

**Capital & Provincial (Rosyth)
Limited**

Unaudited Financial Statements

Year Ended

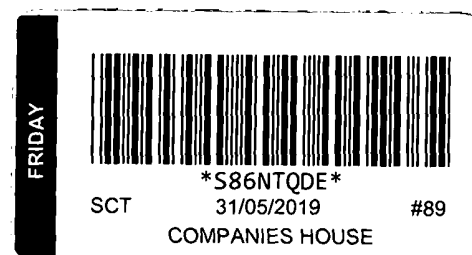
31 July 2018

**COMPANIES HOUSE
EDINBURGH**

31 MAY 2019

FRONT DESK

Company Number SC428575



Capital & Provincial (Rosyth) Limited

Company Information

Directors

Adam Robert Forman
Saul Jonathan Forman
Gavin Lawrence Rabinowitz

Registered number

SC428575

Registered office

Citypoint
65 Haymarket Terrace
Edinburgh
EH12 5HD

Accountants

BDO LLP
Citypoint
65 Haymarket Terrace
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EH12 5HD

Capital & Provincial (Rosyth) Limited

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Capital & Provincial (Rosyth) Limited

Chartered accountants' report to the board of directors on the preparation of the unaudited statutory financial statements of Capital & Provincial (Rosyth) Limited for the year ended 31 July 2018

In order to assist you to fulfil your duties under the Companies Act 2006, we have prepared for your approval the financial statements of Capital & Provincial (Rosyth) Limited for the year ended 31 July 2018 which comprise the statement of comprehensive income, the balance sheet, the statement of changes in equity and the related notes from the company accounting records and from information and explanations you have given us.

As a practising member firm of the Institute of Chartered Accountants in England and Wales (ICAEW), we are subject to its ethical and other professional requirements which are detailed at <http://www.icaew.com/en/members/regulations-standards-and-guidance/>.

This report is made solely to the board of directors of Capital & Provincial (Rosyth) Limited, as a body, in accordance with the terms of our engagement letter dated 7 March 2019. Our work has been undertaken solely to prepare for your approval the financial statements of Capital & Provincial (Rosyth) Limited and state those matters that we have agreed to state to the board of directors of Capital & Provincial (Rosyth) Limited, as a body, in this report in accordance with ICAEW Technical Release TECH07/16AAF. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than Capital & Provincial (Rosyth) Limited and its board of directors, as a body, for our work or for this report.

It is your duty to ensure that Capital & Provincial (Rosyth) Limited has kept adequate accounting records and to prepare statutory financial statements that give a true and fair view of the assets, liabilities, financial position and loss of Capital & Provincial (Rosyth) Limited. You consider that Capital & Provincial (Rosyth) Limited is exempt from the statutory audit requirement for the year.

We have not been instructed to carry out an audit or review of the financial statements of Capital & Provincial (Rosyth) Limited. For this reason, we have not verified the accuracy or completeness of the accounting records or information and explanations you have given to us and we do not, therefore, express any opinion on the statutory financial statements.

BDO LLP. 31/MAY 2019

BDO LLP
Chartered Accountants
Edinburgh, UK
Date:

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

Capital & Provincial (Rosyth) Limited

Registered number: SC428575

Balance sheet As at 31 July 2018

	Note	2018 £	2017 £
Fixed assets			
Tangible assets	7	249,731	875,896
		<u>249,731</u>	<u>875,896</u>
Current assets			
Debtors: amounts falling due within one year	8	11,106	36,493
Cash at bank and in hand	9	66,092	116,421
		<u>77,198</u>	<u>152,914</u>
Creditors: amounts falling due within one year	10	(163,538)	(243,217)
Net current liabilities		<u>(86,340)</u>	<u>(90,303)</u>
Total assets less current liabilities		<u>163,391</u>	<u>785,593</u>
Creditors: amounts falling due after more than one year	11	(4,478,986)	(4,567,592)
Net liabilities		<u><u>(4,315,595)</u></u>	<u><u>(3,781,999)</u></u>

Capital & Provincial (Rosyth) Limited

Registered number: SC428575

Balance sheet (continued)

As at 31 July 2018

	Note	2018 £	2017 £
Capital and reserves			
Called up share capital	12	523	523
Profit and loss account		(4,316,118)	(3,782,522)
		<u>(4,315,595)</u>	<u>(3,781,999)</u>

The directors consider that the company is entitled to exemption from audit under section 477 of the Companies Act 2006 and members have not required the company to obtain an audit for the year in question in accordance with section 476 of Companies Act 2006.

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.


