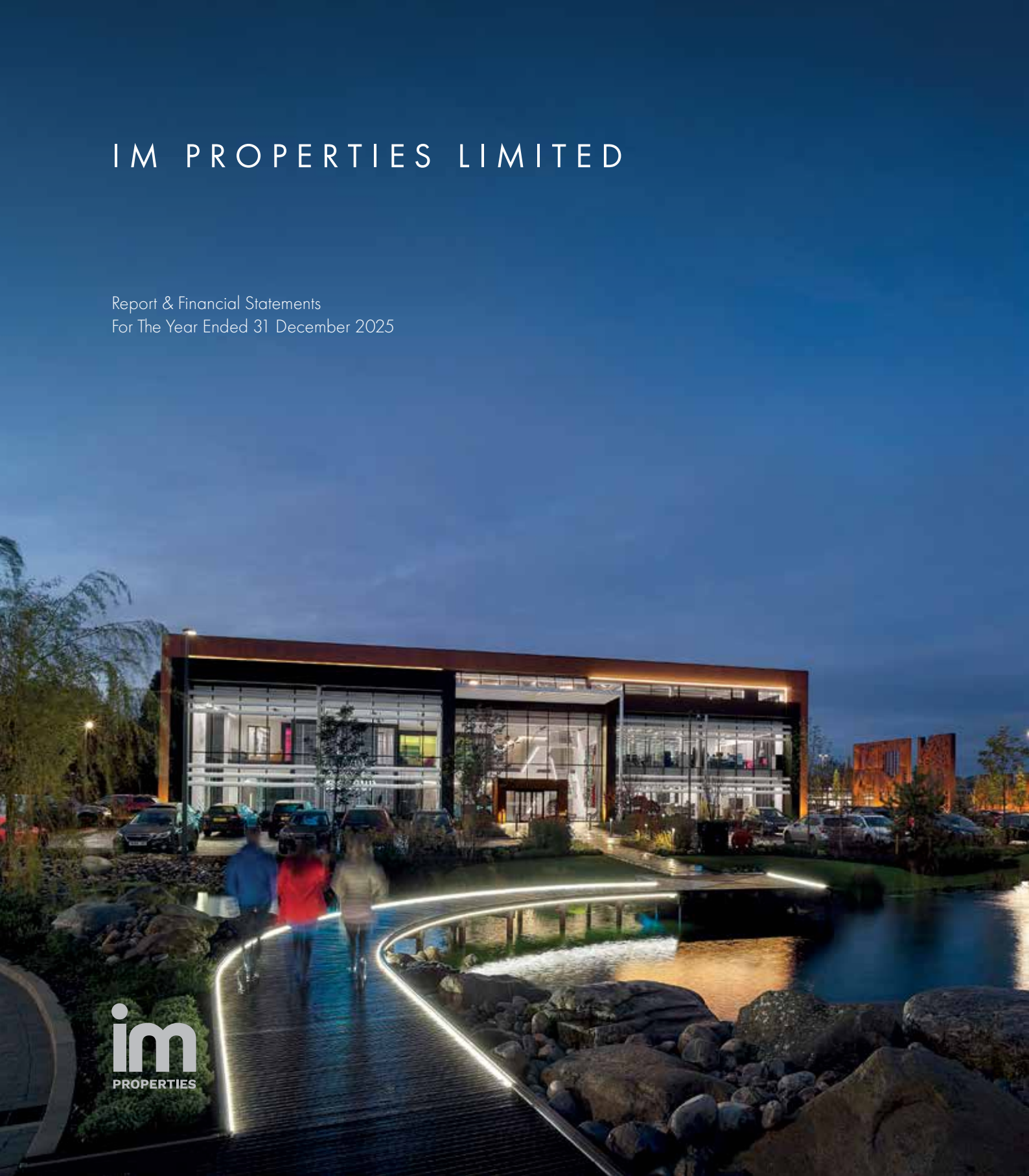
IM PROPERTIES LIMITED

Report & Financial Statements
For The Year Ended 31 December 2025





Nova, Oxford

Contents

5 Strategic report

21 Directors' report

22 Directors' responsibilities statement

24 Independent auditor's report

29 Consolidated statement of comprehensive income

32 Statements of financial position

34 Consolidated statement of changes in equity

36 Company statement of changes in equity

37 Consolidated statement of cash flows

39 Notes to the financial statements

Directors

Lord Edmiston

G E Hutton *(resigned 24 December 2025)*

J Pearson *(appointed 1 January 2026)*

T J Wooldridge *(resigned 12 June 2026)*

K J Ashfield *(appointed 30 March 2026)*

A G Clarke *(resigned 24 December 2025)*

S H Moore *(appointed 24 December 2025)*

Secretary

K Sandhu *(appointed 1 November 2025)*

Registered office

The Gate, International Drive, Solihull, B90 4WA

Company registration number

03456022

Auditors

Cooper Parry Group Limited

Cubo

Office 423-433, 4th Floor, 2 Chamberlain Square, Birmingham B3 3AX

GROUP NET ASSETS OF

£550

MILLION POUNDS

Strategic Report

The directors present the strategic report and financial statements for the year ended 31 December 2025.

Review of the business

The real estate sector remained challenging throughout 2025, with; economic growth subdued, inflation continuing to sit above Central Bank targets, and financing conditions relatively restrictive. Higher long-dated gilt yields and elevated interest rates have increased the cost of capital, placing pressure on property values and reducing viability across many parts of the market. The housing market, in particular, has been exposed to a prolonged cost of living crisis alongside a challenging planning system, where decisions take longer to be arrived at and are less certain.

This is against a backdrop of continued macro-economic uncertainty including the continuation of the conflicts in Ukraine and the Middle East, as well as increasing concerns around China. In the UK, the government has struggled to generate positive momentum, which has contributed to falling confidence. For the real estate sector, this has meant that investors and occupiers have delayed, deferred or avoided key decisions, resulting in low transaction volumes.

Despite the challenging market, the group has delivered a profit before tax of £5.5m. When interest on shareholder and related company loans are added back, the overall group delivered an adjusted return of £8.2m before tax, which equates to an adjusted return on equity of 1.2%.

During 2025 the group had progressed a number of exciting development projects where we expect strong returns in the coming years, but this has led to lower than usual development profits for 2025. At the same time, we had significant capital invested in Spitfire Homes and the Brookfield project in the US both working through business plans that will achieve improved returns in the medium term. Taking this all into account, the directors are confident that the strategies in place will deliver increasing profits, and we expect to return to above market performance in the coming years.

The diversified structure of the business continues to provide a stable base with strong positive cash generation from the core investment portfolio. This allows the development divisions to focus on medium and long-term projects with higher returns. The nature of these development projects may cause the reported profits to fluctuate significantly depending on the timing of key transactions.

During the year the UK investment division has made significant progress on all fronts, including:

- Completed the sale of two properties for a combined value of £13m, 10% ahead of book value
- Completed the acquisition of two assets adding £1.5m of income at an attractive combined average net yield of 8%
- Completed a total of 12 new lettings adding a combined income of £0.8m
- All new lettings completed were on green leases, plus, we managed to secure data for Scope 3 energy consumption from 80% of our occupiers

In 2025, the development division continued to work on planning applications for over 4m sq ft of space and obtain the necessary consents to allow the group to commence development on a number of sites.

Looking forward, activity in our development division continues at pace with key workstreams for 2026 including:

- Planning secured for Phase 2 of Mercia Park which represents approximately 1m sq ft of industrial development
- Planning applications to be submitted on Toddington Park and Wythall Green representing just over 2m sq ft of commercial development
- Infrastructure works for our site in Stratford Upon Avon has commenced
- Securing further strategic land which could, if successful, accommodate approximately 10m sq ft of commercial-led development

Assuming we secure this additional land, this will take our land bank to 2,000 acres which could provide circa 20m sq. ft. of property with a gross development value in the region of £3bn.

Despite these challenges facing the sector, Spitfire Homes, our housebuilding division, reported a profit before tax of £6.6m (2024 - £3.3m).

Spitfire Homes held consented land with a strong pipeline of sites working through the planning process. Competition for good quality land sites remained strong throughout 2025, and Spitfire Homes has continued to adopt a measured approach to land acquisition with proposed new site purchases evaluated on a case-by-case basis. Throughout the year, the Spitfire Homes maintained its focus on build quality, customer satisfaction and operational excellence, retaining its 5-star Home Builders Federation (HBF) rating.

Our outlook on the UK housing market is mixed for the remainder of 2026 and beyond. We believe the fundamentals underpinning the industry remain strong, with there being an on-going shortage of new houses to meet the demands of a growing population and changing demographic. However higher energy costs, as a result of the Iran War, are expected to put an upward pressure on costs in the short to medium term. A significant increase in mortgage costs would also have a negative impact on affordability.

In the US, we have continued to make good progress leasing space to leading retailers at our flagship mixed-use centre at Brookfield, Wisconsin with 400,000 sq ft of retail and 244 residential apartments. Increased competition has seen record rents achieved on recent lettings. The potential to expand this development to the west is expected to provide improved economies of scale around the operating costs of the centre as well as enhanced value through the symbiotic relationships inherent in a well-planned and well operated high end mixed-use development.

Elsewhere in the US our joint venture, IM Kensington Developments, is now working on ten live projects across Illinois, Colorado and Arizona with a combined GDV in excess of $875m. While the real estate sector in the US has been impacted by the higher interest rate environment, we continue to see resilience in the geographical markets we are developing in for appropriate retail and residential led projects. This exposure to the largest economy in the world, as well as generating strong returns, provides a valuable mitigation of risk for a group, which is otherwise focussed entirely in the UK and therefore subject to local economic conditions.

Finally, the Board would like to express their thanks and appreciation to all of the teams across the group for the hard work and commitment they have demonstrated over the year.

Streamlined Energy and Carbon Report

As one of the UK's largest privately-owned investor developers, our purpose is to create a sustainable future putting sustainability at the heart of our decision making. We know the built environment sector has a key role to play in mitigating and adapting to climate change and as we continue on this journey towards net zero, we are pleased to share with you our Streamlined Energy and Carbon Report.

Reporting Period

The reporting period for this data is 1 January 2025 to 31 December 2025 in line with the financial reporting period. 2022, 2023 and 2024 are used as previous years comparisons, while we had initially intended 2020 to be the baseline year for I.M. Properties as this was the first year that the group recorded and reported data, the impact of COVID meant this was not representative of normal operations and therefore the decision has been taken to set 2022 as the baseline going forward.

Scope

The scope includes solely UK operations and entities consolidated under I.M. Properties Ltd, including Spitfire Homes. Reported energy consumption and associated carbon emissions include gas and electricity consumption at I.M. Properties' facilities in the UK as well as fuel consumption from transport. Transport includes company cars and business travel in employee-owned vehicles. Emissions from hired cars are immaterial.

Measurement Methodology

The reporting methodology used is the GHG Reporting Protocol - A Corporate Accounting and Reporting Standard and I.M. Properties Limited has elected to use an operational control approach for this report. This reporting is in compliance with the Streamlined Energy and Carbon Reporting ("SECR") legislation for large unquoted companies. Electricity and gas consumption data has been sourced directly from suppliers using Estimated Annual Consumption (EAC) /Annual Quantity (AQ) data or from invoices provided by the energy supplier.

Where possible actual, invoiced, data has been used but the report includes estimates based on average consumption rates for some very limited areas where actual data was unavailable.

Emission factors used are based on those issued from the UK Department of Business Energy and Industrial Strategy (BEIS) and The Department of Environment, Farming and Rural Affairs (DEFRA) in 2022. Both Location based and Market based emissions are presented in the Assured emissions summary.

Scope 1 - includes emissions associated with natural gas consumption, gas oil, propane, butane and company cars. For FY 2025 refrigerant leakage is not considered to be material and is excluded from Scope 1, this is below the reporting threshold in terms of volume of Refrigerant gases within cooling systems.

Scope 2 - includes emissions associated with electricity consumption and is calculated based on a location-based approach.

Scope 3 - includes emissions associated with business travel in employee-owned cars.

