REGISTERED NUMBER 02112592 (England and Wales)

Abbreviated Audited Accounts for the Year Ended 30 June 2015

<u>for</u>

Opecprime Development Limited

23/03/2016 COMPANIES HOUSE

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Opecprime Development Limited

Company Information for the Year Ended 30 June 2015

DIRECTORS:

L A Comer B M Comer

T Donnellan

SECRETARY:

Grosvenor Financial Nominees Limited

REGISTERED OFFICE:

c/o Harold Benjamin Solicitors

Hıll House Lowlands Road

Harrow Middlesex HA1 3EQ

REGISTERED NUMBER:

02112592 (England and Wales)

AUDITORS:

Evans Mockler Limited (Statutory Auditor)

5 Beauchamp Court

Victors Way Barnet Hertfordshire EN5 5TZ

BANKERS:

Barclays Bank PLC 1250 High Road Whetstone N20 0PB

SOLICITORS·

Harold Benjamin Solicitors

Hill House Lowlands Road Harrow Middlesex HA1 3EQ

Strategic Report

for the Year Ended 30 June 2015

The directors present their strategic report for the year ended 30 June 2015

REVIEW OF BUSINESS

This business review has been prepared in accordance with the recommendations of the Companies Act 2006 and is in line with best practice of the industry

The company has had a good year with strong sales and profitability

PRINCIPAL RISKS AND UNCERTAINTIES

As a business the company could not function properly without the specific identification and management of risk and how we respond to changes in the external environment. Managing risk effectively is a critical element in corporate responsibility and underpins the safe delivery of business plans and strategic objectives. It also protects the company's reputation and supports the ability to create long-term competitive advantage, which will secure the future of the business. The company has a systematic approach to risk management which combines formal review at Board level of issues identified both by the Board and by staff across the wider business.

DEVELOPMENT AND PERFORMANCE

The company has increased turnover this year as a result of an increase in development activity charged to related companies and an increase in its provision of maintenance services to related companies. Profit remains stable as expected

KEY PERFORMANCE INDICATORS

Gross profit percentage - 5% (2014 10%)

Net profit percentage - 1% (2014 2%)

FUTURE DEVELOPMENTS

The company expects to continue to achieve healthy sales and profitability as it continues to provide development and maintenance services to related companies

SIGNED BY ORDER OF THE BOARD:

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B M Comer - Director

22 March 2016

Report of the Directors

for the Year Ended 30 June 2015

The directors present their report with the accounts of the company for the year ended 30 June 2015

PRINCIPAL ACTIVITY

The principal activity of the company is that of the maintenance, development and sale of property

DIVIDENDS

No dividends will be distributed for the year ended 30 June 2015

DIRECTORS

The directors shown below have held office during the whole of the period from 1 July 2014 to the date of this report

L A Comer

B M Comer

T Donnellan

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Report of the Directors 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

AUDITORS

The auditors, Evans Mockler Limited (Statutory Auditor), will be proposed for re-appointment at the forthcoming Annual General Meeting

SIGNED BY ORDER OF THE BOARD:

B M Comer - Director

22 March 2016

Report of the Independent Auditors to
Opecprime Development Limited
Under Section 449 of the Companies Act 2006

We have examined the abbreviated accounts set out on pages five to eighteen, together with the full financial statements of Opecprime Development Limited for the year ended 30 June 2015 prepared under Section 396 of the Companies Act 2006

This report is made solely to the company, in accordance with Section 449 of the Companies Act 2006. Our work has been undertaken so that we might state to the company those matters we are required to state to it in a special auditors' 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, for our work, for this report, or for the opinions we have formed

Respective responsibilities of directors and auditors

The directors are responsible for preparing the abbreviated accounts in accordance with Section 445 of the Companies Act 2006. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated accounts to the Registrar of Companies and whether the abbreviated accounts have been properly prepared in accordance with the Regulations made under that Section and to report our opinion to you

Basis of opinion

We conducted our work in accordance with Bulletin 2008/4 issued by the Auditing Practices Board. In accordance with that Bulletin we have carried out the procedures we consider necessary to confirm, by reference to the financial statements, that the company is entitled to deliver abbreviated accounts and that the abbreviated accounts to be delivered are properly prepared.

