

Registered number:00117238

A.A. Clark Limited  
Annual report  
for the year ended 31 December 2014

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# **A.A. Clark Limited**

## **Annual report for the year ended 31 December 2014**

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# **A.A. Clark Limited**

## **Directors and advisers for the year ended 31 December 2014**

### **Directors**

P Newton  
P A Smith  
B P Newton

### **Company secretary**

P A Smith

### **Registered office**

Goswell House  
Shirley Avenue  
Windsor  
Berkshire  
SL4 5LH

### **Independent auditors**

PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
One Reading Central  
23 Forbury Road  
Reading  
RG1 3JH

### **Solicitors**

Bruce Lance & Co  
87 Easton Street  
High Wycombe  
Buckinghamshire  
HP11 1NF

### **Bankers**

National Westminster Bank  
12 High Street  
Windsor  
Berkshire  
SL4 1LQ

The Royal Bank of Scotland  
280 Bishopsgate  
London  
EC2M 4RB

## A.A. Clark Limited

### Directors' report for the year ended 31 December 2014

The directors present their report and the audited financial statements for the year ended 31 December 2014. This report has taken the small companies exemption to not prepare a strategic report in accordance with Section 414B of the Companies Act 2006 and has been prepared in accordance with the special provisions relating to small companies within Part 15 of the Companies Act 2006.

#### Principal activities

The principal activity of the company during the financial year was that of property rental and the support to its subsidiary company in its development of its vehicle leasing business.

#### Review of the business

All properties were let during the year and all rental income due has been received. The tenant of our Kings Road House property took the opportunity to determine their lease with effect from 24<sup>th</sup> June 2014. In the end we permitted an early settlement as new tenants took a lease with effect from 9<sup>th</sup> May 2014 for 10 years.

The loss on ordinary activities before taxation result is £ 40,340 (2013: profit £484,139). Net of costs incurred in agreeing a new lease, the loss is in line with that of 2013 excluding property sales.

In all wholesale and retail markets circumstances can change and both buying and selling opportunities arise, this is increasingly so in the motor vehicle industry and there are now a number of channels from which stock can be purchased. Our experience is that to optimise the opportunities that arise, instant decisions have to be made to secure single or packages of vehicles, to do this it is important that the company retains a high level of working capital in order to fund any purchases.

#### Principal risks and uncertainties

The directors have assessed the major risks facing the business. The principal risks of the business are:

Principal Risk	Mitigating Factors
Property Rental Income	All properties are currently leased out to third parties.
Liquidity	Funding for the business is provided by shareholder loans and an overdraft facility of £ 100,000 guaranteed by a shareholder. The overdraft was not called upon within 2014. These are considered sufficient for the future business needs.
Debts	Third party debtors are those relating to our property portfolio. Rental payments are monitored closely to ensure arrears are avoided.

#### Key performance indicators

The company uses both financial and other ratios to measure performance. Rental income equated to 6.34% of property values. During the financial year operating profit (excluding property sales) decreased 0.3% to 74.4% of turnover. There were no property sales in 2014.

#### Future developments

Rent reviews are due on two properties in 2015 and our expectation is that the rent reviews will significantly erode the losses of 2014.

# **A.A. Clark Limited**

## **Directors' report for the year ended 31 December 2014 (continued)**

### **Results and dividends**

The directors have not recommended the payment of a final dividend (2013: £nil).

### **Directors**

The directors of the company who were in office during the year and up to the date of signing the financial statements were:

P Newton

P A Smith

B P Newton

### **Statement of directors' responsibilities**

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 the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). 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 accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

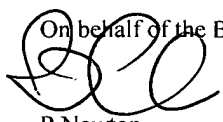
The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies 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.

### **Disclosure of information to auditors**

The directors are also required to provide the company's auditors with all relevant audit information to enable them to complete their audit. So far as the directors are aware, there is no relevant audit information of which the company's auditors are unaware and the directors have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

### **Independent auditors**

The auditors, PricewaterhouseCoopers LLP, have indicated their willingness to continue in office, and a resolution concerning their reappointment will be proposed at the Annual General Meeting.

On behalf of the Board  
  
P Newton  
Director

# **A.A. Clark Limited**

## **Independent auditors' report to the members of A.A. Clark Limited**

### **Report on the financial statements**

#### **Our opinion**

In our opinion the financial statements, defined below:

- give a true and fair view of the state of the company's affairs as at 31 December 2014 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

This opinion is to be read in the context of what we say in the remainder of this report.

