Bernhard Schulte Shipmanagement (UK) Limited **Report and Accounts 31 December 2014**



29/08/2015 **COMPANIES HOUSE**

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Bernhard Schulte Shipmanagement (UK) Limited Company Information

Directors

P Varnavas A C Campbell J A Eltringham T Ryan

Secretary

Prima Secretary Limited

Auditors

Pinder & Ratki Chartered Accountants 7 Lansdowne Terrace Gosforth Newcastle upon Tyne NE3 1 HN

Bankers

The Royal Bank of Scotland Plc 3rd Floor Aldgate Union 10 Whitechapel High Street London E1 8DX

Registered office

3 Hedley Court Orion Business Park Orion Way Newcastle upon Tyne NE29 7ST

Registered number

05886419

Bernhard Schulte Shipmanagement (UK) Limited

Registered number:

05886419

Directors' Report

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

Principal activities

The company's principal activity during the year continued to be the provision of ship management services.

Review of the business

The profit for the year, after taxation, amounted to \$362,630. An interim ordinary dividend of \$254,190 was paid on 16 May 2014. The directors do not recommend payment of a final ordinary

Future developments

Following decisions from Bernhard Schulte GmbH & Co. KG to consolidate its fleet of vessels into fewer ship management centres, the company aims to create a centre of excellence for gas carrier ship management, working closely alongside our fellow subsidiary company in the Isle of Man to identify synergies to ensure cost effective and safe operations, to further enhance the successful position of the company.

Directors

The following persons served as directors during the year:

P Varnavas

A C Campbell

J A Eltringham

T Ryan

Political and charitable donations

During the year, the company made no political contributions and made charitable contributions totalling \$4,600.

Disclosure of information to auditors

Each person who was a director at the time this report was approved confirms that:

- so far as he is aware, there is no relevant audit information of which the company's auditor is unaware; and
- he has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditor is aware of that information.

Small company provisions

This report has been prepared in accordance with the provisions in Part 15 of the Companies Act 2006 applicable to companies subject to the small companies regime.

This report was approved by the board on .25/23/15... and signed on its behalf.

A C Campbell Director

Bernhard Schulte Shipmanagement (UK) Limited Statement of Directors' Responsibilities

The directors are responsible for preparing the report and accounts in accordance with applicable law and regulations.

Company law requires the directors to prepare accounts for each financial year. Under that law the directors have elected to prepare the accounts in accordance with International Financial Reporting Standards as adopted by the European Union (IFRS). Under company law the directors must not approve the accounts 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 accounts, the directors are required to:

- · select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable Accounting Standards have been followed, subject to any material departures disclosed and explained in the accounts:
- prepare the accounts 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 accounts 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.

Bernhard Schulte Shipmanagement (UK) Limited Independent Auditors' Report to the member of Bernhard Schulte Shipmanagement (UK) Limited

We have audited the accounts of Bernhard Schulte Shipmanagement (UK) Limited for the year ended 31 December 2014 which comprise the Statement of Comprehensive Income, the Statement of Financial Position, the Statement of Changes in Equity, the Statement of Cash Flows and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards as adopted by the European Union.

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.

Respective responsibilities of directors and auditors

As explained more fully in the Statement of Directors' Responsibilities, the directors are responsible for the preparation of the accounts and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the accounts 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 Ethical Standards for Auditors.

Scope of the audit of the accounts

A description of the scope of an audit of accounts is provided on the APB's website at: www.frc.org.uk/auditscopeukprivate

Opinion on the accounts

In our opinion the accounts:

- 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 International Financial Reporting Standards; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matters prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report for the financial year for which the accounts are prepared is consistent with the accounts.

Bernhard Schulte Shipmanagement (UK) Limited Independent Auditors' Report to the member of Bernhard Schulte Shipmanagement (UK) 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 accounts 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.

