

**CBLH Limited (formerly CBLH  
Public Limited Company)**

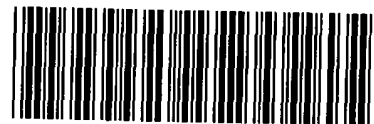
Annual Report and Financial Statements

Period Ended

31 March 2019

Company Number 02767719

WEDNESDAY



\*A8BUBC1L\*

A06

14/08/2019

#224

COMPANIES HOUSE

# **CBLH Limited (formerly CBLH Public Limited Company)**

## **Company Information**

---

<b>Directors</b>	S P Jude T P Irons C J Manson M B Walsh
<b>Company secretary</b>	M Hofman
<b>Registered number</b>	02767719
<b>Registered office</b>	140 Aldersgate Street London EC1A 4HY
<b>Independent auditor</b>	BDO LLP Two Snowhill Birmingham B4 6GA

# **CBLH Limited (formerly CBLH Public Limited Company)**

## **Contents**

---

	<b>Page</b>
<b>Strategic Report</b>	<b>1 - 2</b>
<b>Directors' Report</b>	<b>3 - 5</b>
<b>Independent Auditor's Report</b>	<b>6 - 8</b>
<b>Statement of Comprehensive Income</b>	<b>9</b>
<b>Balance Sheet</b>	<b>10</b>
<b>Statement of Changes in Equity</b>	<b>11</b>
<b>Notes to the Financial Statements</b>	<b>12 - 24</b>

# **CBLH Limited (formerly CBLH Public Limited Company)**

## **Strategic Report For the Period Ended 31 March 2019**

---

### **Introduction**

On the 12th of November 2018, the entire share capital of Citibase Holdings Limited the immediate parent company of CBLH Limited, was acquired by Newable Office Space Limited a subsidiary of Newable Holdings UK Limited ('Newable').

Newable has been in business since 1982 and is a company limited by guarantee. Newable has around 200 staff based at four locations around the south of England.

Newable exists to make a sustainable profit from helping companies working at the heart economy thrive. It delivers the essential resources companies need to take the next step with their business: Money, Advice and Space. For example, Newable is the UK's largest provider of Responsible Finance to SMEs and provide exporting and innovation advice as delivery partners of the Department for International Trade and Innovate UK, the government's innovation agency.

Newable had already worked with the group of which the company is a part ('Citibase group') successfully as a Client for the Tower Bridge, London site. Newable therefore had first-hand experience of the essential service Citibase provides to Clients and Customers.

Both businesses place great importance on developing a culture based on strong values. The combined resources of Citibase and Newable will provide SME customers of both groups with a complete package of business services. It helps to create a more compelling proposition for corporate and public sector building owning clients. This should provide a strong engine for growth.

### **Business review and key performance indicators**

Trading for CBLH Limited ('CBLH') in the year has been strong following investment made at the end of the previous year. Total income including operational income for the 13 month period is £11.4m, which is an increase of 3% on the prior year on a comparable 12 month basis. This is despite the closure of one of CBLH's largest centres in Manchester part way through the year.

CBLH entered one new lease in the period in Birmingham which it intends on expanding over the course of 2019/20 and is expected to generate significant revenues as the centre is filled with paying customers, this new centre has not contributed any income to the 2018/19 results.

Excluding exceptional items, the net operating result has improved this year from a net loss of £273,135 last year to a net profit of £91,950.

Net cash has reduced significantly since the acquisition of the company by Newable following an exercise to pool group cash reserves through intra group loans.

# **CBLH Limited (formerly CBLH Public Limited Company)**

## **Strategic Report (continued) For the Period Ended 31 March 2019**

---

### **Principal risks and uncertainties**

#### **Revenue and pricing risk**

CBLH is exposed to risk of adverse economic developments reducing revenues. The risk is reduced by our value offering being attractive to cost conscious customers and no material customer or client concentration issues.

#### **Cash flow risk**

The highest costs to CBLH are rents and service charges which are largely paid quarterly in advance and result in a material quarterly working capital requirement. The cash flow risks are reduced by CBLH having significant positive cash balances, no indebtedness, break clauses within the leases, and the terms on which CBLH earns revenue and pays suppliers being to some extent matched. The directors produce and review detailed 3 month cash forecasts and 12 month rolling cash forecasts on a regular basis to ensure that CBLH maintains a robust financial structure and sufficient cash headroom.

