

MBC Group Limited

Financial Statements

For Filing with Registrar

For the year ended 31 December 2019

Company Registration No. 05461014 (England and Wales)

MBC Group Limited

Company Information

Directors	C E Docwra M A Leeson A Lee	(Appointed 1 October 2019)
Secretary	L S Roberts	
Company number	05461014	
Registered office	5 Manchester Square London W1U 3PD	
Auditor	Moore Kingston Smith LLP Devonshire House 60 Goswell Road London EC1M 7AD	

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Balance Sheet

As at 31 December 2019

	Notes	2019 £	£	2018 £	£
Fixed assets					
Investments	3		2,520,937		2,520,937
Current assets					
Debtors	5	1,575,000		1,100,000	
Cash at bank and in hand		-		32	
		<u>1,575,000</u>		<u>1,100,032</u>	
Creditors: amounts falling due within one year	6	<u>(2,878,377)</u>		<u>(2,403,509)</u>	
Net current liabilities			<u>(1,303,377)</u>		<u>(1,303,477)</u>
Total assets less current liabilities			<u>1,217,560</u>		<u>1,217,460</u>
Capital and reserves					
Called up share capital	7		786,500		786,500
Share premium account			255,000		255,000
Capital redemption reserve			113,000		113,000
Profit and loss reserves			63,060		62,960
Total equity			<u>1,217,560</u>		<u>1,217,460</u>

The directors of the company have elected not to include a copy of the profit and loss account within the financial statements.

These financial statements have been prepared and delivered 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 23 March 2020 and are signed on its behalf by:

A Lee
Director

Company Registration No. 05461014

MBC Group Limited

Notes to the Financial Statements

For the year ended 31 December 2019

1 Accounting policies

Company information

MBC Group Limited is a private company limited by shares incorporated in England and Wales. The registered office is 5 Manchester Square, London, United Kingdom, W1U 3PD.

1.1 Accounting convention

These financial statements have been prepared in accordance with Section 1A of 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 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 pound.

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 11 'Basic Financial Instruments' and Section 12 'Other Financial Instrument Issues' – Carrying amounts, interest income/expense and net gains/losses for each category of financial instrument; basis of determining fair values; details of collateral, loan defaults or breaches, details of hedges, hedging fair value changes recognised in profit or loss and in other comprehensive income;
- Section 33 'Related Party Disclosures' – Compensation for key management personnel.

The information is included in the consolidated financial statements of RAG-Stiftung, a company registered in Germany, as at 31 December 2019 and these financial statements may be obtained from RAG-Stiftung, Rüttenscheider Strasse 1 - 3, 45128 Essen, Germany.

1.2 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.

An associate is an entity, being neither a subsidiary nor a joint venture, in which the company holds a long-term interest and where the company has significant influence. The company considers that it has significant influence where it has the power to participate in the financial and operating decisions of the associate.

MBC Group Limited

Notes to the Financial Statements (Continued)

For the year ended 31 December 2019

1 Accounting policies

(Continued)

Entities in which the company has a long term interest and shares control under a contractual arrangement are classified as jointly controlled entities.

1.3 Cash at bank and in hand

Cash at bank and in hand are basic financial assets and include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1.4 Financial instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the company's balance sheet when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Basic financial assets

Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

Classification of financial liabilities

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 company after deducting all of its liabilities.

Basic financial liabilities

Basic financial liabilities, including creditors, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

1.5 Equity instruments

Equity instruments issued by the company are recorded at the proceeds received, net of direct issue costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

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Notes to the Financial Statements (Continued)

For the year ended 31 December 2019

1 Accounting policies

(Continued)

1.6 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the profit and loss account because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

Deferred tax

Deferred tax liabilities are generally recognised for all timing differences and deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Such assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the profit and loss account, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. Deferred tax assets and liabilities are offset when the company has a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

2 Employees

The company had no employees in the current or prior year.

3 Fixed asset investments

	2019 £	2018 £
Investments	2,520,937	2,520,937

Movements in fixed asset investments

	Shares in group undertakings £
Cost or valuation	
At 1 January 2019 & 31 December 2019	2,520,937
Carrying amount	
At 31 December 2019	2,520,937
At 31 December 2018	2,520,937

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Notes to the Financial Statements (Continued)

For the year ended 31 December 2019

4 Subsidiaries

Details of the company's subsidiaries at 31 December 2019 are as follows:

Name of undertaking	Registered office	Nature of business	Class of shares held	% Held	
				Direct	Indirect
McBains Consulting Limited	England and Wales	Intermediate holding company	Ordinary	100.00	0
McBains Cooper International Limited	England and Wales	Intermediate holding company	Ordinary	100.00	0
McBains Limited	England and Wales	Engineering consulting	Ordinary	0	100.00
McBains Cooper Hellas Technical Consulting SA	Greece	Engineering consulting	Ordinary	0	100.00
McBains Cooper Mexico SA de CV	Mexico	Dormant	Ordinary	0	100.00
McBains Cooper Mexico Servicios SA de CV	Mexico	Dormant	Ordinary	0	100.00
McBains Cooper Consulting Limited	England and Wales	Dormant	Ordinary	0	100.00

The registered office for each subsidiary is available from the company secretary at the registered office of the company.

5 Debtors

	2019 £	2018 £
Amounts falling due within one year:		
Amounts due from group undertakings	1,575,000	1,100,000

6 Creditors: amounts falling due within one year

	2019 £	2018 £
Amounts due to group undertakings	2,878,377	2,403,509

7 Called up share capital

	2019 £	2018 £
Ordinary share capital		
Issued and fully paid		
786,500 Ordinary shares of £1 each	786,500	786,500
	786,500	786,500

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Notes to the Financial Statements (Continued)

For the year ended 31 December 2019

8 Audit report information

As the income statement has been omitted from the filing copy of the financial statements the following information in relation to the audit report on the statutory financial statements is provided in accordance with s444(5B) of the Companies Act 2006:

The auditor's report was unqualified.
The senior statutory auditor was Rebecca Shields.
The auditor was Moore Kingston Smith LLP.

9 Parent company

The ultimate controlling party of the company is RAG-Stiftung, a company registered in Germany.

The largest group of undertakings which prepares consolidated financial statements including the company is RAG-Stiftung. These financial statements may be obtained from RAG-Stiftung, Ruttenscheider Strasse 1-3, 45128 Essen, Germany.

The smallest group of undertakings which prepares consolidated financial statements including the company is RSBG UK Limited. These financial statements may be obtained by RSBG UK Limited, 5 Manchester Square, London, W1U 3PD.

This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.