The intensity ratio presented is calculated based on total tonnes CO2e emissions in the reporting period divided by the number of employees in the UK, employed throughout the reporting period 1 January 2025 to 31 December 2025.



The Gate, Solihull



Blythe Valley Park, IM Land

Year on Year Variances

Spitfire Homes took the decision that all new homes would be Zero Carbon Ready by adopting an all-electric strategy for dwellings, heated electrically only and as a result no fossil fuel gas was installed on sites in 2024 and 2025.

The movements to de-carbonise the electricity grid across the UK will provide increasing benefits from this strategy in the coming years. We have also continued to improve our reporting processes, leading to improved data clarity. These changes help to explain year on year variance in energy consumption and associated scope 1 and 2 emissions reported.

There has been a decrease in scope 1 emissions compared to 2024, even given Spitfire's increased build volume of dwellings being built across more sites (30% increase in 2025). Percentage decrease in Scope 1 overall 2025 was 20% on 2024, with less usage of Gas Oil being the main contributing factor in reduction by using more 'Hybrid' Solar generators and transitioning to more electric lifting equipment.

The Distribution Network Operators (DNO) electricity providers in the UK are proving challenging in all regions across the UK due to the high demand for electrification, HS2 and Data Centre applications. Delays for securing grid electricity will continue to prove a significant challenge as we continue to increase the demand for volume and Spitfire business expansion predictions. This means we will continue to rely on site generators in instances where grid electricity is delayed or unavailable on completion of some dwellings.

In 2024 Gas Oil was at 497 tonnes CO2e, for the year for 2025 emissions were a lot lower overall when compared for Gas Oil at 374 tonnes CO2e, resulting in a reduction of 123 tonnes CO2e within Scope 1 alone.

The overall 2025 increase for I.M. Properties Limited and Spitfire combined Scope 1/2/3 compared against the baseline year 2022 has decreased by approximately 21% on Market Based comparisons.

We have seen reduction from 2023 and 2024 in comparison with 2025 due to REGO backed 'green electricity' being procured for our investment portfolio and purchased electricity.

Scope 1, 2 and 3 Location based emissions are down by 10% for 2025 compared to 2024.

We are continuing to target 45% emissions reductions from the baseline year 2022 and introducing initiatives that can offer up to 5% annual reductions for Scope 1 and 2, across I.M. Properties Limited, up to 2030 as a near term target.

For 2026 we will continue targeting further reductions for Gas Oil consumption used for generators as a carbon reduction initiative, I.M. Properties Limited will aim to use solar hybrid generators and/or HVO fuels, this could significantly reduce emissions and would help us stay on trajectory for our 2030 pathways and near-term targets for a 45% absolute reduction by 2030.

Under Scope 1, fuel cards being removed has a slight increase of 3 tonnes CO2e, but more transition to EV's are helping mitigate emissions under Scope 3 as the carbon intensity factors are lower than diesel.

In 2025, we identified an issue within our Scope 2 emissions landlords electricity consumption. I.M. Properties own a large office building which was consuming significant power, investigations revealed a BMS controls issue with electric Air Handling coils operating extensively. This has been identified through our Green House Gas screening and audit for 2024, and the anomaly was addressed, resulting in improved operating efficiencies and normalising purchased electricity under Scope 2.

Scope 3 emissions remain similar to 2024, but with more business travel and increased staff numbers.

£58

MILLION POUNDS
CASH RESERVES

Greenhouse gas emissions, energy use data and intensity ratio for the period 1 January 2025 to 31 December 2025

UK Energy consumption	2025	2024
Energy consumption used to calculate emissions (kWh)	5,138,433	5,237,193
On-Site Renewable Generation		
Solar energy produced (kWh)	n/a	n/a
Scope 1 emissions in metric tonnes CO^2e		
Purchased gas	39	37
Gas oil	374	497
Propane	1	1
Butane	1	1
Owned transport and fuel cards	52	49
Scope 2 emissions in metric tonnes CO^2e		
Purchased electricity (Location based)	467	472
Scope 3 emissions in metric tonnes CO^2e		
Business travel in employee-owned vehicles	125	129
Total gross emissions in metric tonnes CO^2e	**1,060**	**1,186**
Intensity ratio Total Tonnes CO^2e per employee	**8**	**9**

Energy management and Carbon Strategy

I.M. Properties Ltd are committed to supporting the UK Government's commitment to be net zero by 2050. In line with this, the company has committed to be a Net Zero carbon company and all our commercial developments are Net Zero Ready and targeting Net Zero Carbon Aligned (Plus Offsets) by 2030. This means we will implement Net Zero construction and design all our developments to be Net Zero operation. This will include setting and pursuing an ambitious 1.5°C aligned science-based target (SBTi) for our full value-chain emissions. We consciously reduce our residual CO2e by introducing in-setting initiatives with any remaining hard to decarbonise emissions will be offset using 'high quality' certified carbon offsets. To achieve this commitment, the company recognises the need to continue to improve data collection across its Scope 1, 2 and 3 emissions in conjunction with the implementation of the wider Sustainable Futures strategy as set out in Our Route to Net Zero pathway document, available on the company website.

Energy and Carbon Performance Commentary

During the reporting year we have continued to implement the energy and carbon objectives set out in our Sustainability strategy and took action to manage and reduce our greenhouse gas emissions.

These included:

- Our flagship parts storage and vehicle workshop facilities at Ryder Street were identified in 2024 for a de-carbonation project. After intense feasibility studies, we concluded that by installing an extensive new internal LED lighting system with SMART controls would reduce CO2e emissions by 50 tonnes per year, and mitigating operational costs would present a 5-year pack on the capital investment. The intelligent lighting controls not only provide a huge reduction in operational energy and carbon performance, but also provide far better wellbeing, health and safety improvements.
- At The Gate Headquarters, we have undertaken an extensive exercise with re-commissioning and optimising our own internal and external intelligent lighting installations. This entailed a 6-month process of reprogramming all the lighting systems, including the extensive integration with humancentric activity and focusing on task lighting being more of a priority for optimised lux levels and uniformity performance. The overall benefit for the first few months following the re-commissioning has demonstrated a 5% reduction in electricity usage and far better efficiency being realised using the SMART controls software.
- Trialled the use of innovative, low carbon technologies such as solar panels and battery storage on selected Spitfire Homes.
- Continued to transition employees into zero emission vehicles (electric vehicles) through our Car Ownership Scheme.
- We have continued to engage with Climate Impact Partners to further support our commitment to Net Zero Construction offsetting residual upfront CO2e using certified carbon offsets and, verified carbon credits (certified by the International Carbon Reduction and Offset Alliance (ICROA) and Gold Standard).



CGI of Stafford 46

Monitoring and managing risks and uncertainties

The directors understand that in order to generate a return it is necessary to accept a level of risk. The key is to ensure these risks remain within acceptable levels agreed by the Board. We believe that our structure allows us not just to identify, measure and manage risk, but also to respond quickly where opportunities are identified, giving us a competitive advantage over our peers.

The group monitors and manages risks and uncertainties in the following key areas:

Principal risks	Area of impact	Management approach
Property investment risks		
Cyclical property market movements *Poor decision making on whether to buy, sell or hold assets*	Profitability Net asset value Financial covenants Liquidity	Senior management has extensive experience and detailed understanding of our core markets. This expertise is supplemented by market leading external advisers and financial models used to inform capital allocation decision-making.
Weak asset management	Cash flow Void levels Net asset value Profitability	Our experienced and proactive team of property asset managers work closely with external advisers and asset managers where appropriate. All property assets are reviewed regularly, and we focus on building effective relationships with our tenants to ensure changing needs are identified and met.
Changes in the level of occupier demand or supply of space	Profitability Net asset value Liquidity Void levels	The group holds a diversified property portfolio across the UK and the US. Our tenant base is well diversified, and investment and development teams maintain a strong awareness of the supply pipeline in our core areas.
Financial risks		
Exposure to foreign currency	Net asset value Profitability	Property assets are funded locally where possible in matching currency. The group utilises derivative financial instruments in order to achieve the foreign exchange hedging levels targeted by the Board. Levels of unhedged currency exposure are monitored on an ongoing basis.
Adverse interest rate movements	Profitability Liquidity Banking covenants	The group's exposure to adverse interest rate movements is largely mitigated through the use of derivative instruments, including interest rate swaps and caps. Hedging levels are monitored on an ongoing basis.
Covenant breach	Profitability Liquidity	Financial covenants are monitored by the Finance Director on an ongoing basis and reported to the banks in accordance with agreed terms. Financial covenants are forecast a minimum of 12 months out to provide visibility of potential risks, allowing time for mitigating action to be taken. Where appropriate, modelling is undertaken to determine the impact on covenants as part of the group's decision-making process.

Principal risks	Area of impact	Management approach
Financial risks *continued*		
Unavailability of funding at acceptable pricing	Profitability Liquidity Ability to acquire or develop	The group has strong relationships with a range of banks, which reduces credit and liquidity risks. Significant cash reserves are held within the centralised treasury function of the wider I.M. Group, which are accessible to the I.M. Properties Limited group as required through a £50m internal revolving credit facility. The exposure on re-financing of debt is mitigated through a broad spread of debt maturities and early engagement with lenders where appropriate together with maintaining a property portfolio attractive to funders.
Development risks		
Adverse changes in occupational or investment markets	Profitability Net asset value Exit timing	Most developments are undertaken once an appropriate level of pre-lets are secured. Speculative projects are undertaken where the Board are comfortable that a window exists in the market to secure sufficient returns to mitigate the increased level of risk.
Failure to secure appropriate planning permissions	Profitability Liquidity Reputation	The development team engage extensively with all stakeholders prior to any planning application to minimise the risk of unsuccessful applications. Our track record demonstrates the success of this approach in both the commercial and residential sectors.
Contractor availability and potential failure	Delay in development programme Profitability	On commercial developments only leading contractors are engaged and due diligence is undertaken for any significant contracts to assess the financial viability of the contractor. The residential development division has established a network of trusted sub-contractors and consultants with a track record of delivering the high-quality build required. We continue to develop our relationships with third parties to support the growth of the business and to avoid overreliance on any one supplier.
A major health and safety incident	Serious injury or death to an employee, member of the public, contractor or any other person. Reputation Profitability	The group retains a policy that health and safety arrangements are always a priority as we have no tolerance of health and safety risk exposure. Our development teams use experienced and qualified HSE advisors together with specialists to provide training where appropriate. We have defined business procedures in place to ensure active management of all health and safety matters, and there is regular reporting of performance in this area to executive directors and the Board.

Principle risks	Area of impact	Management approach
Development risks *continued*		
Cost inflation and availability of materials/labour	Profitability Delay in developments Reputation	On commercial developments we use main contractors and agree fixed priced contacts with agreed timescales and financial compensation provided for delays. Occasionally if the cost of one fixed price contract is prohibitive as may be the case during period of high inflation, then our Project Delivery Director will consider other options including contracting separate elements such as a groundworks package followed by a build package or working on an open book basis. In high inflationary environments we ensure that the cost package is secured before contracting on agreements for lease or forward sales. Our housebuilding division, Spitfire Homes, will agree prices with subcontractors and suppliers as far as possible, but we recognise that this will cover a limited period and we may see costs change over the life of some development sites. However, the benefit of larger developments with more standardised house types, has allowed us to access a deeper pool of subcontractors and mitigate cost inflation to some extent.
Environmental risks		
Increase in building regulation and obsolescence, climate change and increased energy costs	Profitability Void levels Net asset value	All emerging regulatory changes are assessed for potential impacts on group property assets. Fit-out and refurbishment schemes are benchmarked against industry standards and investment in energy efficient plant and building mounted renewable energy systems is designed in where appropriate. Future environmental risks are considered for all potential developments including flood risk and environmental assessments. Carbon credits are secured in advance to provide a hedge against the costs of achieving Net Zero in construction on our commercial developments.
Economic downturn	Profitability Net asset value Liquidity Banking covenants	The group holds a diversified property portfolio across the UK and the US. Significant cash reserves are maintained within I.M. Properties Limited and within I.M. Group Ltd (a company under common ownership), which are available to I.M. Properties through agreed intra group facilities. The investment portfolio is heavily weighted to credit grade tenants providing a level of resilience to the rental income profile.