#### **Credit risk**

Credit risk is the risk of financial loss to CBLH if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The risk to CBLH arises solely from the company's receivables from customers. The risk is reduced by our value offering being attractive to cost conscious customers and operating on a low cost model.

This report was approved by the board on 30 July 2019 and signed on its behalf.



**S P Jude**  
Director

# **CBLH Limited (formerly CBLH Public Limited Company)**

## **Directors' Report For the Period Ended 31 March 2019**

---

The directors present their report and the financial statements for the Period ended 31 March 2019.

### **Change of name**

The company passed a special resolution on 28 November 2018 changing its name from CBLH Public Limited Company to CBLH Limited.

### **Principal activity**

The principal activity of the company in the year under review was that of providing business centre accommodation.

### **Results and dividends**

The loss for the 13 month Period, after taxation, amounted to £380,470 (year to 2018 - profit £3,366,084).

No dividends will be distributed for the period ended 31 March 2019.

### **Directors**

The directors who served during the Period were:

I H Read (resigned 12 November 2018)  
D M Joseph (resigned 12 November 2018)  
S P Jude  
T P Irons  
C J Manson (appointed 12 November 2018)  
M B Walsh (appointed 12 November 2018)

# **CBLH Limited (formerly CBLH Public Limited Company)**

## **Directors' Report (continued) For the Period Ended 31 March 2019**

---

### **Directors' responsibilities statement**

The directors are responsible for preparing the Strategic Report, the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. 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 for the Company's financial statements 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;
- 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 to enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

### **Financial instruments**

The company does not actively use financial instruments as part of its financial risk management, therefore, only basic financial instruments are used such as cash and various items arising directly from operations (such as trade debtors and trade creditors).

The use of these basic financial instruments is managed by design and implementation of policies and procedures covering working capital management, credit control and cash management as summarised in the strategic report.

### **Disclosure of information to auditor**

Each of the persons who are directors at the time when this Directors' Report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the Company's auditor is unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

### **Post balance sheet events**

There have been no significant events affecting the Company since the year end.

# **CBLH Limited (formerly CBLH Public Limited Company)**

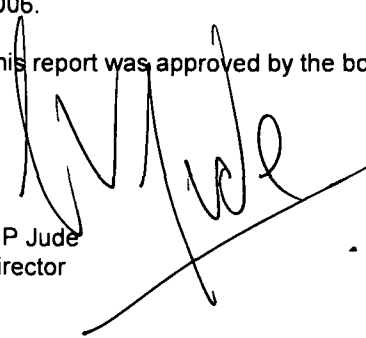
## **Directors' Report (continued) For the Period Ended 31 March 2019**

---

### **Auditor**

The auditor, BDO LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

This report was approved by the board on 30 July 2019 and signed on its behalf.



S P Jude  
Director



# **CBLH Limited (formerly CBLH Public Limited Company)**

## **Independent Auditor's Report to the Members of CBLH Limited (formerly CBLH Public Limited Company)**

---

### **Opinion**

We have audited the financial statements of CBLH Limited ("the Company") for the 13 month period ended 31 March 2019 which comprise the statement of comprehensive income, the balance sheet and the statement of changes in equity, and the notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 March 2019 and of its profit for the period 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 Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. 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**

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the Directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the Directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the Company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

### **Other information**

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

In connection with our audit of the financial statements, 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 audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. 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.

# **CBLH Limited (formerly CBLH Public Limited Company)**

## **Independent Auditor's Report to the Members of CBLH Limited (formerly CBLH Public Limited Company) (continued)**

---

### **Opinions 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 Strategic report and Directors' report for the financial period for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic report and 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 Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Strategic report and Director's 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, 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.

### **Responsibilities of directors**

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

In preparing the financial statements, the Directors are responsible for assessing the 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 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 financial statements.

