Precis (1814) Limited

Registered Number 03835524

Annual report and financial statements

For the year ended 31 December 2016

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Precis (1814) Limited

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Strategic Report

The Directors present their strategic report on Precis (1814) Limited (the "Company") for the year ended 31 December 2016.

Principal activities

The Company's principal activity is the holding of investments in companies operating in the tobacco industry as members of the British American Tobacco p.l.c. Group (the "Group").

Review of the year ended 31 December 2016

In May 2016 the Company authorised for additional ordinary shares to the value of the GBP equivalent of USD 170,000,000 to be issued to its parent, Weston Investment Company Limited, the shares were issued in three instalments on 18 July 2016 for 15,112,589 ordinary shares, 19 September 2016 for 59,733,513 ordinary shares and on 4 October 2016 for 56,087,871 ordinary shares. The proceeds of the equity injection where used to finance the acquisition of 99.9836% shares in PJSC "A/T B.A.T.-Prilucky Tobacco Company" ("BAT Ukraine") and its further recapitalisation.

In July 2016 the Company issued two tranches of redeemable preference shares with a value of ZAR 6,204,600,000 and RUB 9,367,032,000 to Weston Investment Company Limited. The proceeds of the issuance were used to acquire loans towards fellow Group Companies.

In October the Company issued additional ordinary shares in value of £32,597,134 to its parent, Weston Investment Company Limited.

The profit for the financial year attributable to the Company's shareholders after deduction of all charges and the provision of taxation amounted to £723,699,000 (2015: £9,988,000).

The Directors expect the Company's activities to continue on a similar basis in the foreseeable future.

Key performance indicators

Given the nature of the Company's activities, the Company's Directors believe that key performance indicators are not necessary or appropriate for an understanding of the Company's specific development, performance or the position of its business. However, key performance indicators relevant to the Group, and which may be relevant to the Company, are disclosed in the Strategic Report in the Annual Report of British American Tobacco p.l.c. and do not form part of this report.

Principal risks and uncertainties

The principal risks and uncertainties of the Company, including financial risk management, are integrated with the principal risks of the Group and are monitored by audit committees to provide a framework for identifying, evaluating and managing risks faced by the Group. Accordingly, the key Group risk factors that may be relevant to the Company are disclosed in the Annual Report of British American Tobacco p.l.c. and do not form part of this report.

By Order of the Board

S Kerr Secretary

10 July 2017

Directors' Report

The Directors present their report together with the audited financial statements of the Company for the year ended 31 December 2016.

Dividends

During the year, the Company paid interim dividends of £1,777,110,000 (2015: £nil).

Board of Directors

The names of the persons who served as Directors of the Company during the period 1 January 2016 to the date of this report are as follows:

Appointed Resigned

Robert James Casey Tadeu Luiz Marroco Nicola Snook Carola Wiegand

Naresh Kumar Sethi

1 December 2016

1 December 2016

Post balance sheet events

In May 2016, two of the Company's direct subsidiaries: Pathway 2 (Jersey) Limited and BAT (CI) Holdings Limited have entered into the liquidation process. BAT (CI) Holding's investments in its direct subsidiaries will be transferred to the Company, as a dividend in specie.

Statement of Directors' responsibilities

The Directors are responsible for preparing the Strategic report, 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 they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 101 Reduced Disclosure Framework.

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;
- 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 confirm that they have complied with the above requirements in preparing the financial statements.

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.

Directors' Report (continued)

Directors' declaration in relation to relevant audit information

Having made appropriate enquiries, each of the Directors who held office at the date of approval of this report confirms that:

- (a) to the best of his or her knowledge and belief, there is no relevant audit information of which the Company's auditor is unaware; and
- (b) he or she has taken all steps that a Director might reasonably be expected to have taken in order to make himself or herself aware of relevant audit information and to establish that the Company's auditor is aware of that information.

By Order of the Board

S Kerr

Secretary

10 July 2017

Independent auditor's report to the members of Precis (1814) Limited

We have audited the financial statements of Precis (1814) Limited for the year ended 31 December 2016 set out on pages 7 to 15. The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice), including FRS 101 Reduced Disclosure Framework.

