ASPEN PROPERTY SERVICES LIMITED

ABBREVIATED ACCOUNTS

FOR THE YEAR ENDED 31 MARCH 2015





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### ASPEN PROPERTY SERVICES LIMITED

# COMPANY INFORMATION FOR THE YEAR ENDED 31 MARCH 2015

**DIRECTOR:** 

K Phippen

**SECRETARY:** 

S Hurrell

**REGISTERED OFFICE:** 

Sun House

79 High Street Eton Windsor Berkshire SL4 6AF

**REGISTERED NUMBER:** 

03883227

**AUDITORS:** 

Hardie Caldwell LLP

Citypoint 2 25 Tyndrum Street Glasgow

Glasgov G4 0JY

#### STRATEGIC REPORT FOR THE YEAR ENDED 31 MARCH 2015

The director presents his strategic report for the year ended 31 March 2015.

#### **REVIEW OF BUSINESS**

The results for the year and financial position are as shown in the annexed financial statements.

Consolidated financial statements are not prepared for the Aspen Property Services Limited sub group as those results are consolidated within the Aspen Capital Group Limited consolidated financial statements.

However this strategic report covers the results of Aspen Property Services Limited and its subsidiary companies and should be read in that context.

Following a new share issue in Glenholme Healthcare Group Limited, in March 2015, Aspen Property Services Limited's investment ceased to be that of a parent company and became an investment in an associate company.

Post year end the Glenholme Healthcare Group disposed of its addiction treatment centre, Life Works Community Limited, with the intention of expanding its mental and physical care operations as well as other health care investments as opportunities arise.

Oversupply and cheap Chinese imports have continued to have an adverse impact on the UK steel market and Globalmet Industries Limited is examining other potential markets and products.

#### PRINCIPAL RISKS AND UNCERTAINTIES

The main risks and uncertainties affecting the company are potential movements in property values, exchange rates and stock markets.

ON BEHALF OF THE BOARD:

K Phippen - Director

25 January 2016

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# REPORT OF THE DIRECTOR FOR THE YEAR ENDED 31 MARCH 2015

The director presents his report with the financial statements of the company for the year ended 31 March 2015.

#### DIVIDENDS

During the year the company paid a dividend of £225,000 to the parent company Aspen Capital Group Limited, of which K Phippen is the sole shareholder.

#### DIRECTOR

K Phippen held office during the whole of the period from 1 April 2014 to the date of this report.

#### DISCLOSURE IN THE STRATEGIC REPORT

The Review of Business and the Principal Risks and Uncertainties are disclosed within the Strategic Report.

#### STATEMENT OF DIRECTOR'S RESPONSIBILITIES

The director is responsible for preparing the Report of the Director and the financial statements in accordance with applicable law and regulations.

Company law requires the director to prepare financial statements for each financial year. Under that law the director has 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 director must not approve the financial statements unless he is 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 director is 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 director is 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 him to ensure that the financial statements comply with the Companies Act 2006. He is 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 director is 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 he 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, Hardie Caldwell LLP, will be proposed for re-appointment at the forthcoming Annual General Meeting.

ON BEHALF OF THE BOARD:

K Phippen - Director

25 January 2016

# REPORT OF THE INDEPENDENT AUDITORS TO ASPEN PROPERTY SERVICES LIMITED UNDER SECTION 449 OF THE COMPANIES ACT 2006

We have examined the abbreviated accounts set out on pages five to sixteen, together with the full financial statements of Aspen Property Services Limited for the year ended 31 March 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 director and auditors

The director is 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.

Robert G S Mackay (Senior Statutory Auditor) for and on behalf of Hardie Caldwell LLP

Citypoint 2

25 Tyndrum Street Glasgow

Date:

G4 0JY

# ABBREVIATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MARCH 2015

		2015		2014		
	Notes	£	£	£	£	
TURNOVER	2		24,000		24,000	
Other operating income			107,113		7,794	
			131,113		31,794	
Administrative expenses			437,662		1,516,142	
OPERATING LOSS	4		(306,549)		(1,484,348)	
Income from shares in group undertakings Income from fixed asset investments Interest receivable and similar income		13,482 6,134 61,691		129,598 168,624 117,429		
			81,307		415,651	
			(225,242)		(1,068,697)	
Interest payable and similar charges	5		19,131		54,552	
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION			(244,373)		(1,123,249)	
Tax on loss on ordinary activities	6		-		-	
LOSS FOR THE FINANCIAL YEAR			(244,373)		(1,123,249)	