A further description of our responsibilities for the audit of the financial statements is located at the Financial Reporting Council's website at: <https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

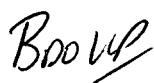
## **CBLH Limited (formerly CBLH Public Limited Company)**

### **Independent Auditor's Report to the Members of CBLH Limited (formerly CBLH Public Limited Company) (continued)**

---

#### **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.



**Gareth Singleton** (Senior Statutory Auditor)  
For and on behalf of BDO LLP, Statutory Auditor  
Birmingham  
United Kingdom

*2 August 2019*

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

# CBLH Limited (formerly CBLH Public Limited Company)

## Statement of Comprehensive Income For the Period Ended 31 March 2019

	Note	13 months ended 31 March 2019 £	Year ended 28 February 2018 £
Turnover	4	11,418,488	10,201,719
Administrative expenses		(11,326,538)	(10,474,854)
Exceptional administrative (expenses) / income	5	(601,090)	3,559,936
<b>Operating (loss)/profit</b>	6	<b>(509,140)</b>	<b>3,286,801</b>
Interest receivable and similar income	8	13,634	-
<b>(Loss)/profit before tax</b>		<b>(495,506)</b>	<b>3,286,801</b>
Tax on (loss)/profit	9	115,036	79,283
<b>(Loss)/profit for the financial Period</b>		<b>(380,470)</b>	<b>3,366,084</b>

There was no other comprehensive income for 2019 (2018 - £NIL).

The notes on pages 12 to 24 form part of these financial statements.

# CBLH Limited (formerly CBLH Public Limited Company)

Registered number: 02767719

## Balance Sheet As at 31 March 2019

	Note	31 March 2019 £	28 February 2018 £
<b>Fixed assets</b>			
Intangible assets	10	30,249	37,134
Tangible assets	11	1,436,056	1,508,136
		<u>1,466,305</u>	<u>1,545,270</u>
<b>Current assets</b>			
Debtors: amounts falling due within one year	13	8,407,094	5,107,326
Cash at bank and in hand		1,032,659	5,237,559
		<u>9,439,753</u>	<u>10,344,885</u>
Creditors: amounts falling due within one year	14	(3,656,987)	(4,676,423)
<b>Net current assets</b>		<u>5,782,766</u>	<u>5,668,462</u>
<b>Total assets less current liabilities</b>		<u>7,249,071</u>	<u>7,213,732</u>
Creditors: amounts falling due after more than one year		(278,684)	(664,774)
<b>Provisions for liabilities</b>			
Deferred tax	16	-	(75,387)
Other provisions	17	(877,286)	-
		<u>(877,286)</u>	<u>(75,387)</u>
<b>Net assets</b>		<u><u>6,093,101</u></u>	<u><u>6,473,571</u></u>
<b>Capital and reserves</b>			
Called up share capital	18	58,839	58,839
Share premium account	19	241,176	241,176
Profit and loss account	19	5,793,086	6,173,556
		<u>6,093,101</u>	<u>6,473,571</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 30 July 2019.



**T P Irons**  
Director

The notes on pages 12 to 24 form part of these financial statements.

## CBLH Limited (formerly CBLH Public Limited Company)

### Statement of Changes in Equity For the Period Ended 31 March 2019

	Called up share capital	Share premium account	Profit and loss account	Total equity
	£	£	£	£
At 1 March 2018	58,839	241,176	6,173,556	6,473,571
<b>Comprehensive income for the Period</b>				
Loss for the Period	-	-	(380,470)	(380,470)
<b>Total comprehensive income for the Period</b>	-	-	(380,470)	(380,470)
<b>Total transactions with owners</b>	-	-	-	-
<b>At 31 March 2019</b>	<b>58,839</b>	<b>241,176</b>	<b>5,793,086</b>	<b>6,093,101</b>

### Statement of Changes in Equity For the Period Ended 28 February 2018

	Called up share capital	Share premium account	Profit and loss account	Total equity
	£	£	£	£
At 1 March 2017	58,839	241,176	2,807,472	3,107,487
<b>Comprehensive income for the year</b>				
Profit for the year	-	-	3,366,084	3,366,084
<b>Total comprehensive income for the year</b>	-	-	3,366,084	3,366,084
<b>Total transactions with owners</b>	-	-	-	-
<b>At 28 February 2018</b>	<b>58,839</b>	<b>241,176</b>	<b>6,173,556</b>	<b>6,473,571</b>

The notes on pages 12 to 24 form part of these financial statements.

# **CBLH Limited (formerly CBLH Public Limited Company)**

## **Notes to the Financial Statements For the Period Ended 31 March 2019**

---

### **1. Statutory information**

CBLH Limited (formerly CBLH Public Limited Company) is a private company, limited by shares, registered in England and Wales. The company's registered number and registered office address can be found on the Company Information page.

The financial statements are presented in sterling which is also the functional currency for the company.

### **2. Accounting policies**

#### **2.1 Basis of preparation of financial statements**

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the Company's accounting policies (see note 3).