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.

Respective responsibilities of directors and auditor

As explained more fully in the Statement of Directors' Responsibilities set out on page 3, 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

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's website at www.frc.org.uk/auditscopeukprivate.

Opinion on financial statements

In our opinion, Precis (1814) Limited financial statements (the "financial statements"):

- give a true and fair view of the state of the Company's affairs as at 31 December 2016 and of its 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.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Strategic Report and the Directors' Report for the financial year is consistent with the financial statements.

Based solely on the work required to be undertaken in the course of the audit of the financial statements and from reading the Strategic report and the Directors' report:

- · we have not identified material misstatements in those reports; and
- in our opinion, those reports have been prepared in accordance with the Companies Act 2006.

Independent auditor's report to the members of Precis (1814) Limited (continued)

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.

Jeremy Hall, (Senior Statutory Auditor)

For and on behalf of KPMG LLP, Statutory Auditor

Chartered Accountants

15 Canada Square

London, E14 5GL

10 July 2017

Profit and loss account for the year ended 31 December 2016

Continuing operations	Note	2016 £'000	2015 £'000
Other operating charges	2	(1,862,620)	-
Operating loss		(1,862,620)	-
Income from shares in Group undertakings	3	2,592,910	10,632
Profit on ordinary activities before interest and taxation		730,290	10,632
Interest receivable and similar income	4	35,892	20,386
Interest payable and similar charges	5	(34,789)	(20,420)
Profit on ordinary activities before taxation		731,393	10,598
Tax on profit on ordinary activities	6	(534)	(610)
Profit for the financial year		731,927	9,988

There is no difference between the profit on ordinary activities before taxation and the profit for the financial year stated above and their historical cost equivalents.

There are no recognised gains or losses other than the profit for the financial year and therefore no Statement of other comprehensive income has been presented.

Statement of changes in equity for the year ended 31 December 2016

	Called up share capital	Share premium account	Profit and loss account	Total Equity
	£'000	£'000	£'000	£'000
1 January 2015	59	16,061	29,416	45,536
Profit for the financial year	-	_	9,988	9,988
Issue of shares	1,728,000	-	-	1,728,000
31 December 2015	1,728,059	16,061	39,404	1,783,524
Profit for the financial year	-	-	731,927	731,927
Issue of shares	130,935	32,596		163,531
Dividends paid			(1,777,110)	(1,777,110)
31 December 2016	1,858,994	48,657	(1,005,779)	901,872

The accompanying notes are an integral part of the financial statements.

Balance sheet as at 31 December 2016

	Note	2016 £'000	2015 £'000
Fixed assets	,,,,,	2 000	2000
Investments in Group undertakings	7	65,836	1,763,342
		65,836	1,763,342
Current assets			
Debtors: amounts falling due within one year	8a	859,721	28,024
Debtors: amounts falling due after one year	8b	491,374	1,093,241
		1,351,095	1,121,265
Creditors: amounts falling due within one year	9a	(23,685)	(7,842)
Net current assets		1,327,410	1,113,423
Total assets less current liabilities		1,393,246	2,876,765
Creditors: amounts falling due after more than one year	9b	(491,374)	(1,093,241)
Net assets		901,872	1,783,524
Capital and reserves			
Called up share capital	10	1,858,994	1,728,059
Share premium account		48,657	16,061
Profit and loss account		(1,005,779)	39,404
Total shareholders' funds		901,872	1,783,524

The financial statements on pages 7 to 15 were approved by the Directors on 10 July 2017 and signed

on behalf of the Board.

Mr R. A Casey Director

Registered number 03835524

The accompanying notes are an integral part of the financial statements.

1 Accounting policies

Basis of accounting

The financial statements are prepared on the going concern basis, under the historical cost convention, and in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework ("FRS 101"). In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of International Financial Reporting Standards as adopted by the EU ("IFRS"), but makes amendments where necessary in order to comply with the Companies Act 2006 and where advantage of disclosure exemptions available under FRS 101 have been taken.