#### **What we have audited**

The financial statements, which are prepared by A.A. Clark Limited, comprise:

- the balance sheet as at 31 December 2014;
- the profit and loss account for the year then ended;
- the accounting policies; and
- the notes to the financial statements, which include other explanatory information.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

In applying the financial reporting framework, the directors have made a number of subjective judgements, for example in respect of significant accounting estimates. In making such estimates, they have made assumptions and considered future events.

#### **What an audit of financial statements involves**

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) ("ISAs (UK & Ireland)"). An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of:

- whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed;
- the reasonableness of significant accounting estimates made by the directors; and
- the overall presentation of the financial statements.

In addition, we read all the financial and non-financial information in the Annual Report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

### **Opinion on other matter prescribed by the Companies Act 2006**

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

## **A.A. Clark Limited**

### **Independent auditors' report to the members of A.A. Clark Limited (continued)**

#### **Other matters on which we are required to report by exception**

##### **Adequacy of accounting records and information and explanations received**

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- 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.

We have no exceptions to report arising from this responsibility.

##### **Directors' remuneration**

Under the Companies Act 2006 we are required to report to you if, in our opinion, certain disclosures of directors' remuneration specified by law are not made. We have no exceptions to report arising from this responsibility.

##### **Entitlement to exemptions**

Under the Companies Act 2006 we are required to report to you if, in our opinion, the directors were not entitled to take advantage of the small companies exemption from preparing a strategic report. We have no exceptions to report arising from this responsibility.

### **Responsibilities for the financial statements and the audit**

#### **Our responsibilities and those of the directors**

As explained more fully in the Statement of directors' responsibilities 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.

Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and ISAs (UK & Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Gavin Crawford (Senior Statutory Auditor)  
for and on behalf of PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
Reading

3 September 2015

## A.A. Clark Limited

### Profit and loss account for the year ended 31 December 2014

	Note	2014 £	2013 £
<b>Turnover</b>	1	<b>245,461</b>	257,076
Cost of Sales		-	-
Gross profit		<b>245,461</b>	257,076
Operating (expenses)/income	2	<b>(239,940)</b>	284,647
Other operating income	3	<b>177,000</b>	177,000
<b>Operating profit</b>	6	<b>182,521</b>	718,723
Interest receivable and similar income	4	<b>323</b>	338
Interest payable and similar charges	5	<b>(223,184)</b>	(234,922)
<b>(Loss)/profit on ordinary activities before taxation</b>		<b>(40,340)</b>	484,139
Tax on (loss)/profit on ordinary activities	9	<b>(5,427)</b>	(12,185)
<b>(Loss)/profit for the financial year</b>	17	<b>(45,767)</b>	471,954

All items dealt with in arriving at operating profit above relate to continuing operations.

The company has no recognised gains and losses other than the (loss)/profit above and therefore no separate statement of total recognised gains and losses has been presented.

There are no material differences between the (loss)/profit on ordinary activities before taxation and the (loss)/profit for the financial years stated above and their historical cost equivalents.



# A.A. Clark Limited

## Balance sheet as at 31 December 2014

	Note	2014 £	2013 £
<b>Fixed assets</b>			
Tangible assets	10	3,983,928	4,010,330
Investments	11	3,000,000	3,000,000
		<b>6,983,928</b>	<b>7,010,330</b>
<b>Current assets</b>			
Debtors (including £2,716,904 (2013: £2,716,904) falling due after more than one year)	12	2,822,663	2,823,143
Cash at bank and in hand		517,646	514,967
		<b>3,340,309</b>	<b>3,338,110</b>
<b>Creditors : amounts falling due within one year</b>	13	<b>(475,846)</b>	<b>(454,282)</b>
<b>Net current assets</b>		<b>2,864,463</b>	<b>2,883,828</b>
<b>Total assets less current liabilities</b>		<b>9,848,391</b>	<b>9,894,158</b>
<b>Creditors : amounts falling due after more than one year</b>	14	<b>(4,708,605)</b>	<b>(4,708,605)</b>
<b>Net assets</b>		<b>5,139,786</b>	<b>5,185,553</b>
<b>Capital and reserves</b>			
Called up share capital	16	3,003,550	3,003,550
Revaluation reserve	17	2,496,124	2,496,124
Profit and loss account	17	(359,888)	(314,121)
<b>Total shareholders' funds</b>	18	<b>5,139,786</b>	<b>5,185,553</b>

