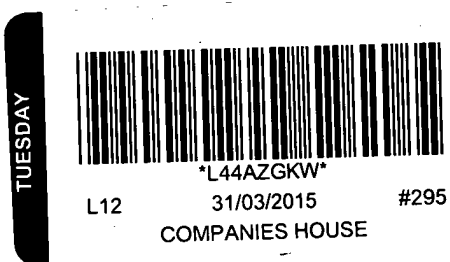


Financial Statements

Solus 33 Limited

For the year ended 31 December 2014



Registered number: 04959748

Company Information

Directors	A D Hill J D Hill
Company secretary	J D Hill
Registered number	04959748
Registered office	Solus 31 Motherwell Way West Thurrock Essex RM20 3LB
Independent auditor	Grant Thornton UK LLP Chartered Accountants & Statutory Auditor Grant Thornton House Melton Street Euston Square London NW1 2EP

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Directors' Report

For the year ended 31 December 2014

The directors present their report and the financial statements for the year ended 31 December 2014.

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;
- 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.

Principal activities

The principal activity of the company during the period was that of holding property used by the Hill Company Limited for the maintenance and provision of storage facilities

There was a profit for the period after taxation amounting to £31,607 (2013: £3,213 loss).

Directors

The directors who served during the year were:

A D Hill
J D Hill

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 that director is aware, there is no relevant audit information of which the company's auditor is unaware, and
- that 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.

Solus 33 Limited

Directors' Report

For the year ended 31 December 2014

Auditor

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

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 and signed on its behalf.



J D Hill
Director

Date: 30TH MARCH 2015.

Independent Auditor's Report to the Members of Solus 33 Limited

We have audited the financial statements of Solus 33 Limited for the year ended 31 December 2014, which comprise the Profit and loss account, the Balance sheet and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and the Financial Reporting Standard for Smaller Entities (effective April 2008) (United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities).

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 (APB'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 the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2014 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities; 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 Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements.



Independent Auditor's Report to the Members of Solus 33 Limited

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; 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 from the requirement to prepare a strategic report or in preparing the Directors' report.

A handwritten signature in black ink, appearing to read "Grant Thornton UK LLP".

Harold Wilson (Senior statutory auditor)

for and on behalf of

Grant Thornton UK LLP

Statutory Auditor

Chartered Accountants

London

Date: 30 March 2015

Profit and Loss Account

For the year ended 31 December 2014

	Note	2014 £	2013 £
Turnover	1	360,000	360,000
Administrative expenses		(54,496)	(54,535)
Operating profit	2	305,504	305,465
Interest receivable and similar income		75,000	75,000
Interest payable and similar charges		(326,603)	(370,867)
Profit on ordinary activities before taxation		53,901	9,598
Tax on profit on ordinary activities	3	(22,294)	(12,811)
Profit/(loss) for the financial year	9	31,607	(3,213)

The notes on pages 7 to 11 form part of these financial statements.

Balance Sheet

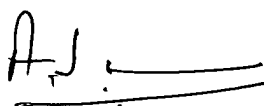
As at 31 December 2014

	Note	£	2014 £	£	2013 £
Fixed assets					
Tangible assets	4		4,996,143		5,050,601
Current assets					
Debtors	5	1,295,539		1,231,860	
Cash at bank		4		-	
		<u>1,295,543</u>		<u>1,231,860</u>	
Creditors: amounts falling due within one year	6	<u>(22,297)</u>		<u>(428,151)</u>	
Net current assets			<u>1,273,246</u>		<u>803,709</u>
Total assets less current liabilities			<u>6,269,389</u>		<u>5,854,310</u>
Creditors: amounts falling due after more than one year	7		<u>(6,275,000)</u>		<u>(5,891,528)</u>
Net liabilities			<u>(5,611)</u>		<u>(37,218)</u>
Capital and reserves					
Called up share capital	8		208		208
Profit and loss account	9		<u>(5,819)</u>		<u>(37,426)</u>
Shareholders' deficit			<u>(5,611)</u>		<u>(37,218)</u>

The financial statements have been prepared in accordance with the provisions applicable to small companies within Part 15 of the Companies Act 2006 and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008).

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

A D Hill
Director



Date:

30th March 2015

The notes on pages 7 to 11 form part of these financial statements.

Notes to the Financial Statements

For the year ended 31 December 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 Going concern

The accounts have been prepared on a going concern basis on the assumption that the parent undertaking will continue to make adequate funds available to the company to meet its liabilities as and when they fall due. The directors have no reason to believe that the financial support will not continue in the future and consider it appropriate to adopt a going concern basis. The accounts do not contain any adjustments that would be necessary should this basis not be appropriate.

1.3 Cash flow

The company, being a subsidiary undertaking where 90% or more of the voting rights are controlled within the group whose consolidated financial statements are publicly available, is exempt from the requirement to draw up a cash flow statement in accordance with FRS 1.