The preparation of the financial statements requires the Directors to make estimates and assumptions that affect the reported amounts of income, expenses, assets and liabilities, and the disclosure of contingent liabilities at the date of the financial statements. The key estimates and assumptions are set out in the accounting policies below, together with the related notes to the accounts.

The most significant items include:

- the review of asset values and impairment testing of non-financial assets;
- the estimation of amounts to be recognised in respect of taxation; and
- the exemptions taken under IFRS 1 on the first time adoption of FRS 101 at 1 January 2014.

Such estimates and assumptions are based on historical experience and various other factors that are believed to be reasonable in the circumstances and constitute management's best judgment at the date of the financial statements. In the future, actual experience may deviate from these estimates and assumptions, which could affect the financial statements as the original estimates and assumptions are modified, as appropriate, in the year in which the circumstances change.

The Company is included in the consolidated financial statements of British American Tobacco p.l.c. which is incorporated in the United Kingdom and registered in England and Wales. Consequently, the Company has taken advantage of the exemption from preparing consolidated financial statements under the terms of section 400 of the Companies Act 2006.

The accounting policies set out below, have unless otherwise stated, been applied consistently to all periods presented in these financial statements and in preparing the opening balance sheet at 1 January 2014 for the purpose of the transition to FRS 101.

Cash flow statement

The Company is a wholly owned subsidiary of British American Tobacco p.l.c.. The cash flows of the Company are included in the consolidated cash flow statement of British American Tobacco p.l.c. which is publicly available. Consequently, the Company has taken advantage of the exemption from preparing a cash flow statement under the terms of FRS 101.

Foreign currencies

The functional currency of the Company is sterling. Transactions arising in currencies other than sterling are translated at the rate of exchange ruling on the date of the transaction. Monetary assets and liabilities expressed in currencies other than sterling are translated at rates of exchange ruling at the end of the financial year.

1 Accounting policies (continued)

Taxation

Taxation is that chargeable on the profits for the period, together with deferred taxation.

The current income tax charge is calculated on the basis of tax laws enacted or substantively enacted at the balance sheet date.

Deferred taxation is provided in full using the liability method for temporary differences between the carrying amount of assets and liabilities for financial reporting purposes and the amount used for taxation purposes.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised. As required under IAS 12 *Income Taxes*, deferred tax assets and liabilities are not discounted.

Deferred tax is determined using the tax rates that have been enacted or substantively enacted by the balance sheet date and are expected to apply when the related deferred tax asset is realised or deferred tax liability is settled.

Tax is recognised in the Profit and loss account except to the extent that it relates to items recognised in other comprehensive income or directly in equity, in which case it is recognised in other comprehensive income or changes in equity.

The Company has exposures in respect of the payment or recovery of a number of taxes. Liabilities or assets for these payments or recoveries are recognised at such time as an outcome becomes probable and when the amount can reasonably be estimated.

Investments in Group undertakings

Investments in Group undertakings are stated at cost, together with subsequent capital contributions, less provisions for any impairment in value, where appropriate.

Dividends

Final dividend distributions to the Company's shareholders are recognised as a liability in the Company's financial statements in the period in which the dividends are approved by the Company's shareholders at the Annual General Meeting, while interim dividend distributions are recognised in the period in which the dividends are declared and paid.

2 Other operating charges

	2016	2015
	£'000	£'000
Bank charges	9	-
Impairment of subsidiaries	1,862,611	
	1,862,620	

Auditors' fees of £2,500 were borne by a fellow Group undertaking (2015: £2,500).

There were no employees (2015: none) and no staff costs during the year (2015: £nil).

None of the Directors received any remuneration in respect of their services as a Director of the Company during the year (2015: £nil).

During the year the Company has impaired its investments in BAT (CI) Holdings Limited, Pathway 2 (Jersey) Limited and in BAT Ukraine (Note 7b).