Opinion

In our opinion the company is entitled to deliver abbreviated accounts prepared in accordance with Section 445(3) of the Companies Act 2006, and the abbreviated accounts have been properly prepared in accordance with the Regulations made under that Section

Simon Toghill (Senior Statutory Auditor)

for and on behalf of Evans Mockler Limited (Statutory Auditor)

5 Beauchamp Court

Victors Way

Barnet

Hertfordshire

EN5 5TZ

22 March 2016

Abbreviated Profit and Loss Account for the Year Ended 30 June 2015

	Notes	30 6 15 £	30 6 14 £
TURNOVER		20,688,095	12,775,777
Cost of sales and other operating income		(19,269,149)	(11,376,809)
		1,418,946	1,398,968
Administrative expenses		1,193,829	1,145,033
OPERATING PROFIT	3	225,117	253,935
Interest receivable and similar income	4	5	8
		225,122	253,943
Interest payable and similar charges	5	34,367	27,605
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	8	190,755	226,338
Tax on profit on ordinary activities	6	8,177	40,775
PROFIT FOR THE FINANCIAL YEAR	3	182,578	185,563

CONTINUING OPERATIONS

None of the company's activities were acquired or discontinued during the current year or previous year

TOTAL RECOGNISED GAINS AND LOSSES

The company has no recognised gains or losses other than the profits for the current year or previous year

Abbreviated Balance Sheet 30 June 2015

		30 6	5 15	30 6	14
	Notes	£	£	£	£
FIXED ASSETS	_				co.c. 100
Tangible assets	7		747,408		686,189
CURRENT ASSETS					
Debtors Debtors	8	1,810,416		4,332,595	
Cash at bank	Ŭ	12,915,145		686,352	
		14,725,561		5,018,947	
CREDITORS					
Amounts falling due within one year	9	5,770,333		4,578,174	
NET CURRENT ASSETS			8,955,228		440,773
TOTAL ASSETS LESS CURRENT					
LIABILITIES			9,702,636		1,126,962
CREDITORS					
Amounts falling due after more than one	10		8,644,309		251,213
year	10		6,044,309		231,213
NET ASSETS			1,058,327		875,749
CAPITAL AND RESERVES					
Called up share capital	13		1,000		1,000
Profit and loss account	14		1,057,327		874,749
SHAREHOLDERS' FUNDS	17		1,058,327		875,749
The second of th	• •				

The abbreviated accounts have been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to medium-sized companies

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

B M Comer - Director

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Cash Flow Statement for the Year Ended 30 June 2015

		30 6	15	30 6	14
	Notes	£	£	£	£
Net cash inflow from operating activities	1		1,746,275		1,121,665
Returns on investments and servicing of finance	2		(34,362)		(27,597)
Taxation			(25,110)		(8,579)
Capital expenditure	2		(289,153)		(340,135)
			1,397,650		745,354
Financing	2		10,831,143		(215,558)
Increase in cash in the period			12,228,793		529,796
Reconciliation of net cash flow to movement in net funds	3				
Increase in cash in the period Cash inflow		12,228,793		529,796	
from increase in debt and lease financing	5	(42,368)		(212,528)	
Change in net funds resulting from cash flows			12,186,425		317,268
Movement in net funds in the period Net funds/(debt) at 1 July			12,186,425 303,093		317,268 (14,175)
Net funds at 30 June			12,489,518		303,093

Notes to the Cash Flow Statement for the Year Ended 30 June 2015

1 RECONCILIATION OF OPERATING PROFIT TO NET CASH INFLOW FROM OPERATING ACTIVITIES

	30 6 15	30 6 14
	£	£
Operating profit	225,117	253,935
Depreciation charges	226,796	213,801
Loss/(profit) on disposal of fixed assets	1,138	(15,833)
Decrease/(increase) in debtors	129,988	(559,993)
Increase in creditors	1,163,236	1,229,755
Net cash inflow from operating activities	1,746,275	1,121,665

2 ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN THE CASH FLOW STATEMENT

	30 6 15 £	30 6 14 £
Returns on investments and servicing of finance Interest received	5	8
Interest paid	(6,663)	(5,049)
Interest element of hire purchase and finance lease rental payments	<u>(27,704</u>)	(22,556)
Net cash outflow for returns on investments and servicing of finance	<u>(34,362)</u>	<u>(27,597</u>)
Capital expenditure		
Purchase of tangible fixed assets	(297,652)	(398,835)
Sale of tangible fixed assets	8,499	58,700
Net cash outflow for capital expenditure	<u>(289,153</u>)	<u>(340,135</u>)
Financing		
New loans in year	16,053	(590)
Amounts owed to/from associates	10,788,775	(428,086)
Capital repayments in year	26,315	213,118
Net cash inflow/(outflow) from financing	10,831,143	(215,558)