The financial statements on pages 6 to 20 were approved by the board of directors on 3 September 2015 and were signed on its behalf by:



P Newton  
Director

Registered number: 00117238

# A.A. Clark Limited

## Accounting policies

### Basis of accounting

These financial statements are prepared on the going concern basis, under the historical cost convention, as modified by the revaluation of certain tangible fixed assets and in accordance with the Companies Act 2006 and applicable accounting standards in the United Kingdom. The principal accounting policies are set out below and unless otherwise stated have been applied consistently.

### Cash flow statement

The company has taken advantage of the exemption from preparing a cash flow statement under the terms of FRS1, (revised 1996) 'Cash Flow statements'.

### Tangible fixed assets

Tangible fixed assets are stated at historical cost less accumulated depreciation.

Depreciation is provided on all tangible fixed assets other than freehold land and investment properties at rates calculated to write each asset down to its estimated residual value over its expected useful life, as follows:

Freehold buildings	over 50 years
Leasehold properties	over the remaining terms of the lease
Plant and Machinery	25% straight line

In accordance with Statement of Standard Accounting Practice No.19 'Accounting for investment properties' investment properties are revalued annually and the aggregate surplus or deficit is transferred to a revaluation reserve. No depreciation is provided in respect of investment properties. This treatment may be a departure from the requirements of the Companies Act concerning depreciation of fixed assets. However, these properties are not held for consumption but for investment and the directors consider that systematic annual depreciation would be inappropriate. The accounting policy adopted is therefore necessary for the financial statements to give a true and fair view. Depreciation or amortisation is only one of many factors reflected in the annual valuation and the amount which might otherwise have been shown cannot be separately identified or quantified.

### Pension contributions

The company participates in one defined contribution pension scheme operated on a group basis covering the majority of the permanent employees. The pension costs charged in the financial statements represent amounts payable by the company during the financial year.

### Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the group's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

Deferred tax is measured at the average tax rates that are expected to apply in the years in which timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantially enacted by the balance sheet date. Deferred tax is measured on a non-discounted basis.

## **A.A. Clark Limited**

### **Accounting policies (continued)**

Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered.

#### **Leased assets and obligations**

Where assets are financed by leasing agreements that give rights approximating to ownership ('finance leases'), the assets are treated as if they had been purchased outright. The amount capitalised is the present value of the minimum lease payments payable during the lease term. The corresponding lease commitments are shown as obligations to the lessor.

Lease payments are treated as consisting of capital and interest elements, and the interest is charged to the profit and loss account in proportion to the remaining balance outstanding.

All other leases are 'operating leases' and the annual rentals are charged to the profit and loss account on a straight line basis over the lease term.

#### **Turnover**

Turnover represents the invoiced value, net of value added tax, of goods sold and services provided to customers. Turnover is recognised at point of sale. Rental income is spread over the life of the lease period accounting for rent free periods where appropriate.

#### **Other Operating Income**

Other operating income is comprised of management charges and rental income. Management charges are recognised at point of invoice.

#### **Exceptional Items**

Exceptional items comprise items of income and expense, including tax items, that are material in amount and unlikely to recur and which merit separate disclosure in order to provide an understanding of A.A. Clark Limited's underlying financial performance. Examples of events giving rise to the disclosure of material items of income and expense as exceptional items include, but are not limited to, impairment events, disposals of operations or individual assets, litigation claims by or against A.A. Clark Limited and the restructuring of components of A.A. Clark Limited's operations.

#### **Consolidation Exemption**

The company is a wholly-owned subsidiary of Aureole Windsor Limited and is included in the consolidated financial statements which are publicly available. Consequently, the company has taken advantage of the exemption from preparing consolidated statements under the terms of section 400 of the Companies Act 2006.

## **A.A. Clark Limited**

### **Notes to the financial statements for the year ended 31 December 2014**

#### **1 Turnover**

The company's turnover is derived from its principal activities wholly undertaken in the United Kingdom.

