

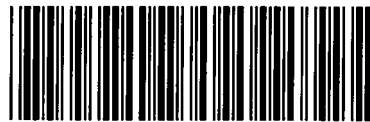
Registration number: 09707251

Sableknight Fleet Limited

Annual Report and Financial Statements

Year Ended 31 December 2017

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Sableknight Fleet Limited

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Sableknight Fleet Limited

Company Information

Chairman R S Broadhurst CVO CBE FRICS

Directors R S Broadhurst CVO CBE FRICS
I C Woodward

Company secretary G Spinks

Registered office 22 Chancery Lane
London
WC2A 1LS

Auditors KPMG LLP
Arlington Business Park
Theale
Reading
Berkshire
RG7 4SD

Sableknight Fleet Limited

Directors' Report

Year Ended 31 December 2017

The directors present their report and the financial statements for the year ended 31 December 2017.

Directors of the company

The directors who held office during the year were as follows:

R S Broadhurst CVO CBE FRICS - Chairman

D P Edwards (resigned 31 October 2017)

I C Woodward

Directors' liabilities

During the year, directors' and officers' liability insurance was provided to the directors. No claim was made under this provision.

Disclosure of information to the auditors

Each director has taken steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information. The directors confirm that there is no relevant information that they know of and of which they know the auditors are unaware.

Reappointment of auditors

The auditors KPMG LLP are deemed to be reappointed under section 487(2) of the Companies Act 2006.

Small companies provision statement

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

Approved by the Board on ^{30 April 2018} and signed on its behalf by:


.....
G Spinks
Company secretary

Statement of Directors' Responsibilities in respect of the Annual Report and the Financial Statements

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 they have elected to prepare the financial statements in accordance with applicable law and Section 1A of FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland* (UK Generally Accepted Accounting Practice applicable to Smaller Entities).

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 and then apply them consistently;
- make judgements and estimates that are reasonable and prudent; and
- assess the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

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 financial statements comply with the Companies Act 2006. They are responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

Independent Auditor's Report to the Members of Sableknight Fleet Limited

Opinion

We have audited the financial statements of Sableknight Fleet Limited ("the company") for the year ended 31 December 2017 which comprise the Profit and Loss Account, Balance Sheet and related notes, including the accounting policies in note 2.

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2017 and of its loss for the year then ended;
- have been properly prepared in accordance with UK accounting standards applicable to smaller entities, including Section 1A of FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland*; 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 are described below. We have fulfilled our ethical responsibilities under, and are independent of the company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

Going concern

We are required to report to you if we have concluded that the use of the going concern basis of accounting is inappropriate or there is an undisclosed material uncertainty that may cast significant doubt over the use of that basis for a period of at least twelve months from the date of approval of the financial statements. We have nothing to report in these respects.

Directors' report

The directors are responsible for the directors' report. Our opinion on the financial statements does not cover that report and we do not express an audit opinion thereon.

Our responsibility is to read the directors' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- we have not identified material misstatements in the directors' report;
- in our opinion the information given in that report for the financial year is consistent with the financial statements; and
- in our opinion that report has been prepared in accordance with the Companies Act 2006.

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required 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

Independent Auditor's Report to the Members of Sableknight Fleet Limited (continued)

- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies exemption from the requirement to prepare a strategic report.

We have nothing to report in these respects.

Directors' responsibilities

As explained more fully in their statement set out on page 3, the directors are responsible for: the preparation of the financial statements and for being satisfied that they give a true and fair view; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; 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 they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities

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 our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at www.frc.org.uk/auditorsresponsibilities.

The purpose of our audit work and to whom we owe our responsibilities

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.

P Holland

30 April 2018

**Paul Holland (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor**

Chartered Accountants
Arlington Business Park
Theale
Reading
Berkshire
RG7 4SD
30 April 2018

Sableknight Fleet Limited

Profit and Loss Account

Year Ended 31 December 2017

	Note	2017 £	2016 £
Turnover		2,103,536	1,957,765
Cost of sales		<u>(492,781)</u>	<u>(684,530)</u>
Gross profit		1,610,755	1,273,235
Loss on revaluation of investment property	6	(2,734,161)	(612,660)
Administrative expenses		<u>(109,095)</u>	<u>(225,407)</u>
Operating (loss)/profit		(1,232,501)	435,168
Other interest receivable and similar income		<u>1,434</u>	<u>436</u>
(Loss)/profit before tax		(1,231,067)	435,604
Taxation		<u>210,274</u>	<u>63,366</u>
(Loss)/profit for the financial year		<u>(1,020,793)</u>	<u>498,970</u>

The notes on pages 8 to 14 form an integral part of these financial statements.

