

Company Registration No. SC537252 (Scotland)

ROYAL CIRCUS LIMITED
UNAUDITED FINANCIAL STATEMENTS
FOR THE PERIOD ENDED
31 OCTOBER 2017
PAGES FOR FILING WITH REGISTRAR



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ROYAL CIRCUS LIMITED**STATEMENT OF FINANCIAL POSITION****AS AT 31 OCTOBER 2017**

	Notes	2017 £	£
Fixed assets			
Intangible assets	3		36,740
Tangible assets	4		9,836
Investments	5		8,624
			<u>55,200</u>
Current assets			
Debtors	6	473,628	
Cash at bank and in hand		187,325	
		<u>660,953</u>	
Creditors: amounts falling due within one year	7	(4,204,150)	
Net current liabilities			<u>(3,543,197)</u>
Total assets less current liabilities			<u>(3,487,997)</u>
Provisions for liabilities	8		<u>(1,672)</u>
Net liabilities			<u><u>(3,489,669)</u></u>
Capital and reserves			
Called up share capital	9		1
Profit and loss reserves			<u>(3,489,670)</u>
Total equity			<u><u>(3,489,669)</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 31 October 2017 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 Act with respect to accounting records and the preparation of financial statements.

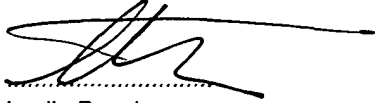
These financial statements have been prepared and delivered in accordance with the provisions applicable to companies subject to the small companies' regime.

ROYAL CIRCUS LIMITED

STATEMENT OF FINANCIAL POSITION (CONTINUED)

AS AT 31 OCTOBER 2017

The financial statements were approved by the board of directors and authorised for issue on 06/04/18
and are signed on its behalf by:



Leslie Benzies
Director

ROYAL CIRCUS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 OCTOBER 2017

1 Accounting policies

Company information

Royal Circus Limited is a private company limited by shares and is registered and incorporated in Scotland. The registered office is 29 Constitution Street, Edinburgh, Scotland, EH6 7BS.

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.

Going concern

As the result of the classification of the loan from the shareholder being less than one year the company has net current liabilities of £3,543,197 at the balance sheet date. The company is therefore reliant upon the support of the shareholder in order to meet its liabilities as they fall due. The principal investor has confirmed that he will support the company for a minimum period of 12 months from the signing of these financial statements. The director therefore believes it is appropriate for the financial statements to be prepared on a going concern basis.

Reporting period

These accounts are for the period from incorporation on 6 June 2016 to 31 October 2017.

Intangible fixed assets other than goodwill

Intangible assets acquired separately from a business are recognised at cost and are subsequently measured at cost less accumulated amortisation and accumulated impairment losses. Intangible assets acquired on business combinations are recognised separately from goodwill at the acquisition date if the fair value can be measured reliably.

Amortisation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives. The useful life of the trademarks has been estimated at 10 years which is when the trademarks expire.

Trademarks

Straight line over 10 years

Tangible fixed assets

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

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

Furniture, fixtures and fittings

Straight line over 10 years

Computer equipment

Straight line over 5 years

ROYAL CIRCUS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 31 OCTOBER 2017

1 Accounting policies (Continued)

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.

Fixed asset investments

Interests in subsidiaries 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.

Impairment of fixed assets

At each reporting period end date, the company reviews the carrying amounts of its tangible and intangible 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). Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Financial instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' 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 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.

ROYAL CIRCUS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 31 OCTOBER 2017

1 Accounting policies (Continued)

Basic financial liabilities

Basic financial liabilities, including trade and other creditors and loans from fellow group companies that are classified as debt, 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.

Equity instruments

Equity instruments issued by the company are recorded at the fair value of proceeds received, net of direct issue 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.

Deferred tax

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 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.

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

ROYAL CIRCUS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 31 OCTOBER 2017

1 Accounting policies (Continued)

Rentals payable under operating leases, including any lease incentives received, are charged to income 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 leased asset are consumed.

Foreign exchange

Transactions in currencies other than the functional currency (foreign currency) are initially recorded at the exchange rate prevailing on the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the reporting date. Non-monetary assets and liabilities denominated in foreign currencies are translated at the rate ruling at the date of the transaction, or, if the asset or liability is measured at fair value, the rate when that fair value was determined.

All translation differences are taken to profit or loss, except to the extent that they relate to gains or losses on non-monetary items recognised in other comprehensive income, when the related translation gain or loss is also recognised in other comprehensive income.

2 Employees

The average monthly number of persons (including directors) employed by the company during the period was 1.

3 Intangible fixed assets

	Other £
Cost	
Additions	39,124
At 31 October 2017	39,124
Amortisation and impairment	
Amortisation charged for the period	2,384
At 31 October 2017	2,384
Carrying amount	
At 31 October 2017	36,740

ROYAL CIRCUS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 31 OCTOBER 2017

4 Tangible fixed assets

	Plant and machinery etc £
Cost	
Additions	10,433
At 31 October 2017	10,433
Depreciation and impairment	
Depreciation charged in the period	597
At 31 October 2017	597
Carrying amount	
At 31 October 2017	9,836

5 Fixed asset investments

	2017 £
Investments	8,624

Investments in subsidiaries are measured at cost less any accumulated impairment losses.

Movements in fixed asset investments

	Shares in group undertakings £
Cost or valuation	
At 6 June 2016	-
Additions	8,624
At 31 October 2017	8,624
Carrying amount	
At 31 October 2017	8,624

ROYAL CIRCUS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 31 OCTOBER 2017

6 Debtors

	2017 £
Amounts falling due within one year:	
Amounts owed by group undertakings	377,992
Other debtors	95,636
	<u>473,628</u>

7 Creditors: amounts falling due within one year

	2017 £
Trade creditors	102,422
Amounts due to group undertakings	1
Other creditors	4,101,727
	<u>4,204,150</u>

8 Provisions for liabilities

	2017 £
Deferred tax liabilities	1,672
	<u>1,672</u>

9 Called up share capital

	2017 £
Ordinary share capital Issued and fully paid	
1 Ordinary shares of £1 each	1
	<u>1</u>

10 Operating lease commitments

Lessee

At the reporting end date the company had outstanding commitments for future minimum lease payments under non-cancellable operating leases, which fall due as follows:

	2017 £
Within one year	19,438
	<u>19,438</u>

ROYAL CIRCUS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 31 OCTOBER 2017

11 Related party transactions

During the period one of the directors, who is also the sole shareholder, extended a loan of £3,829,244 to the company. In addition, the director incurred £190,267 of expenses on behalf of the company. At the balance sheet date the company owed the director £4,019,511 and this balance is included in other creditors.