Stakeholder Engagement

Under the Companies (Miscellaneous Reporting) Regulations 2018, large companies are required to include a statement within their strategic report that describes how the directors have had regard to broader stakeholder interests when performing their duties under section 172 of the Companies Act 2006 to promote the success of the company. Broadly the directors consider the following six key matters when making significant decisions:

- the likely consequence of the decision in the long term;
- the interests of the company's employees;
- the need to foster business relationships with suppliers, customers and others;
- the impact of the company's operations on the community and the environment;
- the desire of the company to maintain high standards of business conduct; and
- the need to act fairly between members of the company.

The table below provides a summary of how the Board consider the company's stakeholders and their concerns in decision making and demonstrates that in conducting the business of the company over the course of the year ended 31 December 2025, the directors have complied with Section 172(1) of the Companies Act 2006.

	Primary issue	Why engage	How we engage	Influence on decision making
Employees	It is critical for the future success of the business that we develop, retain and attract talent.	To understand how we can provide stimulating and challenging career opportunities for our teams to develop their skills within a considerate and supportive environment.	We work hard to create an open culture, encouraging constructive and honest dialogue throughout the business. We strive to follow our core values of integrity, togetherness, respect and commitment in the way we work with each other across the group.	The group operates with a flat management structure and this direct interaction between directors and employees helps the Board to make decisions relating to people development, working environments and the attraction of talent. During 2022 the group conducted an extensive staff survey to canvass views and opinions, which has led to an increase in the flexibility and choice around employee benefit packages together with new staff wellbeing events running throughout the year. A further staff survey is intended to be undertaken during 2026.

	Primary issue	Why engage	How we engage	Influence on decision making
Occupiers Customers	There continues to be considerable change in where and how people live, work and shop. As a successful business we need to be providing our customers with what they want now and, in the future, not just what they have wanted in the past.	We need to understand the people and businesses that use our space in order to meet their increasing expectations. Across the group we aim to build strong relationships with our occupiers and customers.	Our residential division seek feedback on customer satisfaction through surveys and have also conducted workshops for new home customers to gather direct feedback. We engage with our occupiers directly and leverage social media to keep our customers informed where appropriate.	The Board are influenced through direct contact with customers as well as the feedback from surveys and specific information fed back through our teams. For example, feedback from owners of our Spitfire homes is used in improving the customer experience going forward. The continued focus on sustainability we see amongst large corporates and institutional investors has translated into future requirements around their property assets, which has informed our sustainability strategy.
Partners	Engagement with our professional advisers and debt providers is a fundamental part of securing a consistent working relationship. We engage with suppliers and joint venture partners to promote our ESG (Environmental, Social and Governance) standards.	This engagement allows us to benefit from the expertise across existing and potential suppliers, joint venture partners and debt providers to support the long-term success of the group. We believe that aligning interests creates greater mutual success.	We share our strategy and expectations with our key partners and assign key contacts to develop close working relationships built around our group core values.	The Board includes Directors directly responsible for relationships with our partners in their primary areas. This informs our decision making as a Board. As an example our relationships with our banking partners provide us with an understanding of the debt markets, which is applied in Board meetings to inform decisions around investment portfolio sector weightings, asset acquisitions etc.

	Primary issue	Why engage	How we engage	Influence on decision making
Communities	Environment concerns and local issues are combined with social challenges around equality, health, skills, affordable housing and social cohesion.	Understanding our communities allows us to help create successful, inclusive and sustainable places in an environmentally responsible way.	Many of our employees are embedded in the communities that we serve. At director level we maintain positive relationships with local authorities who understand the needs of their local communities.	Since it began trading the IM Group has donated in excess of £450m to Christian Vision, a charity founded by Lord Edmiston that promotes Christianity around the world and seeks to address the social challenges that concern all of us. We continue to increase our support for community mentoring projects with many staff taking responsibility for mentoring one or more individuals in the community. Our teams also support a number of local schools with time and resources provided by our Grace Foundation. The IM Properties Community Fund provides grants of up to £3,000 to support projects addressing issues in line with our Sustainable Futures Framework.
Shareholder	Delivering sustainable capital growth and income over the long term with an appropriate balance of risk and return in the context of wider market uncertainty.	We have a clear responsibility to engage with the owner of the business, whose views are an important driver of our strategy.	We hold quarterly shareholder meetings where the owner can engage directly with the senior management team. There are also regular informal discussions held on a one-to-one basis.	The owner provides direct feedback on strategic plans proposed by the Directors, which is then factored into the final corporate strategy.

Future plans

We continue to adopt a cautious stance as a group given the unprecedented levels of uncertainty across the UK and wider global economies. The majority of our investment portfolio is in the industrial, office and retail sectors and is under pinned by strong market fundamentals, which are also supportive of our commercial development pipeline in the medium to long term. While there are significant potential economic risks, we benefit from the diversification of the group with a growing pipeline of development projects in high growth States in the US. As a group we maintain a strong balance sheet with approximately £100m of liquidity in cash on deposit and available banking facilities at year end, providing the firepower to take advantage of appropriate opportunities as and when they arise.

By order of the board



S H Moore, Director

26 June 2026

GDV OF

$875m

ON DEVELOPMENT SITES IN THE US

Directors' Report

The directors present their report and financial statements for the year ended 31 December 2025.

Directors

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

1. Lord Edmiston
2. G E Hutton *(resigned 24 December 2025)*
3. J Pearson *(appointed 1 January 2026)*
4. T J Wooldridge *(resigned 12 June 2026)*
5. K J Ashfield *(appointed 30 March 2026)*
6. A G Clarke *(resigned 24 December 2025)*
7. S H Moore *(appointed 24 December 2025)*

Results and dividends

The results of the group for the year are set out on page 29 and show a profit after tax for the year of £1.5m (2024 - £8.4m). The performance of the group is detailed within the strategic report on pages 5 - 19.

During the year, the group underwent a recapitalisation process, details of which are disclosed in note 28.

Post balance sheet events

Post year end the group disposed of Spitfire Bespoke Homes at a market value on 10 March 2026. A gain on disposal of £5m will be recognised within other gains and losses in the 2026 accounts.

Qualifying third party indemnity provisions

The group has made qualifying third-party indemnity provisions for the benefit of its directors during the year. These provisions remain in force at the reporting date.

Matters of strategic importance

Information of this nature is not shown within the Directors' Report as it is instead included within the Strategic Report on pages 5 - 19 under s414c(11) Companies Act 2006.

Auditor

Cooper Parry Group Limited has indicated its willingness to be reappointed for another term and appropriate arrangements have been put in place for it to be deemed reappointed as auditor in the absence of an Annual General Meeting.

Statement of disclosure to auditor

So far as the directors are aware, there is no relevant audit information of which the group's auditor is unaware. Additionally, the directors have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the group's auditor is aware of that information.

By order of the board

S H Moore, Director

26 June 2026


1

2

3

4

5

6

7

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 group and company 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 group and the company 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 will continue in business.

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

The directors are responsible for the maintenance and integrity of the corporate and financial information on the company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.



Pembleton, Spitfire Homes

Independent Auditor's Report to the Members of I.M. Properties Limited

Opinion on the financial statements

We have audited the financial statements of I.M. Properties Limited (the 'parent company') and its subsidiaries (the 'group') for the year ended 31 December 2025, which comprise the group statement of comprehensive income, the group and company statement of financial position, the group and company statement of changes in equity, the group statement of cash flows and the related notes, 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).

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 31 December 2025 and of the group's profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

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 are independent of the group in accordance with the ethical requirements that are relevant to our audit of the financial statements in the United Kingdom, including the Financial Reporting Council's Ethical Standard and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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's or the 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 other information comprises the information included in the annual report other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report. 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.

Opinion on other matters prescribed by the Companies Act 2006

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

- the information given in the group 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 group strategic report and the directors' report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

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 group 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' responsibilities statement set out on page 22, 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.

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 group financial statements.

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:

Our assessment focused on key laws and regulations the group has to comply with and areas of the financial statements we assessed as being more susceptible to misstatement. These key laws and regulations included but were not limited to compliance with the Companies Act 2006, United Kingdom Generally Accepted Accounting Practice and relevant tax legislation.

We are not responsible for preventing irregularities. Our approach to identifying and assessing the risks of material misstatement in respect of irregularities, including fraud and non-compliance with laws and regulations, was as follows:

- the engagement partner ensured that the engagement team collectively had the appropriate competence, capabilities and skills to identify or recognise non-compliance with applicable laws and regulations;
- we identified the laws and regulations applicable to the group through discussions with directors and other management, and from our commercial knowledge and experience of other clients in the property industry;
- we assessed the extent of compliance with the laws and regulations identified above through making enquiries of management and inspecting legal correspondence where applicable; and
- identified laws and regulations were communicated within the audit team regularly and the team remained alert to instances of non-compliance throughout the audit.

We assessed the susceptibility of the group's financial statements to material misstatement, including obtaining an understanding of how fraud might occur, by:

- making enquiries of management as to where they considered there was susceptibility to fraud, their knowledge of actual, suspected and alleged fraud; and
- considering the internal controls in place to mitigate risks of fraud and non-compliance with laws and regulations.

To address the risk of fraud through management bias and override of controls, we:

- tested journal entries to identify unusual transactions;
- assessed whether judgements and assumptions made in determining the accounting estimates set out in note 2 were indicative of potential bias, in particular the director's assessment of valuation of investment properties and assets under the course of construction and the valuation of stock;
- investigated the rationale behind significant or unusual transactions; and
- reviewed management's basis for valuation of investment properties; and reviewed certain nominal codes for indication of any management override.

In response to the risk of irregularities and non-compliance with laws and regulations, we designed procedures which included, but were not limited to:

- agreeing financial statement disclosures to underlying supporting documentation;
- enquiring of management as to actual and potential litigation and claims; and
- reviewing correspondence with HMRC and associated parties.

Whilst considering how our audit work addressed the detection of irregularities, we also consider the likelihood of detection based on our approach. Irregularities arising from fraud are inherently more difficult to detect than those arising from error.

Because of the inherent limitations of an audit, there is a risk that we will not detect any irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: 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 company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members, as a body, for our audit work, for this report, or for the opinions we have formed.

Cooper Parry Group Ltd.

Paul Rowley (Senior Statutory Auditor)

For and on behalf of Cooper Parry Group Limited.

Statutory Auditor

Cubo, Office 423-433, 4th Floor
2 Chamberlain Square, Birmingham B3 3AX

26 June 2026



Bourn, Coventry

£40.2m

OF FURTHER INVESTMENT IN OUR PROPERTY PORTFOLIO

Consolidated Statement of Comprehensive Income

	Notes	2025 £'000	2024 £'000
Turnover	3	**175,511**	129,263
Cost of sales		**(131,516)**	(86,145)
Gross profit		**43,995**	43,118
Administrative expenses		**(20,312)**	(28,601)
(Losses)/gains from changes in fair value of investment property		**(522)**	4,812
Other operating income	4	**1,695**	6,402
Operating profit	5	**24,856**	25,731
Interest receivable and similar income	9	**5,301**	6,891
Interest payable and similar charges	10	**(24,619)**	(21,366)
Profit before taxation		**5,538**	11,256
Taxation	11	**(4,043)**	(2,854)
Profit for the financial year		**1,495**	8,402
Other comprehensive (expense)/income net of taxation			
Currency translation differences		**(2,918)**	751
Other comprehensive (expense)/income for the year		**(2,918)**	751
Total comprehensive (expense)/income for the year		**(1,423)**	9,153

The notes on pages 39 to 71 form part of these financial statements.

Consolidated Statement of Comprehensive Income (continued)

	2025 £'000	2024 £'000
Profit for the financial year attributable to:		
Owners of the parent	(107)	7,895
Non-controlling interests	1,602	507
Profit for the financial year	1,495	8,402
Total comprehensive (expense)/income for the year attributable to:		
Owners of the parent company	(2,435)	8,461
Non-controlling interests	1,012	692
Total comprehensive (expense)/income for the financial year	(1,423)	9,153

The notes on pages 39 to 71 form part of these financial statements.



