London Power Associates Limited

Report and Financial Statements

24 October 2014

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COMPANY INFORMATION

DIRECTORS A S Jhutty

A Crocker
G-Higgins
J B Stalmans
S J Lancaster

SECRETARY A Crocker

REGISTERED NUMBER 04166770

REGISTERED OFFICE ERA Building

Cleeve Road Leatherhead Surrey KT22 7SA

DIRECTORS' REPORT FOR THE PERIOD ENDED 24 OCTOBER 2014

The directors present their report and the financial statements for the period ended 24 October, 2014.

PRINCIPAL ACTIVITIES

The principal activity of the company is the provision of engineering consultancy services in power and transportation markets.

The entire share capital of the Company was acquired by ERA Technology Limited on 24 October 2014.

DIRECTORS

Steve Lancaster

The directors who served during the period and since the period end were as follows:

24 Oct 2014

Adam Crocker 24 Oct 2014
Amarjit Jhutty
Gavin Higgins 24 Oct 2014
Johan Stalmans

CHARITABLE CONTRIBUTIONS

The company made no charitable donations in the 7 month period ended 31 October 2014 (12 months to 31 March 2014: £2,666).

DIRECTORS' RESPONSIBILITIES STATEMENT

The directors are responsible for preparing 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 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 judgments 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 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 FOR THE PERIOD ENDED 24 OCTOBER 2014

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

This report was approved by the board on 2 July 2015 and signed on its behalf.

A Crocker

Secretary

2 July 2015

PROFIT AND LOSS ACCOUNT FOR THE 7 MONTH PERIOD ENDED 24 OCTOBER 2014

| | Note | Unaudited 7 months to 24 Oct 2014 | 12 months to 31 Mar 2014 |
|--|------|---|-----------------------------|
| | | £ | £ |
| TURNOVER | 2 | 1,929,407 | 3,617,403 |
| Cost of sales | | (1,327,631) | (2,466,375) |
| GROSS PROFIT | | 601,776 | 1,151,028 |
| Administrative expenses | | (242,176) | (375,721) |
| Exceptional costs | 3 | (1,359,447) | |
| OPERATING (LOSS)/PROFIT | 4 | (999,847) | 775,307 |
| Interest receivable and similar income | | 952 | 3,567 |
| Interest payable and similar charges | | | - |
| (LOSS)/PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION | | (998,895) | 778,874 |
| Tax on (loss)/profit on ordinary activities | 6 | 70,421 | (171,696) |
| (LOSS)/PROFIT FOR THE FINANCIAL YEAR | 11 | (928,474) | 607,178 |
| | | | |

BALANCE SHEET AS AT 24 OCTOBER 2014

| | | 24 Oct 2014 | | 31 Mar 2014 |
|------|-------------------------------|---|---|--|
| Note | £ | £ | £ | £ |
| | | | | |
| 7 | | 70,573 | | 31,544 |
| | | | | |
| 8 | 1,205,859 | | 1,906,493 | |
| | 468,581 | | 2,044,389 | |
| | 1,674,440 | | 3,950,882 | _ |
| 9 | (573,918) | | (1,882,857) | |
| | | 1,100,522 | | - 2,068,025 |
| | | 1,171,095 | | 2,099,569 |
| | | | | |
| 10 | | 6,855 | | 6,855 |
| 11 | | 47,615 | | 47,615 |
| 11 | | 1,955 | • | 1,955 |
| 11 | | 1,114,670 | | 2,043,144 |
| | | 1,171,095 | | 2,099,569 |
| | 7 8 9 10 11 11 | 7 8 1,205,859 468,581 1,674,440 9 (573,918) 10 11 11 | Note £ £ 7 70,573 8 1,205,859 468,581 1,674,440 9 (573,918) 1,100,522 1,171,095 10 6,855 11 47,615 11 1,955 11 1,114,670 | Note £ £ £ 7 70,573 8 1,205,859 1,906,493 2,044,389 1,674,440 3,950,882 9 (573,918) (1,882,857) 1,100,522 1,171,095 11 47,615 11 1,955 11 1,114,670 |

For the period ended 24 October 2014, the company was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies.

