

Company Registration No. 07979654 (England and Wales)

TIER ONE CAPITAL LTD
UNAUDITED FINANCIAL STATEMENTS
FOR THE PERIOD ENDED
28 FEBRUARY 2020
PAGES FOR FILING WITH REGISTRAR



TIER ONE CAPITAL LTD**STATEMENT OF FINANCIAL POSITION
AS AT 28 FEBRUARY 2020**

	Notes	2020 £	£	2018 £	£
Fixed assets					
Tangible assets	4		33,662		75,983
Investments	5		4,259,984		1,122,077
			<u>4,293,646</u>		<u>1,198,060</u>
Current assets					
Debtors	6	1,101,884		841,540	
Cash at bank and in hand		18,088		100,868	
		<u>1,119,972</u>		<u>942,408</u>	
Creditors: amounts falling due within one year	7	(547,123)		(374,368)	
Net current assets			<u>572,849</u>		<u>568,040</u>
Total assets less current liabilities			<u>4,866,495</u>		<u>1,766,100</u>
Creditors: amounts falling due after more than one year	8	(2,765,820)		(1,146,250)	
Provisions for liabilities	9	(2,004)		-	
Net assets			<u><u>2,098,671</u></u>		<u><u>619,850</u></u>
Capital and reserves					
Called up share capital	10		330		308
Share premium account			2,450,889		450,911
Profit and loss reserves			(352,548)		168,631
Total equity			<u><u>2,098,671</u></u>		<u><u>619,850</u></u>

The directors of the company have elected not to include a copy of the income statement within the financial statements.

For the financial period ended 28 February 2020 the company was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies.

The members have not required the company to obtain an audit of its financial statements for the period in question in accordance with section 476.

The directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements.

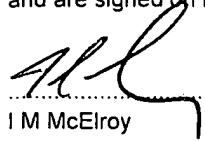
These financial statements have been prepared and delivered in accordance with the provisions applicable to companies subject to the small companies' regime.

TIER ONE CAPITAL LTD

STATEMENT OF FINANCIAL POSITION (CONTINUED)

AS AT 28 FEBRUARY 2020

The financial statements were approved by the board of directors and authorised for issue on 3/8/20 and are signed on its behalf by:



I M McElroy
Director

TIER ONE CAPITAL LTD

STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED 28 FEBRUARY 2020

	Notes	Share capital £	Share premium account £	Profit and loss reserves £	Total £
Balance at 1 September 2017		298	449,703	(9,451)	440,550
Period ended 31 August 2018:					
Profit and total comprehensive income for the period		-	-	178,082	178,082
Issue of share capital	10	10	1,208	-	1,218
Balance at 31 August 2018		308	450,911	168,631	619,850
Period ended 28 February 2020:					
Loss and total comprehensive income for the period		-	-	(521,179)	(521,179)
Issue of share capital	10	22	1,999,978	-	2,000,000
Balance at 28 February 2020		330	2,450,889	(352,548)	2,098,671

TIER ONE CAPITAL LTD

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 28 FEBRUARY 2020

1 Accounting policies

Company information

Tier One Capital Ltd (the 'company') is a private company limited by shares and is registered and incorporated in England and Wales. The registered office is Keel House, Garth Heads, Newcastle upon Tyne, NE1 2JE.

Accounting convention

These financial statements have been prepared in accordance with 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 disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

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 £.

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

The company has taken advantage of the exemption under section 399 of the Companies Act 2006 not to prepare consolidated accounts, on the basis that the group of which this is the parent qualifies as a small group. The financial statements present information about the company as an individual entity and not about its group.

Reporting period

The company is presenting its financial statements for a period longer than one year. This was due to a restructure in the business for strategic reasons. Therefore comparative amounts presented in the financial statements and related notes are not entirely comparable.

Turnover

Turnover is recognised at the fair value of the consideration received or receivable for services provided in the normal course of business, and is shown net of VAT and other sales related taxes. The fair value of consideration takes into account trade discounts, settlement discounts and volume rebates..

Interest income, management fees and commission are recognised when receivable.