Michael Ratki

(Senior Statutory Auditor)

for and on behalf of

Pinder & Ratki

Chartered Accountants and Statutory Auditors

7 Lansdowne Terrace

Gosforth

Newcastle upon Tyne

NE3 1 HN

25 March 2015

Bernhard Schulte Shipmanagement (UK) Limited Statement of Comprehensive Income for the year ended 31 December 2014

	Notes	2014 \$	2013 • \$
Turnover	• •	6,281,829	5,439,674
Direct costs Administrative expenses Other operating income		- (6,131,193) 305,482	(35,351) (5,199,769) 71,228
Profit from operations	3	456,118	275,782
Interest receivable		37	32
Profit before tax		456,155	275,814
Income tax expense	6	(93,525)	(66,245)
Profit for the year from continuing operations		362,630	209,569
Profit for the year attributable to equity holders		362,630	209,569

Continuing operations

None of the company's activities were acquired or discontinued during the above two financial years.

Statement of total recognised gains and losses

The company has no recognised gains or losses other than the profit for the above two financial years.

Bernhard Schulte Shipmanagement (UK) Limited Statement of Financial Position as at 31 December 2014

	Notes	2014 \$	2013 \$
Assets		·	·
Non-current assets Property, plant and equipment	7	243,894	315,838
Current assets Trade and other receivables Cash and cash equivalents	8	839,241 311,701 1,150,942	989,480 372,811 1,362,291
Total assets		1,394,836	1,678,129
Equity and liabilities			
Current liabilities Trade and other payables Current tax payable	9	200,685 122,156 322,841	636,267 59,523 695,790
Non-current liabilities Deferred taxation	10	26,926	47,656
Total liabilities		349,767	743,446
Equity Called up share capital Foreign exchange reserve Profit and loss account	11 12 13	333,444 11,249 700,376 1,045,069	331,498 11,249 591,936 934,683
Total equity and liabilities		1,394,836	1,678,129

The accounts have been prepared in accordance with the provisions in Part 15 of the Companies Act 2006 applicable to companies subject to the small companies regime.

A C ampbell

Director

Bernhard Schulte Shipmanagement (UK) Limited Statement of Changes in Equity for the year ended 31 December 2014

	Share capital \$	Foreign exchange reserve	Retained earnings \$	Total \$
At 1 January 2013	325,200	11,249	682,367	1,018,816
Exchange rate movement	6,298	-	-	6,298
Total comprehensive income for the year	-	-	209,569	209,569
Dividend paid	-	-	(300,000)	(300,000)
At 31 December 2013 and 1 January 2014	331,498	11,249	591,936	934,683
Exchange rate movement	1,946	-	-	1,946
Total comprehensive income for the year	-	-	362,630	362,630
Dividend paid	-	-	(254,190)	(254,190)
At 31 December 2014	333,444	11,249	700,376	1,045,069

Bernhard Schulte Shipmanagement (UK) Limited Statement of Cash Flows for the year ended 31 December 2014

	Notes	2014 \$	2013 \$
Reconciliation of profit from operations to net cash inflow from operating activities	1	•	
Profit from operations Depreciation and amortisation		456,118 114,430	275,782 76,727
Decrease/(increase) in receivables		150,239	(69,259)
(Decrease)/increase in payables		(435,582)	433,967
Net cash inflow from operating activities		285,205	717,217
Cash flow statement			
Net cash inflow from operating activities		285,205	717,217
Returns on investments and servicing of finance	16	37	32
Taxation		(61,180)	(75,953)
Capital expenditure	16	(13,604)	(88,645)
		210,458	552,651
Equity dividends paid		(254,190)	(300,000)
		(43,732)	252,651
Effect of foreign exchange rate changes		(17,378)	1,209
(Decrease)/increase in cash		(61,110)	253,860
Reconciliation of net cash flow to movement in net	debt		
(Decrease)/increase in cash in the period	•	(61,110)	253,860
Change in net debt	17	(61,110)	253,860
Net funds at 1 January 2014		372,811	118,951
Net funds at 31 December 2014		311,701	372,811

1 Presentation of accounts

The accounts have been prepared under the historical cost convention and in accordance with applicable United Kingdom Accounting Standards.

