Report of the Directors and

Financial Statements

for the Year Ended 29th September 2015

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29/04/2016 COMPANIES HOUSE

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Company Information for the Year Ended 29th September 2015

DIRECTORS:

D J Sebire M S Cottrell D J Suggitt N R P Harris

R Blyth

SECRETARY:

L M Turner

REGISTERED OFFICE:

c/o Titanium Accountants Limited

8th Floor, Newater House

11 Newhall Street Birmingham West Midlands B3 3NY

REGISTERED NUMBER:

00678567

AUDITORS:

Davies Mayers Barnett LLP Statutory Auditors

Pillar House 113/115 Bath Road Cheltenham Gloucestershire GL53 7LS

Chairman's Report for the Year Ended 29th September 2015

Results

We are pleased to report another year of satisfactory results for the Company.

Rents and service charges receivable from Newater House increased again to £412,173 (2014: £387,621). This was achieved through a full year of income being recognised on lettings achieved in the previous year, and from new lettings in 2015. A further increase in turnover is anticipated for the current year.

Cost of sales increased to £257,162 (2014: £227,066); service charge costs increased slightly in the year, and there was also an increase in professional fees in connection with lease negotiations and other property related matters.

Administrative expenses were again tightly controlled with a resulting profit on Ordinary Activities before Taxation amounted to £15,220 (2014: £13,961).

The value of Newater House has increased further to £2.170m (2014: £1.820m). This value was determined by an independent open market valuation carried out DTZ Debenham Tie Leung in June 2015 and has been reflected in the financial statements. As a result the balance sheet is much improved, shareholders' funds having increased by 20% to £1,962,424 (2014: £1,632,082)

Newater House

During the year under review, the Board was able to negotiate a deed of variation in respect of the lease to Little Sister Ltd on the ground floor, which effectively secures a further five years of income from this tenant. City Press moved to a larger suite on the 6th floor and a new lease to Unicom was secured to fill the suite City Press had vacated. The only vacant space left in the building is the 4th floor.

The Board and its advisors are working hard to secure tenants for the 4th floor and are actively managing existing tenants to retain them in the building wherever possible. Market conditions continue to improve steadily.

There is currently some development of neighbouring properties taking place and the directors are seeking to reduce any impact on Newater House, and where there is a detrimental impact beyond the control of the Board, professional advice is being sought.

Directors

The executive directors' have maintained their fees at the reduced levels and the non-executive directors' continue to provide services for no remuneration.

Financial Position

The Company converted its overdraft into a ten year term loan during the year; at the end of the ten year term the Company would be free of any bank borrowings based on current projections. A term loan is a much more stable and suitable form of borrowing for the Company.

Dividends

The directors' are maintaining their policy on dividend payments and consider it inappropriate to pay dividends until bank borrowings are reduced and whilst there is still vacant space in the building. When lettings for the remaining vacant space are secured, the dividend policy will be reviewed again.

Annual General Meeting

The Annual General Meeting will be held on Tuesday 26th April 2016 at 12.15pm at Newater House and I look forward to welcoming shareholders.

<u>Chairman's Report</u> for the Year Ended 29th September 2015

Prospects

The Board believe the Company is now in a stable financial position compared with recent years, and are observing the improvements in the investment market in formulating the future strategy. The Board are optimistic about the future prospects for the Company.

David J Sebire Chairman

22nd March 2016

Report of the Directors for the Year Ended 29th September 2015

The directors present their report with the financial statements of the company for the year ended 29th September 2015.

DIRECTORS

The directors shown below have held office during the whole of the period from 30th September 2014 to the date of this report.

D J Sebire M S Cottrell D J Suggitt N R P Harris R Blyth

STATEMENT OF DIRECTORS' RESPONSIBILITIES

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- 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.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

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

ON BEHALF OF THE BOARD:

L M Turner - Secretary

Date: 22nd March 2016

Report of the Independent Auditors to the Members of Newater Investments Limited

We have audited the financial statements of Newater Investments Limited for the year ended 29th September 2015 on pages seven to fourteen. The financial reporting framework that has been applied in their preparation is applicable law and the Financial Reporting Standard for Smaller Entities (effective April 2008) (United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities).

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 a Report of the Auditors 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.

Respective responsibilities of directors and auditors

As explained more fully in the Statement of Directors' Responsibilities set out on page four, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

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

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 29th September 2015 and of its profit for the year then ended:
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

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

Report of the Independent Auditors to the Members of Newater Investments Limited

Matters on which we are required to report by exception

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

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

Nicola Smith (Senior Statutory Auditor)

for and on behalf of Davies Mayers Barnett LLP

Statutory Auditors

Pillar House

113/115 Bath Road

Cheltenham

Gloucestershire

GL53 7LS

Date: 22nd March 2016

Profit and Loss Account for the Year Ended 29th September 2015

	Notes	2015 £	2014 £
TURNOVER		412,173	387,621
Cost of sales		(257,162)	(227,066)
GROSS PROFIT		155,011	160,555
Administrative expenses		(127,772)	(137,715)
OPERATING PROFIT	2	27,239	22,840
Income from fixed asset investments		526	525
		27,765	23,365
Interest payable and similar charges		(12,545)	(12,154)
PROFIT ON ORDINARY ACTIVIT BEFORE TAXATION	TIES	15,220	11,211
Tax on profit on ordinary activities	3	 ,	:
PROFIT FOR THE FINANCIAL Y	EAR	<u>15,220</u>	11,211