The following principal accounting policies have been applied consistently:

#### **2.2 Accounting period**

The current accounting period end has been extended from the 28 February 2019 to 31 March 2019. These financial statements report on a thirteen month period whereas the comparatives represent a twelve month period.

#### **2.3 Financial reporting standard 102 - reduced disclosure exemptions**

The company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by the FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirements of Section 4 Statement of Financial Position paragraph 4.12(a)(iv);
- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d);
- the requirements of Section 11 Financial Instruments paragraphs 11.41(b), 11.41(c), 11.41(e), 11.41(f), 11.42, 11.44 to 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b) and 11.48(c);
- the requirements of Section 12 Other Financial Instruments paragraphs 12.26 to 12.27, 12.29(a), 12.29(b) and 12.29A;
- the requirements of Section 33 Related Party Disclosures paragraph 33.7.

This information is included in the consolidated financial statements of Newable Limited as at 31 March 2019 and these financial statements may be obtained from Companies House, Crown Way, Cardiff, CF14 3UZ.

# **CBLH Limited (formerly CBLH Public Limited Company)**

## **Notes to the Financial Statements For the Period Ended 31 March 2019**

---

### **2. Accounting policies (continued)**

#### **2.4 Revenue**

Revenue from the provision of office accommodation to customers is recognised evenly over the period the service is rendered as amounts received or receivable (excluding value added tax). Where rent free periods are granted to customers, rental income is spread on a straight line basis over the length of the customer contract. Amounts invoiced in advance are deferred and recognised as revenue upon provision of the service.

Service income (including the rental of meeting rooms) is recognised as services are rendered.

#### **2.5 Leasing commitments**

Rentals paid under operating leases are charged to the Statement of Comprehensive Income on a straight line basis over the lease term.

#### **2.6 Current and deferred taxation**

The tax expense for the Period comprises current and deferred tax. Tax is recognised in the Statement of Comprehensive Income, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the Company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the Balance Sheet date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

#### **2.7 Exceptional items**

Exceptional items are transactions that fall within the ordinary activities of the Company but are presented separately due to their size or incidence.

#### **2.8 Intangible assets**

Intangible assets are initially recognised at cost. After recognition, under the cost model, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

Goodwill, being the amount paid in connection with the acquisition of businesses in 2009, 2011, and 2012, is being amortised over the shorter of fifteen years and the remaining lease term.



# **CBLH Limited (formerly CBLH Public Limited Company)**

## **Notes to the Financial Statements For the Period Ended 31 March 2019**

---

### **2. Accounting policies (continued)**

#### **2.9 Tangible fixed assets**

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

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

Furniture and fittings	- 4 - 7.5 years
Internal fit out	- straight line over period of the lease

At each reporting date tangible fixed assets are reviewed to determine whether there is any indication that those assets have suffered an impairment loss. If there is an indication of possible impairment, the recoverable amount of any affected asset is estimated and compared with its carrying amount. If the estimated recoverable amount is lower, the carrying amount is reduced to its estimated recoverable amount, and an impairment loss is recognised immediately in the statement of comprehensive income.

If an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but not in excess of the amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of impairment is recognised immediately in the statement of comprehensive income.

#### **2.10 Investments in subsidiaries**

Investments in subsidiaries are measured at cost less accumulated impairment.

#### **2.11 Trade and other debtors**

Trade and other debtors are measured at transaction price less any impairment unless the arrangement constitutes a financing transaction in which case the transaction is measured at the present value of the future receipts discounted at the prevailing market rate of interest.

#### **2.12 Cash and cash equivalents**

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

#### **2.13 Trade and other creditors**

Trade and other creditors are measured at their transaction price unless the arrangement constitutes a financing transaction in which case the transaction is measured at present value of the future payments discounted at the prevailing market rate of interest.

# **CBLH Limited (formerly CBLH Public Limited Company)**

## **Notes to the Financial Statements For the Period Ended 31 March 2019**

---

### **2. Accounting policies (continued)**

#### **2.14 Provisions for liabilities**

Provisions are made where an event has taken place that gives the Company a legal or constructive obligation that probably 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 Statement of Comprehensive Income in the year that the Company becomes aware of the obligation, and are measured at the best estimate at the Balance Sheet date of the expenditure required to settle the obligation, taking into account relevant risks and uncertainties.

When payments are eventually made, they are charged to the provision carried in the Balance Sheet.

