A & A CAPITAL LIMITED

FINANCIAL STATEMENTS
FOR THE YEAR ENDED
30 JUNE 2017

Company No: 5468683

A & A CAPITAL LIMITED

FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2017

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A & A CAPITAL LIMITED

COMPANY INFORMATION

FOR THE YEAR ENDED 30 JUNE 2017

Company registration number:	5468683
Registered office:	Jubilee House 7-9 The Oaks Ruislip Middlesex HA4 7LF
Director:	Alim A Janmohamed
Bankers:	NatWest Bank Plc PO Box 12258 1 Princes Street London EC2R 8PA
Solicitors:	ReedSmith LLP The Broadgate Tower 20 Primrose Street London EC2A 2RS
Auditor:	Grant Thornton UK LLP Statutory Auditor Chartered Accountants 30 Finsbury Square London EC2A 1AG

The director presents his report together with financial statements for the year ended 30 June 2017.

Principal activities

The company operates franchise fast food outlets in the Bristol area, which represent the company's principal activity as caterers and snack bar owners.

Results

There was a loss for the year amounting to £205,007 (2016: £169,787).

The director cannot recommend payment of dividends.

Director

Mr. Alim A Janmohamed was sole director of the company throughout the period under review.

Director's responsibilities for the financial statements

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 Financial Reporting Standard 102 1A 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under Company law the director must not approve the financial statements unless he is satisfied they give a true and fair view of the state of affairs 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 judgments and 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; and
* 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 for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Director's responsibilities for the financial statements (continued)

In so far as the director is aware:

* there is no relevant information of which the company's auditor is unaware; and
* the director has taken all steps that he ought to have taken to make himself aware of any relevant audit information and to establish that the auditor is aware of that information.

Auditor

Grant Thornton UK LLP, having expressed their willingness to continue in office, will be deemed reappointed for the next financial year in accordance with Section 487(2) of the Companies Act 2006 unless the company receives notice under Section 488(1) of the Companies Act 2006.

Small company exemption

This report has been prepared in accordance with the exemptions provided by Section 415A of the Companies Act 2006.

Signed by

A A Janmohamed
Director

28th March 2018

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF A&A CAPITAL LIMITED

Opinion
We have audited the financial statements of A&A Capital Limited (the 'company') for the year ended 30 June 2017 which comprise the Statement of Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102; The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:
* give a true and fair view of the state of the company's affairs as at 30 June 2017 and of its loss 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.

Basis for opinion
We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Who we are reporting to
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.

Conclusions relating to going concern
We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:
* the director's use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
* the director has not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

Other information
The director is responsible for the other information. The other information comprises the information included in the financial statements set out on pages 1 to 14, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of this other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions 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 Report of the Director for the financial year for which the financial statements are prepared is consistent with the financial statements; and
* the Report of the Director has been prepared in accordance with applicable legal requirements.

Matter on which we are required to report under the Companies Act 2006
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 Report of the Director.

Matters on which we are required to report by exception
We have nothing to report in respect of the following matters in relation to which 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 director's remuneration specified by law are not made; or
* we have not received all the information and explanations we require for our audit; or
* the director was not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the report of the director and from the requirement to prepare a strategic report.

Responsibilities of the director
As explained more fully in the Director's Responsibilities Statement set out on page 2, the director is responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the director determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the director is responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the director either intends to liquidate the company or to cease operations, or to have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements
Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: http://www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Grant Thornton UK LLP

Andy Ka, BA, FCA
Senior Statutory Auditor
for and on behalf of Grant Thornton UK LLP
Statutory Auditor, Chartered Accountants
LONDON

28 March 2018

A & A CAPITAL LIMITED

STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 30 JUNE 2017

	Note	2017 £	2016 £
Turnover		3,414,245	3,571,167
Cost of sales		(888,255)	(933,492)
Gross profit		2,525,990	2,637,675
Other operating costs		(2,746,438)	(2,807,477)
Other operating income		18,825	7,732
Operating loss	4	(201,623)	(162,070)
Interest receivable and similar income		1	2
Interest payable and similar charges	5	(3,385)	(7,719)
Loss on ordinary activities before taxation		(205,007)	(169,787)
Tax on loss on ordinary activities		-	-
Loss for the financial year		(205,007)	(169,787)

All transactions arise from continuing operations.

There were no recognised gains or losses for 2017 or 2016 other than those included in the statement of comprehensive income.

The accompanying accounting policies and notes form an integral part of these financial statements.

A & A CAPITAL LIMITED
Company no. 5468683

BALANCE SHEET AT 30 JUNE 2017

	Note	2017		2016	
		£	£	£	£
Fixed assets					
Intangible assets	6		106,124		141,726
Tangible assets	7		369,068		438,463
			475,192		580,189
Current assets					
Stocks	8	22,700		21,051	
Debtors	9	175,557		161,477	
Cash in hand		14,132		9,809	
		212,389		192,337	
Creditors: amounts falling due within one year	10	(1,578,567)		(1,458,505)	
Net current liabilities			(1,366,178)		(1,266,168)
Total assets less current liabilities			(890,986)		(685,979)
Capital and reserves					
Called up share capital	11		100		100
Share premium account			499,970		499,970
Profit and loss account			(1,391,056)		(1,186,049)
Shareholder's deficit			(890,986)		(685,979)

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime and in accordance with the provisions of FRS 102 section 1A - small entities.