<u>Statement of Total Recognised Gains and Losses</u> <u>for the Year Ended 29th September 2015</u>

•	2015 £	2014 £
PROFIT FOR THE FINANCIAL YEAR	15,220	11,211
Unrealised surplus / (deficit) on Revaluation of Leasehold Property	317,872	803,791
TOTAL RECOGNISED GAINS AND LOSSES RELATING TO THE YEAR	333,092	815,002

<u>NEWATER INVESTMENTS LIMITED (REGISTERED NUMBER: 00678567)</u>

Balance Sheet 29th September 2015

•	Notes	2015 £	2014 £
FIXED ASSETS			
Investments	4	2,188,801	1,838,801
CURRENT ASSETS			
Debtors	5	283,092	258,535
Cash at bank		69,574	15,947
		352,666	274,482
CREDITORS			
Amounts falling due within one year	6	(232,543)	(483,951)
NET CURRENT ASSETS/(LIABILIT	IES)	120,123	(209,469)
TOTAL ASSETS LESS CURRENT LIABILITIES		2,308,924	1,629,332
CREDITORS Amounts falling due after more than one			
	7	(346,500)	
NET ASSETS		1,962,424	1,629,332
CAPITAL AND RESERVES		•	
Called up share capital	10	46,000	46,000
Revaluation reserve	11	1,121,663	803,791
Profit and loss account	11 '	794,761	779,541
SHAREHOLDERS' FUNDS		1,962,424	1,629,332

The financial statements have been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies and with the Financial Reporting Standard for Smaller Entities (effective April 2008).

The financial statements were approved by the Board of Directors on 22nd March 2016 and were signed on its behalf by:

M S Cottrell - Director,

D.I.Sebire - Director

Notes to the Financial Statements for the Year Ended 29th September 2015

1. ACCOUNTING POLICIES

Accounting convention

The financial statements have been prepared under the historical cost convention and on a going concern basis.

The current economic environment is difficult and the company has reported an operating loss for the year. The directors' consider that the outlook presents significant challenges in terms of rental and service charge income. However, after considering the uncertainties, the directors have a reasonable expectation that the company has adequate and potential resources to continue in operational existence for the foreseeable future. For these reasons, the going concern basis has been adopted in preparing the financial statements.

If the company were unable to continue to trade, adjustments would have to be made to reduce the value of the assets to their recoverable amount, to provide for any further liabilities that might arise and to reclassify long term liabilities as current liabilities.

Turnover

Turnover is comprised of rent receivable and associated services provided during the year, net of VAT. Rents are invoiced on the traditional quarter days in advance and an adjustment is made as at the Balance Sheet date to take account of any rent attributable to the subsequent accounting period. Where a lease includes a rent free period, this cost is spread over the period of the lease until the first rent review. Any unexpensed rent free period costs are deducted from accrued income.

Deferred tax

Deferred taxation is recognised in respect of all timing differences between the treatment of certain items for taxation and accounting purposes which have arisen but not reversed by the balance sheet date. Full provision is made without discounting for all deferred tax liabilities. No deferred tax provision has been made against potential capital gains tax arising from the revaluation of the property asset as there is no binding agreement to sell the property at the balance sheet date. Deferred tax assets are recognised to the extent that it is more likely than not that they will be recovered against taxable profits.

Investments

Listed investments are included at mid-market value at the balance sheet date. Unquoted investments are stated at cost less provision for permanent diminution in value.

Where the value of an investment has fallen below its original cost, the decrease in value is shown as an unrealised loss in the profit and loss account.

Where the value of an investment has risen above the original cost, the increase above cost is shown in the revaluation reserve in the balance sheet and not in the profit and loss account.

Where the value of an investment has historically fallen below its original cost but its value recovers, the increase in value up to its original cost is shown as an unrealised gain in the profit and loss account with any further increases in value above its original cost being show in the revaluation reserve.

Dividends from investments are included in the profit and loss account when receivable.

Investment properties

Investment properties are included in the balance sheet at their existing use open market value in accordance with the Financial Reporting Standard for Smaller Entities and are not depreciated. This treatment is contrary to the Companies Act 2006 which states that fixed assets should be depreciated but is, in the opinion of the directors, necessary in order to give a true and fair value of the financial position of the company.

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Notes to the Financial Statements - continued for the Year Ended 29th September 2015

2. OPERATING PROFIT

The operating profit is stated after charging:

Auditors remuneration	2015 £ 3,900	2014 £ 3,900
Directors' remuneration and other benefits etc	20,000	20,000

Directors emoluments and other benefits as defined in paragraph 1 of Schedule 6 to the Companies Act 2006 were:

	2015 £	2014 £
D J Sebire R Blyth	10,000 10,000	10,000 10,000
	20,000	20,000

The emoluments paid to R Blyth are in respect of consultancy provided to the company. See note 14 for further details.