#### **2.15 Financial instruments**

The Company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in non-puttable ordinary shares.

### **3. Judgements in applying accounting policies and key sources of estimation uncertainty**

In preparing these financial statements, the directors have made the following judgements:

- Determine whether there are indicators of impairment of the company's tangible and intangible assets, including goodwill. Factors taken into consideration in reaching such a decision include the economic viability and expected future financial performance of the asset and where it is a component of a larger cash-generating unit, the viability and expected future performance of that unit.
- Assess if the dilapidation requirements of the lease agreements will result in a probable liability at the end of the lease. In making this assessment the directors consider factors such as past costs incurred when exiting leases, current market conditions taking professional advice as necessary, whether leases are within the Landlord and Tenant Act 1954, the profitability of centres and the future strategic plans with regard to the portfolio of centres.

#### **Key sources of estimation uncertainty**

##### **Tangible fixed assets (see note 11)**

Tangible fixed assets are depreciated over their useful lives taking into account residual values, or the length of the lease for the property to which they relate, where appropriate. The actual lives of the asset and residual values are assessed annually and may vary depending on a number of factors. Residual value assessments consider issues such as future market conditions, the remaining life of the asset and projected disposal values.

##### **Dilapidation provision (note 17)**

Once the judgement has been made that a dilapidation provision is required the key estimate in the calculation of the provision is the expected cost per square foot of complying with the lease terms. The directors use historic charges and negotiations as a guide and take professional third party advice on each property in order to make this estimate.

# CBLH Limited (formerly CBLH Public Limited Company)

## Notes to the Financial Statements For the Period Ended 31 March 2019

### 4. Turnover

The turnover and profit before taxation are attributable to the one principal activity of the company.

Turnover relating the the company's own provision of serviced office accommodation was £11,418,188 (2018 - £10,201,719).

All turnover arose within the United Kingdom.

### 5. Exceptional items

	13 months ended 31 March 2019 £	Year ended 28 February 2018 £
Recognition of dilapidation provision	877,286	-
Statutory compensation for refusal to grant new lease	(815,450)	-
Centre closure costs	539,254	198,654
Reorganisation costs	-	191,410
Profit on sale of investment	-	(3,950,000)
	<b>601,090</b>	<b>(3,559,936)</b>

During the period the company recognised a dilapidation provision for an estimate for the costs of making good properties in accordance with contractual lease terms following their assessment in the year that dilapidation charges may arise on certain leasehold property in their portfolio in light of changes in the external environment in which the business operates.

During the current period the company received statutory compensation following refusal by a landlord to grant a new tenancy on one of its business centres. Costs of £539,254 were incurred in relation to the closure of this centre which are separately disclosed in the financial statements.

During the prior year the company incurred significant costs in closing a centre over and above the normal expected expenditure. These have been disclosed separately in the financial statements.

Also during the prior year the group went through a restructuring exercise and incurred a number of one-off costs that have been disclosed separately in the financial statements.

# CBLH Limited (formerly CBLH Public Limited Company)

## Notes to the Financial Statements For the Period Ended 31 March 2019

### 6. Operating (loss)/profit

The operating (loss)/profit is stated after charging/(crediting):

	13 months ended 31 March 2019 £	Year ended 28 February 2018 £
Depreciation - owned assets	471,147	588,823
(Gain) / loss on disposal of fixed assets	(2,751)	137,337
Goodwill amortisation	6,885	6,357
Auditors' remuneration	8,650	10,750
Auditors' remuneration - tax compliance	4,350	6,775
Auditors' remuneration - other non-audit work	-	30,020
Operating lease rentals - other	2,714,299	2,360,587
Operating lease income	(9,575,349)	(8,504,541)

### 7. Employees

The Company has no employees other than the directors, who did not receive any remuneration (2018 - £NIL). The Company is charged for services of directors and employees from another group company.

