

STATUTORY COPY

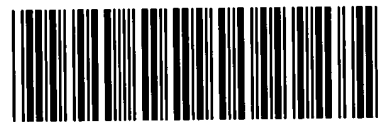
Company Registration No. 03995965 (England and Wales)

D E CLEGG HOLDINGS LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2016

FRIDAY



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29/09/2017

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COMPANIES HOUSE

D E CLEGG HOLDINGS LIMITED

COMPANY INFORMATION

Directors	K Anderson S M Giltrap S J Blackburn T S Richmond
Secretary	G J Russell
Company number	03995965
Registered office	Bishops House 42 High Pavement The Lace Market Nottingham NG1 1HN
Auditor	UHY Hacker Young 14 Park Row Nottingham NG1 6GR
Bankers	Lloyds Bank Plc Old Market Square Nottingham NG1 6FD
Solicitors	Browne Jacobson Mowbray House Castle Meadow Road Nottingham NG2 1BJ

D E CLEGG HOLDINGS LIMITED

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D E CLEGG HOLDINGS LIMITED

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 DECEMBER 2016

The directors present their annual report and financial statements for the year ended 31 December 2016.

Directors

The directors who held office during the year and up to the date of signature of the financial statements were as follows:

K Anderson
S M Giltrap
S J Blackburn
T S Richmond

Qualifying third party indemnity provisions

The company has made qualifying third party indemnity provisions for the benefit of its directors during the year. These provisions remain in force at the reporting date.

Auditor

UHY Hacker Young were appointed as auditor to the company and in accordance with section 485 of the Companies Act 2006, a resolution proposing that they be re-appointed will be put at a General Meeting.

Statement of directors' responsibilities

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

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

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Statement of disclosure to auditor

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information of which the company's auditor is unaware. Additionally, the directors individually have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditor is aware of that information.

D E CLEGG HOLDINGS LIMITED

DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2016

This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

By order of the board



.....
G J Russell

Secretary

28.9.17

**INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF D E CLEGG HOLDINGS LIMITED**

We have audited the financial statements of D E Clegg Holdings Limited for the year ended 31 December 2016 which comprise, the Balance Sheet and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland".

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 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. 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 FRC's website at www.frc.org.uk/auditscopeukprivate.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 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 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 Directors' Report for the financial year for which the financial statements are prepared is consistent with those financial statements, and
- the Directors' Report for the financial year have been prepared in accordance with applicable legal requirements.

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 any material misstatements in the Directors' Report for the financial year.

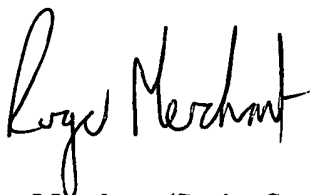
INDEPENDENT AUDITOR'S REPORT (CONTINUED)
TO THE MEMBERS OF D E CLEGG HOLDINGS LIMITED

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 Directors' Report.

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

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



Roger Merchant (Senior Statutory Auditor)
for and on behalf of UHY Hacker Young

28/9/17

Chartered Accountants
Statutory Auditor

D E CLEGG HOLDINGS LIMITED


BALANCE SHEET

AS AT 31 DECEMBER 2016

	Notes	2016 £	£	2015 £	£
Fixed assets					
Investments	4	5,948,592		5,948,592	
Current assets					
Debtors	6	1,399,879		1,399,879	
Creditors: amounts falling due within one year	7	(5,033,291)		(5,033,291)	
Net current liabilities		(3,633,412)		(3,633,412)	
Total assets less current liabilities		2,315,180		2,315,180	
Capital and reserves					
Called up share capital	8	23,706		23,706	
Share premium account	9	218,794		218,794	
Other reserves	9	2,480,000		2,480,000	
Profit and loss reserves	9	(407,320)		(407,320)	
Total equity		2,315,180		2,315,180	

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime.

The financial statements were approved by the board of directors and authorised for issue on 28.9.17 and are signed on its behalf by:



K Anderson
Director

Company Registration No. 03995965

D E CLEGG HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2016

1 Accounting policies

Company information

D E Clegg Holdings Limited is a private company limited by shares incorporated in England and Wales. The registered office is Bishops House, 42 High Pavement, The Lace Market, Nottingham, NG1 1HN.

1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared under the historical cost convention. The principal accounting policies adopted are set out below.

This company is a qualifying entity for the purposes of FRS 102, being a member of a group where the parent of that group prepares publicly available consolidated financial statements, including this company, which are intended to give a true and fair view of the assets, liabilities, financial position and profit or loss of the group. The company has therefore taken advantage of exemptions from the following disclosure requirements:

- Section 4 'Statement of Financial Position' – Reconciliation of the opening and closing number of shares;
- Section 7 'Statement of Cash Flows' – Presentation of a statement of cash flow and related notes and disclosures;
- Section 33 'Related Party Disclosures' – Compensation for key management personnel.

