

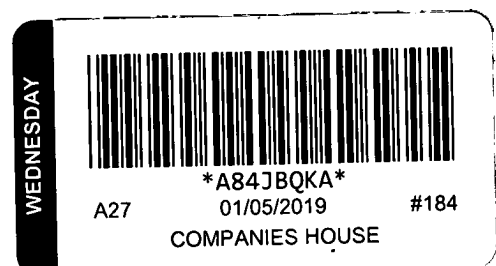
**THE BRITISH METAL CORPORATION LIMITED**

**REPORT AND FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED**

**31 DECEMBER 2018**

Company Registration no: 151841



**THE BRITISH METAL CORPORATION LIMITED**

**THE DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2018**

The Directors present their report and the financial statements for the year ended 31 December 2018.

**PRINCIPAL ACTIVITIES**

The principal activity of the Company has been and continues to be to operate as an investment dealing company.

In preparing this directors' report advantage has been taken of the small companies exemption.

**RESULTS AND DIVIDENDS**

The profit for the year after taxation was £59,000 (2017: £57,000).

No interim dividend was paid in 2018 (2017: nil). No final dividend in respect of 2018 is recommended by the Directors (2017: nil).

The equity attributable to the owners of the parent company was £4,383,000 (2017: £4,324,000) at the end of the year.

**PRINCIPAL RISKS AND UNCERTAINTIES**

The Company is an investment dealing company, and its main risks relate to the trading risks of its subsidiaries. These comprise (but are not restricted to) the demand and supply and price fluctuations of the commodities and products they sell.

**DIRECTORS**

The following Directors served during the year:

Mr D S Sher  
Mr A J King (resigned 28 September 2018)  
Mr H Michie  
Mr HTK Brown

**AUDITORS**

The Directors have taken all reasonable steps to acquaint themselves with any relevant audit information and have ensured that the auditors have received such information. The Directors are not aware of any relevant audit information that has not been passed to the auditors.

BDO LLP have expressed their willingness to continue in office.

**GOING CONCERN**

The Company's business activities and performance are set out in the Directors' Report. The Company participates in the group centralised treasury arrangements and so shares banking arrangements with its parent and fellow subsidiaries. On the basis of their assessment of the Company's financial position and of the enquiries made of Amalgamated Metal Corporation PLC, the Company's Directors have a reasonable expectation that the Company will be able to continue in operational existence for more than twelve months following the date of signing the financial statements. Accordingly, they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

**BY ORDER OF THE BOARD**



**H MICHIE**  
**DIRECTOR**  
55 Bishopsgate  
London  
EC2N 3AH

04 April 2019

**THE BRITISH METAL CORPORATION LIMITED**

**STATEMENT OF DIRECTORS' RESPONSIBILITIES FOR 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 the Directors have elected to prepare the financial statements in accordance with the 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;
- state whether applicable UK Accounting Standards have been followed subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The Directors have taken all reasonable steps to acquaint themselves with any relevant audit information and have ensured that the auditors have received such information. The Directors are not aware of any relevant audit information that has not been passed to the auditors.

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.

## THE BRITISH METAL CORPORATION LIMITED

### INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THE BRITISH METAL CORPORATION LIMITED

We have audited the financial statements of The British Metal Corporation Limited (the 'company') for the year ended 31 December 2018 which comprise the Statement of Income & Retained Earnings, the Balance Sheet and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2018 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- 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 under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### ***Conclusions relating to going concern***

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

#### ***Other information***

The Directors are responsible for the other information. The other information comprises the information included in the Report and Financial Statements, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

**THE BRITISH METAL CORPORATION LIMITED**

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THE BRITISH METAL CORPORATION LIMITED (CONTINUED)**

***Opinions on other matters prescribed by the Companies Act 2006***

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report has been prepared in accordance with applicable legal requirements.

***Matters on which we are required to report by exception***

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or the directors' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us 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
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the directors' report and from the requirement to prepare a strategic report.

***Responsibilities of directors***

As explained more fully in the Statement of Directors Responsibilities for the Financial Statements, the Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Directors are responsible for 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 the Directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

**THE BRITISH METAL CORPORATION LIMITED**

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THE BRITISH METAL CORPORATION LIMITED (CONTINUED)**

***Auditor's responsibilities for the audit of the financial statements***

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

A further description of our responsibilities for the audit of the financial statements is located at the Financial Reporting Council's website at:

<https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

***Use of our report***

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.