### **CONTINUING OPERATIONS**

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

# STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES FOR THE YEAR ENDED 31 MARCH 2015

	2015	2014
	£	£
LOSS FOR THE FINANCIAL YEAR	(244,373)	(1,123,249)
Unrealised surplus on revaluation of properties	-	552,779
Unrealised gain on investments	-	340,863
Unrealised gain on investment property	•	480,906
TOTAL RECOGNISED GAINS AND LOSSES		
RELATING TO THE YEAR	(244,373)	251,299

#### NOTE OF HISTORICAL COST PROFITS AND LOSSES

The difference between the results as disclosed in the profit and loss account and the results on an unmodified historical cost basis is not material.

# ABBREVIATED BALANCE SHEET 31 MARCH 2015

		20	15	2014	
	Notes	£	£	£	£
FIXED ASSETS	•				
Tangible assets	8		930,802		950,361
Investments	9		7,089,216		4,638,349
Investment property	10		3,375,000		3,375,000
•			11,395,018		8,963,710
CURRENT ASSETS					
Debtors	11	1,679,791		1,750,696	
Investments	12	•		2,688,608	
Cash at bank and in hand		1,409,899		120,640	
		3,089,690		4,559,944	
CREDITORS					
Amounts falling due within one year	13	135,308		1,097,071	
NET CURRENT ASSETS			2,954,382		3,462,873
TOTAL ASSETS LESS CURRENT LIABILITIES		·	14,349,400		12,426,583
·					12,120,303
CREDITORS					
Amounts falling due after more than one	•				
year	14				65,979
NET ASSETS	•		14,349,400		12,360,604
CAPITAL AND RESERVES					
Called up share capital	16		1		1
Revaluation reserve	17		1,019,579		1,361,915
Profit and loss account	17		13,329,820		10,998,688
SHAREHOLDERS' FUNDS	22		14,349,400		12,360,604

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 director on 25 January 2016 and were signed by:

K Phippen - Director

# NOTES TO THE ABBREVIATED ACCOUNTS FOR THE YEAR ENDED 31 MARCH 2015

#### 1. ACCOUNTING POLICIES

#### Accounting convention

The financial statements have been prepared under the historical cost convention as modified by the revaluation of certain assets.

#### Preparation of consolidated financial statements

The financial statements contain information about Aspen Property Services Limited as an individual company and do not contain consolidated financial information as the parent of a group. The company is exempt under Section 400 of the Companies Act 2006 from the requirements to prepare consolidated financial statements as it and its subsidiary undertakings are included by full consolidation in the consolidated financial statements of its parent, Aspen Capital Group Limited, a company registered in England and Wales.

#### Financial Reporting Standard number 1

Exemption has been taken from preparing a cash flow statement on the grounds that the parent company includes the subsidiary in its published financial statements.

#### Turnover

Turnover is the total amount invoiced in the normal course of business and is stated net of value added tax where applicable. Income is recognised on the date that it is invoiced.

#### Rental income

Rental income is included in the profit and loss account on a receivables basis.

#### Tangible fixed assets

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

Freehold buildings Fittings, equipment and vehicles Computer equipment

over 20 - 50 years over 5 - 10 years over 4 years

#### **Investment property**

Investment properties are held at valuation.

#### Deferred tax

Deferred taxation is provided in full on timing differences which result in an obligation at the balance sheet date to pay more tax, or a right to pay less tax, at rates expected to apply when they reverse based on current tax rates and law. Timing differences arise from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in the financial statements. Deferred tax is not provided on timing differences arising from the revaluation of fixed assets where there is no commitment to sell the asset, or on unremitted earnings of subsidiaries, associates or joint ventures where there is no commitment to remit these earnings. Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered. Deferred tax assets and liabilities are not discounted.

#### Foreign currencies

Transactions within the profit and loss account which originate in foreign currencies are recorded using an average rate for the period being an approximation of the exchange rates at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are reported at the rates of exchange prevailing at that date.