Arrangement fees are recognised when the contract completes.

Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost, net of depreciation and any impairment losses.

Depreciation is recognised so as to write off the cost of assets less their residual values over their useful lives on the following bases:

Fixtures and fittings	25% or 33.3% straight line
Motor vehicles	25% straight line

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is credited or charged to profit or loss.

TIER ONE CAPITAL LTD

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 28 FEBRUARY 2020

1 Accounting policies (Continued)

Fixed asset investments

Interests in subsidiaries and associates which are publicly traded or where the fair value can be measured reliably are initially measured at fair value, with changes in fair value recognised in profit or loss. Those which are not publicly traded and where fair value cannot be measured reliably 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.

Impairment of fixed assets

At each reporting period end date, the company reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any).

Cash and cash equivalents

Cash and cash equivalents are basic financial instruments and include cash in hand and deposits held at call with banks.

Financial instruments

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

Financial instruments are recognised 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 trade and other debtors, loans from related parties 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 financial asset is measured at the present value of the future receipts discounted at a market rate of interest.

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.

TIER ONE CAPITAL LTD

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 28 FEBRUARY 2020

1 Accounting policies (Continued)

Basic financial liabilities

Basic financial liabilities, including trade and other creditors, 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.

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

Borrowings

Interest-bearing borrowings are initially recorded at fair value, net of transaction costs and subsequently carried at amortised cost. The difference between the proceeds, net of transaction costs, and the amount due on redemption is recognised as a charge to profit or loss over the period of the relevant borrowing.

Interest expense is recognised on the basis of the effective interest rate method and is included in finance costs.

Borrowings are classified as current liabilities unless the company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.

Equity instruments

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

Taxation

The tax expense represents the sum of the current tax expense and deferred tax expense. Current tax assets are recognised when tax paid exceeds the tax payable.

Current and deferred tax is charged or credited to profit or loss, except when it relates to items charged or credited to other comprehensive income or equity, when the tax follows the transaction or event it relates to and is also charged or credited to other comprehensive income, or equity.

Current tax assets and current tax liabilities and deferred tax assets and deferred tax liabilities are offset, if and only if, there is a legally enforceable right to set off the amounts and the entity intends either to settle on the net basis or to realise the asset and settle the liability simultaneously.

Current tax is based on taxable profit for the year. Current tax assets and liabilities are measured using tax rates that have been enacted or substantively enacted by the reporting date.

Deferred tax is calculated at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled based on tax rates that have been enacted or substantively enacted by the reporting date.

Deferred tax liabilities are recognised in respect of all timing differences that exist at the reporting date. Timing differences are differences between taxable profits and total comprehensive income that arise from the inclusion of income and expenses in tax assessments in different periods from their recognition in the financial statements. Deferred tax assets are recognised only to the extent that it is probable that they will be recovered by the reversal of deferred tax liabilities or other future taxable profits.

Deferred tax is recognised on income and expenses from subsidiaries and associates, that will be assessed to or allow for tax in a future period except where the company is able to control the reversal of the timing difference and it is probable that the timing difference will not reverse in the foreseeable future.

TIER ONE CAPITAL LTD

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 28 FEBRUARY 2020

1 Accounting policies (Continued)

Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense, unless those costs are required to be recognised as part of the cost of stock or fixed assets.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Retirement benefits

For defined contribution schemes the amount charged to profit or loss is the contributions payable in the year. Differences between contributions payable in the year and contributions actually paid are shown as either accruals or prepayments.

Leases

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessees. All other leases are classified as operating leases.

Assets held under finance leases are recognised as assets at the lower of the assets fair value at the date of inception and the present value of the minimum lease payments. The related liability is included in the statement of financial position as a finance lease obligation. Lease payments are treated as consisting of capital and interest elements. The interest is charged to profit or loss so as to produce a constant periodic rate of interest on the remaining balance of the liability.

Rentals payable under operating leases, including any lease incentives received, are charged to profit or loss on a straight line basis over the term of the relevant lease except where another more systematic basis is more representative of the time pattern in which economic benefits from the leases asset are consumed.