3. TAXATION

Analysis of the tax charge

No liability to UK corporation tax arose on ordinary activities for the year ended 29th September 2015 nor for the year ended 29th September 2014.

Factors that may affect future tax charges

In prior years taxable losses have been incurred in relation to the disposal of investments and are available for use against future chargeable gains. A deferred tax asset has not been recognised as the company does not consider it prudent to anticipate sufficient chargeable gains from the sale of investments to arise within the immediate future. The estimated value of the deferred tax asset, measured at a standard rate of 20%, is £74,000 (2014: £72,240).

Notes to the Financial Statements - continued for the Year Ended 29th September 2015

4. FIXED ASSET INVESTMENTS

	2015 £	2014 £		
Other investments other than loans	2,188,801	1,838,801		
OTHER INVESTMENTS SUMMARY:-				
	2015	2014		
	£	£		
Unlisted investments	18,801	18,801		
Leasehold property	2,170,000	1,820,000		
At 29th September 2014	2,188,801	1,838,801		
Investment Property - Leasehold property				
	2015	2014		
COST OR VALUATION	£	£		
At 29th September 2014	1,820,000	1,016,209		
Additions	32,128	-		
Revaluation	317,872	803,791		
At 29th September 2015	2,170,000	1,820,000		

The Leasehold property was revalued at 29th June 2015 by an independent specialist, DTZ Debenham Tie Leung Limited. It is now carried at the open market valuation of £2,170,000.

The historic cost of the Leasehold property at 29th September 2015 is £1,048,337 (2014: £1,016,209).

Listed and unlisted investments

	Listed investments £	Unlisted investments £	Totals £
COST OR VALUATION At 29th September 2014 Disposals	<u> </u>		18,801
At 29th September 2015	<u> </u>	18,801	18,801
NET BOOK VALUE			
At 29th September 2015		18,801	18,801
At 29th September 2014		18,801	18,801

The Directors consider cost to be an appropriate valuation of the unlisted investments. At the balance sheet date, these investments are included at a cost of £18,801 (2014: £18,801).

Notes to the Financial Statements - continued for the Year Ended 29th September 2015

5.	DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR		
		2015	2014
		£	£
	Trade debtors	108,205	122,677
	Other debtors	3,513	125 959
	Prepayments and accrued income	171,374	135,858
		283,092	258,535
6.	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR		
		2015	2014
		£	£
	Bank loans and overdrafts	38,500	273,961
	Trade creditors	30,399	61,693
	Social security and other taxes Other creditors	5,938	3,822 10,907
	Accruals and deferred income	157,706	133,568
	Accident and deterred income	137,700	133,300
		232,543	483,951
7. .	CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR Bank loans due between 1- 2 years Bank loans due between 2 - 5 years Bank loans due after 5 years - by instalments	2015 £ 38,500 115,500 192,500 346,500	2014 £
	Amounts falling due in more than five years:		
	Repayable by instalments		
	Bank loans due after 5 years - by instalments	192,500	
8.	OPERATING LEASE COMMITMENTS		
	The following operating lease payments are committed to be paid within one year:		
	·	2015 £	2014 £
	Expiring:		
	In more than five years	47,000	47,000

Notes to the Financial Statements - continued for the Year Ended 29th September 2015

9. SECURED DEBTS

The following secured debts are included within creditors:

	2015	2014
	£	£
Bank overdraft	-	273,961
Bank loans	385,000	
	385,000	273,961

Amounts due to the company's bankers are secured by a first legal charge over the company's investment property.

10. CALLED UP SHARE CAPITAL

	Allotted, iss	ued and fully paid:			
	Number:	Class:	Nominal value:	2015 £	2014 £
	46,000	Ordinary	£1	46,000	46,000
11.	RESERVE	S			
			Profit		
	-		and loss	Revaluation	Tetala
			account £	reserve ' £	Totals £
	At 30th Sep	tember 2014	779,541	803,791	1,583,332
	Profit for the		15,220	•	15,220
	Revaluation	on leasehold property		317,872	317,872
	At 29th Sep	tember 2015	794,761	1,121,663	1,916,424

12. CONTINGENT LIABILITIES

There were no contingent liabilities at the balance sheet date (2014: £Nil).

13. CAPITAL COMMITMENTS

There were no capital commitments at the balance sheet date (2014: £Nil).

14. RELATED PARTY DISCLOSURES

During the year, the company had transactions with related parties, which are disclosed in accordance with Financial Reporting Standard for Smaller Entities (effective April 2008).

D Suggitt, a director of the company, is also a director of Southgate Splash Limited. The balance due to Southgate Splash Limited at the year end is £417 (2014: £417) included within creditors.

R Blyth, a director of the company, also trades as Robert Blyth Commercial Property Consultancy which charged a directors fee of £10,000 disclosed in note 2 (2014: £10,000). R Blyth also charged the company £Nil for expenses (2014: £230). The balance outstanding at the year end is £Nil (2014: £833) included within creditors.