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 have been delivered in accordance with the provisions applicable to companies subject to the small companies regime.

The company has opted not to file the statement of comprehensive income in accordance with provisions applicable to companies subject to the small companies' regime.

The financial statements were approved and authorised for issue by the board and were signed on its behalf on

31 MAY 2019


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Adam/Robert Forman
Director

The notes on pages 5 to 12 form part of these financial statements.

Capital & Provincial (Rosyth) Limited

Statement of changes in equity For the year ended 31 July 2018

	Called up share capital	Profit and loss account	Total equity
	£	£	£
At 1 August 2017	523	(3,782,522)	(3,781,999)
Comprehensive income for the year			
Loss for the year	-	(533,596)	(533,596)
Total comprehensive income for the year	-	(533,596)	(533,596)
At 31 July 2018	523	(4,316,118)	(4,315,595)

The notes on pages 5 to 12 form part of these financial statements.

Statement of changes in equity For the year ended 31 July 2017

	Called up share capital	Profit and loss account	Total equity
	£	£	£
At 1 August 2016	523	(3,193,992)	(3,193,469)
Comprehensive income for the year			
Loss for the year	-	(588,530)	(588,530)
Total comprehensive income for the year	-	(588,530)	(588,530)
At 31 July 2017	523	(3,782,522)	(3,781,999)

The notes on pages 5 to 12 form part of these financial statements.

Capital & Provincial (Rosyth) Limited

Notes to the financial statements For the year ended 31 July 2018

1. General information

Capital & Provincial (Rosyth) Limited is a company incorporated in Scotland under the Companies Act. The address of the registered office is given on the information page and the nature of the company's principal activities is set out in the directors report. The financial statements have been prepared with the underlying assumption being the going concern basis in accordance with Section 1A of Financial Reporting Standard 102.

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.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the company's accounting policies (see note 3).

The following principal accounting policies have been applied:

2.2 Going concern

The company made a loss of £533,596 (2017 - £588,530), has net current liabilities of £86,340 (2017 - £90,303) and net liabilities of £4,315,595 (2017 - £3,781,999). The company's ability to continue trading is dependent on the support of its funding provider. The directors have satisfied themselves that this financial support will continue for the foreseeable future. The financial statements are therefore drawn up on the going concern basis and do not include any adjustment that would result if this support was to be withdrawn.

2.3 Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before revenue is recognised:

Rendering of services

Revenue from a contract to provide services is recognised in the period in which the services are provided in accordance with the stage of completion of the contract when all of the following conditions are satisfied:

- the amount of revenue can be measured reliably;
- it is probable that the company will receive the consideration due under the contract;
- the stage of completion of the contract at the end of the reporting period can be measured reliably; and
- the costs incurred and the costs to complete the contract can be measured reliably.

2.4 Finance costs

Finance costs are charged to the statement of comprehensive income over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

Capital & Provincial (Rosyth) Limited

Notes to the financial statements For the year ended 31 July 2018

2. Accounting policies (continued)

2.5 Taxation

Tax is recognised in the Statement of comprehensive income, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

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.

2.6 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Freehold property	- 20% Straight Line
Fixtures & fittings	- 20% Straight Line

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the statement of comprehensive income.

2.7 Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

2.8 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

2.9 Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

2.10 Financial instruments

The company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in non-puttable ordinary shares.

Capital & Provincial (Rosyth) Limited

Notes to the financial statements For the year ended 31 July 2018

2. Accounting policies (continued)

2.10 Financial instruments (continued)

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade debtors and creditors, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However, if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or financed at a rate of interest that is not a market rate or in the case of an out-right short-term loan not at market rate, the financial asset or liability is measured, initially, at the present value of the future cash flow discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the statement of comprehensive income.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If a financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate of the recoverable amount, which is an approximation of the amount that the company would receive for the asset if it were to be sold at the balance sheet date.

3. Judgments in applying accounting policies and key sources of estimation uncertainty

In the application of the company's accounting policies, which are described in note 2.1, the directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and the liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

In preparing these financial statements, the directors have made the following judgements:

Determine whether there are indicators of impairment of the company's tangible assets. Factors taken into consideration in reaching such a decision include the economic viability and expected future financial performance of the asset and where it is a component of a larger cash-generating unit, the viability and expected future performance of that unit.

Other key sources of estimation uncertainty

Tangible fixed assets (see note 8)

Tangible fixed assets, other than investing properties, are depreciated over their useful lives taking into account residual values, where appropriate. The actual lives of the assets and residual values are assessed annually and may vary depending on a number of factors. In re-assessing asset lives, factors such as technological innovation, product life cycles and maintenance programmes are taken into account. Residual value assessments consider issues such as future market conditions, the remaining life of the asset and projected disposal values.