2 Employees

The average monthly number of persons (including directors) employed by the company during the period was 16 (2018 - 14).

3 Directors' remuneration

	2020 £	2018 £
Remuneration paid to directors	200,350	89,852

TIER ONE CAPITAL LTD

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 28 FEBRUARY 2020

4 Tangible fixed assets

	Plant and machinery etc £
Cost	
At 1 September 2018	167,041
Additions	4,080
Disposals	(33,905)
At 28 February 2020	137,216
Depreciation and impairment	
At 1 September 2018	91,058
Depreciation charged in the period	46,401
Eliminated in respect of disposals	(33,905)
At 28 February 2020	103,554
Carrying amount	
At 28 February 2020	33,662
At 31 August 2018	75,983

5 Fixed asset investments

	2020 £	2018 £	
Investments	4,259,984	1,122,077	
Movements in fixed asset investments			
	Shares in group undertakings £	Other investments other than loans £	Total £
Cost or valuation			
At 1 September 2018	1,022,514	99,563	1,122,077
Additions	3,245,234	-	3,245,234
Disposals	(7,764)	(99,563)	(107,327)
At 28 February 2020	4,259,984	-	4,259,984
Carrying amount			
At 28 February 2020	4,259,984	-	4,259,984
At 31 August 2018	1,022,514	99,563	1,122,077

TIER ONE CAPITAL LTD

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 28 FEBRUARY 2020

6 Debtors	2020	2018
	£	£
Amounts falling due within one year:		
Trade debtors	100,328	204,209
Corporation tax recoverable	32,728	-
Other debtors	961,401	637,331
	<u>1,094,457</u>	<u>841,540</u>
	2020	2018
	£	£
Amounts falling due after more than one year:		
Deferred tax asset	7,427	-
	<u>7,427</u>	<u>-</u>
Total debtors	<u>1,101,884</u>	<u>841,540</u>
7 Creditors: amounts falling due within one year	2020	2018
	£	£
Trade creditors	106,535	87,919
Corporation tax	-	32,728
Other taxation and social security	68,761	60,949
Other creditors	371,827	192,772
	<u>547,123</u>	<u>374,368</u>
8 Creditors: amounts falling due after more than one year	2020	2018
	£	£
Other creditors	2,765,820	1,146,250
	<u>2,765,820</u>	<u>1,146,250</u>
9 Provisions for liabilities	2020	2018
	£	£
Deferred tax liabilities	2,004	-
	<u>2,004</u>	<u>-</u>

TIER ONE CAPITAL LTD

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 28 FEBRUARY 2020

10 Called up share capital

	2020 £	2018 £
Ordinary share capital		
Issued and fully paid		
8,625 A Ordinary of 1p each	86	110
1,375 B Ordinary of 1p each	14	198
1,000 C Ordinary of 1p each	10	-
4,500 D Ordinary of 2.2p each	99	-
4,500 E Ordinary of 2.2p each	99	-
1,667 F Ordinary of 1p each	17	-
556 G Ordinary of 1p each	5	-
	<u>330</u>	<u>308</u>

11 Related party transactions

At the period end balances due from Cascade Cash Management Limited, a company in which Tier One Capital Ltd is a minority shareholder, amounted to £70,032 (2018: £279,587).

At the period end balances due from Tier One Capital SaRL, a company in which there is a common directorship, amounted to £nil (2018: £645).

At the period end balances due from Tier One Capital Investments Limited, a company in which there are common directorships and shareholders and which is a minority shareholder of Tier One Capital Ltd, amounted to £602,515 (2018: £1,078,250 due to Tier One Capital Investments Limited).

12 Directors' transactions

These loans are interest free with no fixed repayment terms.

Description	% Rate	Opening balance £	Amounts advanced £	Amounts repaid £	Closing balance £
Director 1	-	5,503	15,136	(3,559)	17,080
Director 2	-	3,849	606	(4,455)	-
		<u>9,352</u>	<u>15,742</u>	<u>(8,014)</u>	<u>17,080</u>