The financial statements of the company are consolidated in the financial statements of Clegg Holdings Ltd. These consolidated financial statements are available from Companies house, Crown Way, Cardiff CF14 3UZ.

The company has taken advantage of the exemption under section 400 of the Companies Act 2006 not to prepare consolidated accounts. The financial statements present information about the company as an individual entity and not about its group.

D E Clegg Holdings Limited is a wholly owned subsidiary of Clegg Holdings Ltd and the results of D E Clegg Holdings Limited are included in the consolidated financial statements of Clegg Holdings Ltd which are available from Companies house, Crown Way, Cardiff, CF14 3UZ.

1.2 Profit and loss account

The company has not traded during the year or the preceding financial period. During this time the company received no income and incurred no expenditure and therefore no Profit and loss account is presented in these financial statements

D E CLEGG HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2016

1 Accounting policies

(Continued)

1.3 Fixed asset investments

Interests in subsidiaries, associates and jointly controlled entities are initially measured at cost and subsequently measured at cost less any accumulated impairment losses. The investments are assessed for impairment at each reporting date and any impairment losses or reversals of impairment losses are recognised immediately in profit or loss.

A subsidiary is an entity controlled by the company. Control is the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities.

2 Auditor's remuneration

Costs associated with the audit of these financial statements are included within the accounts of the company's immediate parent, Clegg Holdings Limited.

3 Employees

The company has no employees other than the directors, who did not receive any remuneration (2015: £NIL).

The directors receive emoluments from Clegg Group Limited for their services to all group companies. It is not considered practical or possible to accurately apportion these costs to each entity in the group. Given the relative size of the respective group entities, the effect of not apportioning these costs for the disclosure purposes is not considered to be material.

D E CLEGG HOLDINGS LIMITED**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)****FOR THE YEAR ENDED 31 DECEMBER 2016****4 Fixed asset investments**

	2016 £	2015 £
Investments	5,948,592	5,948,592

Movements in fixed asset investments

	Shares in group undertakings £
Cost or valuation	
At 1 January 2016 & 31 December 2016	5,948,592
Carrying amount	
At 31 December 2016	5,948,592
At 31 December 2015	5,948,592

5 Subsidiaries

Details of the company's subsidiaries at 31 December 2016 are as follows:

Name of undertaking	Registered office	Nature of business	Class of shares held	% Held Direct
Nutbrook Developments Limited	United Kingdom	Dormant Company	Ordinary	100.00
Clegg Group Limited	United Kingdom	Builders and Civil Engineering Contractors	Ordinary	100.00
Clegg Construction Limited	United Kingdom	Builders and Civil Engineering Contractors	Ordinary	100.00
Clegg Accommodation Limited	United Kingdom	Builders and Civil Engineering Contractors	Ordinary	100.00
Clegg Food Projects Limited	United Kingdom	Builders and Civil Engineering Contractors	Ordinary	100.00
Clegg Special projects Limited	United Kingdom	Dormant Company	Ordinary	100.00
J W Engineering Limited	United Kingdom	Structural engineers	Ordinary	100.00
Clegg Small Projects Limited	United Kingdom	Builders and Civil Engineering Contractors	Ordinary	100.00

D E CLEGG HOLDINGS LIMITED**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)****FOR THE YEAR ENDED 31 DECEMBER 2016****6 Debtors**

	2016	2015
	£	£
Amounts falling due within one year:		
Amounts due from group undertakings	1,394,880	1,394,880
Other debtors	4,999	4,999
	<u>1,399,879</u>	<u>1,399,879</u>

7 Creditors: amounts falling due within one year

	2016	2015
	£	£
Amounts due to group undertakings	4,049,291	4,049,291
Other creditors	984,000	984,000
	<u>5,033,291</u>	<u>5,033,291</u>

8 Called up share capital

	2016	2015
	£	£
Ordinary share capital		
Issued and fully paid		
23,706 Ordinary of £1 each	23,706	23,706
	<u>23,706</u>	<u>23,706</u>

9 Reserves**Share premium**

Share premium account includes the premium on issue of equity shares, net of any issue costs.

Merger Reserve

Merger reserve arose on a past business combination that was accounted for using merger relief in accordance with UK GAAP as applied at that time.

Profit and loss reserves

The profit and loss account represents cumulative profit or losses, net of dividends paid and other adjustments.

10 Related party transactions

The company has taken advantage of the exemption available under section 1AC.35 of FRS 102, from disclosing transactions entered into between two or more wholly-owned members of the group.

D E CLEGG HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2016

11 Parent company

The company is a subsidiary of Clegg Holdings Limited.

The parent undertaking of the smallest and largest group for which consolidated accounts are prepared is Clegg Holdings Limited. Consolidated accounts are available from Companies house, Crown Way, Cardiff, CF14 3UZ.

In the opinion of the directors this is the company's ultimate parent company. Clegg holdings Limited is controlled by its directors, who own the equity of the business between them.