**BDO LLP**

Peter Smith (senior statutory auditor)

For and on behalf of BDO LLP, statutory auditor

London

United Kingdom

Date: 04 April 2019

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

**THE BRITISH METAL CORPORATION LIMITED**

**STATEMENT OF INCOME & RETAINED EARNINGS**

**FOR THE YEAR ENDED 31 DECEMBER 2018**

	<b>Notes</b>	<b><u>2018</u></b> <b><u>£'000</u></b>	<b><u>2017</u></b> <b><u>£'000</u></b>
Other operating costs		(7)	(1)
Interest payable to parent undertakings		(6)	(8)
Interest receivable from parent undertakings		<u>87</u>	<u>79</u>
Profit on ordinary activities before taxation	4	74	70
Tax on profit on ordinary activities	5	(15)	(13)
<b>Profit on ordinary activities after taxation</b>		<b><u>59</u></b>	<b><u>57</u></b>
Retained profits at 1st January		324	267
<b>Retained profits at 31st December</b>		<b><u>383</u></b>	<b><u>324</u></b>

The notes on pages 8 to 11 form part of these financial statements.

There were no recognised gains or losses in the year other than the profit above and therefore no separate statement of comprehensive income has been prepared.

The result for the financial year is wholly attributable to the continuing operations of the company.

THE BRITISH METAL CORPORATION LIMITED

BALANCE SHEET

FOR THE YEAR ENDED 31 DECEMBER 2018

	Notes	<u>2018</u> <u>£'000</u>	<u>2017</u> <u>£'000</u>
<b><u>FIXED ASSETS</u></b>			
Investments	6	<u>123</u>	<u>123</u>
<b><u>CURRENT ASSETS</u></b>			
Debtors	7	4,288	4,227
		<u>4,288</u>	<u>4,227</u>
		<u>4,411</u>	<u>4,350</u>
<b><u>CAPITAL AND RESERVES</u></b>			
Share capital	8	4,000	4,000
Profit and Loss Account		383	324
Equity attributable to the owners of the parent company		<u>4,383</u>	<u>4,324</u>
<b><u>CREDITORS</u></b>	9	28	26
		<u>4,411</u>	<u>4,350</u>

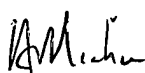
The notes on pages 8 to 11 form part of these financial statements.

Company Registration no: 151841

The financial statements were approved by the Board of Directors and authorised for issue on 04 April 2019.



HTK BROWN



H MICHIE

DIRECTORS



# THE BRITISH METAL CORPORATION LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

### FOR THE YEAR ENDED 31 DECEMBER 2018

#### **1. COMPANY INFORMATION**

The British Metal Corporation Limited is incorporated in the UK, registration number 151841 and is limited by shares. The registered office is 55 Bishopsgate, London EC2N 3AH.

#### **2. ACCOUNTING POLICIES**

The financial statements have been prepared in compliance with FRS 102 the Financial Reporting Standard applicable in the UK and Republic of Ireland.

The individual accounts of The British Metal Corporation Limited have adopted the following disclosure exemptions:

- the requirement to present a statement of cash flows and related notes.
- disclosures in respect of the Company's financial instruments have not been presented as equivalent disclosures have been provided in respect of the group as a whole in the consolidated financial statements of Amalgamated Metal Corporation PLC (note 10).

##### ***Valuation of investments***

Investments are stated at cost less provision of any impairment in value. At each balance sheet date the carrying value of each investment is reviewed for any indication of impairment.

##### ***Consolidation***

Consolidated financial statements are not submitted as the Company is a wholly owned subsidiary of another body corporate incorporated in England and Wales (note 10).

##### ***Foreign currency translations***

Foreign currency transactions are translated into the company's functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses are recognised in profit or loss.

##### ***Current and Deferred Taxation***

The tax expense for the period comprises current tax and deferred tax.

The tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is recognised on all timing differences that have originated but not reversed by the balance sheet date except

- Deferred tax assets are only recognised when it is probable that they will be recovered against the reversal of deferred tax liabilities or
- Deferred tax balances are reversed if and when all conditions for obtaining associated tax allowances have been met.

#### **3. DIRECTORS' AND EMPLOYEES**

The average number of employees (including Directors), during the year was four (2017: four).

The key management personnel are considered to be the directors of the Company.

The Directors did not receive any remuneration in respect of their services to the Company during the year (2017: nil).

**THE BRITISH METAL CORPORATION LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 DECEMBER 2018**

**4. AUDITOR'S REMUNERATION**

Amalgamated Metal Corporation PLC (AMC) pays a fee to BDO LLP, which includes the cost of the audit of the Company. It is not practicable to allocate to the Company a share of that fee, and the Company does not pay anything to AMC.

**5. TAXATION**

UK corporation tax	15	13
	<u>15</u>	<u>13</u>

**Factors affecting tax charge for year**

The tax assessed for the year is the higher than (2017: same) the standard rate of corporation tax in the UK applied to profit before tax. The differences are explained below:

Profit on ordinary activities before tax	<u>74</u>	<u>70</u>
Profit on ordinary activities multiplied by the standard rate of corporate tax in the UK of 19% (2017: 19.25%)	14	13
Effects of:		
Permanently disallowed items	1	-
Tax charge for year	<u>15</u>	<u>13</u>

The Company had no timing differences for deferred tax purposes in the year (2017: nil)

**THE BRITISH METAL CORPORATION LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 DECEMBER 2018**

**6. FIXED ASSET INVESTMENTS**

	<b>Investments in Associates £'000</b>	<b>TOTAL £'000</b>
Cost at 1 January 2018 and 31 December 2018	<u>123</u>	<u>123</u>

The Directors have considered the value of all the fixed asset investments as at 31 December 2018 and are satisfied that their aggregate value was not less than £123,000.

<b>Company</b>	<b>Registered Office</b>	<b>Main activities</b>	<b>Percentage of equity shares held %</b>
The British Metal Corporation (India) Private	Apeejay House, 1st Floor, Dinsha Wachha Road, Mumbai 400020, India	Metals, concentrates and minerals trading	40
Alloys Metals and Ceramics Holdings (Pty) Ltd	1 Dormehl Street, Anderbolt Boksburg, Gauteng, South Africa	Metals, concentrates and minerals trading	50

	<b><u>2018</u> £'000</b>	<b><u>2017</u> £'000</b>
<b>7. <u>DEBTORS</u></b>		
Amounts falling due within one year :		
Amounts owed by parent undertakings	4,227	4,160
Dividend receivable	61	67
	<u>4,288</u>	<u>4,227</u>

Amounts owed by parent undertakings are unsecured and have no fixed date of repayment. Interest was charged on the balance at the end of each day at an annual rate of 1.80% (2017: 1.63%).

	<b><u>2018</u> £'000</b>	<b><u>2017</u> £'000</b>
<b>8. <u>CALLED UP SHARE CAPITAL</u></b>		
4,000,000 ordinary shares of £1 each	<u>4,000</u>	<u>4,000</u>

**THE BRITISH METAL CORPORATION LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 DECEMBER 2018**

	<u>2018</u>	<u>2017</u>
	<u>£'000</u>	<u>£'000</u>

**9. CREDITORS**

Amounts falling due within one year:

Taxation	15	13
Other	13	13
	<u>28</u>	<u>26</u>

**10. ULTIMATE AND CONTROLLING HOLDING COMPANY**

The Company is a subsidiary of Amalgamated Metal Investment Holdings Limited, which is incorporated in England and Wales.

The Company's ultimate parent undertaking is AMCO Investments Limited (AMCO), a company incorporated in England and Wales. AMCO is the parent of the largest group of undertakings for which consolidated financial statements are drawn up and of which the Company is a member. Copies of the consolidated financial statements of AMCO are available from Companies House.

Amalgamated Metal Corporation PLC (AMC) is the parent of the smallest group of undertakings for which consolidated financial statements are drawn up and of which the Company is a member. Copies of the consolidated financial statements are available at AMC's registered office:  
55 Bishopsgate, London EC2N 3AH.