Fore, Solihull

Statements of Financial Position

	Notes	Group 2025 £'000	Group 2024 £'000	Company 2025 £'000	Company 2024 £'000
Company registration number 03456022					
Fixed assets					
Other tangible assets	13	**254**	**62**	25	-
Investment properties	14	**576,241**	**560,976**	-	-
Investments	15	**-**	**-**	735,385	477,577
Intangible assets	17	**1,701**	**1,668**	1,701	1,668
		578,196	**562,706**	737,111	479,245
Current assets					
Stocks	18	**327,353**	**288,637**	-	-
Debtors	19	**89,110**	**92,782**	559,884	429,188
Cash at bank and in hand		**57,848**	**46,828**	2,654	13,652
		474,311	**428,247**	562,538	442,840
Creditors: amounts falling due within one year	20	**(381,145)**	**(301,699)**	(794,477)	(907,569)
Net current assets/(liabilities)		**93,166**	**126,548**	(231,939)	(464,729)
Total assets less current liabilities		**671,362**	**689,254**	505,172	14,516
Creditors: Amounts falling due after more than one year	21	**(110,631)**	**(161,716)**	-	-
Provisions for liabilities	24	**(10,621)**	**(10,103)**	(13)	(2,930)
Net assets		**550,110**	**517,435**	505,159	11,586

The notes on pages 39 to 71 form part of these financial statements.

Statements of Financial Position (continued)

	Notes	Group 2025 £'000	Group 2024 £'000	Company 2025 £'000	Company 2024 £'000
Company registration number 03456022					
Capital and reserves					
Called up share capital	28	**500,000**	**58**	500,000	58
Profit and loss reserves	28	**38,624**	**508,308**	5,159	11,528
Other reserve	28	**3**	**3**	-	-
Equity attributable to owners of the parent company		**538,627**	**508,369**	505,159	11,586
Capital and reserves attributable to non-controlling interests	28	**11,483**	**9,066**	-	-
Total equity		**550,110**	**517,435**	505,159	11,586

As permitted by s408 Companies Act 2006, the company has not presented its own statement of comprehensive income. The company's profit for the year was £460.9m (2024 – loss £16.6m).

The financial statements were approved by the board of directors and authorised for issue on and are signed on its behalf by:

S H Moore, Director

26 June 2026

The notes on pages 39 to 71 form part of these financial statements.

Consolidated Statement of Changes in Equity for the year ended 31 December 2025

	Share capital £'000	Profit and loss reserve £'000	Other reserve £'000	Attributable to: Controlling interests £'000	Attributable to: Non-controlling interests £'000	Total equity £'000
Balance at 1 January 2025	58	508,308	3	508,369	9,066	517,435
Profit for the year	-	(107)	-	(107)	1,602	1,495
Other comprehensive income, net of taxation: Currency translation differences on overseas subsidiaries	-	(2,328)	-	(2,328)	(590)	(2,918)
Total comprehensive (expense)/ income for the year	-	(2,435)	-	(2,435)	1,012	(1,423)
Bonus share issue during the year (note 28)	486,847	(486,847)	-	-	-	-
Capital reduction (note 28)	(486,847)	486,847	-	-	-	-
Shares issued during the year (note 28)	499,942	-	-	499,942	-	499,942
Dividend paid (note 29)		(467,249)	-	(467,249)	-	(467,249)
Capital introduced by non-controlling interest	-	-	-	-	5,851	5,851
Distribution to non-controlling interest	-	-	-		(4,446)	(4,446)
Balance at 31 December 2025	500,000	38,624	3	538,627	11,483	550,110

The notes on pages 39 to 71 form part of these financial statements.

Consolidated Statement of Changes in Equity for the year ended 31 December 2024

	Share capital £'000	Profit and loss reserve £'000	Other reserve £'000	Attributable to: Controlling interests £'000	Attributable to: Non-controlling interests £'000	Total equity £'000
Balance at 1 January 2024	58	499,847	3	499,908	10,914	510,822
Profit for the year	-	7,895	-	7,895	507	8,402
Other comprehensive income, net of taxation: Currency translation differences on overseas subsidiaries	-	566	-	566	185	751
Total comprehensive income for the year	-	8,461	-	8,461	692	9,153
Capital introduced by non-controlling interest	-	-	-	-	-	-
Distribution to non-controlling interest	-	-	-		(2,540)	(2,540)
Balance at 31 December 2024	58	508,308	3	508,369	9,066	517,435

The notes on pages 39 to 71 form part of these financial statements.

Company Statement of Changes in Equity for the year ended 31 December 2025

	Share capital £'000	Profit and loss reserves £'000	Total £'000
Balance at 1 January 2024	**58**	**28,130**	**28,188**
Loss and total comprehensive expense for the year	-	(16,602)	(16,602)
Balance at 31 December 2024	**58**	**11,528**	**11,586**
Balance at 1 January 2025	**58**	**11,528**	**11,586**
Bonus share issue during the year (note 28)	486,847	(486,847)	-
Capital reduction (note 28)	(486,847)	486,847	-
Shares issued during the year (note 28)	499,942		499,942
Profit and total comprehensive income for the year	-	460,880	460,880
Dividends paid (note 29)	-	(467,249)	(467,249)
Balance at 31 December 2025	**500,000**	**5,159**	**505,159**

The notes on pages 39 to 71 form part of these financial statements.

Consolidated Statement of Cash Flows for the year ended 31 December 2025

	Notes	2025 £'000	2024 £'000
Cash flows from operating activities			
Cash used in operations	32	**(21,154)**	(59,769)
Taxation (paid)/received		**(1,459)**	2,676
Net cash used in operating activities		**(22,613)**	(57,093)
Investing activities			
Purchase of investment properties		**(39,286)**	(38,539)
Purchase of other tangible fixed assets		**(254)**	(1)
Proceeds from sale of investment properties		**12,488**	133,550
Interest received		**5,296**	5,971
Net cash (utilised in)/generated from investing activities		**(21,756)**	100,981
Financing activities			
Proceeds from borrowings		**94,789**	81,895
Repayment of borrowings		**(55,226)**	(99,153)
Interest paid		**(21,092)**	(21,264)
Issuance of share capital after dividend payments		**32,693**	-
Settlement of derivative financial instruments		**4,665**	1,854
Capital introduced by non-controlling interest		**5,851**	-
Distribution to non-controlling interest		**(4,446)**	(2,540)
Net cash from/(utilised in) financing activities		**57,234**	(39,208)
Net increase in cash and cash equivalents		**12,865**	4,680
Cash and cash equivalents at beginning of year		**46,828**	41,914
Foreign exchange gains/(losses) on cash and cash equivalents		**(1,845)**	234
Cash and cash equivalents at end of year		**57,848**	46,828

The notes on pages 39 to 71 form part of these financial statements.



CGI of Mercia Park 2

Notes to the Financial Statements for the year ended 31 December 2025

1 Accounting policies

Company information

I.M. Properties Limited ("the company") is a private, limited by shares company domiciled and incorporated in England and Wales. The registered office is The Gate, International Drive, Solihull, B90 4WA.

The company's and the group's operations and principal activities are property investment, management and development.

Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006, including the provisions of the Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008, and under the historical cost convention, modified to include investment properties and certain financial instruments at fair value.

The consolidated financial statements are presented in sterling which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest whole £1,000 except where otherwise indicated.

Basis of consolidation

The consolidated financial statements incorporate those of I.M. Properties Limited and all its subsidiaries (i.e. entities that the group controls through its power to govern the financial and operating policies so as to obtain economic benefits). Subsidiaries acquired during the year are consolidated using the purchase method. Their results are incorporated from the date that control passes. All financial statements are made up to 31 December 2025.

All intra-group transactions, balances and unrealised gains on transactions between group companies are eliminated on consolidation. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred.

The cost of a business combination is the fair value at the acquisition date, of the assets acquired, equity instruments issued, and liabilities incurred or assumed, plus directly attributable costs.

Going concern

The group produced a profit before tax in excess of £5m despite the difficult economic environment and generated a positive net cash flow.

As at 31 December 2025 the group had net assets of £550m (2024 - £517m) and included within net current assets were cash deposits of £58m (2024 - £47m) with significant further liquidity available through undrawn committed facilities with our banking partners and wider group facilities.

The group banking facilities are well diversified across five major banks with a spread of expiries to manage refinancing risks, which coupled with historically low levels of gearing across the group provides comfort that additional liquidity is available to the group should it be required. The group continues to benefit from £120m of UK interest rate protection secured at an average rate of 1.9%, with expiries between 2027 and 2031.

While in these challenging economic conditions we continue to monitor the performance of our tenants closely, the quality and diversity of our tenant covenants means we have not seen significant delinquencies and based on historical performance we do not expect this to change in the foreseeable future.

The group's cash forecasts and projections show that the group will be able to operate comfortably within its bank facilities and associated covenants for at least 12 months from the date of signing these financial statements.

On this basis, the directors believe that it is appropriate to prepare the financial statements on a going concern basis.

Turnover

Turnover is recognised at the fair value of the consideration received or receivable for the sale of goods and services to external customers in the ordinary course of business. Turnover is shown net of Value Added Tax.

Turnover comprises rents receivable on the group's investment properties, which is measured on a straight-line basis, taking account of any lease incentives over the lease term.

Turnover also comprises gross sale proceeds on development properties which are recognised on the date of completion or on the date of exchange if an unconditional binding agreement is in place. Additional details on the recognition of turnover on construction contracts is provided in a separate policy note below.

Dividends

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid.

Other tangible fixed assets

Other tangible fixed assets are initially measured at cost and subsequently measured at cost net of depreciation and any impairment losses. Depreciation is provided at rates calculated to write off the cost of each asset to its estimated residual value on a straight-line basis over its expected useful life, as follows:

Office equipment	20-25% per annum
Motor vehicles	25% per annum

Residual value is calculated on prices prevailing at the reporting date, after estimated costs of disposal, for the asset as if it were at the age and in the condition expected at the end of its useful life.

Investment properties

Investment properties are initially measured at cost and subsequently measured at fair value. Fair value is determined by suitably qualified individuals and approved by the directors and derived from the current market rents and investment property yields for comparable real estate, adjusted if necessary, for any difference in the nature, location or condition of the specific asset. Changes in fair value are recognised in the consolidated statement of comprehensive income. Acquisitions and disposals of investment properties are usually recognised when unconditional exchange of legally binding and irrecoverable contracts occurs and where it is reasonable to assume at the balance sheet date that completion of the acquisition or disposal will occur.

Gains and losses on disposals are determined by comparing the proceeds, net of sales costs, with the carrying amount and are recognised in other operating income or costs in the consolidated statement of comprehensive income.

Investment properties in the course of construction

Properties under construction are initially measured at cost and subsequently measured at fair value where a reliable measure of fair value is available without undue costs or effort. Changes in fair value are recognised in the consolidated statement of comprehensive income.

Fixed asset investments

Interests in subsidiaries are initially measured at cost and subsequently measured at cost less any accumulated impairment losses. The investments are assessed for impairment at each reporting date and any impairment losses or reversals of impairment losses are recognised immediately in the statement of comprehensive income.

Impairment of fixed assets

At each reporting date, the group reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the group estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Where a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

The recoverable amount is the higher of an asset's (or cash-generating unit's) fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount.

An impairment loss is recognised immediately in the consolidated statement of comprehensive income.

Intangible assets

Instrument managed services for emission reductions are held for the purpose of offsetting against greenhouse gas (GHG) emissions arising from the commercial developments over a ten-year period.

Carbon offset instruments are initially recognised at cost and classified as intangible assets. At each reporting date they are assessed for impairment, any impairment loss is recognised immediately in the consolidated statement of comprehensive income.

On practical completion of the relevant commercial development carbon offset instruments are retired and transferred as an additional cost to that development.

Stocks

Land held for development and short-term work in progress are stated at cost including attributable direct overheads reduced to estimated net realisable value where appropriate. No element of profit is included in the valuation of work in progress.