Sableknight Fleet Limited

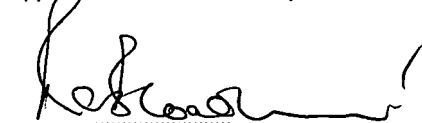
(Registration number: 09707251)

Balance Sheet as at 31 December 2017

	Note	2017 £	2016 £
Fixed assets			
Investment property	6	24,000,000	26,700,000
Investments	7	<u>2</u>	<u>-</u>
		<u>24,000,002</u>	<u>26,700,000</u>
Current assets			
Debtors	8	2,320,296	1,348,419
Cash at bank and in hand		<u>1,971,152</u>	<u>941,300</u>
		4,291,448	2,289,719
Creditors: Amounts falling due within one year	9	<u>(29,495,198)</u>	<u>(771,704)</u>
Net current (liabilities)/assets		<u>(25,203,750)</u>	<u>1,518,015</u>
Total assets less current liabilities		(1,203,748)	28,218,015
Creditors: Amounts falling due after more than one year	9	<u>(166,287)</u>	<u>(28,567,257)</u>
Net liabilities		<u>(1,370,035)</u>	<u>(349,242)</u>
Capital and reserves			
Called up share capital		1	1
Profit and loss account		<u>(1,370,036)</u>	<u>(349,243)</u>
Total equity		<u>(1,370,035)</u>	<u>(349,242)</u>

These financial statements have been prepared in accordance with the special provisions relating to companies subject to the small companies regime within Part 15 of the Companies Act 2006.

Approved and authorised by the Board on 30 April 2018 and signed on its behalf by:



R S Broadhurst CVO CBE FRICS
Chairman

Sableknight Fleet Limited

Notes to the Financial Statements

Year Ended 31 December 2017

1 General information

The company is a private company limited by share capital incorporated in England.

The address of its registered office is:

22 Chancery Lane
London
WC2A 1LS

2 Accounting policies

Summary of significant accounting policies and key accounting estimates

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

Statement of compliance

These financial statements were prepared in accordance with Financial Reporting Standard 102 Section 1A ("FRS 102 1A") 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' as issued in August 2014.

Basis of preparation

These financial statements have been prepared using the historical cost convention except that as disclosed in the accounting policies certain items are shown at fair value.

The presentational currency of these financial statements is sterling, rounded to the nearest £1.

Group accounts not prepared

As the company is subject to the small companies regime, group accounts have not been prepared..

Going concern

The directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. The parent company has agreed to provide such financial assistance as may be necessary to guarantee the solvency of the company for a period of not less than twelve months from the date that the financial statements are signed. Accordingly, they continue to adopt the going concern basis in preparing the annual report and accounts.

Revenue recognition

Turnover comprises UK rental income received on the investment property. Turnover is shown net of sales/value added tax, returns, rebates and discounts. Any incentive for lessees to enter into lease agreements are treated as a revenue cost and the rental income is accounted for from the commencement date of any rent free period. The cost of all lease incentives is therefore offset against the total rent due. The net rental income is then spread over the period from the rent commencement date to the lease end date.

The Company recognises revenue when:

The amount of revenue can be reliably measured;

it is probable that future economic benefits will flow to the entity; and

specific criteria have been met for each of the Company's activities.

Sableknight Fleet Limited

Notes to the Financial Statements

Year Ended 31 December 2017

Tax

The tax expense for the period comprises current and deferred tax. Tax is recognised in profit or loss, except that a charge attributable to an item of income or expense recognised as other comprehensive income is also recognised directly in other comprehensive income.

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

Deferred income tax is recognised on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements and on unused tax losses or tax credits in the Company. Deferred income tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

The carrying amount of deferred tax assets are reviewed at each reporting date and a valuation allowance is set up against deferred tax assets so that the net carrying amount equals the highest amount that is more likely than not to be recovered based on current or future taxable profit.

Investment property

Investment property is carried at fair value, derived from the current market prices for comparable real estate determined annually by the directors, including Robin Broadhurst and Ian Woodward, who are both qualified chartered surveyors. The directors use observable market prices and projected future cash flows from rental income, adjusted if necessary for any difference in the nature, location or condition of the specific asset. Changes in fair value are recognised in profit or loss.

Business combinations

Business combinations are accounted for using the purchase method. The consideration for each acquisition is measured at the aggregate of the fair values at acquisition date of assets given, liabilities incurred or assumed, and equity instruments issued by the group in exchange for control of the acquired, plus any costs directly attributable to the business combination. When a business combination agreement provides for an adjustment to the cost of the combination contingent on future events, the group includes the estimated amount of that adjustment in the cost of the combination at the acquisition date if the adjustment is probable and can be measured reliably.

Investments

Investments in subsidiaries and associated undertakings are included at cost.

Interest income on debt securities, where applicable, is recognised in income using the effective interest method. Dividends on equity securities are recognised in income when receivable.

Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and call deposits, and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of change in value.

Sableknight Fleet Limited

Notes to the Financial Statements

Year Ended 31 December 2017

Trade debtors

Trade debtors are amounts due from customers for rents invoiced in the ordinary course of business.

Trade debtors are recognised initially at the transaction price. They are subsequently measured at amortised cost using the effective interest method, less provision for impairment. A provision for the impairment of trade debtors is established when there is objective evidence that the Company will not be able to collect all amounts due according to the original terms of the receivables.

Trade creditors

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Trade creditors are classified as current liabilities if the company does not have an unconditional right, at the end of the reporting period, to defer settlement of the creditor for at least twelve months after the reporting date. If there is an unconditional right to defer settlement for at least twelve months after the reporting date, they are presented as non-current liabilities.

Trade creditors are recognised initially at the transaction price and subsequently measured at amortised cost using the effective interest method.

Share capital

Ordinary shares are classified as equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of the direct costs of issuing the equity instruments. If payment is deferred and the time value of money is material, the initial measurement is on a present value basis.

Financial instruments

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities. Where shares are issued, any component that creates a financial liability of the company is presented as a liability in the balance sheet. The corresponding dividends relating to the liability component are charged as interest expense in the Profit and Loss Account.

The only financial instruments held by the Company are trade debtors, trade creditors and investments in subsidiaries. Their recognition and measurement is set out elsewhere in the accounting policies.

3 Staff numbers

The average number of persons employed by the company during the year was 0 (2016 - 0).

Sableknight Fleet Limited

Notes to the Financial Statements

Year Ended 31 December 2017

4 Auditors' remuneration

	2017 £	2016 £
Audit of the financial statements	<u>8,901</u>	<u>6,700</u>
Other fees to auditors		
Taxation compliance services	<u>4,250</u>	<u>4,250</u>

5 Taxation

Deferred tax

Deferred tax assets and liabilities

	Asset £
2017	
Unrealised loss on investment property	<u>800,078</u>
	Asset
2016	£
Unrealised loss on investment property	<u>335,270</u>

Sableknight Fleet Limited

Notes to the Financial Statements

Year Ended 31 December 2017

6 Investment properties

	2017 £
At 1 January	26,700,000
Additions	34,161
Fair value adjustments	<u>(2,734,161)</u>
At 31 December	<u>24,000,000</u>

The investment property is held at fair value, with changes in fair value being recognised in the Profit and Loss Account.

Fair value is based on a valuation made by the directors, including Robin Broadhurst and Ian Woodward, who are both qualified chartered surveyors.

The historic cost of the investment property is £28,706,339.

7 Investments

	2017 £	2016 £
Investments in subsidiaries	<u>2</u>	<u>-</u>
Subsidiaries		£
Cost or valuation		
At 1 January 2017		-
Additions		<u>2</u>
At 31 December 2017		<u>2</u>
Carrying amount		
At 31 December 2017		<u>2</u>
At 31 December 2016		<u>-</u>

Acquisition of subsidiaries

On 25 May 2017, the company acquired 100% of the share capital of Sableknight Fleet (North) Limited for £1 and 100% of the share capital of Sableknight Fleet (South) Limited for £1.

Sableknight Fleet Limited

Notes to the Financial Statements

Year Ended 31 December 2017

8 Debtors

	Note	2017 £	2016 £
Trade debtors		607,724	275,409
Accrued income		500,064	496,145
Prepayments		78,100	241,595
Deferred tax asset	5	800,078	335,270
Amounts owed by subsidiary undertakings		334,330	-
		<u>2,320,296</u>	<u>1,348,419</u>

Amounts owed by subsidiary undertakings

Amounts owed by subsidiary undertakings are unsecured, interest-free and repayable on demand.

9 Creditors

	2017 £	2016 £
Due within one year		
Trade creditors	29,797	15,557
Amounts owed to related parties	28,090,403	-
Accrued expenses	139,747	28,575
Other creditors	980,717	727,572
Corporation tax	254,534	-
	<u>29,495,198</u>	<u>771,704</u>
Due after one year		
Amounts owed to related parties	-	28,330,704
Tenant deposits	166,287	236,553
	<u>166,287</u>	<u>28,567,257</u>

Amounts owed to related parties

Amounts owed to related parties are unsecured, interest-free and repayable on demand.

Sableknight Fleet Limited

Notes to the Financial Statements

Year Ended 31 December 2017

10 Parent and ultimate parent undertaking

The address of Sableknight Limited is:

22 Chancery Lane

London

WC2A 1LS

The company's immediate parent is Sableknight Limited, incorporated in United Kingdom.

The most senior parent entity producing publicly available financial statements is Sableknight Limited. These financial statements are available upon request from Companies House, Crown Way, Maindy, Cardiff, CF14 3UZ.