Notes to the Cash Flow Statement for the Year Ended 30 June 2015

3 ANALYSIS OF CHANGES IN NET FUNDS

Net cash	At 1 7 14 £	Cash flow £	At 30 6 15 £
Cash at bank	686,352	12,228,793	12,915,145
	686,352	12,228,793	12,915,145
Debt Hire purchase and finance leases Debts falling due within one year Debts falling due after one year	(380,553) (2,706) ————————————————————————————————————	(26,315) (351) (15,702) (42,368)	(406,868) (3,057) (15,702) (425,627)
Total	303,093	12,186,425	12,489,518

Notes to the Abbreviated Accounts for the Year Ended 30 June 2015

1 ACCOUNTING POLICIES

Accounting convention

The financial statements have been prepared under the historical cost convention

Turnover / other operating income

The company's turnover represents the development and maintenance of residential and commercial property

The company's other operating income consists of rental income, service charge income and ground rent income, net of applicable expenses

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life

Land and buildings freehold

Nıl

Plant and machinery

25% reducing balance

Fixtures, fittings and equipment

12 5% straight line

Motor vehicles

20% reducing balance

Hire purchase and leasing commitments

Assets obtained under hire purchase contracts are capitalised as tangible assets and depreciated over their useful lives. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to the profit and loss account so as to produce a constant periodic rate of charge on the net obligation outstanding in each period.

2 STAFF COSTS

	30 6 15 £	30 6 14 £
Wages and salaries	634,878	670,829
Social security costs	54,512	65,237
	689,390	736,066
The average monthly number of employees during the year was as follows	20 (15	20 6 14
	30 6 15	30 6 14
Administration	11	12
Property maintenance	18	18
		30

3 OPERATING PROFIT

The operating profit is stated after charging/(crediting)

	30 6 15	30 6 14
	£	£
Depreciation	226,796	213,801
Loss/(profit) on disposal of fixed assets	1,138	(15,833)
Auditors' remuneration	7,000	7,000

Directors' remuneration

Notes to the Abbreviated Accounts - continued for the Year Ended 30 June 2015

4	INTEREST RECEIVABLE AND SIMILAR INCOME	30 6 15	30 6 14
	Other interest receivable	£ 5	£ 8
5	INTEREST PAYABLE AND SIMILAR CHARGES	30 6 15	30 6 14
	m .	£	£
	Bank interest Other interest	19	22
	Hire purchase	6,644 21,525	5,027 13,528
	Leasing	6,179	9,028
	Č		
		<u>34,367</u>	27,605
6	TAXATION		
	Analysis of the tax charge The tax charge on the profit on ordinary activities for the year was as follows		
		30 6 15 £	30 6 14 £
	Current tax	0.155	40.555
	UK corporation tax	8,177	40,775
	Tax on profit on ordinary activities	<u>8,177</u>	40,775
	Factors affecting the tax charge The tax assessed for the year is lower than the standard rate of corporation texplained below	ax in the UK T	he difference is
		30 6 15 £	30 6 14 £
	Profit on ordinary activities before tax	190,755	226,338
	Profit on ordinary activities		
	multiplied by the standard rate of corporation tax		
	in the UK of 20 750% (2014 - 22 500%)	39,582	50,926
	Effects of		
	Expenses not deductible for tax purposes	1,484	2,250
	Adjustments to tax charge in respect of previous periods	(32,889)	<u>(12,401</u>)
	Current tax charge	8,177	40,775

Notes to the Abbreviated Accounts - continued for the Year Ended 30 June 2015

7 TANGIBLE FIXED ASSETS

COCT	Freehold property £	Plant and machinery £	Fixtures and fittings £
COST At 1 July 2014 Additions Disposals	4,500 - 	1,183,783 219,405 (12,850)	89,626 - -
At 30 June 2015	4,500	1,390,338	89,626
DEPRECIATION At 1 July 2014 Charge for year Eliminated on disposal	- - -	893,440 124,959 (3,213)	33,609 11,203
At 30 June 2015		1,015,186	44,812
NET BOOK VALUE At 30 June 2015	4,500	375,152	44,814
At 30 June 2014	4,500	290,343	56,017
	Motor vehicles £	Equipment £	Totals £
COST At 1 July 2014 Additions Disposals	525,803 75,282	255,891 2,965 (11,000)	2,059,603 297,652 (23,850)
At 30 June 2015	601,085	247,856	2,333,405
DEPRECIATION At 1 July 2014 Charge for year Eliminated on disposal	260,112 68,259	186,253 22,375 (11,000)	1,373,414 226,796 (14,213)
At 30 June 2015	328,371	197,628	1,585,997
NET BOOK VALUE At 30 June 2015	272,714	50,228	747,408
At 30 June 2014	265,691	69,638	686,189