#### **2 Operating (expenses)/income**

	<b>2014</b>	<b>2013</b>
	<b>£</b>	<b>£</b>
Administrative expenses	<b>(239,940)</b>	(242,088)
Profit on disposal of buildings	-	526,735
	<b>(239,940)</b>	284,647

#### **3 Other operating income**

	<b>2014</b>	<b>2013</b>
	<b>£</b>	<b>£</b>
Management charges	<b>(177,000)</b>	(177,000)

#### **4 Interest receivable and similar income**

	<b>2014</b>	<b>2013</b>
	<b>£</b>	<b>£</b>
Bank interest receivable	<b>323</b>	338

#### **5 Interest payable and similar charges**

	<b>2014</b>	<b>2013</b>
	<b>£</b>	<b>£</b>
Other interest payable	<b>223,184</b>	234,922

## A.A. Clark Limited

### Notes to the financial statements for the year ended 31 December 2014 (continued)

#### 6 Operating profit

	2014	2013
	£	£
<b>Operating profit is stated after charging/(crediting):</b>		
Depreciation of tangible fixed assets		
- owned assets	402	403
- leasehold assets	26,000	26,000
Profit on disposals of tangible fixed assets	-	(526,735)
Operating lease charges		
- land and buildings	9,250	9,250
Services provided by the company's auditors		
- fees payable for the audit	11,600	11,600
- fees payable for other services: taxation	3,600	3,600

#### 7 Employees

The average monthly number of persons (including executive directors) employed by the company during the financial year was:

By activity	2014 Number	2013 Number
Office and management	3	3
Other	-	-
	3	3

Staff costs for the above persons:

	2014 £	2013 £
Wages and salaries	143,630	143,630
Social security costs	19,381	19,226
Other pensions costs	13,354	14,109
	176,365	176,965

## A.A. Clark Limited

### Notes to the financial statements for the year ended 31 December 2014 (continued)

#### 8 Directors' emoluments

	2014	2013
	£	£
Wages and salaries	131,420	131,964
Amounts paid to money purchase pension schemes	4,198	4,198
Aggregate emoluments	135,618	136,162
Emoluments for qualifying service	9,520	10,064

The number of directors to whom retirement benefits are accruing under money purchase pension schemes amounted to 2 (2013: 2).

Emoluments in respect of the highest paid director amounted to:

	2014	2013
	£	£
Emoluments for qualifying service	78,935	80,163

# A.A. Clark Limited

## Notes to the financial statements for the year ended 31 December 2014 (continued)

### 9 Tax on (loss)/profit on ordinary activities

#### (a) Analysis of tax charge in the financial year

	2014	2013
	£	£
<b>Current tax:</b>		
Total current tax	-	-
<b>Deferred tax:</b>		
Origination and reversal of timing differences (note 15)	(5,832)	(8,937)
Change in tax rates or laws	405	(3,248)
Tax on (loss)/profit on ordinary activities	(5,427)	(12,185)

#### (b) Factors affecting current tax charge

The tax assessed for the financial year is higher than (2013: lower than) the standard rate of corporation tax in the UK of 21.50% (2013: 23.25%). The differences are explained below:

	2014	2013
	£	£
<b>(Loss)/profit on ordinary activities before taxation</b>	<b>(40,340)</b>	<b>484,139</b>
(Loss)/profit on ordinary activities multiplied by the standard rate of tax in the UK of 21.50% (2013: 23.25%)	(8,673)	112,546
Effects of:		
Non deductible expenses	1,995	-
Accelerated capital allowances	(5,812)	(8,937)
Income not taxable for tax purposes	-	(119,233)
Movement in short term timing differences	(20)	-
Group relief	12,510	15,624
Current tax	-	-

The company has estimated losses of £nil (2013: £nil) available for carry forward against future trading profits.

## A.A. Clark Limited

### Notes to the financial statements for the year ended 31 December 2014 (continued)

#### 10 Tangible assets

	Investment properties £	Freehold land and buildings £	Plant and machinery £	Leasehold Buildings £	Total £
<b>Cost or valuation</b>					
At 1 January 2014	3,875,212	-	1,609	166,147	4,042,968
Additions	-	-	-	-	-
Disposals	-	-	-	-	-
<b>At 31 December 2014</b>	<b>3,875,212</b>	<b>-</b>	<b>1,609</b>	<b>166,147</b>	<b>4,042,968</b>
<b>Accumulated depreciation</b>					
At 1 January 2014	-	-	805	31,833	32,638
Charge for the year	-	-	402	26,000	26,402
<b>At 31 December 2014</b>	<b>-</b>	<b>-</b>	<b>1,207</b>	<b>57,833</b>	<b>59,040</b>
<b>Net book amount</b>					
<b>At 31 December 2014</b>	<b>3,875,212</b>	<b>-</b>	<b>402</b>	<b>108,314</b>	<b>3,983,928</b>
At 31 December 2013	3,875,212	-	804	134,314	4,010,330

