and responding to the risks of fraud; and
 - o Internal controls established to mitigate risks related to fraud.
- Review of minutes of meetings of those charged with governance for any known or suspected instances of fraud;
- Discussion amongst the engagement team as to how and where fraud might occur in the financial statements;
- Performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud; and
- Considering remuneration incentive schemes and performance targets and the related financial statement areas impacted by these.

Based on our risk assessment, we considered the areas most susceptible to fraud to be management override and revenue recognition with regard to cut off.

Our procedures in respect of the above included:

- Testing a sample of journal entries throughout the year, which met a defined risk criteria, by agreeing to supporting documentation;
- Assessing significant estimates made by management for bias in particular in relation to the valuation of investment properties and the carrying value of residential land and work in progress; and
- Testing a sample of revenue transactions within a specified cut off window to determine if they have been recorded in the correct period.

We also communicated relevant identified laws and regulations and potential fraud risks to all engagement team members who were all deemed to have appropriate competence and capabilities and remained alert to any indications of fraud or non-compliance with laws and regulations throughout the audit.


Our audit procedures were designed to respond to risks of material misstatement in the financial statements, recognising that the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery, misrepresentations or through collusion. There are inherent limitations in the audit procedures performed and the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we are to become aware of it.

A further description of our responsibilities is available on the Financial Reporting Council's website at:

<https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

Use of our report

This report is made solely to the Parent 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 Parent 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 Parent Company and the Parent Company's members as a body, for our audit work, for this report, or for the opinions we have formed.

DocuSigned by:

2F4CAF80DAD9A58

Gary Harding (Senior Statutory Auditor)

For and on behalf of BDO LLP, Statutory Auditor, Manchester, UK

02 November 2023

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

FIVE YEAR FINANCIAL SUMMARY – UNAUDITED

	2019 £000	2020 £000	2021 £000	2022 £000	2023 £000
Turnover	283,730	303,157	317,191	320,173	300,859
Operating profit before finance charges and taxation	95,843	94,539	102,763	122,324	120,393
Net interest payable	(34,232)	(33,888)	(31,982)	(32,108)	(29,907)
Profit on ordinary activities before tax & revaluation movements	61,611	60,651	70,781	90,216	90,486
Revaluation of investment property	40,636	2,624	(44,342)	18,220	(73,053)
Taxation charges	(17,601)	(19,152)	(5,391)	(40,549)	(11,105)
Profit on ordinary activities after taxation	84,646	44,123	21,048	67,887	6,328
Other comprehensive income for the year	7,549	9,016	(20,335)	22,126	3,068
Amounts transferred to reserves	92,195	53,139	713	90,013	9,396
Assets					
Fixed assets	1,336,472	1,403,459	1,360,223	1,438,493	1,390,655
Completed developments	24,018	24,018	24,018	23,232	23,232
Other current assets	582,230	557,181	544,593	545,249	578,934
	1,942,720	1,984,658	1,928,834	2,006,974	1,992,821
Liabilities					
Long term loans	723,339	722,811	697,234	665,279	641,665
Other liabilities	227,984	217,311	186,351	206,433	206,498
	951,323	940,122	883,585	871,712	848,163
Net Assets	991,397	1,044,536	1,045,249	1,135,262	1,144,658

The results above have been consistently prepared in accordance with United Kingdom Accounting Standards, including Financial Reporting Standard 102.