At each reporting date, stocks are assessed for impairment. If stocks are impaired, the carrying amount is reduced to its estimated selling price less costs to complete and sell. Any impairment loss is recognised immediately in the consolidated statement of comprehensive income.

Appropriations of investment property to stock occurs at the point that the intention to hold the asset for an investment return ceases.

Construction contracts

When the outcome of a construction contract in relation to stocks can be estimated reliably, and it is probable that the contract will be profitable, turnover and costs are recognised based on the stage of completion of the contract.

When it is probable that total contract costs will exceed total contract turnover, the expected loss is recognised as an expense immediately.

When the outcome of a construction contract cannot be estimated reliably, contract turnover is recognised only to the extent of contract costs that are recoverable and the contract costs are expensed as incurred.

The group uses the "percentage of completion method" to determine the appropriate amount of turnover and costs to recognise in a given period. The stage of completion is measured by the proportion of contract costs incurred for work performed to date compared to the estimated total contract costs. Costs incurred in the year in connection with future activity on a contract are excluded from contract costs in determining the stage of completion. These costs are presented as stocks, prepayments or other assets, depending on their nature, and provided it is probable they will be recovered.

Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

Financial instruments

(i) Non-derivative financial assets

The group's non-derivative financial assets comprise the following:

Trade and other debtors, accrued income, funds held on escrow and inter group receivables – these are measured on initial recognition at transaction price and are subsequently measured at amortised cost using the effective interest method. Appropriate allowances for estimated irrecoverable amounts are recognised in the consolidated statement of comprehensive income when there is objective evidence that an asset is impaired.

Cash at bank and in hand – comprises cash on hand and demand deposits that are subject to an insignificant risk of changes in value.

(ii) Non-derivative financial liabilities

The group's non-derivative financial liabilities comprise bank and other borrowings, trade creditors, other creditors, accruals and inter group payables. Non-derivative financial liabilities are recognised on initial recognition at transaction price and are subsequently measured at amortised cost using the effective interest method.

(iii) Derivative financial instruments

The group's derivative financial instruments comprise interest rate swaps, interest rate caps and forward foreign exchange contracts. These instruments are initially accounted for and measured at fair value on the date the contracts were entered into and subsequently measured at fair value. The resulting gain or loss is recognised in the consolidated statement of comprehensive income. A derivative with a positive fair

value is recognised as a financial asset, whereas a derivative with a negative fair value is recognised as a financial liability.

(iv) Hedge accounting – net investment in foreign operations

The effective portion of changes in the fair value of derivatives, being forward foreign exchange contracts that are designated and qualify as net investment hedges are recognised in other comprehensive income. The gain or loss relating to any ineffective portion is recognised immediately in the consolidated statement of comprehensive income within interest receivable and similar income or interest payable and similar charges as appropriate.

Finance costs

Finance costs are either charged to the consolidated statement of comprehensive income over the term of the debt using the effective interest rate method so that the amount charged is at a constant rate on the carrying amount or, if the loan is specific to a development project, interest will be recognised within Work in Progress (WIP) or additions to Assets Under Construction, depending on the nature of the project, until the project is income producing.

Interest receivable

Interest income is recognised in the consolidated statement of comprehensive income using the effective interest method.

Equity instruments and dividends

Equity instruments issued by the group are recorded at the proceeds received, net of direct issue costs.

Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the group. Interim dividends are recognised when paid.

Taxation

The tax expense represents the sum of the current tax expense and deferred tax expense. Current tax assets are recognised when tax paid exceeds the tax payable.

Current and deferred tax is charged or credited in the statement of comprehensive income, except when it relates to items charged or credited to other comprehensive income or equity, when the tax follows the transaction or event it relates to and is also charged or credited to other comprehensive income, or equity.

Current tax assets and current tax liabilities and deferred tax assets and deferred tax liabilities are offset, if and only if, there is a legally enforceable right to set off the amounts and the entity intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

Current tax is based on taxable profits for the year. Taxable profits differ from total comprehensive income because it excludes items of income or expense that are either non-taxable or non-deductible or are taxable or deductible in other periods. Current tax assets and liabilities are measured using tax rates that have been enacted or substantively enacted by the reporting date.

Deferred tax is calculated at the tax rates that are expected to apply to the period when the asset is realised, or the liability is settled based on tax rates that have been enacted or substantively enacted by the reporting date. Deferred tax is not discounted.

Deferred tax liabilities are recognised in respect of all timing differences that exist at the reporting date. Timing differences are differences between taxable profits and total comprehensive income that arise from the inclusion of income and expenses in tax assessments in different periods from their recognition in the financial statements. Deferred tax assets are recognised only to the extent that it is probable that they will be recovered by the reversal of deferred tax liabilities or other future taxable profits.

Deferred tax is recognised on income or expenses from subsidiaries that will be assessed to or allow for tax in a future period except where the group is able to control the reversal of the timing difference and it is probable that the timing difference will not reverse in the foreseeable future.

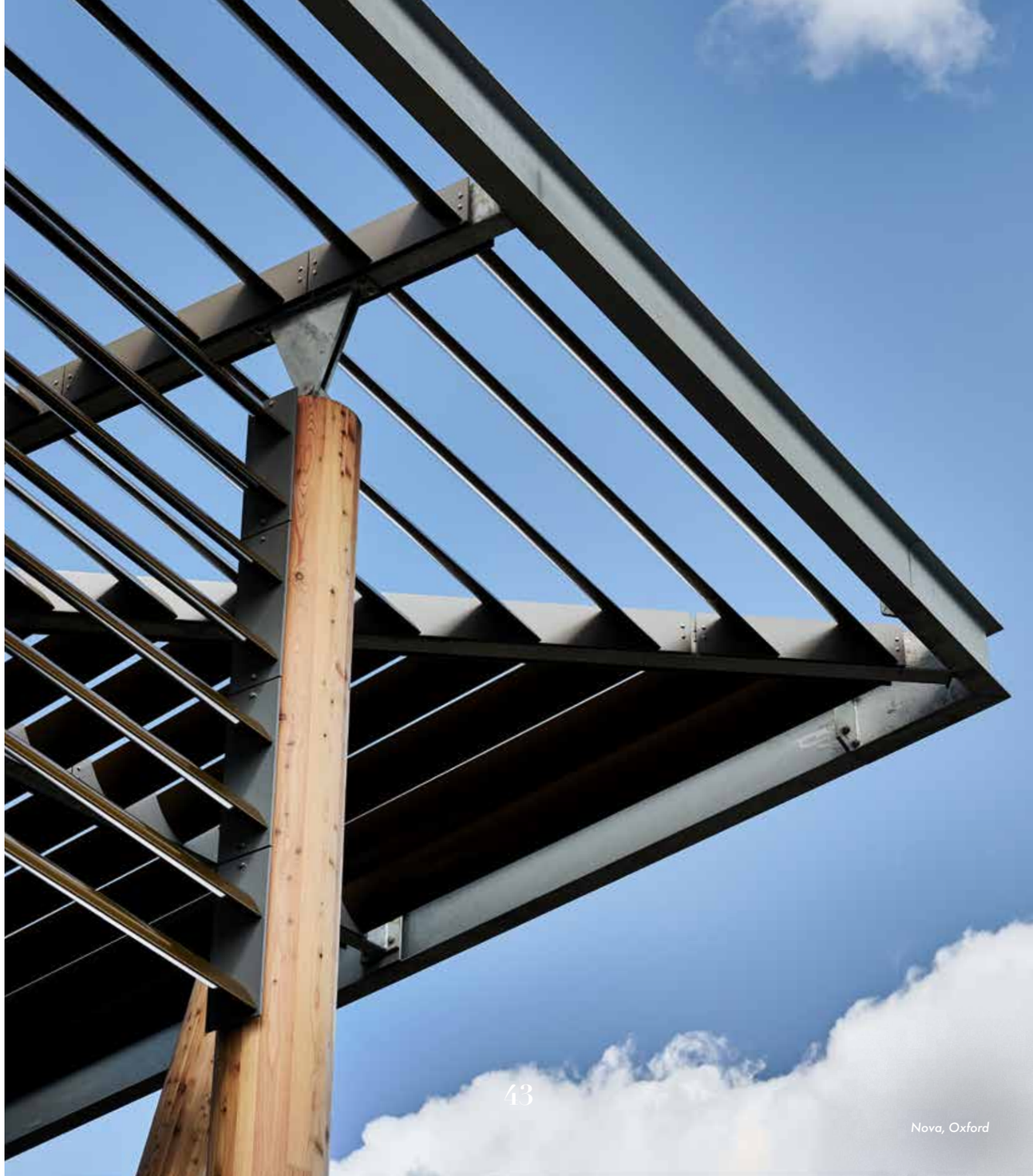
For investment properties measured at fair value, deferred tax is measured on the fair value gains arising using the tax rates and allowances that apply to the sale of the asset or property.

Employee benefits

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

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

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



Nova, Oxford

Retirement benefits

For defined contribution schemes, the amount charged to the consolidated statement of comprehensive income is the contributions payable in the year. Differences between contributions payable in the year and contributions actually paid are shown as either accruals or prepayments.

For multi-employer defined benefit schemes that are unable to separately identify their share of the scheme assets, the respective contributions are treated as if they related to a defined contribution scheme (see note 26 for further details).

Leases

All leases are classified as operating leases.

Rent receivable from operating leases, including lease incentives awarded, are recognised on a straight-line basis over the term of the relevant lease.

Rent payable under operating leases, including any lease incentives received, are charged to income on a straight-line basis over the term of the relevant lease except where another more systematic basis is more representative of the time pattern in which economic benefits from the lease asset are consumed.

Foreign exchange

Transactions in currencies other than the functional currency (foreign currency) are initially recorded at the exchange rate prevailing on the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the reporting date. Non-monetary assets and liabilities denominated in foreign currencies are translated at the rate ruling at the date of the transaction, or, if the asset or liability is measured at fair value, the rate prevailing when that fair value was determined.

All such translation differences are taken to the consolidated statement of comprehensive income, except to the extent that they relate to gains or losses on non-monetary items recognised in other comprehensive income, when the related translation gain or loss is also recognised in other comprehensive income.

Assets and liabilities of overseas subsidiaries are translated into the group's functional currency of Sterling at the rate ruling at the reporting date. Income and expenses of overseas subsidiaries are translated at the average rate that the directors consider to be a reasonable approximation to the rate at the date of the transactions. Such translation differences are recognised in other comprehensive income and accumulated in equity.

On consolidation, exchange differences arising from the translation of the net investment in foreign entities, and of borrowings and other currency instruments designated as hedges of such investments, are recognised in other comprehensive income and accumulated in equity.

Provisions

Provisions are made where an event has taken place that gives the group a legal or constructive obligation that requires settlement by a transfer of economic benefit, and a reliable estimate can be made of the amount of the obligation. Provisions are charged as an expense to the consolidated statement of comprehensive income in the year that the group becomes aware of the obligation, taking into account relevant risks and uncertainties.

Reduced disclosures

In accordance with FRS 102, the company in its individual financial statements has taken advantage of the exemptions from the following disclosure requirements:

- Section 7 'Statement of Cash Flows' – Presentation of a Statement of Cash Flow and related notes and disclosures;
- Section 11 'Basic Financial Instruments' & Section 12 'Other Financial Instrument Issues' – Carrying amounts, interest income/expense and net gains/losses for each category of financial instrument; basis of determining fair values; details of collateral, loan defaults or breaches, details of hedges, hedging fair value changes recognised in the consolidated statement of comprehensive income and in other comprehensive income; and
- Section 33 'Related Party Disclosures' – Compensation for key management personnel.

The financial statements of the company are consolidated in the financial statements of I.M. Properties Limited. The consolidated financial statements of I.M. Properties Limited are these financial statements.

2 Critical accounting estimates and judgements

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires the group's management to exercise judgment in applying the group's accounting policies.

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The resulting accounting estimates and assumptions will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

.

Net realisable value of stocks

The Group has ongoing procedures for assessing the carrying value of work in progress and identifying where this is in excess of net realisable value. The estimates and judgements for both revenue and costs for each property under development were based on information available at, and pertaining to, 31 December 2025. Any subsequent adverse changes in market conditions may result in additional provisions being required and margins that have been assumed in the current year not being achieved.