The financial statements were approved by the director and authorised for issue on 28th March 2018 and signed on their behalf by:

A Janmohamed

A A Janmohamed Director

The accompanying accounting policies and notes form an integral part of these financial statements.

A & A CAPITAL LIMITED

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 30 JUNE 2017

	Called up share capital	Share premium account	Profit and loss account	Total
	£	£	£	£
At 1 July 2016	100	499,970	(1,186,049)	(685,979)
Loss for the year	-	-	(205,007)	(205,007)
At 30 June 2017	100	499,970	(1,391,056)	(890,986)

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 30 JUNE 2016

	Called up share capital	Share premium account	Profit and loss account	Total
At 1 July 2015	100	499,970	(1,016,262)	(516,192)
Loss for the year	-	-	(169,787)	(169,787)
At 30 June 2016	100	499,970	(1,186,049)	(685,979)

1 STATUTORY INFORMATION

A&A Capital Limited is a private company, limited by shares, registered in England and Wales. The company's registered number and registered office address can be found on the company information page.

2 ACCOUNTING POLICIES

Basis of preparing the financial statements
These financial statements have been prepared in accordance with Section 1A 'Small Entities' of the Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

The financial statements have been prepared under the going concern basis. The director has committed to financially support the entity, if required, however he has undertaken a review of the future financing requirements for the ongoing operation of the company and is satisfied that sufficient facilities have been secured to meet its working capital requirements for at least 12 months from the signing of these financial statements.

The company's functional and presentational currency is in sterling (£).

Turnover
Turnover is measured at the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes.

Judgements in applying accounting policies and key sources of estimating uncertainty
In the process of applying its accounting policies, the company is required to make certain estimates, judgements and assumptions based on the information available. These judgements, estimates and assumptions affect the amounts of assets and liabilities at the date of the financial statements and the amounts of revenues and expenses recognised during the reporting periods presented.

On an ongoing basis the company evaluates its estimates using historical experience, consultation with experts and other methods considered reasonable in the particular circumstances. Actual results may differ significantly from the estimates, the effect of which is recognised in the period in which the facts that give to the revision become known.

Intangible assets
Intangible assets are initially recognised at cost. After recognition, under the cost model, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses. All intangible assets are considered to have a finite useful life. If a reliable estimate of this useful life cannot bemade, the useful life shall not exceed five years.

Goodwill represents the difference between amounts paid on the cost of a business combination and the acquirer's interest in the fair value of its identifiable assets and liabilities of the acquiree at the date of acquisition. Subsequent to initial recognition, goodwill is measured at cost less accumulated amortisation and accumulated impairment losses. Goodwill is amortised on a straight line basis to the statement of comprehensive income over its useful economic life.

At each reporting date fixed assets are reviewed to determine whether there is any indication that those assets have suffered impairment loss. If there is an indication of possible impairment, the irrecoverable amount of any affected asset is estimated and compared with the carrying amount. If the estimated recoverable amount is lower, the carrying amount is reduced to its estimated recoverable amount, and an impairment loss is recognised immediately in profit and loss.

2 ACCOUNTING POLICIES (continued)

Tangible fixed assets and depreciation
Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Depreciation is calculated to write down the cost or valuation of all tangible fixed assets over their expected useful lives. The rates generally applicable are:

Leasehold premises	- period of lease
Fixtures, fittings and equipment	- 10 years and over period of lease
Motor vehicles	- 5 years

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the statement of comprehensive income.

Stocks
Stocks are stated at the lower of cost and net realisable value, being the estimated selling price less costs to complete and sell. Cost is based on the cost of purchase on a first in, first out basis.

At each balance sheet date, stocks are measured for impairment. If stock is impaired, the carrying amount is reduced to the selling price less costs to complete and sell. The impairment loss is recognised immediately in profit or loss.

Debtors
Short term debtors are measured at the transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

Creditors
Short term trade creditors are measured at transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are.measured subsequently at amortised cost using the effective interest method.

Finance costs
Finance costs are charged to the Income statement over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are spread evenly over the term of the debt.

Pensions
Defined contribution pension plan
The company operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the group pays fixed contributions into a separate entity. Once the contributions have been paid the company has no further payment obligations.

The contributions are recognised as an expense in the Income statement when they fall due. Amounts not paid are shown in sundry creditors as a liability. The assets of the plan are held separately from the company in independently administered funds.

2 ACCOUNTING POLICIES (continued)

Provisions for liabilities
The company recognises a provision for annual leave accrued by employees as a result of services rendered in the current period, and which employees are entitled to carry forward at the accounting date. The provision is measured at the salary cost payable for the period of absence.

Operating leases
Rentals payable under operating leases are charged to 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 of the lease.

Taxation
Taxation for the year comprises current and deferred tax. Tax is recognised in the Income Statement, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current and deferred taxation assets and liabilities are not discounted.