THE EMERSON GROUP

SELECTION OF TENANTS AND CLIENTS FROM
OUR EXTENSIVE PROPERTY PORTFOLIO AND GROUP ACTIVITIES

UNITED KINGDOM

A Share & Sons Ltd	Decathlon UK Ltd	Magnet Ltd	Slater Heelis Ltd
ABB Holdings Ltd	DFS Furniture Company Ltd	Marks & Spencer PLC	Smoke Ltd
Accrol Papers Ltd	Direct 4 Baby Ltd	Matalan Retail Ltd	Smyths Toys UK Ltd
Acer UK Ltd	Dnata Ltd	McDonalds Restaurants Ltd	Sofology Ltd
Acuma Solutions Ltd	DNV Services UK Ltd	Metro Rod Ltd	Sortimo International Ltd
ADI-Gardiner Ltd	Done Brothers (Cash Betting) Ltd	Mitchells and Butlers Retail (No 2) Ltd	Speciality Steel UK Ltd
AG Barr PLC	Doorco Ltd	Mobica Ltd	Specsavers Optical Superstores Ltd
Air Mauritius Ltd	Dreams Ltd	Momentum Instore Ltd	Spire Healthcare Ltd
Alderley Analytical Ltd	E. On Next Energy Ltd	Multi-Tile Ltd	Sportive UK Ltd
Aldermore Bank PLC	EcoTrade Europe Ltd	Mutual Vision Technologies Ltd	Sportsdirect.com Retail Ltd
Aldi Stores Ltd	Elementar UK Ltd	Nando's Chickenland Ltd	Sportswill Ltd
American Golf (Trading) Ltd	ENI UK Ltd	National Tyre Service Ltd	Stantec UK Ltd
Amplifon Ltd	Equilibrium Financial Planning LLP	National Westminster Bank PLC	Subway Realty Ltd
Anixter Ltd	Eriks Industrial Services Ltd	NEC Software Solutions UK Ltd	Superdrug Stores PLC
AO Retail Ltd	European Scanning Centre (Harley Street) Ltd	Next Holdings Ltd	Synergy Building Service Solutions Ltd
AON UK Holdings Ltd	Farmfoods Ltd	NHS Property Services Ltd	T J Morris Ltd
Arthur J Gallagher (UK) Ltd	Fichtner Consulting Engineers Ltd	NNS Leasing Ltd	Takepayments Ltd
Asda Stores Ltd	Ficroft Engineering Services Ltd	NIRAS Group (UK) Ltd	Tapi Carpets & Floors Ltd
Automatic Data Processing Ltd	First Choice Holiday Hypermarkets Ltd	Norcross Group (Holdings) Ltd	Tesco Stores Ltd
Automobile Associations Developments Ltd	Five Guys JV Ltd	Oak Furnitureland Group Ltd	The Co-operative Bank Plc
AXA Insurance UK PLC	Flight Centre (UK) Ltd	OCADO Operating Ltd	The Information Commissioner
Azelis UK Ltd	Four Season Health Care Holdings Ltd	OK! Europe Ltd	The Original Bowling Company Ltd
B & M Retail Ltd	Fourth Ltd	Omni Resource Management Solutions Ltd	The Restaurant Group (UK) Ltd
Beacon Medical Services Group Ltd	Fujitsu Services Ltd	Pagazzi Lighting Ltd	The Secretary of State for Levelling Up Housing and Communities
Bella Group Holdings Ltd	Furniture Village Ltd	Paintwell Ltd	Thompsons Solicitors LLP
Benchmark Kitchens & Joinery Ltd	Garrett Motion UK Ltd	Pakistan International Airlines Corporation	TJ Morris Ltd
Bensons for Beds Retail Ltd	Globus Medical UK Ltd	Papa John's (GB) Ltd	TJX UK
Beumer Group UK Ltd	GNB Industrial Power (UK) Ltd	Pendragon Property Holdings Ltd	Toolstation Ltd
Bilfinger UK Ltd	Gradus Ltd	Pets at Home Ltd	Topcashback Ltd
Blacks Outdoor Retail Ltd	Greggs PLC	Pfleiderer UK Ltd	Trade Skills4U Ltd
Blaze Networks Ltd	Grundfos Ltd	Pizza Hut (UK) Ltd	Travelodge Hotels Ltd
Bodycote PLC	Handelsbanken PLC	Playdemic Ltd	Travis Perkins Trading Company Ltd
Bolton at Home Ltd	Hilary Meredith Solicitors Ltd	Play Latte Ltd	TT Games Studios Ltd
Bond Turner Ltd	HomeServe Membership Ltd	Poundland Ltd	UKI Warehousing Ltd
Boots UK Ltd	Howden Joinery Properties Ltd	Precision Card Services Ltd	Umbrella Company Ltd
Bright Horizons Family Solutions Ltd	Iceland Foods Ltd	Premex Services Ltd	Virgin Media Ltd
British Telecommunications PLC	Igate Computer Systems (UK) Ltd	Pret A Manger (Europe) Ltd	Vodafone Ltd
BurgerKing Ltd	iKEA Ltd	Principal Insurance Ltd	Vue Entertainment Ltd
C & J Clark International Ltd	Independent Vetcare Ltd	Projen Ltd	W M Morrison Supermarkets Ltd
Carpentry Ltd	InterSoft Systems & Programming Ltd	Pure Gym Ltd	Wagamama Group Ltd
CDS (Superstores International) Ltd	ISS Facility Services Ltd	Reaim Ltd	Wagamama Group Ltd
Chameleon Communications International Ltd	J D Sports Fashion PLC	Regalead Ltd	Wardell Armstrong LLP
Chess Ltd	James Walker & Co Ltd	River Island Clothing Company Ltd	Welspun UK Ltd
Cincom Systems (UK) Ltd	John Lewis PLC	Ron Stratton & Co Ltd	Wentworth House Rail Systems Ltd
Circle Health Group Ltd	Johnson Cleaners UK Ltd	Royal Greenland Ltd	Wickes Building Supplies Ltd
Citation Ltd	Kala Bistrot Ltd	Royal Mail Group Ltd	Wilko Retail Ltd
City Plumbing Supplies Holdings Ltd	Kammec Ltd	Rutronik UK Ltd	Worley Europe Ltd
Click Loans Ltd	Kason Europe Ltd	Safety-Kleen U.K. Ltd	Yoi Sushi UK Ltd
Clifton Trade Bathrooms Ltd	Keoghs LLP	Sainsburys Supermarkets Ltd	Zest4 Group Ltd
Co-operative Bank PLC	Kia Motors (UK) Ltd	Samsung C & T UK Ltd	
Co-operative Group Food Ltd	Knights Professional Services Ltd	Sanlender UK PLC	
Communications Plus Ltd	Kuwait Airways Company	Scan Computers International Ltd	
Compulease Ltd	Kwik-Fit (GB) Ltd	Screwfix Direct Ltd	
Costa Ltd	Ladbroke Betting & Gaming Ltd	Segen Ltd	
Covestro UK Ltd	Laing O'Rourke Construction Ltd	Seque Investments Ltd	
Currys Group Ltd	Lidl UK GmbH	Shop Direct Finance Company Ltd	
Datel Computing Ltd	LSH Auto UK Ltd	Simon Charles Auctioneers & Valuers Ltd	