#### Pension costs and other post-retirement benefits

The company operates a defined contribution pension scheme. Contributions payable to the company's pension scheme are charged to the profit and loss account in the period to which they relate.

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# NOTES TO THE ABBREVIATED ACCOUNTS - continued FOR THE YEAR ENDED 31 MARCH 2015

#### 1. ACCOUNTING POLICIES - continued

#### Investments in subsidiary undertakings

Investments in subsidiary undertakings are stated at cost, less any provision for impairment.

#### Investments in associated undertakings

Investments in associated undertakings are stated at cost, less any provision for impairment.

#### Fixed asset investments

Investments held as fixed asset investments are stated in the balance sheet at cost less any provision for impairment.

#### **Current asset investments**

Investments held as current assets are stated at current cost, being the market value at the balance sheet date, and the difference between historic cost and market value is taken to the revaluation reserve.

#### Going concern

The company has cash resources and the director has a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. He continues to believe the going concern basis of accounting appropriate in preparing the annual financial statements.

#### Related party disclosures

The company has taken advantage of the exemption available to wholly owned subsidiaries under Financial Reporting Standard Number 8, Related Parties, not to provide details of transactions with other group undertakings.

#### 2. TURNOVER

In the opinion of the directors, 0% of the turnover of the company is attributable to geographical markets outside the UK (2014 - 0%).

#### 3. STAFF COSTS

Wages and salaries Social security costs Other pension costs	2015 £ 216,800 25,790 10,000	2014 £ 158,625 26,468 10,000
	252,590	195,093
The average monthly number of employees during the year was as follows:	2015	2014
Corporate Other	1 3 4	1 2 3

# NOTES TO THE ABBREVIATED ACCOUNTS - continued FOR THE YEAR ENDED 31 MARCH 2015

Ordinary shares share of £1

Final

4.	OPERATING LOSS		
	The operating loss is stated after charging:		
	Depreciation - owned assets Auditors' remuneration Gain on disposal of current asset investments	2015 £ 19,559 6,400 65,372	2014 £ 15,677 6,400
	Gain on disposar of current asset investments	====	
	Director's remuneration	150,000	100,000
	The number of directors to whom retirement benefits were accruing was as follows:		
	Money purchase schemes	1	1
5.	INTEREST PAYABLE AND SIMILAR CHARGES	2015	2014
	Bank interest	2015 £ 19,131	2014 £ 54,552
6.	TAXATION		
	Analysis of the tax charge No liability to UK corporation tax arose on ordinary activities for the year ended 3 ended 31 March 2014.	1 March 2015 no	or for the year
7.	DIVIDENDS	2015 £	. 2014 £

During 2015, a final dividend in respect of the year ended 31 March 2014 was paid to Aspen Property Services Limited's parent company, Aspen Capital Group Limited, in the amount of £225,000 (2014: £185,000).

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225,000

185,000

# NOTES TO THE ABBREVIATED ACCOUNTS - continued FOR THE YEAR ENDED 31 MARCH 2015

8.

	Freehold property £	Plant and machinery £	Fixtures and fittings £	Motor vehicles £	Totals £
COST OR VALUATION					
At 1 April 2014	965,000	72,637	134,043	46,087	1,217,767
Disposals			-	(17,837)	(17,837)
At 31 March 2015	965,000	72,637	134,043	28,250	1,199,930
DEPRECIATION					
At 1 April 2014	15,417	71,859	134,043	46,087	267,406
Charge for year	19,300	259	-	-	19,559
Eliminated on disposal	-			(17,837)	(17,837)
At 31 March 2015	34,717	72,118	134,043	28,250	269,128
NET BOOK VALUE					
At 31 March 2015	930,283	519	<u> </u>	-	930,802
At 31 March 2014	949,583	778			950,361
Cost or valuation at 31 March	2015 is represente	d by:			
	•		Fixtures		
	Freehold	Plant and	and	Motor	
	property	machinery	fittings	vehicles	Totals
Valuation in 2014	£	£	£	£	£
Cost	449,719 515,281	72,637	134,043	28,250	449,719 750,211
2031	•				

If Freehold property had not been revalued it would have been included at the following historical cost:

	2015 £	2014 £
Cost	515,281	515,281
Aggregate depreciation	123,673	113,367

During the year ended 31 March 2014 Aspen Property Services Limited had the freehold property at 79 High Street, Eton revalued. The valuation was carried out by Kempton Carr Croft Chartered Surveyors. The property was valued at £925,000 based on market value with vacant possession for existing use.