3 Income from shares in Group undertakings

	2016	2015
	£'000	£'000
Income from shares in Group undertakings	2,592,910	10,632

Income from shares in Group undertakings mainly represent dividends received from BAT (CI) Holdings Limited and from Pathway 2 (Jersey) Limited.

4 Interest receivable and similar income

2016	2015
£'000	£,000
Interest receivable from Group undertakings 17,865	38
Preference share dividend received 15,754	20,348
Exchange gain 2,030	-
Fair value gain 243	-
35,892	20,386

5 Interest payable and similar charges

	2016	2015
	£'000	£,000
Interest payable to Group undertakings	15,351	20,420
Preference share dividend paid	19,438	-
	34,789	20,420

6 Taxation

(a) Recognised in the Profit and loss account

Total income tax expense (note 6b)		(534)		610
		(8,005)		-
Deferred Tax Origination and reversal of timing differences	(8,005)			
		7,471		610
Adjustment in respect of prior years	2,095		-	
Current tax on income for the period	5,376		610	
UK corporation tax				
	£'000	£'000	£'000	£'000
	2016		2015	

(b) Factors affecting the taxation charge

A reduction in the UK corporation tax rate from 21% to 20% (effective from 1 April 2015) was substantively enacted on 2 July 2013. Further reductions to 19% (effective from 1 April 2017) and to 18% (effective 1 April 2020) were substantively enacted on 26 October 2015, and an additional reduction to 17% (effective 1 April 2020) was substantively enacted on 6 September 2016. This will reduce the Company's future current tax charge accordingly.

The current taxation charge differs from the standard 20.00% (2015: 20.25%) rate of corporation taxation in the UK. The major causes of this difference are listed below:

2046

2015

6 Taxation (continued)

	2016 £'000	2015 £'000
•	£ 000	£ 000
Profit for the year	731,927	9,988
Total tax expense	(534)	610
Profit excluding taxation	731,393	10,598
Tax using the UK corporation tax rate of 20.00% (2015: 20.25%)	146,279	2,146
Adjustments in respect of prior years	2,095	-
Non-deductible expenses	376,410	8
Tax exempt revenues	(521,733)	(6,289)
Tax arising in respect of Controlled Foreign Companies	5,376	4,745
Utilisation of tax losses	(956)	-
Deferred tax in respect of losses	(8,005)	-
Total tax charge for the period (note 6a)	(534)	610

7 Investments

(a) Shares in Group undertakings

		Direct	Subsidiary	Attributable
Company	Share Class	interest	Interest	Interest
Guernsey		%	%	%
St Martin's House, Le Bordage, St. Peter's				
Port, GY1 4AU, Guemsey				
Belaire Insurance Company Limited	Ordinary	100.00	0.00	100.00
Jersey				
3rd Floor, 24 Hill Street, St Helier, JE2 4UA,				
Jersey .				
BAT (CI) Holdings Limited	Ordinary	100.00	0.00	100.00
BAT (CI) Finance Limited	Ordinary	0.00	100.00	100.00
British American Tobacco (CI) Limited	Ordinary	0.00	100.00	100.00
Pathway 2 (Jersey) Limited	Ordinary	100.00	0.00	100.00
Ukraine				
21 Nezalezhnosti Str, Pryluky, Chemihiv				
Region, 17502 Ukriane				
PJSC "A/T B.A.T Prilucky Tobacco Company"	Ordinary	100.00	0.00	100.00

7 Investments (continued)

(b) Investments in Group undertakings

	Investments in Group undertakings
	000°£
Cost	
1 January 2016	1,763,342
Additions	165,105
31 December 2016	1,928,447
Impairment	
1 January 2016	-
Charge during the year	(1,862,611)
31 December 2016	(1,862,611)
Net book value	
1 January 2016	1,763,342
31 December 2016	65,836

The additions during the year are related to the acquisition BAT Ukraine and the funding of Pathway 2 (Jersey) Limited.

During the year the Company has impaired its investments in BAT (CI) Holdings Limited, BAT Ukraine and Pathway 2 (Jersey) Limited.