### 8. Interest receivable

	13 months ended 31 March 2019 £	Year ended 28 February 2018 £
Interest receivable from group companies	13,623	-
Other interest receivable	11	-
	13,634	-

# CBLH Limited (formerly CBLH Public Limited Company)

## Notes to the Financial Statements For the Period Ended 31 March 2019

### 9. Taxation

	13 months ended 31 March 2019 £	Year ended 28 February 2018 £
<b>Deferred tax</b>		
Origination and reversal of timing differences	(115,036)	(79,283)
<b>Taxation on loss on ordinary activities</b>	<u>(115,036)</u>	<u>(79,283)</u>
<b>Factors affecting tax charge for the period/year</b>		
The tax assessed for the Period/year is higher than (2018 - lower than) the standard rate of corporation tax in the UK of 19.00% (2018 - 19.00%). The differences are explained below:		
	13 months ended 31 March 2019 £	Year ended 28 February 2018 £
(Loss)/profit on ordinary activities before tax	<u>(495,506)</u>	<u>3,286,801</u>
(Loss)/profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19.00% (2018 - 19.00%)	(94,146)	624,492
<b>Effects of:</b>		
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment	2,001	8,363
Fixed asset timing differences	19,390	-
Non-taxable income	(157,524)	(750,500)
Other differences leading to an increase (decrease) in the tax charge	15,691	(3,912)
Group relief	49,517	42,274
Adjustment in respect of previous years deferred tax	18,333	-
Transfer pricing adjustments	31,702	-
<b>Total tax charge for the Period/year</b>	<u>(115,036)</u>	<u>(79,283)</u>

# CBLH Limited (formerly CBLH Public Limited Company)

## Notes to the Financial Statements For the Period Ended 31 March 2019

### 9. Taxation (continued)

#### Factors that may affect future tax charges

A number of changes to the UK corporation tax system were announced in the March 2017 Budget, including that the main rate of corporation tax will reduce to 17% with effect from 1 April 2020. These tax rates have been substantively enacted and therefore have been reflected in these financial statements.

### 10. Intangible assets

	<b>Goodwill £</b>
<b>Cost</b>	
At 1 March 2018	95,343
At 31 March 2019	<u>95,343</u>
<b>Amortisation</b>	
At 1 March 2018	58,209
Charge for the year	6,885
At 31 March 2019	<u>65,094</u>
<b>Net book value</b>	
At 31 March 2019	<u><u>30,249</u></u>
At 28 February 2018	<u><u>37,134</u></u>

# CBLH Limited (formerly CBLH Public Limited Company)

## Notes to the Financial Statements For the Period Ended 31 March 2019

### 11. Tangible fixed assets

	Fixtures and fittings £	Internal fit out £	Total £
<b>Cost or valuation</b>			
At 1 March 2018	705,879	2,795,508	3,501,387
Additions	184,741	333,395	518,136
Disposals	(95,629)	(772,031)	(867,660)
Transfers between classes	(13,741)	13,741	-
At 31 March 2019	<u>781,250</u>	<u>2,370,613</u>	<u>3,151,863</u>
<b>Depreciation</b>			
At 1 March 2018	304,893	1,688,358	1,993,251
Charge for the period	112,488	452,955	565,443
Disposals	(70,854)	(772,033)	(842,887)
Transfers between classes	(9,176)	9,176	-
At 31 March 2019	<u>337,351</u>	<u>1,378,456</u>	<u>1,715,807</u>
<b>Net book value</b>			
At 31 March 2019	<u>443,899</u>	<u>992,157</u>	<u>1,436,056</u>
At 28 February 2018	<u>400,986</u>	<u>1,107,150</u>	<u>1,508,136</u>

### 12. Fixed asset investments

At 31 March 2019 the company held investments in the following dormant subsidiaries, Citib@ase Limited, Freedom Business Centres Limited, Pop-up Serviced Offices Limited and Pop-up Business Centres Limited. All of the companies had a registered office of 140 Aldersgate Street, London, EC1A 4HY and capital and reserves of £2 except Freedom Business Centres Limited that had capital and reserves of £100.

# CBLH Limited (formerly CBLH Public Limited Company)

## Notes to the Financial Statements For the Period Ended 31 March 2019

### 13. Debtors

	31 March 2019 £	28 February 2018 £
Trade debtors	180,407	114,825
Amounts owed by group undertakings	6,804,973	4,066,486
Other debtors	243,524	41,014
Prepayments and accrued income	1,138,541	885,001
Deferred taxation	39,649	-
	<u>8,407,094</u>	<u>5,107,326</u>

The impairment loss recognised in the statement of comprehensive income for the period in respect of bad and doubtful debtors was £40,364 (2018 - £20,550).