Valuation of investment properties

Valuations performed by suitably qualified individuals and approved by the directors have been used to determine the fair value of investment properties. The valuations are performed according to RICS rules, using appropriate levels of professional judgement for the prevailing market conditions. Professional judgement is applied in determining such things as an appropriate yield for a given property and estimated rental values.

Further information in relation to the valuation of the group's investment property is disclosed in note 14.

3 Turnover

An analysis of the group's turnover is as follows:

	2025 £'000	2024 £'000
Class of business		
Rental and other income	**35,659**	36,028
Commercial trading and development	**31,105**	16,388
Residential trading and development	**108,747**	76,847
	175,511	129,263

Construction contracts are accounted for in accordance with the accounting policy set out on page 41.

	2025 £'000	2024 £'000
Turnover analysed by geographical market		
United Kingdom	**125,938**	108,021
Rest of the World	**49,573**	21,242
	175,711	129,263

4 Other operating income

	2025 £'000	2024 £'000
Profit on sale of investment properties	736	4,949
Management charges and other income	959	1,453
	1,695	6,402

5 Operating profit

	2025 £'000	2024 £'000
This is arrived at after charging/(crediting):		
Fair value losses/(gains) on investment properties and investment properties under construction	522	(4,812)
foreign exchange (gain)/loss	(102)	199
Depreciation of owned tangible fixed assets	62	22
Profit on disposal of investment properties	(736)	(4,949)
Management charges and other income	(959)	(1,453)
Charitable donation (note 12)	-	5,113
Cost of stocks recognised as an expense	118,708	68,046

Details of auditors' remuneration and pension costs included in arriving at operating profit are set out in notes 6 and 7 respectively.

6 Auditor's remuneration

	2025 £'000	2024 £'000
Fees payable to the company's auditor		
For audit services:		
Audit of the group's and company's financial statements	240	233
Audit of subsidiary companies' financial statements	48	47
For other services:		
Accountancy services	41	35
	329	315

7 Employees

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

	2025 No.	2024 No.
Property management	125	126

Of the above 125 (2024 – 126) persons employed by the group, 46 (2024 - 48) were employed by the company.

	Group		Company	
Their aggregate remuneration comprised:	2025 £'000	2024 £'000	2025 £'000	2024 £'000
Wages and salaries	11,438	14,662	4,447	9,384
Social security costs	1,412	1,777	613	1,261
Pension costs	951	1,089	341	562
	13,801	17,528	5,401	11,207



Edge, Enfield

8 Directors' remuneration

	2025 £'000	2024 £'000
Salaries and taxable benefits	782	2,691
Company contributions to defined contribution pension scheme	46	59
	828	2,750

The number of directors for whom retirement benefits are accruing under defined contribution schemes amounted to 2 (2024 - 2).
A director is also a member of a closed defined benefit scheme for which no retirement benefits were accrued in the year.

Remuneration disclosed above includes the following amounts paid to the highest paid director.

	2025 £'000	2024 £'000
Salaries and taxable benefits	494	2,166

Compensation of key management personnel

The total compensation of the employees, who are considered to be the key management personnel of the Group, was £2,120,700 (2024 - £5,753,600). Key management personnel are the senior management team having authority and responsibility for planning, directing and controlling the activities of the Group.

9 Interest receivable and similar income

	2025 £'000	2024 £'000
Interest receivable	2,361	1,949
Fair value movements on derivative financial instruments	-	920
Swap interest receivable	2,940	4,022
Total finance income	5,301	6,891

10 Interest payable and similar charges

	2025 £'000	2024 £'000
Interest on bank overdrafts and loans	10,888	12,990
Interest on group loans	3,742	2,076
Fair value movements on derivative financial instruments	4,036	80
Interest on other loans	5,953	6,220
Total finance costs	24,619	21,366

11 Taxation

	2025 £'000	Restated 2024 £'000
Current tax		
UK corporation tax on profits for the current year	1,306	(1,826)
Adjustments in respect of prior periods	1,510	(732)
Foreign current tax on profits	501	614
Adjustment in respect of prior periods in respect of foreign tax	21	(41)
Total current tax	3,338	(1,985)
Deferred tax		
Origination and reversal of timing differences	(224)	4,031
Adjustments in respect of prior periods	929	808
Total deferred tax	705	4,839
Total tax charge	4,043	2,854

The tax assessed for the year is higher (2024 - higher) than the standard rate of corporation tax in the UK applied to profit before tax.
The differences are explained below:

	2025 £'000	2024 £'000
Profit before taxation	5,538	11,256
Expected tax charge based on a corporation tax rate of 25% (2024 – 25%)	1,385	2,814
Tax effect of expenses that are not deductible in determining taxable profit	202	1,103
Tax effect of income that is not deductible in determining taxable profit	(432)	-
Fixed asset differences	(244)	(664)
Adjustments in respect of prior years - current tax	1,510	(732)
Adjustments in respect of prior years - deferred tax	929	808
Adjustments in respect of prior years - foreign tax	21	(41)
Deferred tax not recognised	374	(1,376)
Rate adjustments to opening and closing deferred tax	298	(221)
Other movements	-	1,163
Tax charge for the year	4,043	2,854

Charges to deferred tax for prior periods relate to fixed asset timing differences. At 31 December 2025 the group had unrecognised deferred tax assets of £15,417,000 (2024 - £15,372,000) in respect of valuation of investment properties. In addition to the amount charged to the Statement of comprehensive income a tax amount of £180,000 has been charged to other comprehensive income (2024 - £42,000 credited) in relation to accelerated capital allowances.

The Group has restated the prior year current tax charge recognised in respect of its US operations. In the prior period, management adopted a conservative approach under FRS 102 Section 29 Income Tax and did not recognise the benefit of certain US tax losses due to perceived uncertainty regarding their availability for utilisation. Following a reassessment of the underlying facts and relevant US tax rules, including confirmation that the losses were available to offset taxable profits in the relevant period, it has been concluded that the prior year current tax charge was overstated by £1.2m. Accordingly, the prior period comparatives have been restated to reflect the availability of these losses to offset related profits. This restatement impacts the tax charge and net assets for 2024 by £1.2m, it does not affect the Group's overall cash tax position across the periods.

12 Charitable donation

	2025 £'000	2024 £'000
Donation	-	5,113

During 2024 a donation was made to Christian Vision (UK registration number 02842414) in the form of investment properties with a market value of £51,130,000 for which proceeds of £46,017,000 were received.

13 Other tangible fixed assets

Office equipment & motor vehicles	Group £'000	Company £'000
Cost or valuation		
At 1 January 2025	560	-
Additions	254	29
At 31 December 2025	814	29
Depreciation and impairment		
At 1 January 2025	498	-
Depreciation charged in the year	62	4
At 31 December 2025	560	4
Carrying amount		
At 1 January 2025	62	-
At 31 December 2025	254	25

14 Investment properties

Group	Freehold £'000	Properties under construction £'000	Total £'000
Fair value			
At 1 January 2025	395,141	165,835	560,976
Additions	25,180	15,096	40,276
Disposals	(11,509)	(217)	(11,726)
Exchange translation	(11,671)	(1,092)	(12,763)
Fair value losses	(522)	-	(522)
At 31 December 2025	**396,619**	**179,622**	**576,241**

If investment properties and properties under construction were not stated on a fair value basis, they would have been stated at a cost of £648,959,000 (2024 - £594,421,000).

The investment properties are held at fair value as at 31 December 2025 based on internal valuations performed by suitably qualified individuals and approved by the directors.

The group's completed investment properties were valued using a yield methodology approach using unobservable inputs. The significant unobservable inputs used in the valuation at 31 December 2025 were the Estimated Rental Value (ERV) of the property and the market capitalisation rate (yield). The ERV was determined by reference to rents currently achieved on existing leases and the rents being asked by landlords advertising properties of a similar specification in that geographical region. The market capitalisation rate was determined by reference to actual market transactions for properties in that region, with adjustments made where relevant to reflect the particular characteristics of each of the group's properties. The resulting valuations were then cross checked against the initial yields and the fair market values per square foot derived from these actual market transactions.

For certain investment properties under construction the fair value of the property is calculated by estimating the fair value of the completed property using the yield methodology approach less estimated costs to completion and a risk premium (i.e. the residual value method).

A decrease in the ERV or an increase in the market capitalisation rate will typically decrease the fair value of the investment property.

15 Fixed asset investments

Company

Subsidiary undertakings	Shares £'000	Loan £'000	Total £'000
Cost			
At 1 January 2025	236,548	290,117	526,665
Additions	240,000	28,296	268,296
Exchange translation	-	(10,459)	(10,459)
At 31 December 2025	**476,548**	**307,954**	**784,502**
Provisions			
At 1 January 2025	49,088	-	49,088
Impairment	29	-	29
At 31 December 2025	**49,117**	**-**	**49,117**
Book value			
At 1 January 2025	187,460	290,117	477,577
At 31 December 2025	**427,431**	**307,954**	**735,385**

During the year I.M. Properties Strategic Land Group Ltd issued 34,999,000 Ordinary shares at £1 each and I.M. Properties Development Ltd issued 204,999,799 Ordinary shares at £1 each to I.M. Properties Limited respectively, resulting in an increase in its fixed asset investment.



CGI of Thrive Park

16 Subsidiary undertakings

Details of the company's subsidiaries at 31 December 2025 are as follows:

Incorporated in the United Kingdom
Registered office: The Gate, International Drive, Solihull, B90 4WA, UK (unless stated otherwise in footnotes).

Audit exemption taken for subsidiaries
Certain UK subsidiaries are exempt from the requirements of the Companies Act 2006 relating to the audit of individual accounts by virtue of Section 479A of the Act. These subsidiaries are identified in the table below (superscript/footnote +):

Title	Company number	Principal activity	Class of share	% Held
Spitfire Bespoke Homes Ltd	04395875	Property development	Ordinary	100
Spitfire Homes Ltd[+]	14274637	Property development	Ordinary	100
Spitfire Properties (Newhall) Ltd[*+]	10061237	Property development	Ordinary	100
Spitfire Homes Group Ltd[*+]	13750135	Dormant	Ordinary	100
IMP Residential Group Ltd[+]	13750193	Dormant	Ordinary	100
Spitfire Homes (Ombersley) Ltd[+]	13815446	Dormant	Ordinary	100
Spitfire Homes (Sandvik) Ltd[+]	13815392	Dormant	Ordinary	100
Spitfire Homes (Wolston) Ltd[+]	13815488	Dormant	Ordinary	100
I.M. Properties Investment Ltd[+]	02937496	Property investment and development	Ordinary	100
I.M. Properties (Logistics) Ltd[*+]	06473896	Property investment	Ordinary	100
I.M. Properties (Abbey) Ltd[*+]	03267507	Property investment	Ordinary	100
I.M. Properties (Longton) Ltd[*+]	04047171	Property investment	Ordinary	100
I.M. Properties (WHB) Ltd[*+]	03315199	Property investment	Ordinary	100
I.M. Properties (BVP 1) Ltd[*+]	09167006	Property investment	Ordinary	100
I.M. Properties (Coleshill) Ltd[*+]	04340350	Property Investment	Ordinary	100
I M Properties Investments HSBC 2 Ltd[*+]	11917237	Property Investment	Ordinary	100
I M Properties Residential Limited[+]	13263482	Property Investment	Ordinary	100
I M Properties Investment (BB) Limited[+]	14723979	Property Investment	Ordinary	100
IMP Investments Limited[*+]	10124978	Property Investment	Ordinary	100
IMP Investments RBS Ltd[*+]	11049590	Property Investment	Ordinary	100
IMP Investments RBS 2 Ltd[*+]	10782387	Property Investment	Ordinary	100
IMP Investments LBG Ltd[*+]	10187145	Property Investment	Ordinary	100
IMP Investments SHB Ltd[*+]	10124964	Property investment	Ordinary	100
IMP Investments HSBC Ltd[*+]	11302813	Property investment	Ordinary	100
Watad (UK) Properties Limited[*+]	10950052	Property investment	Ordinary	100
IMP Hill Top Estates Ltd[*+]	10191836	Property development	Ordinary	100
I.M. Properties Development Ltd	03312223	Property development	Ordinary	100
IM Properties Hemel Limited[*+]	14049268	Property investment and development	Ordinary	100