The accounts are presented in US Dollars since this is the currency in which the other group companies report their results.

2 Summary of significant accounting policies

The accounts have been prepared under the historical cost convention. The principal accounting policies adopted are set out below.

Revenue recognition

Sales of services are recognised when services are delivered.

Interest income is accrued on a time basis, by reference to the principal outstanding and at the interest rate applicable.

Property, plant and equipment

Depreciation is charged so as to write off the cost or valuation of the assets over their estimated useful lives, using the straight-line method, on the following bases:

Leasehold property alterations Plant and equipment

over 5 years over 3 - 10 years

Stocks

Stock is valued at the lower of cost and net realisable value.

Taxation

The charge for current tax is based on the results for the year as adjusted for items which are nonassessable or disallowed. It is calculated using rates that have been enacted or substantively enacted by the balance sheet date.

Full provision is made for deferred taxation resulting from timing differences between the recognition of gains and losses in the accounts and their recognition for tax purposes.

Deferred taxation is calculated on an un-discounted basis at the tax rates which are expected to apply in the years when the timing differences will reverse.

Foreign currencies

Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the year end date. All differences are taken to the statement of comprehensive income.

Exchange rate differences arising from the initial translation of opening balances at 1 January 2010 following the change of policy relating to reporting in US Dollars (previously Sterling) are classified as equity and transferred to the foreign exchange reserve.

Leasing and hire purchase commitments

Assets held under finance leases and hire purchase contracts, which are those where substantially all the risks and rewards of ownership of the asset have passed to the company, are capitalised in the statement of financial position and depreciated over their useful lives. The corresponding lease or hire purchase obligation is treated in the statement of financial position as a liability.

The interest element of the rental obligations is charged to the income statement over the period of the lease and represents a constant proportion of the balance of capital repayments outstanding.

Rentals paid under operating leases are charged to the income statement on a straight line basis over the lease term.

Pensions

The company operates a defined contribution pension scheme. Contributions are charged to the income statement as they become payable in accordance with the rules of the scheme.

3	Profit from operations	2014 \$	2013 \$
	This is stated after charging:	•	•
	Depreciation of property, plant and equipment Operating lease rentals - land and buildings Auditors' remuneration for audit services Auditors' remuneration for other services	114,430 106,908 13,187 8,609	75,736 106,052 13,082 19,214
4	Directors' emoluments	2014 \$	2013 \$
	Emoluments Company contributions to money purchase pension schemes	620,089 93,021 713,110	672,445 95,998 768,443
	Number of directors in company pension schemes:	2014 Number	2013 Number
	Money purchase schemes	2	2

5	Staff costs	2014 \$	2013 \$
	Wages and salaries	4,221,205	3,584,003
	Social security costs	471,188	410,448
	Other pension costs	168,991	213,751
		4,861,384	4,208,202
	Average number of employees during the year	Number	Number
	Administration	7	8
	Service provision	50	50
		57_	58
6	Income tax expense	2014 \$	2013 \$
	Analysis of charge in year		
	Current tax: UK corporation tax on profits of the year	123,813	54,661
	Deferred tax: Origination and reversal of timing differences	(30,288)	11,584
	3 · · · · · · · · · · · · · · · · · · ·		<u> </u>
	Tax on profit on ordinary activities	93,525	66,245
	Factors affecting tax charge for year The differences between the tax assessed for the year and the state are explained as follows:	andard rate of c	orporation tax
		2014 \$	2013 \$
	Profit before tax	456,155	275,814
	Standard rate of corporation tax in the UK	21%	23%
		\$	\$
	Profit on ordinary activities multiplied by the standard rate of corporation tax	95,793	63,437
•	Effects of: Expenses not deductible for tax purposes	28,020	(8,776)
	Current tax charge for year	123,813	54,661