### 14. Creditors: Amounts falling due within one year

	31 March 2019 £	28 February 2018 £
Payments received on account	298,423	866,133
Trade creditors	261,841	560,290
Deposits	1,602,669	1,350,716
Amounts owed to group undertakings	1,442	1,852
Other taxation and social security	231,125	496,291
Other creditors	447,673	313,328
Accruals and deferred income	813,814	1,087,813
	<u>3,656,987</u>	<u>4,676,423</u>

### 15. Creditors: Amounts falling due after more than one year

	31 March 2019 £	28 February 2018 £
Deposits	278,684	664,774



# CBLH Limited (formerly CBLH Public Limited Company)

## Notes to the Financial Statements For the Period Ended 31 March 2019

### 16. Deferred taxation

	2019 £
At 1 March 2018	(75,387)
Charged to profit or loss	115,036
<b>At 31 March 2019</b>	<b>39,649</b>

The deferred taxation balance is made up as follows:

	31 March 2019 £	28 February 2018 £
Accelerated capital allowances	(59,910)	(76,079)
Other timing differences	99,559	692
	<b>39,649</b>	<b>(75,387)</b>

### 17. Provisions

	Dilapidation provision £
Charged to profit or loss	877,286
<b>At 31 March 2019</b>	<b>877,286</b>

During the period the company recognised a dilapidation provision for an estimate for the costs of making good properties in accordance with contractual lease terms following their assessment in the year that dilapidation charges may arise on certain leasehold property in their portfolio in light of changes in the external environment in which the business operates.

# CBLH Limited (formerly CBLH Public Limited Company)

## Notes to the Financial Statements For the Period Ended 31 March 2019

### 18. Share capital

	31 March 2019 £	28 February 2018 £
<b>Allotted, called up and fully paid</b>		
58,824 A Ordinary shares of £0.01 each	588	588
58,824 A Preference shares of £0.99 each	58,236	58,236
1,500 B Ordinary shares of £0.01 each	15	15
	<hr/>	<hr/>
	<b>58,839</b>	<b>58,839</b>
	<hr/>	<hr/>

Each class of share is an equity share having entitlement to receive notice of, attend and vote at meetings of the company.

Each class of share is entitled to be paid dividends at such rate or rates at such times as may be resolved by and in the absolute discretion of the directors subject to:

- in the case of A Ordinary shares, they shall not be entitled to be paid any dividends out of distributable reserves in existence at the date of adoption of the company's current Articles of Association

- in the case of B Ordinary shares, they shall not be entitled to be paid any dividends out of distributable reserves in existence at the date of issue of such B Ordinary shares

Upon a sale the classes of shares shall entitle their holders to the following proceeds:

#### A Preference shares

The first £3,000,000 of the net proceeds of sale ("the Priority Share").

#### A and B Ordinary shares

A proportion of the remaining net proceeds of sale (net proceeds of sale less the Priority Share). The proportion allotted to the A Ordinary and B Ordinary shares is dependent on the value and timing of the sale.

### 19. Reserves

#### **Share premium account**

The share premium reserve includes any premiums received on issue of share capital. Any transaction costs associated with the issuing of shares are deducted from share premium.

#### **Profit and loss account**

Profit and loss account includes all current and prior period retained profits and losses, less distributions to owners.

# **CBLH Limited (formerly CBLH Public Limited Company)**

## **Notes to the Financial Statements For the Period Ended 31 March 2019**

### **20. Commitments under operating leases**

At 31 March 2019 the Company had future minimum lease payments under non-cancellable operating leases as follows:

	<b>31 March 2019 £</b>	<b>28 February 2018 £</b>
Not later than 1 year	<b>1,851,932</b>	2,519,640
Later than 1 year and not later than 5 years	<b>4,758,037</b>	5,880,917
Later than 5 years	<b>429,458</b>	1,321,583
	<b><u>7,039,427</u></b>	<b><u>9,722,140</u></b>

### **21. Related party transactions**

The company has taken advantage of the exemption available under Financial Reporting Standard 102 (section 33), not to disclose transactions between entities which form part of the group headed by Newable Limited.

### **22. Ultimate Controlling party**

The immediate parent undertaking is Citibase Holdings Limited, a company incorporated in the United Kingdom.

The smallest group for which consolidated accounts are prepared is Newable Office Space Limited, a company incorporated in the United Kingdom.

The ultimate parent undertaking and largest group for which consolidated accounts are prepared is Newable Limited, a company incorporated in the United Kingdom. Consolidated accounts are available from Companies House, Crown Way, Cardiff, CF14 3UZ.