The car park situated at Emlyn Buildings was revalued by the director at a value of £40,000 at 31 March 2014 based on an offer to purchase as received.

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# NOTES TO THE ABBREVIATED ACCOUNTS - continued FOR THE YEAR ENDED 31 MARCH 2015

FIXED ASSET INVESTMENTS Shares in Interest							
	Snares in group undertakings £	in associate	Listed investments £	Unlisted investments £	Totals £		
COST OR VALUATION							
At 1 April 2014	3,627,140	-	95,167	981,817	4,704,124		
Net asset adjustment	-	2,458,169	-	-	2,458,169		
Cost transfer	(658,741)	658,741	<del>-</del>				
At 31 March 2015	2,968,399	3,116,910	95,167	981,817	7,162,293		
PROVISIONS							
At 1 April 2014	-	-	-	65,775	65,775		
Provision for year	-		-	7,302	7,302		
At 31 March 2015	<u>-</u>	-	-	73,077	73,077		
NET BOOK VALUE			<del></del>				
At 31 March 2015	2,968,399	3,116,910	95,167	908,740	7,089,216		
At 31 March 2014	3,627,140	-	95,167	916,042	4,638,349		
Cost or valuation at 31 Marc	h 2015 is represented	d by:					
	Shares in	Interest					
	group	in	Listed	Unlisted			
	undertakings	associate	investments	investments	Totals		
	£	£	£	£	£		
Valuation in 2015	-	2,458,169	-	-	2,458,169		
Cost	2,968,399	658,741	95,167	981,817	4,704,124		
	2,968,399	3,116,910	95,167	981,817	7,162,293		

The company's investments at the Balance Sheet date in the share capital of companies include the following:

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### Subsidiaries

**Globalmet Industries Limited** 

Nature of business: Importing export and distribution of steel

Class of shares: holding Ordinary 100.00

**CYAM Limited** 

Country of incorporation: Cyprus

Nature of business: Trade of immobile properties

Class of shares: holding Ordinary 51.00

# NOTES TO THE ABBREVIATED ACCOUNTS - continued FOR THE YEAR ENDED 31 MARCH 2015

#### 9. FIXED ASSET INVESTMENTS - continued

**ACG Joint Company Limited** 

Nature of business: Dormant company

Class of shares: holding Ordinary 100.00

Poriete Fashions Limited

Nature of business: Ladies Fashion

Class of shares: holding Ordinary 90.00

Associated company

The Glenholme Healthcare Group Limited

Nature of business: Holding company

Class of shares: holding Ordinary 34.60

During the year due to an additional investment by a third party and a new issue of ordinary A investment shares ranking with same rights etc as ordinary A shares Aspen Property Services Limited shareholding in Glenholme Healthcare Group Limited decreased from 56.12% to 34.6%.

#### 10. INVESTMENT PROPERTY

	Total £
COST OR VALUATION	<b>د</b>
At 1 April 2014	
and 31 March 2015	3,375,000
	<del></del>
NET BOOK VALUE	
At 31 March 2015	3,375,000
At 31 March 2014	3,375,000
ACST Match 2014	3,373,000
Cost or valuation at 31 March 2015 is represented by:	
	£
Valuation in 2014	480,906
Cost	2,894,094
	3,375,000
	=======================================

During the year ended 31 March 2014 the property previously held as stock was transferred to investment properties and was revalued by the director. The property was valued at £3,375,000 as at 31 March 2014. The director considers there to have been no movement in value in the year to 31 March 2015.

