

Registered number: 05617499

## **CZ Capital Services Limited**

Report And Financial Statements

*31 March 2021*

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**CZ Capital Services Limited**

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**COMPANY INFORMATION**

**Directors** C Curtis  
W Rushmer  
S Evans

**Registered number** 05617499

**Registered office** 4th Floor Reading Bridge House  
George Street  
Reading  
RG1 8LS

**Independent auditors** Blick Rothenberg Audit LLP\*  
Chartered Accountants & Statutory Auditor  
16 Great Queen Street  
Covent Garden  
London  
WC2B 5AH

\*Rees Pollock was a trading name of Blick Rothenberg Audit LLP until June 2021

**Bankers** Royal Bank of Scotland  
London  
W1Y 7RF

**DIRECTORS' REPORT**  
**For the Year Ended 31 March 2021**

The directors present their report and the financial statements for the year ended 31 March 2021.

**Principal activity**

The principal activity of the company is acting as corporate member of, and providing services to, CZ Capital LLP, a partnership authorised by the Financial Conduct Authority whose principal activity is that of the provision of investment management services.

**Directors**

The directors who served during the year were:

C Curtis  
W Rushmer  
S Evans  
O Lewis (resigned 28 August 2020)

**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 applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. 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 for the Company's financial statements 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 to 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.

**Disclosure of information to auditors**

Each of the persons who are directors at the time when this Directors' Report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the Company's auditors are unaware, and
- the 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 auditors are aware of that information.

**DIRECTORS' REPORT (CONTINUED)**  
**For the Year Ended 31 March 2021**

**Auditors**

The auditors, Blick Rothenberg Audit LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

**Small companies note**

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 22 July 2021 and signed on its behalf.



C Curtis  
Director

## INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF CZ CAPITAL SERVICES LIMITED

### Opinion

We have audited the financial statements of CZ Capital Services Limited (the 'Company') for the year ended 31 March 2021, which comprise the Statement of Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity and the 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 31 March 2021 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.

### 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 Auditors' 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 United Kingdom, including the Financial Reporting Council'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.

### Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

### Other information

The other information comprises the information included in the Annual Report other than the financial statements and our Auditors' Report thereon. The directors are responsible for the other information contained within the Annual Report. 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. 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 course of 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 this gives rise to a material misstatement in the financial statements themselves. 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.

### 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 the financial statements; and
- the Directors' Report has been prepared in accordance with applicable legal requirements.

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF CZ CAPITAL SERVICES LIMITED  
(CONTINUED)**

**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 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 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' exemptions in preparing the Directors' Report and from the requirement to prepare a Strategic Report.

**Responsibilities of directors**

As explained more fully in the Directors' Responsibilities Statement set out on page 1, the directors are 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 directors determine 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 directors are 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 directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

**Auditors' 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 Auditors' Report that includes our opinion. Reasonable assurance is a high level of assurance, but is 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.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

We identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and then design and perform audit procedures responsive to those risks, including obtaining audit evidence that is sufficient and appropriate to provide a basis for our opinion.

In identifying and assessing risks of material misstatement in respect of irregularities, including fraud, and non-compliance with laws and regulations, our procedures included the following: enquiring of the Directors concerning the Company's policies with regards identifying, evaluating and complying with laws and regulations and whether the Directors are aware of any instances of non-compliance; enquiring of the Directors concerning the Company's policies for detecting and responding to the risks of fraud and whether the Directors have knowledge of any actual, suspected or alleged fraud; enquiring of the Directors concerning the Company's policies in relation to the internal controls established to mitigate risks related to fraud or non-compliance with laws and regulations; discussing among the engagement team where fraud might occur in the financial statements and any potential indicators of fraud; and obtaining an understanding of the legal and regulatory framework that the Company operates in and focusing on those laws and regulations that had a direct effect on the financial statements or that had a fundamental effect on the operations of the Company. The key laws and regulations we considered in this context included the Companies Act 2006, United Kingdom taxation laws and anti-money laundering legislation.