UNITED STATES OF AMERICA

Atec Systems	Florida Technical College	Miller's Ale House	Sentry Management, Inc
Braishfield Associates	Fourteen IP, Inc.	MJDS Office Suites	Smart Financial Operations, LLC
Canon Solutions America	Gilbert Mbeo MD, LLC	Morgan & Morgan, P.A.	Smoothie King
City of Altamonte Springs, Florida	Glickstein Laval Carris, P.A.	North American Risk Services	State Farm
Cogent Communications, Inc.	Global 5, Inc.	Osceola Surgical Associates, LLC (HCA)	The Travelers Indemnity Company
Department of Children and Families	Hair Club for Men	Pacific Dental Services	Trade Secrets, LLC (Café Murano)
Eclat Law, LLP.	Humana	PHBC Brewery	Truist Bank
Ecospears Inc	Incharge Institute	Poseldon's Boat Detailing, LLC	United Self Insured Services, Inc
Fan Duel	Industrial Container Services, LLC.	P & P Locker, LLC	Verizon Wireless
Fastenal Company	Interplan, LLC	Preferred Plastic Surgery of Orlando	Waldrop Engineering, P.A.
Flip To, Inc.	KeKe's Breakfast Café	Premier Sotheby International Realty	William McBride Law Group, P.A.
Florida Cancer Specialists	Language & Enrichment Center, Inc.	Qualcomm	
Florida Department of Agriculture & Consumer Svcs.	List Management	Revalure, LLC	
	Macias Group, LLC. (Don Julio's)	Rothman Orthopaedics	

THE EMERSON GROUP

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