7 Property, plant and equipment

•	Property, plant and equipment	Land and	Plant and	
		buildings	equipment	Total
	Cost	\$	\$	\$
	At 1 January 2014	39,246	692,057	731,303
	Exchange rate movement	2,147	35,312	37,459
	Additions	2,848	10,756	13,604
	At 31 December 2014	44,241	738,125	782,366
	Accumulated depreciation			
	At 1 January 2014	2,786	412,679	415,465
	Exchange rate movement	88	8,489	8,577
	Charge for the year	10,835	103,595	114,430
	At 31 December 2014	<u>13,709</u>	524,763	538,472
	Carrying amount			
	At 31 December 2014	30,532	213,362	243,894
	At 31 December 2013	36,460	279,378	315,838
8	Trade and other receivables		2014	2013
•			\$	\$
	Trade receivables		18,100	40,003
	Amounts owed by group undertakings		481,575	623,665
	Other receivables		294,294	280,960
	Prepayments and accrued income		45,272	44,852
	•		839,241	989,480
_	Toods and other soughter		2014	2013
9	Trade and other payables		2014 \$	2013 \$
	Trade nevebles		42 700	200 402
	Trade payables Amounts owed to group undertakings		43,708 7,628	208,403 11,792
	Other taxes and social security costs		133,334	308,403
	Other payables		8,608	94,907
	Accruals and deferred income		7,407	12,762
			200,685	636,267

10	Deferred taxation			2014	
				\$	
	Accelerated capital allowances			26,926	
	Undiscounted provision for deferred t	tax		26,926	
				2014	
	•			\$	
	At 1 January 2014			47,656	•
	Exchange rate movement			9,558	
	Deferred tax charge in the income sta	atement		(30,288)	
	At 31 December 2014		-	26,926	
	ACOT DOGGHISCI 2014		•	10,010	
11	Share capital	Nominal	2014	2014	2013
	•	value	Number	\$	\$
	Allotted, called up and fully paid:	04 1-	000 000	224 400	225 200
	Ordinary shares	£1 each	200,000	331,498 1,946	325,200 6,298
	Exchange rate movement		-	333,444	331,498
			-		001,100
12	Foreign exchange reserve			2014	
12	Foreign exchange reserve			\$	
	At 1 January 2014			11,249	
	At 31 December 2014		-	11,249	
	At 31 December 2014		-	11,243	
13	Retained earnings			2014	
	(totaliloa oailililgo			\$	
	At 1 January 2014			591,936	
	Profit for the financial year			362,630	
	Dividends			(254,190)	
	At 31 December 2014	,	- -	700,376	
14	Dividends			2014	2013
				\$	\$
	Dividends for which the company bed	ame liable durir	ng the year:		
	Dividends paid		-	254,190	300,000

15	Reconciliation of movement in sha	reholder's fu	nds	2014 \$	2013 \$
	At 1 January 2014 Profit for the financial year Dividends			936,629 362,630 (254,190)	1,025,114 209,569 (300,000)
	At 31 December 2014			1,045,069	934,683
16	Gross cash flows			2014 \$	2013 \$
	Returns on investments and service Interest received	ing of financ	e -	37	32
	Capital expenditure Payments to acquire plant and equipr	nent		(13,604)	(88,645)
17	Analysis of changes in net debt				
		At 1 Jan 2014 . \$	Cash flows \$	Non-cash changes \$	At 31 Dec 2014 \$
	Cash at bank and in hand	372,811	(61,110)		311,701
	Total	372,811	(61,110)		311,701

18 Financial risk management

The company finances its operations through a mixture of equity and retained earnings. Finance requirements are reviewed by the Board when funds are required for acquisition, exploration and development of projects.

The company's policy is to maintain a strong balance sheet so as to maintain the confidence of stakeholders and to sustain the future development of the business. There were no changes to the Group's capital management approach during the year.

Foreign currency risk

The company manages exposure to fluctuations in foreign currencies by maintaining cash and bank accounts in the same currencies in which it receives income and pays expenses.