In 2013, certain freehold land and building assets were reclassified to investment properties due to the nature of their usage for purely rental purposes rather than owner occupation. At this time these assets were revalued at their open market values at 31 December 2013 by professional consultants. The directors believe this valuation is consistent with their values as at 31 December 2014.



# A.A. Clark Limited

## Notes to the financial statements for the year ended 31 December 2014 (continued)

### 10 Tangible assets (continued)

Cost or valuation at 31 December 2014 is represented by:

	Investment properties £	Freehold land and buildings Freehold £	Plant & machinery £	Leasehold Buildings £	Total £
<b>Valuation as at 31 December 2014</b>	<b>3,875,212</b>	<b>-</b>	<b>1,609</b>	<b>166,147</b>	<b>4,042,968</b>
<hr/>					
			Investment properties £	Land and buildings £	
<b>Historical cost</b>					
At 1 January 2014			1,443,088	-	
Additions			-	-	
Disposals			-	-	
<b>At 31 December 2014</b>			<b>1,443,088</b>	<b>-</b>	
<b>Accumulated depreciation based on cost</b>					
At 1 January 2014			-	-	
Charge for the year			-	-	
Disposals			-	-	
<b>At 31 December 2014</b>			<b>-</b>	<b>-</b>	
<b>Net book value based on historical cost</b>					
<b>At 31 December 2014</b>			<b>1,443,088</b>	<b>-</b>	
At 31 December 2013			1,443,088	-	

# A.A. Clark Limited

## Notes to the financial statements for the year ended 31 December 2014 (continued)

### 11 Investments

	Ordinary Shares in group undertakings	
	2014	2013
	£	£
<b>Cost or valuation</b>		
At 1 January and at 31 December	3,000,000	3,000,000

In the opinion of the directors the aggregate value of the company's investment in subsidiary undertakings is not less than the amount included in the balance sheet.

The company holds 100% of the equity of Windsor Vehicle Leasing Limited, a company registered in England and Wales whose activities are those of motor vehicle lessors.

The directors believe that the value of fixed asset investments is supported by future profits.

### 12 Debtors

	2014	2013
	£	£
Trade debtors	24,329	25,837
Amounts owed by group undertakings	2,716,904	2,716,904
Other debtors	-	-
Deferred tax asset (note 15)	16,856	22,283
Prepayments and accrued income	64,574	58,119
	2,822,663	2,823,143

Amounts falling due after more than one year and included in the debtors above are:

	2014	2013
	£	£
Amounts owed by group undertakings	2,716,904	2,716,904

Amounts owed by group undertakings are unsecured, interest free, have no fixed date of repayment and are repayable on demand

## A.A. Clark Limited

### Notes to the financial statements for the year ended 31 December 2014 (continued)

#### 13 Creditors : amounts falling due within one year

	2014	2013
	£	£
Trade creditors	70,873	81,759
Amounts owed to group undertakings	314,746	287,523
Taxation and social security	34,480	38,872
Accruals and deferred income	55,747	46,128
	475,846	454,282

The company has an overdraft facility of £100,000. The overdraft facility is guaranteed by P Newton, a shareholder in the company's ultimate parent. The facility was not used in 2014 (2013: Nil).

#### 14 Creditors : amounts falling due after more than one year

	2014	2013
	£	£
Other loans	4,708,605	4,708,605

Other loans amounting to £415,000 (2013: £415,000) are secured by a charge over one of the company's freehold properties. These loans bear interest at commercial rates and are repayable on three months notice. The lender has given an undertaking that they will neither seek nor expect repayment of this loan earlier than 1 September 2016.

Other loans amounting to £43,605 (2013: £43,605) are unsecured. These loans bear interest at commercial rates and are repayable on three months notice. The lenders have given an undertaking that they will neither seek nor expect repayment of this loan earlier than 1 September 2016.