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF CZ CAPITAL SERVICES LIMITED  
(CONTINUED)**

As a result of performing the above, we identified override of controls by directors or management as a particular focus area.

Our procedures to respond to risks identified included the following: performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud; reviewing the bank statements of the Company for evidence of any large or unusual activity which may be indicative of fraud; enquiring of the Directors in relation to any potential litigation and claims; and, in addressing the risk of fraud through override of controls, testing the appropriateness of journal entries and other adjustments and assessing whether the judgements made in making accounting estimates are indicative of potential bias, although in the Company's case there are no particularly significant accounting estimates.

There are inherent limitations in our audit procedures described above. The more removed that laws and regulations are from financial transactions, the less likely it is that we would become aware of non-compliance. Auditing standards also limit the audit procedures required to identify non-compliance with laws and regulations to enquiry of the Directors and the inspection of regulatory and legal correspondence, if any.

Material misstatements that arise due to fraud can be harder to detect than those that arise from error as they may involve deliberate concealment or collusion.

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

**Use of our report**

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 Auditors' 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.



Alexander Macpherson (Senior Statutory Auditor)

for and on behalf of

**Blick Rothenberg Audit LLP**

Chartered Accountants

Statutory Auditor

16 Great Queen Street

Covent Garden

London

WC2B 5AH

22 July 2021

**STATEMENT OF COMPREHENSIVE INCOME**  
**For the Year Ended 31 March 2021**

	Note	2021 £	2020 £
Turnover	3	1,255,998	1,946,945
Administrative expenses		(1,197,690)	(1,857,784)
<b>Operating profit</b>	4	<b>58,308</b>	<b>89,161</b>
Interest receivable and similar income		44	160
<b>Profit before tax</b>		<b>58,352</b>	<b>89,321</b>
Tax on profit	6	(11,134)	(18,220)
<b>Profit for the financial year</b>		<b>47,218</b>	<b>71,101</b>

There was no other comprehensive income for 2021 (2020:£NIL).

The notes on pages 9 to 14 form part of these financial statements.



**BALANCE SHEET**  
As at 31 March 2021

	Note	2021 £	2020 £
<b>Fixed assets</b>			
Tangible assets	7	11,304	27,969
Investments	8	47,000	47,000
		<u>58,304</u>	<u>74,969</u>
<b>Current assets</b>			
Debtors: amounts falling due within one year	9	255,139	194,609
Cash at bank and in hand		147,030	160,911
		<u>402,169</u>	<u>355,520</u>
Creditors: amounts falling due within one year	10	(111,734)	(126,253)
<b>Net current assets</b>		<u>290,435</u>	<u>229,267</u>
<b>Total assets less current liabilities</b>		<u>348,739</u>	<u>304,236</u>
<b>Provisions for liabilities</b>			
Deferred tax	11	(2,148)	(4,863)
		<u>(2,148)</u>	<u>(4,863)</u>
<b>Net assets</b>		<u>346,591</u>	<u>299,373</u>
<b>Capital and reserves</b>			
Called up share capital	12	10,000	10,000
Profit and loss account		336,591	289,373
		<u>346,591</u>	<u>299,373</u>

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 and authorised for issue by the board and were signed on its behalf on 22 July 2021.



**C Curtis**  
Director

The notes on pages 9 to 14 form part of these financial statements.

**STATEMENT OF CHANGES IN EQUITY**  
**For the Year Ended 31 March 2021**

	<b>Called up share capital £</b>	<b>Profit and loss account £</b>	<b>Total equity £</b>
<b>At 1 April 2019</b>	<b>10,000</b>	<b>218,272</b>	<b>228,272</b>
<b>Profit for the year</b>	<b>-</b>	<b>71,101</b>	<b>71,101</b>
<b>At 1 April 2020</b>	<b>10,000</b>	<b>289,373</b>	<b>299,373</b>
<b>Profit for the year</b>	<b>-</b>	<b>47,218</b>	<b>47,218</b>
<b>At 31 March 2021</b>	<b>10,000</b>	<b>336,591</b>	<b>346,591</b>

The notes on pages 9 to 14 form part of these financial statements.