If Sterling weakened / strengthened against the US Dollar by 5% the profit for the year and shareholder's equity would have increased / decreased by \$29,930 (2013; \$18,196).

19 Contingent liabilities

Bernhard Schulte Shipmanagement (UK) Limited has given sub-manager's undertakings in respect of its role as Security Trustee as part of a loan agreement between the Bank of China Limited and the owners of the vessels my Edzard Schulte, my Elisabeth Schulte and my Erin Schulte.

Similar undertakings in respect of its role as Security Trustee have been given as part of a loan agreement between the Standard Chartered Bank, Singapore branch and the owners of the vessels my Dorothea Schulte and my Donata Schulte.

The undertakings guarantee that, in the event of the loss of a vessel, insolvency of the vessel owner or other event making the loan agreement invalid or unenforceable, Bernhard Schulte Shipmanagement (UK) Limited will pay all funds held on behalf of that vessel's owners, including any proceeds of the insurance policies arising on the loss of a vessel, to the respective bank.

20	Related party transactions	2014 \$	2013 \$
	Bernhard Schulte Shipmanagement (Cyprus) Limited		
	Holding company		
	The company provided ship management services to the value of \$4,687,906 (2013: \$4,159,535)		
	Amount due from (to) the related party	190,306	380,675
	Bernhard Schulte Shipmanagement (Isle of Man) Limited		
	Fellow subsidiary		
	The company provided ship management services to the value of		
	\$1,593,926 (2013: \$1,280,139)		
	Amount due from (to) the related party	288,413	227,047
	Tyne Property Limited		
	Fellow subsidiary and landlord		
	Rent for the property paid \$106,908 (2013: \$106,052)		
	Bernhard Schulte Shipmanagement CSC Poland		
	Fellow subsidiary		
	Supply of goods / equipment purchased on behalf of the		
	subsidiary \$2,656 (2013: \$15,943)		
	Amount due from (to) the related party	2,656	15,943
	Bernhard Schulte (Hong Kong) Limited		
	Fellow subsidiary		
	Supply of technical consultancy services \$318 (2013: \$nil)		
	Amount due from (to) the related party	(318)	-

20	Related party transactions (cont'd)	2014 \$	2013 \$
	Bernhard Schulte Shipmanagement (L) Limited		
	Fellow subsidiary Supply of technical consultancy services \$22,650 (2013: \$nil) Amount due from (to) the related party	(2,507)	-
	BSM Business Solutions (L) Ltd Fellow subsidiary		
	Supply of technical consultancy services \$2,536 (2013: \$nil) Amount due from (to) the related party	(2,536)	-
	Bernhard Schulte Shipmanagement (Deutschland) GmbH & Co.KG Fellow subsidiary		
	Supply of technical consultancy services \$761 (2013: \$nil) Amount due from (to) the related party	(761)	-
	Bernhard Schulte Shipmanagement International (Philipines) Corp. Fellow subsidiary		
	Supply of technical consultancy services \$1,306 (2013: \$nil) Amount due from (to) the related party	(1,306)	-
	Bernhard Schulte Shipmanagement Malaysia Limited Fellow Subsidiary		
	Supply of technical consultancy services \$nil (2013: \$8,565) Amount due from (to) the related party	-	(8,565)
	Schulte Marine Concept (Hong Kong) Limited Fellow subsidiary		
	Supply of technical consultancy services \$nil (2013: \$3,201) Amount due from (to) the related party	-	(3,021)
	Bernhard Schulte Shipmanagement (Singapore) Pte Limited Fellow subsidiary		
	Supply of technical consultancy services \$nil (2013: \$206) Amount due from (to) the related party	-	(206)
	St Martin Shipping Co Ltd Fellow subsidiary		
	Provision of consultancy services \$232,797 (2013: \$199,444) Amount due from (to) the related party	232,797	199,444

21 Ultimate controlling party

The parent company is Bernhard Schulte Shipmanagement (Cyprus) Limited. The ultimate parent company is Bernhard Schulte GmbH & Co. KG, a company registered in Germany.