Capital & Provincial (Rosyth) Limited

Notes to the financial statements For the year ended 31 July 2018

4. Turnover

All turnover arose within the United Kingdom.

5. Employees

The average monthly number of employees, including directors, during the year was 3 (2017 - 3).

6. Taxation

	2018 £	2017 £
Corporation tax		
Current tax on profits for the year	21,212	-
Adjustments in respect of previous periods	19,609	-
	<u>40,821</u>	<u>-</u>
Total current tax	<u>40,821</u>	<u>-</u>
Deferred tax		
Total deferred tax	<u>-</u>	<u>-</u>
Taxation on profit on ordinary activities	<u>40,821</u>	<u>-</u>

Capital & Provincial (Rosyth) Limited

Notes to the financial statements For the year ended 31 July 2018

6. Taxation (continued)

Factors affecting tax charge for the year

The tax assessed for the year is higher than (2017 - higher than) the standard rate of corporation tax in the UK of 19% (2017 - 19.67%). The differences are explained below:

	2018 £	2017 £
Loss on ordinary activities before tax	(492,775)	(588,530)
Loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2017 - 19.67%)	(93,627)	(115,739)
Effects of:		
Non-tax deductible expenses	2,395	-
Fixed asset differences	7,175	42,460
Adjustments to tax charge in respect of prior periods	19,609	-
Adjust closing deferred tax to average rate	43,563	43,295
Adjust opening deferred tax to average rate	(32,482)	(19,186)
Deferred tax not recognised	94,188	49,170
Total tax charge for the year	40,821	-

Factors that may affect future tax charges

There were no factors that may affect future tax charges.

Capital & Provincial (Rosyth) Limited

Notes to the financial statements For the year ended 31 July 2018

7. Tangible fixed assets

	Freehold land & property £	Fixtures & fittings £	Total £
Cost			
At 1 August 2017	3,388,672	262,564	3,651,236
Disposals	(25,000)	-	(25,000)
At 31 July 2018	<u>3,363,672</u>	<u>262,564</u>	<u>3,626,236</u>
Depreciation			
At 1 August 2017	2,567,020	208,320	2,775,340
Charge for the year on owned assets	573,652	52,513	626,165
Disposals	(25,000)	-	(25,000)
At 31 July 2018	<u>3,115,672</u>	<u>260,833</u>	<u>3,376,505</u>
Net book value			
At 31 July 2018	<u>248,000</u>	<u>1,731</u>	<u>249,731</u>
At 31 July 2017	<u>821,652</u>	<u>54,244</u>	<u>875,896</u>

The net book value of assets held under finance leases or hire purchase contracts, included above, are as follows:

Capital & Provincial (Rosyth) Limited

Notes to the financial statements For the year ended 31 July 2018

8. Debtors

	2018 £	2017 £
Trade debtors	6,576	30,248
Other debtors	1,058	4,063
Prepayments and accrued income	3,472	2,182
	<u>11,106</u>	<u>36,493</u>

9. Cash and cash equivalents

	2018 £	2017 £
Cash at bank and in hand	<u>66,092</u>	<u>116,421</u>

10. Creditors: Amounts falling due within one year

	2018 £	2017 £
Trade creditors	2,572	-
Corporation tax	40,821	-
Other taxation and social security	24,660	60,697
Other creditors	49,364	48,446
Accruals and deferred income	46,121	134,074
	<u>163,538</u>	<u>243,217</u>

11. Creditors: Amounts falling due after more than one year

	2018 £	2017 £
Other loans	<u>4,478,986</u>	<u>4,567,592</u>

Capital & Provincial (Rosyth) Limited

Notes to the financial statements For the year ended 31 July 2018

12. Share capital

	2018 £	2017 £
Allotted, called up and fully paid		
353 (2017 - 353) Ordinary A shares of £1.00 each	353	353
170 (2017 - 170) Ordinary C shares of £1.00 each	170	170
	<hr/>	<hr/>
	523	523
	<hr/>	<hr/>

13. Related party transactions

Included within creditors amounts falling due after more than one year is a loan of £4,478,986 (2017 - £4,567,592) due to Geffin Investments Holdings Limited, the controlling party of the company. During the year the company repaid £364,000, of which, £275,394 was the interest apportionment.

14. Controlling party

The company is controlled by Geffin Investment Holdings Limited by the way of their majority shareholding.