1.4 Turnover

The turnover shown in the profit and loss account represents rent due from a fellow group company in respect of occupancy during the accounting period.

1.5 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:

Freehold property	-	2% Straight Line
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1.6 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.

Notes to the Financial Statements

For the year ended 31 December 2014

1. Accounting Policies (continued)

1.7 Financial Instruments

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the entity after deducting all of its financial liabilities.

Where the contractual obligations of financial instruments (including share capital) are equivalent to a similar debt instrument, those financial instruments are classified as financial liabilities. Financial liabilities are presented as such in the balance sheet. Finance costs and gains or losses relating to financial liabilities are included in the profit and loss account. Finance costs are calculated so as to produce a constant rate of return on the outstanding liability.

Where the contractual terms of share capital do not have any terms meeting the definition of a financial liability then this is classed as an equity instrument. Dividends and distributions relating to equity instruments are debited direct to equity.

2. Operating profit

The operating profit is stated after charging:

	2014 £	2013 £
Depreciation of tangible fixed assets:		
- owned by the company	<u>54,458</u>	<u>54,458</u>

During the year, no director received any emoluments (2013 - £NIL).

3. Taxation

	2014 £	2013 £
UK corporation tax charge on profit for the year	<u>22,294</u>	<u>12,811</u>

Notes to the Financial Statements

For the year ended 31 December 2014

4. Tangible fixed assets

	Freehold property land and buildings £
Cost	
At 1 January 2014 and 31 December 2014	5,322,890
Depreciation	
At 1 January 2014	272,289
Charge for the year	54,458
At 31 December 2014	326,747
Net book value	
At 31 December 2014	4,996,143
At 31 December 2013	5,050,601

Included in freehold property land and buildings is land at director's valuation of £2,600,000 (2013: £2,600,000) which was not depreciated

5. Debtors

	2014 £	2013 £
Amounts owed by group undertakings	1,278,043	1,231,860
Other debtors	17,496	-
	<u>1,295,539</u>	<u>1,231,860</u>

6. Creditors: Amounts falling due within one year

	2014 £	2013 £
Bank loans	-	383,472
Corporation tax	22,294	12,811
Accruals	3	31,868
	<u>22,297</u>	<u>428,151</u>

Notes to the Financial Statements

For the year ended 31 December 2014

7. Creditors:

Amounts falling due after more than one year

	2014	2013
	£	£
Bank loans	<u>6,275,000</u>	<u>5,891,528</u>

Creditors include amounts not wholly repayable within 5 years as follows:

	2014	2013
	£	£
Repayable by instalments	<u>4,910,870</u>	<u>4,636,528</u>

In connection with the acquisition of the new property in 2009, a loan facility of £6,275,000 was obtained (inclusive of an arrangement fee of £25,000) and drawn down in stages. During the year a deed of variation was signed to amend the repayment terms to 46 equal quarterly instalments with the first repayment not due until September 2017.

Interest is charged based on a swap agreement with the bank earning a margin of 1.725% per annum over LIBOR.

The bank loans are secured by a legal charge over the company's assets, the freehold properties of the group and a cross guarantee given by Motherwell Holdings Limited, The Hill Company Limited and Solus 32 Limited on the bank's standard form supported by legal charges.

A new swap agreement was entered into in the year, effective August 2014, at a fixed interest rate of 3.71% (2013: 4.18%) per annum. The swap is based on £6,250,000 of the loan detailed above which was entered into on 18 February 2009. This derivative has a maturity date of 19 February 2024 and stands at an adverse position of £790,730 as at 31 December 2014.

8. Share capital

	2014	2013
	£	£
Allotted, called up and fully paid		
208 Ordinary shares of £1 each	<u>208</u>	<u>208</u>

9. Reserves

	Profit and loss account
	£
At 1 January 2014	(37,426)
Profit for the financial year	31,607
At 31 December 2014	<u>(5,819)</u>

Notes to the Financial Statements

For the year ended 31 December 2014

10. Contingent liabilities

The company has guaranteed a loan facility available to the group. At the balance sheet date the amount outstanding, including that borrowed per note 7, was £8,025,000 (2013: £7,534,375). These facilities are secured by a legal charge over the property assets of the group.

11. Capital commitments

The directors have confirmed that there were no capital commitments at 31 December 2014 or 31 December 2013.

12. Pension commitments

The company has not operated, or contributed to any pension scheme on behalf of its employees

13. Related party transactions

No transactions with related parties were undertaken such as are required to be disclosed under Financial Reporting Standard for Smaller Entities (effective April 2008).

14. Ultimate parent undertaking and controlling party

Ultimate parent company undertaking of this company is Motherwell Holdings Limited, registered number 04956739. The controlling party of Motherwell Holdings Limited is A D Hill by reference to his majority shareholding.