Current tax is recognised at the amount payable using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax
Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date, except that

* The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and

* Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the difference between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using the tax rates that have been enacted or substantively enacted by the reporting date.

Financial instruments
The company only enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in non-puttable ordinary shares.
Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable or payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method.

2 ACCOUNTING POLICIES (continued)

Financial instruments (continued)
Debt instruments that are payable or receivable within one year, typically trade payables or receivables, are measured initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However if the arrangements of a short term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or financed at a rate of interest that is not a market rate or in the case of an out-right short-term loan not at market rate, the financial asset or liability is measured, initially, at the present value of the future cash flow discounted are a market rate of interest for a similar debt instrument and subsequently at amortised cost.

3 EMPLOYEES AND DIRECTORS

The average number of employees during the year was 130 (2016: 130).

The director received no remuneration during the year (2016: £Nil) in respect of services rendered to the company.

4 OPERATING LOSS

Operating loss is stated after:	**2017**	**2016**
	£	**£**
Auditors' remuneration - audit services	8,675	8,500
Depreciation and amortisation		
Goodwill	35,602	35,602
Tangible fixed assets	80,508	82,306
Loss on disposals	2,240	322
Amounts payable under operating leases	136,300	136,100

5 INTEREST PAYABLE AND SIMILAR CHARGES

	2017	**2016**
	£	**£**
On bank loans and overdrafts	3,385	7,709
Other interest	-	10
	3,385	7,719

6 INTANGIBLE FIXED ASSETS

	Purchased goodwill
Purchased goodwill - Cost	**£**
At 1 July 2016 and at 30 June 2017	356,023
Amortisation	
At 1 July 2016	214,297
Charge for the year	35,602
At 30 June 2017	249,899
Net book amount	
At 30 June 2017	106,124
Net book amount	
At 30 June 2016	141,726

7 TANGIBLE FIXED ASSETS

	Leasehold premises	Fixtures, fittings & equipment	Motor vehicles	Total
Cost	£	£	£	£
At 1 July 2016	292,018	723,124	17,721	1,032,863
Additions during year	-	8,173	5,180	13,353
Disposals during year	-	-	(4,800)	(4,800)
At 30 June 2017	292,018	731,297	18,101	1,041,416
Depreciation				
At 1 July 2016	185,298	401,473	7,629	594,400
Provided during year	16,320	59,906	4,282	80,508
Eliminated on disposals	-	-	(2,560)	(2,560)
At 30 June 2017	201,618	461,379	9,351	672,348
Net book amount				
At 30 June 2017	90,400	269,918	8,750	369,068
Net book amount				
At 30 June 2016	106,720	321,651	10,092	438,463

8 STOCKS

	2017	2016
	£	£
Raw food stock	22,700	21,051

9 DEBTORS

	2017	2016
	£	£
Trade debtors	40,650	27,268
Other debtors	66,618	66,618
Prepayments	68,289	67,591
	175,557	161,477

10 CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2017	2016
	£	£
Bank loan and overdrafts	69,913	113,860
Trade creditors	317,692	261,927
Social security and other taxation	81,787	81,686
Director's current account	7,877	7,877
Other creditors	980,567	827,850
Accruals and deferred income	120,731	165,305
	1,578,567	1,458,505

The bank loan, which was fully repaid in June 2017, carried an interest rate of 2.75% above LIBOR and was repayable by quarterly instalments of £23,077.

The bank overdraft is secured by way of fixed and floating charges on the assets of the company, as was the above bank loan.

11 SHARE CAPITAL

	2017	2016
	£	£
Authorised		
1,000 ordinary shares of £1 each	1,000	1,000
Allotted, called up and fully paid		
100 ordinary shares of £1	100	100

12 LEASING COMMITMENTS

The company's future minimum operating lease payments are as follows:

	Land and Buildings	
	2017	2016 (as restated)
	£	£
Under 1 year	133,400	133,400
In two to five years	426,600	470,600
In five years or more	194,238	283,638
	754,238	887,638

13 CAPITAL COMMITMENTS AND CONTINGENT LIABILITIES

The company had no capital commitments or contingent liabilities at 30 June 2017 or 30 June 2016.

14 CONTROLLING RELATED PARTY

Mr. A A Janmohamed is the controlling related party by virtue of his 100% ownership of the company's issued share capital.

15 RELATED PARTY TRANSACTIONS

Year end balances with entities in which Mr Mr A A Janmohamed is also a director are detailed below:

	2017	2016
Amounts due to:	£	£
Demipower Limited	938,902	788,765
Tiamat Limited	35,000	35,000

The above balances are interest free and unsecured. The balances represent inter company funding between the related parties.

In addition, at 30 June 2017 £7,877 (2016: £7,877) was owed to the director. The movement on the director's current account balance is due to short term funding arrangements made to the company. The amount is interest free and unsecured.

16 Transition to FRS 102 1A 'Small Entities'

The company transitioned to FRS 102 1A from previously extant UK GAAP as at 1 July 2015. The change had no material effect on the financial statements.