**NOTES TO THE FINANCIAL STATEMENTS**  
**For the Year Ended 31 March 2021**

**1. General information**

CZ Capital Services Limited is a private company limited by shares, incorporate in the UK and registered in England and Wales.

The entity's registered address is 4th Floor Reading Bridge House, George Street, Reading, Berkshire, RG1 8LS and its trading address is 53-54 Grosvenor Street, London W1K 3HU. Its principal activity is the provision of services to CZ Capital LLP.

**2. Accounting policies**

**2.1 Basis of preparation of financial statements**

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Section 1A of Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

**2.2 Revenue**

Turnover comprises revenue recognised by the company in respect of expenses recharged during the year, exclusive of Value Added Tax.

**2.3 Tangible fixed assets**

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 residual value, over their expected useful lives on the following basis:

Leasehold property	- Over the period of the lease
Fixtures and fittings	- Straight line over 5 years
Computer equipment	- Straight line over 3 years

**2.4 Valuation of investments**

Investments held as fixed assets are shown at fair value.

**2.5 Financial instruments other than investments**

The entity does not trade in financial instruments and all such instruments arise directly from operations. All trade and other debtors are initially recognised at transaction value, as none contain in substance a financing transaction. Thereafter trade and other debtors are reviewed for impairment where there is objective evidence based on observable data that the balance may be impaired. The entity does not hold collateral against its trade and other receivables so its exposure to credit risk is the net balance of trade and other debtors after allowance for impairment. The entity's cash holdings comprise on demand balances. All cash is held with banks with strong external credit ratings. Trade and other creditors and accruals are initially recognised at transaction value as none represent a financing transaction. They are only derecognised when they are extinguished. As the entity only has short term receivables and payables, its net current asset position is a reasonable measure of its liquidity at any given time.

**NOTES TO THE FINANCIAL STATEMENTS**  
**For the Year Ended 31 March 2021**

**2. Accounting policies (continued)**

**2.6 Foreign currency translation**

**Functional and presentation currency**

The Company's functional and presentational currency is GBP.

**Transactions and balances**

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss.

**2.7 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 Company 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 profit or loss when they fall due. Amounts not paid are shown in accruals as a liability in the Balance Sheet. The assets of the plan are held separately from the Company in independently administered funds.

The Company also contributes to personal pension plans of certain employees.

**2.8 Current and deferred taxation**

The tax expense for the year comprises current and deferred tax. Tax is recognised in profit or loss.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the Company operates and generates income.

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. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

**NOTES TO THE FINANCIAL STATEMENTS**  
For the Year Ended 31 March 2021

**3. Turnover**

All turnover arose within the United Kingdom.

**4. Operating profit**

The operating profit is stated after charging:

	2021 £	2020 £
Depreciation of tangible fixed assets	18,932	28,967
Auditors' remuneration - audit	3,960	3,768
Auditors' remuneration - non-audit	3,240	3,083
Exchange differences	(560)	(2,389)

**5. Employees**

Staff costs including directors' remuneration were as follows:

	2021 £	2020 £
Wages and salaries	734,331	1,191,061
Social security costs	90,002	150,663
Other pension costs	21,430	31,937
	<u>845,763</u>	<u>1,373,661</u>

The average monthly number of employees, including directors, during the year was as follows:

	2021 No.	2020 No.
Administration and compliance	<u>5</u>	<u>6</u>

Aggregate directors' remuneration was £nil (2020: £nil).