16 Subsidiary undertakings *continued*

Title	Company number	Principal activity	Class of share	% Held
IM Properties Hinckley Limited*+	14443602	Property investment and development	Ordinary	100
IMP Development Management Ltd*+	10028067	Property investment and development	Ordinary	100
I.M. Properties (BVP 2) Ltd*+	09167016	Property investment and development	Ordinary	100
IM Properties (BVP 3) Ltd*+	10029885	Property development	Ordinary	100
I M Properties Strategic Land Group Ltd*	10392844	Holding company	Ordinary	100
IM Land 1 Ltd*+	10464391	Property development	Ordinary	100
IM Land 2 Ltd*+	09589574	Property development	Ordinary	100
IM Land 3 Ltd*+	10395273	Property development	Ordinary	100
IM Land 4 Ltd*+	10290365	Property development	Ordinary	100
IM Properties Bridgnorth Limited*+	14295788	Dormant	Ordinary	100
I.M. Properties (Croydon) Ltd+	07630577	Dormant	Ordinary	100
I.M. Properties (Guildford 2) Ltd+	04663280	Dormant	Ordinary	100
I.M. Properties (Reading 2) Ltd+	04893058	Dormant	Ordinary	100
IMP Residential 2 Ltd+	09952457	Property investment	Ordinary	75.2
Meaujo (Properties) PLC[1]+	SC012435	Property investment and development	Ordinary	100
First Residential Investment Limited+	03730209	Dormant	Ordinary	100
IMP Residential Capital Markets Ltd+	11898209	Property development	Ordinary	100
I.M. Properties Finance Ltd+	02677991	Dormant	Ordinary	100
I.M. Properties (Maidenhead) Limited+	02942543	Dormant	Ordinary	100
BVP Residential Management Company Limited*+	11044339	Dormant	Ordinary***	100
Hinckley Park Estate Management Company Ltd*	12724752	Property investment	Ordinary	100
Mercia Park Management Company Ltd*	12414715	Property investment	Ordinary	100
Peddimore Management Company Ltd*	13803704	Property management	A	100

[1] Registered office: City Point, 65 Haymarket Terrace, Edinburgh, United Kingdom.

+ UK subsidiary exempt from audit of individual accounts by virtue of Companies Act 2006 Section 479A.

* held indirectly.

*** no shares issued, a company limited by guarantee.

16 Subsidiary undertakings *continued*

Incorporated in the United States
Registered office: 270 North Lord Street, The Corners of Brookfield, Wisconsin, USA (unless stated otherwise in footnotes).

Title	Principal activity	Class of share	% Held
I M Property Investments (USA) LLC	Holding company	Ordinary**	100
IM Properties Management LLC*	Property management	Ordinary**	100
USA Real Estate Funding LLC*	Property financing	Ordinary**	100
Bradford IM Westmont Venture LLC*[1]	Property development	Ordinary**	50
IM Kensington MG LLC*[1]	Property development	Ordinary**	50
IM Kensington Residential MG LLC*[1]	Property development	Ordinary**	50
IMP MG LLC*[1]	Property development	Ordinary**	100
I M Properties (Illinois 7) LLC*	Dormant	Ordinary**	100
I M Properties (Illinois 8) LLC*	Dormant	Ordinary**	100
I M Properties (Illinois 9) LLC*	Dormant	Ordinary**	100
I M Properties (Illinois 10) LLC*	Dormant	Ordinary**	100
I M Properties (Illinois 11) LLC*	Dormant	Ordinary**	100
I M Properties (Illinois 12) LLC*	Dormant	Ordinary**	100
IM Properties (Wisconsin 1) LLC*	Holding company	Ordinary**	100
IM Brookfield Venture LLC*	Holding company	Ordinary**	100
IM Brookfield WI LLC*	Holding company	Ordinary**	100
Brookfield Corners LLC*	Property investment	Ordinary**	100
Brookfield Residential LLC*	Property investment	Ordinary**	100
Brookfield Parking LLC*	Property investment	Ordinary**	100
Brookfield Corners II LLC*	Holding company	Ordinary**	100
Brookfield Corners Hospitality LLC*	Property development	Ordinary**	100
Premier Parcel (Corners) LLC	Parcel delivery service	Ordinary**	100
Newfield Holdings LLC*	Property development	Ordinary**	100
IM Kensington Developments LLC*[1]	Holding company	Ordinary**	50
IMKD1 LLC*[1]	Property development	Ordinary**	50
IMKD2 LLC*[1]	Property development	Ordinary**	50
IMKD3 LLC*[1]	Property development	Ordinary**	50
IMKD4 LLC*[1]	Property development	Ordinary**	50
IMKD5 LLC*[1]	Property development	Ordinary**	50
IMKD6 LLC*[1]	Property development	Ordinary**	50
IMKD7 LLC*[1]	Property development	Ordinary**	50
IMKD8 LLC*[1]	Property development	Ordinary**	86
IMDK9 LLC*[1]	Property development	Ordinary**	50
IMKD10 LLC*[1]	Property development	Ordinary**	50
IMKD11 LLC*[1]	Property development	Ordinary**	50
IMKD12 LLC*[1]	Property development	Ordinary**	50

16 Subsidiary undertakings *continued*

Title	Principal activity	Class of share	% Held
Stellar at Link 56 LLC*1o	Property development	Ordinary**	43
Signature at Santan Holdings LLC*1o	Property development	Ordinary**	25
Signature at Santan Village LLC*1o	Property development	Ordinary**	25
Signature at Santan Village II LLC* 1o	Property development	Ordinary**	25
Signature at Santan Village III LLC* 1o	Property development	Ordinary**	25

*held indirectly

**no shares issued, members' interests are as set out in the LLC agreement

1 Registered office: 700 Commerce Drive, Suite 130, Oak Brook, Illinois, USA

o Deemed to have significant influence over governance and decision making as set out in members' agreement

Incorporated in Luxembourg
Registered office: 58 rue Charles Martel, L-2134 Luxembourg.

Title	Principal activity	Class of share	% Held
IM Properties (Europe) Holdings SARL	Holding company	Ordinary	100
IM Properties (Luxembourg) SARL*	Property investment	Ordinary	100
Grove Asset 1 Sarl*	Property investment	Ordinary	100
Grove Asset 10 Sarl*	Property investment	Ordinary	100

Incorporated in Australia
Registered office: Sunshine Coast, Level 3, 2 Emporio Place, 2 Maroochy Blvd, Maroochydore, QLD, 4558, Australia.

Title	Principal activity	Class of share	% Held
I.M. Properties (Australia) Pty Ltd	Holding company	Ordinary	100
I.M. Duporth Pty Ltd*	Property development	Ordinary	100

*held indirectly



Ellenbrooke, Spitfire Homes

17 Intangible assets

Group and company	Carbon offset instruments £'000
Cost	
At 1 January 2025	2,092
Disposals	(26)
At 31 December 2025	**2,066**
Impairment	
At 1 January 2025	424
Credited in the year	(59)
At 31 December 2025	**365**
Carrying amount	
At 1 January 2025	1,668
At 31 December 2025	**1,701**

Carbon offset instruments are accounted for in accordance with the accounting policy set out on page 41.

18 Stocks

	Group		Company	
	2025 £'000	**2024 £'000**	**2025 £'000**	**2024 £'000**
Work in progress	**251,172**	228,759	**-**	-
Land held for development	**76,181**	59,878	**-**	-
	327,353	288,637	**-**	-

19 Debtors

	Group		Company	
	2025 £'000	**2024 £'000**	**2025 £'000**	**2024 £'000**
Trade debtors	**2,373**	5,706	**1,183**	4,582
Corporation tax recoverable	**1,981**	3,876	**2,098**	5,126
Amounts due from fellow group undertakings	**32,693**	149	**532,819**	392,165
Derivative financial instruments (note 22)	**6,912**	10,625	**6,912**	10,625
Other debtors	**22,185**	30,391	**12,801**	14,341
Prepayments and accrued income	**21,283**	38,753	**2,967**	44
Deferred tax asset (note 25)	**621**	627	**252**	3
VAT receivable	**1,062**	2,655	**852**	2,302
	89,110	92,782	**559,884**	429,188

Included within Group debtors is a deferred tax asset of £621,000 (2024 - £627,000) and derivative financial instruments of £6,589,000 (2024 - £10,625,000) due after more than one year. Included within company debtors is a deferred tax asset of £252,000 (2024 - £3,000) and derivative financial instruments of £6,589,000 (2024 - £10,625,000) due after more than one year.

Included within Other debtors is £11,294,000 (2024 - £11,294,000) relating to funds held on escrow that are proceeds from a land sale in 2021.

Trade debtors are all due within one year.

The restatement of 2024 debtors relates to corporation tax recoverable, as detailed in note 11.

20 Creditors: Amounts falling due within one year

	Group		Company	
	2025 £'000	2024 £'000	2025 £'000	2024 £'000
Bank loans (note 21)	114,620	59,871	-	-
Derivative financial instruments	54	3,804	10	3,807
Trade creditors	11,590	12,246	253	192
Other loans (note 30)	207,001	181,000	-	-
Amounts due to fellow group undertakings	17	10	793,612	901,612
Corporation tax	-	-	-	-
Other creditors	21,511	18,653	2	13
Accruals and deferred income	26,352	26,115	600	1,945
	381,145	301,699	794,477	907,569

21 Creditors: Amounts falling due after more than one year

	Group		Company	
	2025 £'000	2024 £'000	2025 £'000	2024 £'000
Loans and overdrafts	110,631	161,664	-	-
Derivative financial instruments	-	52	-	-
	110,631	161,716	-	-

Bank loans totalling £175.0m (2024 - £168.1m) are secured by fixed and floating charges (see note 22) on the assets of a number of subsidiaries and additional charges over the rental income of those subsidiaries. These loans are either repayable on expiry or, where a property acquired with the loan has been disposed of, by a repayment of a proportion of the loan unless a property of similar value is substituted. The repayment expiry dates range from September 2026 to December 2029. Included within loans is an amount owed to a related party (note 30) of £49.7m (2024: £53.5m).

The group headed by I.M. Properties Limited operates a combined hedging policy on its bank debt against interest rate movements utilising a combination of interest rate cap and swap contracts. As at 31 December 2025 the group had hedged 118% of sterling debt and 68% of debt in total across the group worldwide (2024 - 101% and 71% respectively).

21 Creditors: Amounts falling due after more than one year *continued*

The maturity of the group's sources of debt finance are as follows:

Borrowings	Group		Company	
	2025 £'000	2024 £'000	2025 £'000	2024 £'000
Bank loans	175,012	168,062	-	-
Other loans	257,240	234,474	-	-
	432,252	402,536	-	-
Payable within one year	321,621	240,872	-	-
Payable within one to two years	38,828	75,145	-	-
Payable within two to five years	71,803	86,519	-	-

Included in other loans is amounts due to fellow group undertakings classified as debt.

22 Financial instruments

	Group	
	2025 £'000	2024 £'000
Carrying amount of financial assets		
Derivative financial instruments measured at fair value through profit or loss	6,912	10,625
Debt instruments measured at amortised cost	98,091	115,747
	105,003	126,372
Carrying amount of financial liabilities		
Derivative financial instruments measured at fair value through profit or loss	54	3,856
Financial liabilities measured at amortised cost	488,716	455,653
	488,770	459,509

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

The group uses derivative financial instruments (interest rate swaps) to hedge interest rate risk exposures. Interest rate swaps are used to alter the interest rate basis of the group's and subsidiaries' debt, allowing changes from fixed to floating rate or vice versa. These either cap or fix the interest rate chargeable on a portion of the group's bank loans.

At 31 December 2025, if interest rates on borrowings at that date had been 100 basis points higher with all other variables held constant, post-tax profit (2024 - post-tax profit) for the year would have been £281,097 lower (2024 - £170,664 lower), mainly as a result of interest rate exposure on floating rate borrowings.