The members have not required the company to obtain an audit in accordance with section 476 of the Companies Act 2006.

The directors acknowledge their responsibility for complying with the requirements of the Act with respect to accounting records and for the preparation of accounts.

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

The financial statements were approved and authorised for issue by the board on 2 July 2015 and were signed on its behalf by:

S Lancaster Director 2 July 2015

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 24 OCTOBER 2014

1. ACCOUNTING POLICIES

1.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008).

1.2 Turnover

Turnover comprises revenue recognised by the company in respect of services supplied during the year, exclusive of Value Added Tax and trade discounts. Revenue is recognised on the basis of the stage of completion of the relevant contract, subject to any adjustment for foreseeable losses.

1.3 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost of fixed assets, less their estimated residual value, over their expected useful lives on the following bases:

Computer equipment

3 years

Leasehold improvements

10 years

1.4 Operating leases

Rentals under operating leases are charged to the Profit and loss account on a straight line basis over the lease term.

Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight line basis over the period until the date the rent is expected to be adjusted to the prevailing market rate.

1.5 Deferred taxation

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation.

A net deferred tax asset is recognised only if it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse.

Deferred tax assets and liabilities are not discounted.

1.6 Foreign currencies

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at rates of exchange ruling at the balance sheet date.

Transactions in foreign currencies are translated into sterling at the rate ruling on the date of the transaction.

Exchange gains and losses are recognised in the Profit and loss account.

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 24 OCTOBER 2014

1. ACCOUNTING POLICIES (continued)

1.7 Pensions

The company operates a defined contribution pension scheme and the pension charge represents the amounts payable by the company to the fund in respect of the year.

2. TURNOVER

The company operates in overseas markets and 12% of its turnover (12 months to 31 March 2014: 25.5%) is attributable to outside the United Kingdom.

3. EXCEPTIONAL COSTS

The exceptional costs of £1,359,447 (12 months to 31 March: £nil) represent the amount charged in the profit and loss account for the pension trusts for A S Jhutty and J B Stalmans under the Employer Financed Retirement Benefits Scheme (EFRBS) and doubtful debt and accrued revenue provisions made prior to the sale of the business.

| | Unaudited | 12 months to |
|--|--------------------|--------------|
| | 7 months to | 31 Mar 2014 |
| | 24 Oct 2014 | |
| | £ | £ |
| Interest | 161,472 | - |
| EFRBS Settlement for PAYE | 577,489 | - |
| Legal fees related to EFRBS settlement | 103,898 | |
| EFRBS exceptional costs | 842,859 | - |
| Bad Debt provision Accrued revenue provision | 289,414 227,174 | - - |
| Total avecational | 4.050.447 | |
| Total exceptional | 1,359,447 | |

4. OPERATING (LOSS)/PROFIT

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

| | Unaudited | 12 months to |
|--|-------------|--------------|
| | 7 months to | 31 Mar 2014 |
| | 24 Oct 2014 | |
| Depreciation of tangible fixed assets: | £ | £ |
| - owned by the company | 17,890 | 28,897 |
| Auditor's remuneration | - | 4,500 |
| Pension costs | 70,507 | 153,518 |
| | | |

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 24 OCTOBER 2014

| | 5. | DIRECTORS' | REMUNERATION |
|--|----|------------|--------------|
|--|----|------------|--------------|

| Unaudited 7 months to | 12 months to 31 Mar 2014 |
|--------------------------|---------------------------------|
| 24 Oct 2014 £ | £ |
| 113,555 | 232,028 |
| | 7 months to 24 Oct 2014 £ |

During the period, retirement benefits were accruing to 2 directors (12 months to 31 Mar 2014 - 2) in respect of defined contribution pension schemes.