The net book value of other tangible assets includes £461,971 (2014 £447,237) in respect of assets held under finance leases or hire purchase contracts. The depreciation in respect of such assets amounted to £137,378 (2014 £128,895) for the year

Notes to the Abbreviated Accounts - continued for the Year Ended 30 June 2015

8	DEBTORS		
U	DEDICKS	30 6 15	30 6 14
		£	£
	Amounts falling due within one year		
	Trade debtors	1,735,244	1,897,496
	Other debtors	4,156	4,155
	Prepayments and accrued income	71,016	38,753
		1,810,416	1,940,404
	Amounts falling due after more than one year		
	Amounts owed by associates	-	2,392,191
	Aggregate amounts	1,810,416	4,332,595
9	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR		
		30 6 15	30 6 14
	Bank loans and overdrafts (see note 11)	£ 3,057	£ 2,706
	Hire purchase contracts and finance leases	3,037	2,700
	(see note 12)	174,845	129,340
	Trade creditors	5,406,151	4,237,669
	Corporation Tax	58,645	75,578
	Social security and other taxes	67,728	51,467
	Other creditors	21,535	21,744
	Accruals and deferred income	38,372	59,670
		5,770,333	4,578,174
10	CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR		
	LAK	30 6 15	30 6 14
		£	£
	Bank loans (see note 11)	15,702	-
	Hire purchase contracts and finance leases		
	(see note 12)	232,023	251,213
	Amounts owed to associates	8,396,584	
		8,644,309	251,213

The loan is secured on a property owned by the company A right of set-off is incorporated within the terms of the loans. All amounts fall due for payment within five years

Notes to the Abbreviated Accounts - continued for the Year Ended 30 June 2015

11 LOANS

An analysis of the maturity of loans is given below

	30 6 15	30 6 14
	£	£
Amounts falling due within one year or on demand		
Bank loans	248	-
Credit card	2,809	2,706
	3,057	2,706
Amounts falling due between two and five years Bank loans - 2-5 years	15,702	

12 SECURED DEBT

A loan of £15,950 (2014 £Nil) is secured on property owned by the company. A right of set-off is incorporated within the terms of the loan. All amounts fall due for payment within five years

The hire purchase liabilities are secured on the assets concerned

13 CALLED UP SHARE CAPITAL

	Allotted, issi	ued and fully paid			
	Number	Class	Nominal	30 6 15	30 6 14
	1,000	Ordinary shares	value £1	£ 1,000	£ 1,000
14	RESERVES	5			Profit
					and loss
					account
					£
	At 1 July 20	14			874,749
	Profit for the	e year			182,578
	At 30 June 2	015			1,057,327

Notes to the Abbreviated Accounts - continued for the Year Ended 30 June 2015

15 RELATED PARTY DISCLOSURES

Opecprime Properties Limited

Opecprime Development Limited ("the company") is related to Opecprime Properties Limited by way of common directors and shareholders. During the year the company paid various expenses on behalf of Opecprime Properties Limited and had various expenses of its own paid by Opecprime Properties Limited. There were also various bank transfers between the companies.

During the year various other related companies had transactions with the company. At 30 June 2015 the various related companies assigned their balances with the company to Opecprime Properties Limited. The net effect increased the amount owed by the company by £10,788,775. As at 30 June 2015, the company owed £8,396,584 to Opecprime Properties Limited.

	30 6 15	30 6 14
	£	£
Amount due (to)/from related party at the balance sheet date	(8,396,584)	2,392,191

Comer Property Management Limited

Opecprime Development Limited ("the company") is related to Comer Property Management Limited by way of common directors

Comer Property Management Limited act as agent in relation to the maintenance of various properties of which related companies are the freeholders. The company provides maintenance services to these various properties. During the year the company supplied services of £3,512,063 (2014 £3,028,160) to Comer Property Management Limited (as agent). This is included in the turnover in the profit and loss account of the company. As at 30 June 2015, the company was owed £1,735,244 (2014 £1,895,996) from Comer Property Management Limited (as agent) which is included within trade debtors.