The notional principal amount of outstanding interest rate swap contracts at 31 December 2025 was £138,840,000 (2024 - £140,579,000). At 31 December 2025, the fixed interest rates vary from 1.12% to 2.77% and floating rates from 3.72% to 4.47% (2024 - fixed interest rates vary from 1.12% to 2.77% and floating rates from 4.62% to 5.21%).

The group's derivative financial assets are measured at fair value of £6,859,000 (2024 – £6,769,000) and comprise interest rate swaps, interest rate caps and foreign exchange trades (2024 - interest rate swaps, interest rate caps and foreign exchange trades).

The fair value of the group's derivative financial instruments is determined by using valuation techniques. These valuation techniques maximise the use of observable market data where it is available and rely as little as possible on entity specific estimates.

Hedge accounting – net investment in foreign operations

The group uses foreign exchange contracts to hedge the foreign currency gains and losses arising on its investments in overseas operations. The fair value of the foreign exchange contracts is an asset of £313,000 (2024 - liability of £3,807,000) with £323,000 (2024 - £Nil) shown within financial assets and £10,000 (2024 - £3,807,000) shown within financial liabilities. During the year, there was no recorded ineffectiveness in the hedge and as such the whole of gain the in the year of £8,785,235 (2024 - £2,534,000 loss) has been included in currency translation differences in other comprehensive income.

23 Operating leases

At the year end, the group had contracted with tenants, under non-cancellable operating leases on its investment properties, for the following future minimum lease payments:

	Group	
	2025 £'000	2024 £'000
Amounts receivable:		
Within one year	22,463	24,734
Between one and five years	86,235	88,255
After five years	178,316	201,093
	287,014	314,082

24 Provisions for liabilities

	Group deferred taxation £'000	Company deferred taxation £'000
Balance at 1 January 2025	10,103	2,930
Charged/(credited) to the statement of comprehensive income	518	(2,917)
Balance as at 31 December 2025	10,621	13

25 Deferred taxation

	Group		Company	
	2025 £'000	2024 £'000	2025 £'000	2024 £'000
Deferred tax liabilities	10,621	10,103	13	2,930
Deferred tax assets	(621)	(627)	(252)	(3)
Net position at 31 December 2025	10,000	9,476	(239)	2,927

The major deferred tax liabilities and assets recognised are:

Deferred tax liabilities:

	Group		Company	
	2025 £'000	2024 £'000	2025 £'000	2024 £'000
Accelerated capital allowances	3,359	2,987	13	-
Derivative financial instruments measured at fair value	-	2,929	-	2,930
Valuation of investment properties	7,262	4,187	-	-
Total	10,621	10,103	13	2,930

Deferred tax assets:

	Group		Company	
	2025 £'000	2024 £'000	2025 £'000	2024 £'000
Short term timing differences	320	119	252	-
Accelerated capital allowances	301	508	-	3
Total	621	627	252	3



Hinckley Park

25 Deferred taxation *continued*

	Group		Company	
	2025 £'000	2024 £'000	2025 £'000	2024 £'000
Deferred tax bought forward	9,476	4,595	2,927	2,735
Movement to the statement of comprehensive income	(1,116)	4,839	(2,057)	192
Movement to other comprehensive income	(180)	42	-	-
Adjustments in respect of prior periods	1,820	-	(1,109)	-
Deferred tax carried forward	10,000	9,476	(239)	2,927

26 Retirement benefits schemes

The group is a member of the I.M. Group Limited pension scheme, a defined contribution scheme.

Until 31 December 2012 the group's principal pension arrangement was the International Motors Limited Retirement Benefits Scheme ("The Scheme"), a defined benefit scheme. With effect from 1 January 2013, The Scheme was closed to future accrual, at this date all active members were transferred to defined contribution arrangements. The Scheme had previously closed to new members on the 1 January 2003. The Scheme provides members with benefits related to salary and service at rates defined under the rules. The benefits are financed by payments to administered funds held separately from the group. From 6 April 1997, members were contracted out of SERPS on a money purchase basis, whilst maintaining a minimum guaranteed pension. From 1 January 2003, a stakeholder Pension Plan, which is of a defined contribution nature, has been available to new employees and other entrants.

Group companies contribute into The Scheme. The assets of The Scheme cannot be allocated separately between the group companies and therefore the group's contributions are treated as if The Scheme were a defined contribution scheme.

Full details of the defined benefit scheme can be seen in the financial statements of International Motors Limited, which are available to the public and may be obtained from Companies Registration Office, Companies House, Crown Way, Maindy, Cardiff, CF14 3UZ.

The group participates in other pension arrangements for senior executives and overseas employees; such schemes are of a defined contribution nature.

The group charge for all schemes for the period was £870,559 (2024 - £1,088,579). An amount of £nil was due to the company at the year-end (2024 - £Nil).

27 Commitments and contingent liabilities

I.M. Properties Limited has entered into a guarantee in relation to a private rental scheme in Cardiff. The maximum contractual liability in relation to the guarantee is £54.2m (2024 - £54.2m). The guarantee remains in place for the duration of the build and rectification period. The build achieved practical completion in December 2023. The rectification period will expire in 2026 and the guarantee will remain in force until expiry.

I.M. Properties Development Ltd has entered into a guarantee in relation to a bond facility that Spitfire Bespoke Homes Ltd have with our external bond provider, NHBC, of £7.3m (2024 - £6.4m) should there be any default in contracted housing activity by Spitfire Bespoke Homes Ltd.

I.M. Properties Limited and I M Property Investments (USA) LLC have entered into limited guarantees in relation to bank funding for a series of construction and development loans in the United States. As at 31 December 2025 the combined maximum exposure of these guarantees is $61.4m (2024 - $53.8m). The loans underlying the guarantees run on average for two years. The current loans will terminate between March 2026 and March 2028 where the guarantee will fall away when the loan facility is repaid and cancelled.

At 31 December 2025 the group had gross capital commitments of £11.4m of which £0.9m is covered by forward funding agreements and committed construction loans, resulting in a net commitment for the group of £10.5m (2024 - £6.6m).

28 Share capital and reserves

	Ordinary shares of £1 each Number
Allotted, issued and fully paid:	
At 1 January 2025	58,010
£1 ordinary Bonus shares issued during the year	486,847,099
Capital reduction	(486,847,099)
£1 ordinary shares issued during the year	499,941,990
At 31 December 2025	500,000,000

The company's ordinary shares, which carry no right to fixed income, each carry the right to one vote at general meetings of the company.

Share capital represents the funds that the company has raised in exchange for issuing an ownership interest in the company.

During the year the group completed a recapitalisation. As part of this process, a bonus issue of 486,847,099 £1 ordinary shares was made resulting in total issued share capital of £486,905,109.

Subsequent to the bonus issue, a capital reduction was undertaken which reduced the share capital by £486,847,099.

The company then issued 499,941,990 new ordinary shares for £1 each to its immediate parent.

Following the above transactions the share capital of the company stood at £500,000,000.

Reserves

Profit and loss reserve
Cumulative profit and loss net of distributions to owners.

Non-controlling interest
The equity in subsidiaries not attributable, directly, or indirectly, to the owners of the Company.

Other reserve
Non-distributable capital reserve.

29 Dividends

	2025 £	2024 £
Dividend paid	467,249,159	-

30 Related party transactions

The company has taken advantage of the exemption conferred by Financial Reporting Standard 102 section 33.1A not to disclose transactions with wholly owned subsidiaries.

During the year, management fees of £609,000 (2024 - £527,000) were charged to Christian Vision. Christian Vision is a registered charity (UK registration number 02842414) formed by Lord Edmiston, his family and close associates, of which they are trustees. At the year-end amounts of £1,111,000 (2024 - £632,000) were due from Christian Vision.

During 2024 a donation was made to Christian Vision (UK registration number 02842414) in the form of investment properties with a market value of £51,130,000 for which proceeds of £46,017,000 were received. Christian Vision is a registered charity (UK charity number 1031031) formed by Lord Edmiston, his family and close associates, of which they are trustees.

The group has a US dollar denominated, unsecured loan from Lord Edmiston repayable by 31 December 2028. At the year-end £49,655,000 (2024 - £53,473,000) was due to Lord Edmiston. Interest of £4,218,600 (2024 - £4,438,300) has been charged to profit and loss on this loan in the year.

At 31 December 2025 the group had an unsecured loan of £76,000,000 (2024 - £50,000,000) from IMG (UK) Holdings Limited repayable on demand. Interest of £3,742,000 (2024 - £2,076,000) has been charged to the profit and loss account on this loan in the year.

At 31 December 2025 the group had an unsecured loan from IMG (UK) Holdings Limited of £71,000,000 (2024 - £71,000,000). The loan is interest free and repayable on demand.

On 31 December 2019 the group acquired the share capital of IMP Investments Limited for £60,001,000 which represented the book value of the investment held by IMG (UK) Holdings Ltd. At 31 December 2025 the balance remains outstanding.

31 Ultimate parent company

The immediate parent undertaking and controlling entity is IMG (UK) Holdings Limited, a company incorporated in Jersey. The largest and only Group of publicly available financial statements in which the results of the company are consolidated is that prepared by I.M. Properties Limited.

Consolidated financial statements for I.M. Properties Limited are available to the public from Companies Registration Office, Companies House, Crown Way, Maindy, Cardiff, CF14 3UZ.

The ultimate controlling party is Lord Edmiston, who has control of 100% of the issued share capital of IMG (UK) Holdings Limited.

32 Cash generated from operations

	Group	
	2025 £'000	2024 £'000
Profit for the year	1,495	8,402
Adjustments for:		
Tax charge recognised in profit or loss	4,043	2,854
Fair value losses/(gains) on investment properties and properties under construction	522	(4,812)
Rent smoothing adjustment for lease incentives	(506)	(226)
Fair value losses/(gains) on derivative financial instruments	4,034	(839)
Foreign exchange (gains)/losses	(694)	2,975
Gain on disposal of investment properties	(736)	(4,949)
Depreciation and impairment of tangible fixed assets	3	22
Interest receivable	(5,301)	(5,971)
Interest payable	20,582	21,286
Operating cash flows before movements in working capital	23,442	18,742
Increase in stock	(44,943)	(44,692)
Increase in trade and other debtors	(2,095)	(27,627)
Increase/(decrease) in trade and other creditors	2,442	(6,192)
Cash used in operations	(21,154)	(59,769)

32 Cash generated from operations *continued*

Net debt reconciliation

	At 1 January 2025 £'000	Cash flow £'000	Other non-cash changes £'000	At 31 December 2025 £'000
Cash at bank and in hand	46,828	12,865	(1,845)	57,848
Bank loans	(168,062)	(12,978)	6,028	(175,012)
Other loans	(234,474)	(26,584)	3,818	(257,240)
Derivative financial instruments	(3,856)	(4,665)	8,467	(54)
Total	(359,564)	(31,362)	16,468	(374,458)

33 Cash generated from operations *continued*

Non-cash movements relate to:

- Foreign exchange gains/(losses) on cash at bank, bank loans and other loans denominated in foreign currencies.
- Derivative financial instruments: this represents the movement in the fair value of the derivative.

34 Post balance sheet events

Subsequent to the year end, Spitfire Bespoke Homes Limited and its direct subsidiary undertakings were acquired for a market value by IM Residential Holdings Limited, a company incorporated in Jersey. The acquisition resulted in the Company and its subsidiaries becoming part of a separate group structure headed by a Jersey-based trust owned by the Edmiston Family.

As part of the resulting group reorganisation, all intercompany loan balances due to I.M. Properties Limited and I.M. Group Ltd were fully repaid and IM Residential Holdings Limited subscribed for 100,000,000 £1 ordinary shares in Spitfire Bespoke Homes Limited. This investment is non-distributable.

The directors consider these transactions to be non-adjusting events occurring after the reporting date and, accordingly, no adjustments have been made to the amounts recognised in these financial statements.

improperties.co.uk
IM Properties Limited • The Gate • International Drive • Solihull • B90 4WA
Company Number 03456022

Cover image: The Gate, Solihull