6. TAXATION

| | Unaudited 7 months to | 12 months to 31 Mar 2014 |
|--|-----------------------|-----------------------------|
| · | 24 Oct 2014 £ | £ |
| Analysis of tax (credit)/charge in the year | | |
| UK corporation tax (credit)/charge on (loss)/profit for the year | (70,421) | 177,000 |
| Adjustments in respect of prior periods | - | (5,304) |
| Tax on (loss)/profit on ordinary activities | (70,421) | 171,696 |

7. TANGIBLE FIXED ASSETS

| Cost: | Computer equipment | Leasehold Improvement | Total |
|--|-----------------------|--------------------------|-----------------------|
| At 31 March 2014 | £ 155,793 | £ | £ 155,793 |
| Additions | 27,329 | 30,630 | 57,959 |
| At 24 October 2014 | 183,122 | 30,630 | 213,752 |
| Depreciation: | | | |
| At 1 April 2014 Charge for the period | (124,249) (17,193) | (1,737) | (124,249) (18,930) |
| At 24 October 2014 | (141,442) | (1,737) | (143,179) |
| Net book value: | | | |
| At 24 October 2014 | 41,680 | 28,893 | 70,573 |
| At 1 April 2014 | 31,544 | | 31,544 |

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 24 OCTOBER 2014

| 0 | PERTORS | | | |
|-----|--|-----------------------|---------------------------|-------------------------|
| 8. | DEBTORS | | 24 Oct | 31 Mar |
| | | | 2014 | 2014 |
| | Trade debtors | | £ | £ 1,651,085 |
| | Accrued Revenue | | 666,539 497,094 | - |
| | Other debtors | | 42,266 | 255,408 |
| | | - 1, | 205,859 | 1,906,493 |
| | | == | | |
| 9. | CREDITORS: | | | |
| | Amounts falling due within one year | | | |
| | | | 24 Oct | 31 Mar |
| | | | 2014 £ | 2014 £ |
| | Trade creditors | | 97,645 | 87,371 |
| | Corporation tax | | 106,579 | 177,000 240,159 |
| | Other taxation and social security Other creditors | | 124,580 245,114 | 1,378,327 |
| | | | 573,918 | 1,882,857 |
| 10. | SHARE CAPITAL | | | |
| | | | 24 Oct 2014 | 31 Mar 2014 |
| | Allotted, called up and fully paid | | £ | £ |
| | 6,295 Ordinary shares of £1 each | | 6,295 | 6,295 |
| | 560 A Ordinary shares of £1 each | | 560 | 560 |
| | | | 6,855 | 6,855 |
| 11. | RESERVES | | | |
| | | Share premium account | Capital redempt'n reserve | Profit and loss account |
| | | £ | £ | £ |
| | At 1 April 2014 Loss for the period | 47,615 | 1,955 - | 2,043,144 (928,474) |
| | At 24 October 2014 | 47,615 | 1,955 | 1,114,670 |
| | | | | |

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 24 OCTOBER 2014

12. **DIVIDENDS**

| 31 Ma | 24 Oct |
|---------|--------|
| 2014 | 2014 |
| £ | £ |
| 205,650 | |

13. **PENSION COMMITMENTS**

The company operates a defined contribution pension scheme for employees. The annual contributions payable are charged to the profit and loss account. An amount of £18,950 (12 months to 31 Mar 2014: £20,352) was payable in respect of this scheme at the period end.

OPERATING LEASE COMMITMENTS 14.

Dividends paid on equity capital

At 24 October 2014 the company had annual commitments under non-cancellable operating leases as follows:

| | . 24 Oct | 31 Mar |
|-----------------------|----------|--------|
| | 2014 | 2014 |
| Expiry date: | £ | £ |
| Within one year | 47,954 | - |
| Between 2 and 5 years | 74,050 | 23,478 |
| | | ===== |

15. **RELATED PARTY TRANSACTIONS**

During the period, the company settled the amounts owed to the pension trusts for A S Jhutty and J B Stalmans. In addition, an agreement was reached with HMRC for unpaid PAYE and National Insurance under the EFRBS scheme as described in note 3. At 31 March 2014 £830,610 and £475,390 were owed to pension trusts for A S Jhutty and J B Stalmans respectively.

There were no other related party transactions. A S Jhutty, a director, was the company's ultimate controlling party in the current period and prior year.