Other loans amounting to £4,250,000 (2013: £4,250,000) from P Newton, a director, are secured by a fixed and floating charge over the company's assets. This loan bears interest at commercial rates and is repayable on three months' notice no earlier than 1 September 2016.

## A.A. Clark Limited

### Notes to the financial statements for the year ended 31 December 2014 (continued)

#### 15 Deferred tax asset

	£
As at 1 January 2014	(22,283)
Charged to profit and loss account	5,427
<b>As at 31 December 2014</b>	<b>(16,856)</b>

Deferred tax is provided in the financial statements as follows:

	2014 £	2013 £
Capital allowances less than depreciation	(16,856)	(22,283)
	<b>(16,856)</b>	<b>(22,283)</b>

#### 16 Called up share capital

	2014 £	2013 £
<b>Authorised</b>		
3,000,050 (2013: 3,000,050) ordinary shares of £1 each (2013 : £1)	<b>3,000,050</b>	3,000,050
7,000 (2013: 7,000) deferred shares of 50p each (2013 : 50p)	<b>3,500</b>	3,500
	<b>3,003,550</b>	3,003,550
<b>Allotted and fully paid</b>		
3,000,050 (2013: 3,000,050) ordinary shares of £1 each (2013 : £1)	<b>3,000,050</b>	3,000,050
7,000 (2013: 7,000) deferred shares of 50p each (2013 : 50p)	<b>3,500</b>	3,500
	<b>3,003,550</b>	3,003,550

In the event of winding up the shareholders of the ordinary shares have a right to repayment of capital in priority to any repayment of capital of the deferred shares. The deferred shares have no voting or dividend rights and do not participate in the distribution of any surplus on winding up.

## A.A. Clark Limited

### Notes to the financial statements for the year ended 31 December 2014 (continued)

#### 17 Reserves

	Revaluation reserve £	Profit and loss account £
1 January 2014	2,496,124	(314,121)
Loss for the financial year	-	(45,767)
Investment Property revaluation	-	-
Freehold Property revaluation– disposed 2013	-	-
<b>31 December 2014</b>	<b>2,496,124</b>	<b>(359,888)</b>

#### 18 Reconciliation of movements in shareholders' funds

	2014 £	2013 £
(Loss)/Profit for the financial year	(45,767)	471,954
Movement in revaluation reserve	-	(287,420)
Opening shareholders' funds	5,185,553	5,001,019
<b>Closing shareholders' funds</b>	<b>5,139,786</b>	<b>5,185,553</b>

#### 19 Contingent liabilities

The company is included in group guarantees of the hire purchase loans and vehicle fleet loans of its subsidiary company. At 31 December 2014, the contingent liability in respect of these guarantees was £6,336,398 (2013: £6,706,468).

The company is included in a group registration for VAT purposes with its parent company and fellow subsidiaries. All members of the VAT group are jointly and severally liable for the total amount of VAT due and at 31 December 2014 the contingent liability in respect of this group registration was £124,156 (2013: £180,315).

# A.A. Clark Limited

## Notes to the financial statements for the year ended 31 December 2014 (continued)

### 20 Pension commitments

#### Defined contribution

	2014	2013
	£	£
Contributions payable by the company for the financial year	13,354	14,109

### 21 Transactions with directors

The company has received a loan of £4,250,000 from P Newton, a director. The loan is secured by a fixed and floating charge over the company's assets and is repayable on three months' notice. Interest payable on the loan during the year ended 31 December 2014 amounted to £ 297,500 (2013: £297,500).

### 22 Parent undertakings and controlling party

The immediate parent company is Aureole Windsor Limited a company incorporated in the United Kingdom.

At 31 December 2014, the ultimate parent company, which is also the parent for the largest and smallest group of undertakings for which the group financial statements are drawn up for and of which the company is a member was Aureole Windsor Limited a company incorporated in the United Kingdom.

Copies of the group financial statements may be obtained from Companies House, Crown Way, Maindy, Cardiff, CF14 3UZ.

### 23 Related party transactions

Details of the company's ultimate parent are given in note 22.

The company has taken advantage of the exemptions from disclosure of transactions with group companies available to subsidiary undertakings under Financial Reporting Standard No. 8 'Related party disclosures'. Details of other related party transactions are disclosed in the financial statements of Aureole Windsor Limited.

The directors consider P Newton to be the ultimate controlling party.