(c) The Directors are of the opinion that the individual investments in the Group undertakings have a value not less than the amount at which they are shown in the balance sheet.

8 Debtors

(a) Amounts falling due within one year

	2016	2015
	£'000	£'000
Amounts owed by Group undertakings	851,716	28,024
Deferred tax (see Note 6)	8,005	-
	859,721	28,024

Included within amounts owed by Group undertakings is an amount of £845,671,000 (2015: £20,592,000) which is unsecured, interest bearing and repayable at demand. The interest rate is based on LIBOR.

Other amounts owed by Group undertakings are unsecured, interest free and repayable on demand.

8 Debtors (continued)

(b) Amounts falling due after one year

	2016	2015
	£'000	£'000
Amounts owed by Group undertakings	491,374	1,093,241

Amounts owed by Group undertakings from 2015 represent redeemable preference shares of £1,093,241,000 issued by Pathway 2 (Jersey) Limited. Total number of shares subscribed amounted to 1,700 mandatory redeemable preference shares of £1.00 each. The terms of the subscription entitle the Company to a non-contingent preference dividend income with an interest basis of LIBOR and a redemption period of three years from subscription on 20 February 2018. The preference shares were redeemed in October 2016.

Amounts owed by Group undertakings from 2016 of RUB 9,367,032,000 (£124,184,000) (2015: £nil) and ZAR 6,204,600,000 (£367,190,000) (2015: £nil) are interest bearing and repayable in 2018 and 2019.

9 Creditors

(a) Amounts falling due within one year

	2016	2015
	£,000	£'000
Amounts owed to Group undertakings	23,685	7,842

Amounts owed to Group undertakings mainly represent preference share dividends payable in respect of amounts owed to Group undertakings (note 9b). All other amounts owed to Group undertakings are unsecured, interest free and repayable on demand.

(b) Amounts falling due after more than one year

	2016	2015
	£'000	£'000
Amount owed to Group undertakings	491,374	1,093,241

Amounts owed to Group undertakings represent redeemable preference shares issued to its parent Weston Investment Company Limited of RUB 9,367,032,000 (£124,184,000) (2015: £nil) and ZAR 6,204,600,000 (£367,190,000) (2015: £nil). The interest rates are based on 6-month MosPrime and 6 month ZAR JIBAR and are redeemable in 2018 and 2019.

10 Called up share capital

31 December 2016

Ordinary shares of £1 each		2016	2015
Allotted, called up and fully paid - value		£1,858,993,931	£1,728,058,958
- number		1,858,993,931	1,728,058,958
Issue of shares	Ordinary shares of £1 each	Called up share capital	Share premium account
Allotted, called up and fully paid 1 January 2016 Issue of shares	1,728,058,958 130,934,973	£1,728,058,958 £130,934,973	£16,060,608 £32,596,134

1,858,993,931

£1,858,993,931

£48,656,742

10 Called up share capital (continued)

During 2016 the Company's parent, Weston Investment Company Limited, made a £163,531,107 equity injection into the Company. The total number of shares after equity injection is 1,858,993,931. The proceeds of the equity injection were used to finance the acquisition of BAT Ukraine and funding of Pathway 2 (Jersey) Limited.

11 Related party disclosures

As a wholly owned subsidiary the Company has taken advantage of the exemption under FRS 101 from disclosing transactions with other subsidiary undertakings of the British American Tobacco p.l.c. Group.

12 Post balance sheet events

In May 2016, two of the Company's direct subsidiaries: Pathway 2 (Jersey) Limited and BAT (CI) Holdings Limited have entered into the liquidation process. BAT (CI) Holding's investments in its direct subsidiaries will be transferred to the Company, as a dividend in specie.

13 Parent undertakings

The Company's ultimate parent undertaking and ultimate controlling party is British American Tobacco p.l.c. being incorporated in the United Kingdom and registered in England and Wales. The Company's immediate parent undertaking is Weston Investment Company Limited. Group financial statements are prepared only at the British American Tobacco p.l.c. level and may be obtained from:

The Company Secretary Globe House 4 Temple Place London WC2R 2PG