Brookstream Properties Limited

Opecprime Development Limited ("the company") is related to Brookstream Properties Limited by way of common directors and shareholders. During the year the company received a management charge of £150,000 (2014 £150,000) from Brookstream Properties Limited.

Ridgeland Properties Limited

Opecprime Development Limited ("the company") is related to Ridgeland Properties Limited by way of common directors. During the year the company received a management charge of £150,000 (2014 £Nil) from Ridgeland Properties Limited.

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Notes to the Abbreviated Accounts - continued for the Year Ended 30 June 2015

15 RELATED PARTY DISCLOSURES - continued

Development works

Opecprime Development Limited ("the company") is related to companies as follows

Dalin Limited - Common directors
Hincroft Limited - Common directors
Telida Limited - Common directors
Kopin Limited - Common directors
Mast Quay Developments Limited - Common directors
Opecprime Properties Limited - Common directors and shareholders
Bilrose Limited - Common directors

During the year development works was supplied to the companies (values detailed below) and is included within turnover in the profit and loss of the company

Dalin Limited - £4,102,304 (2014 £8,012,665)
Hincroft Limited - £11,359,754 (2014 £1,712,257)
Telida Limited - £694,581 (2014 £Nil)
Kopin Limited - £20,971 (2014 £Nil)
Mast Quay Developments Limited - £29,584 (2014 £Nil)
Opecprime Properties Limited - £173,831 (2014 £Nil)
Bilrose Limited - £716,336 (2014 £Nil)

As at 30 June 2015, the company was owed the following

Dalın Limited - £Nıl (2014 £Nıl)
Hincroft Limited - £Nıl (2014 £Nıl)
Telida Limited - £Nıl (2014 £Nıl)
Kopin Limited - £Nıl (2014 £Nıl)
Mast Quay Developments Limited - £Nıl (2014 £Nıl)
Opecprime Properties Limited - £Nıl (2014 £Nıl)
Bilrose Limited - £Nıl (2014 £Nıl)

Notes to the Abbreviated Accounts - continued for the Year Ended 30 June 2015

15 RELATED PARTY DISCLOSURES - continued

Security

A number of related companies had bank loans advanced during this year that are part of a cross guarantee arrangement. The relevant companies and their loan balances at the balance sheet date are as follows

Opecprime Properties Limited - £7,098,300 (2014 £Nil)

Brookstream Properties Limited - £4,682,700 (2014 £Nil)

Ridgeland Properties Limited - £38,676,000 (2014 £Nil)

Balcraft Properties Limited - £3,962,750 (2014 £Nil)

Sancroft Properties Limited - £2,120,800 (2014 £Nil)

Miltonland Limited - £969,100 (2014 £Nil)

Mast Quay Developments Limited - £3,782,900 (2014 £N₁I)

Palacemews Properties Limited - £1,333,750 (2014 £Nil)

Seapark Properties Limited - £640,750 (2014 £Nil)

Blessville Limited - £46,750 (2014 £Nil)

Darona Limited - £1,952,500 (2014 £Nil)

Tulsa Limited - £1,306,250 (2014 £Nil)

Conel Limited - £1,842,500 (2014 £Nil)

Fulca Limited - £12,699,000 (2014 £Nil)

Opecprime Development Limited ("the company") is related to the companies as follows

Opecprime Properties Limited - Common directors and shareholders

Brookstream Properties Limited - Common directors and shareholders

Ridgeland Properties Limited - Common directors

Balcraft Properties Limited - Common directors

Sancroft Properties Limited - Common directors

Miltonland Limited - Common directors

Mast Quay Developments Limited - Common directors

Palacemews Properties Limited - Common directors and shareholders

Seapark Properties Limited - Common directors

Blessville Limited - Common directors

Darona Limited - Common directors

Tulsa Limited - Common directors

Conel Limited - Common directors

Fulca Limited - Common directors

There are cross guarantees between the group companies on the loan amounts listed above. The loans are secured on properties owned by the group companies listed

16 ULTIMATE CONTROLLING PARTY

Control is shared equally between B M Comer and Mr L A Comer by virtue of their shareholding

17 RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	30 6 15	30 6 14
	£	£
Profit for the financial year	182,578	185,563
Not addition to about buildings from de	102 570	105 563
Net addition to shareholders' funds	182,578	185,563
Opening shareholders' funds	875,749	690,186
Closing shareholders' funds	1,058,327	<u>875,7</u> 49