**6. Taxation**

	2021 £	2020 £
<b>Current tax</b>		
UK corporation tax on profits for the year	13,849	20,957
<b>Deferred tax</b>		
Origination and reversal of timing differences	(2,715)	(2,737)
<b>Taxation on profit on ordinary activities</b>	<u>11,134</u>	<u>18,220</u>

**NOTES TO THE FINANCIAL STATEMENTS**  
**For the Year Ended 31 March 2021**
**6. Taxation (continued)****Factors affecting tax charge for the year**

The tax assessed for the year differs from the standard rate of corporation tax in the UK of 19% (2020 - 19%). The differences are explained below:

	2021 £	2020 £
Profit on ordinary activities before tax	58,352	89,321
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2020 - 19%)	11,087	16,971
Effects of:		
Expenses not deductible for tax purposes	47	1,249
<b>Total tax charge for the year</b>	<b>11,134</b>	<b>18,220</b>

**7. Tangible fixed assets**

	Short-term leasehold property £	Fixtures and fittings £	Computer equipment £	Total £
<b>Cost</b>				
At 1 April 2020	35,540	18,069	90,030	143,639
Additions	-	154	2,113	2,267
Disposals	(35,540)	-	(14,052)	(49,592)
At 31 March 2021	-	18,223	78,091	96,314
<b>Depreciation</b>				
At 1 April 2020	35,540	16,825	63,305	115,670
Charge for the year	-	528	18,404	18,932
Disposals	(35,540)	-	(14,052)	(49,592)
At 31 March 2021	-	17,353	67,657	85,010
<b>Net book value</b>				
At 31 March 2021	-	870	10,434	11,304
At 31 March 2020	-	1,244	26,725	27,969

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**NOTES TO THE FINANCIAL STATEMENTS**  
**For the Year Ended 31 March 2021**
**8. Fixed asset investments**

	Other fixed asset investments £
<b>Cost or valuation</b>	
At 1 April 2020	47,000
At 31 March 2021	<u>47,000</u>

The investment represents the company's share of partnership capital in CZ Capital LLP, an LLP incorporated in the United Kingdom. The company owns 9.4% (2020: 9.4%) of the voting rights of the LLP and therefore does not have a controlling interest in the LLP.

**9. Debtors**

	2021 £	2020 £
Trade debtors	-	13,200
Amounts owed by CZ Capital LLP	229,360	127,860
Other debtors	-	10,857
Prepayments and accrued income	25,779	42,692
	<u>255,139</u>	<u>194,609</u>

**10. Creditors: Amounts falling due within one year**

	2021 £	2020 £
Other loans	40,000	40,000
Trade creditors	38,212	55,097
Corporation tax	13,849	20,957
Other creditors	6,659	-
Accruals and deferred income	13,014	10,199
	<u>111,734</u>	<u>126,253</u>

On 1 March 2006 the Company received an interest free £40,000 unsecured subordinated loan from CZ Capital Services (Cayman) Limited, an entity under common control. The loan is repayable on demand.

**NOTES TO THE FINANCIAL STATEMENTS**  
**For the Year Ended 31 March 2021**

**11. Deferred taxation**

	2021 £	2020 £
At beginning of year	(4,863)	(7,600)
Credited to profit or loss	2,715	2,737
<b>At end of year</b>	<b>(2,148)</b>	<b>(4,863)</b>

The provision for deferred taxation is made up as follows:

	2021 £	2020 £
Accelerated capital allowances	(2,148)	(5,314)
Accrued pension contributions	-	451
	<b>(2,148)</b>	<b>(4,863)</b>

**12. Share capital**

	2021 £	2020 £
<b>Allotted, called up and fully paid</b>		
10,000 (2020 - 10,000) Ordinary shares of £1 each	<b>10,000</b>	<b>10,000</b>

**13. Related party transactions**

During the year, the company charged service fees of £1,254,885 (2020: £1,836,945) to CZ Capital LLP, an entity under common control. At the balance sheet date £229,360 (2020: £127,860) was due from CZ Capital LLP.

**14. Controlling party**

The immediate and ultimate parent company is CZ Capital Services (Cayman) Limited, a company incorporated in the Cayman Islands.

The ultimate controlling party is Charles Curtis.