# NOTES TO THE ABBREVIATED ACCOUNTS - continued FOR THE YEAR ENDED 31 MARCH 2015

	DEDECOR		
11.	DEBTORS	2015	2014
		£	£
	Amounts falling due within one year:	349,344	140 561
	Amounts owed by group undertakings Other debtors	877,891	140,561 1,076,630
	Directors' current accounts	126,991	224,183
		1,354,226	1,441,374
	Amounts falling due after more than one year:  Amounts owed by group undertakings	_	309,322
	Other debtors	325,565	-
		225.565	200 200
		325,565	309,322
	Aggregate amounts	1,679,791	1,750,696
12.	CURRENT ASSET INVESTMENTS		
		2015	2014
	Listed investments	£	£ 2,688,608
	Listed investments		2,088,008
13.	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR		
		2015	2014
	Bank loans and overdrafts (see note 15)	£	£ 979,960
	Social security and other taxes	34,468	13,722
	Other creditors	85,411	81,354
	Accrued expenses	15,429	22,035
		135,308	1,097,071
14.	CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE		
	YEAR		
		2015	2014
	Other creditors	£	£ 65,979
			====
15.	LOANS		
	An analysis of the maturity of loans is given below:		
		2015	2014
		£	£
	Amounts falling due within one year or on demand: Bank overdrafts	_	979,960
	Daily Overality		======

# NOTES TO THE ABBREVIATED ACCOUNTS - continued FOR THE YEAR ENDED 31 MARCH 2015

16.	CALLED U	P SHARE CAPITAL			
,		ed and fully paid:			
	Number:	Class:	Nominal	2015	2014
	1	Ordinary shares	value: £1	£ 1	£ 1
17.	RESERVES				
			Profit		
		·	and loss	Revaluation	
			account	reserve	Totals
			£	£	£
	At 1 April 20	14	10,998,688	1,361,915	12,360,603
	Deficit for the		(244,373)	, ,	(244,373)
	Dividends		(225,000)		(225,000)
		elease on sale of			
	investments		328,232	(328,232)	
	Revaluation i		14,104	(14,104)	•
		om subsidiary to	2.450.160		
	associate		2,458,169		2,458,169
	At 31 March	2015	13,329,820	1,019,579	14,349,399

The Revaluation reserve includes £480,906 in respect of Investment Property (2014: £480,906).

### 18. ULTIMATE PARENT COMPANY

The immediate and ultimate parent undertaking of the company is Aspen Capital Group Limited, a company incorporated in Great Britain and registered in England and Wales.

Group financial statements may be obtained from:

Aspen Capital Group Limited 79 High Street Eton Windsor Berkshire SL4 6AF

#### 19. CAPITAL COMMITMENTS

The company has provided security to bankers of one of its subsidiary companies, Globalmet Industries Limited, over certain of its properties. At the year end the amount of the liability due to the bank by Globalmet Industries Limited was £1,732,757.

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# NOTES TO THE ABBREVIATED ACCOUNTS - continued FOR THE YEAR ENDED 31 MARCH 2015

#### 20. DIRECTOR'S ADVANCES, CREDITS AND GUARANTEES

The following advances and credits to a director subsisted during the years ended 31 March 2015 and 31 March 2014:

	2015	2014
	£	£
K Phippen		
Balance outstanding at start of year	224,183	183,540
Amounts advanced	155,854	389,749
Amounts repaid	(253,046)	(349,106)
Balance outstanding at end of year	126,991	224,183
	<del></del>	

At 31 March 2015 Aspen Property Services Limited was owed £126,991 by director K Phippen (2014: £224,183). 4% interest is charged monthly on any balances owing to the company.

The above balance is included within other debtors as at 31 March 2015 and 31 March 2014.

During the year the company paid a dividend of £225,000 to the parent company Aspen Capital Group Limited, of which K Phippen is the sole shareholder.

#### 21. ULTIMATE CONTROLLING PARTY

The ultimate controlling party is K Phippen by virtue of his shareholding in the Aspen Capital Group Limited.

### 22. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

Loss for the financial year Dividends	2015 £ (244,373) (225,000)	2014 £ (1,123,249) (185,000)
Other recognised gains and losses relating to the year (net) Movement from subsidiary to associate	(469,373) - 2,458,169	(1,308,249) 1,374,548
Net addition to shareholders' funds Opening shareholders' funds	1,988,796 12,360,604	66,299 12,294,305
Closing shareholders' funds	14,349,400	12,360,604