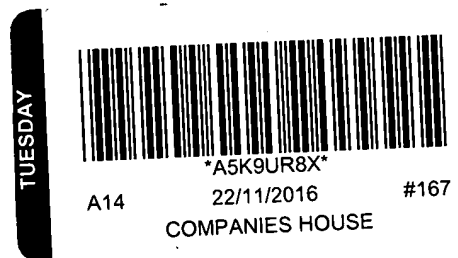


**THOMAS ROBERTS (WESTMINSTER)  
LIMITED**

**Annual Report and Financial Statements**

**For the year ended 31 March 2016**



# **THOMAS ROBERTS (WESTMINSTER) LIMITED**

## **ANNUAL REPORT AND FINANCIAL STATEMENTS 2016**

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**ANNUAL REPORT AND FINANCIAL STATEMENTS 2016**

**OFFICERS AND PROFESSIONAL ADVISERS**

**DIRECTORS**

J Roberts (Chairman)  
J R Coninx  
CNC Lowrey (appointed 15 August 2016)

**SECRETARY**

G Hemmings

**REGISTERED OFFICE**

Sheridan House  
40-43 Jewry Street  
Winchester  
Hampshire  
SO23 8RY

**BANKERS**

Bank of Scotland  
London Chief Office  
PO Box 1000  
BX2 1LB

**AUDITOR**

Deloitte LLP  
Chartered Accountants and Statutory Auditor  
Reading, United Kingdom

## **DIRECTORS' REPORT**

The directors present their Annual report and the audited financial statements for the year ended 31 March 2016.

The Directors' report has been prepared in accordance with the provisions applicable to companies entitled to the small companies' exemption under section 417(1) of the Companies Act 2006. Accordingly, the directors have elected to take advantage of the exemption from preparing a Strategic Report.

The financial statements have been prepared in accordance with Financial Reporting Standard 102 (FRS 102) issued by the Financial Reporting Council. The company has applied the amendments to FRS 102 issued by the FRC in July 2015 and the amendments to Company law made by The Companies, Partnerships and Groups (Accounts and Reports) Regulations 2015 prior to their mandatory effective date of accounting periods beginning on or after 1 January 2016.

## **PRINCIPAL ACTIVITIES AND FUTURE DEVELOPMENTS**

The principal activity of the company is primarily the provision of management services to connected companies and property investment holding.

On 17 July 2015 the company acquired a fully-let investment property in Spalding, Lincolnshire for a total consideration of £877,419.

On 20 July 2015 the company acquired a fully-let investment property in Clacton-on-Sea, Essex for a total consideration of £2,146,087.

On 22 January 2016 the company acquired a fully-let investment property in Normanton, West Yorkshire for a total consideration of £1,784,675.

No significant change is expected in the company's activities in the year ahead.

## **RESULTS AND DIVIDENDS**

The loss for the year of £179,513 (2015: loss of £132,843) is shown in the profit and loss account on page 7.

No interim dividends (2015: £nil) were paid in the year. The directors do not recommend the payment of a final dividend (2015: £nil).

## **GOING CONCERN**

In considering the appropriateness of the going concern basis the Board have reviewed the key risks and uncertainties to which they believe the company is exposed, the company's ongoing financial commitments and the availability of sufficient resources for the next twelve months and beyond. The directors have reviewed the recoverability of intercompany debtors and the valuation of their investments in subsidiary undertakings. As a result of this, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future and have satisfied themselves that it is appropriate to prepare these statements on a going concern basis.

## **DIRECTORS**

The directors of the company at 31 March 2016 are set out on page 1. All directors served throughout the year and to the date of signing with the exception of CNC Lowrey who was appointed a director on 15 August 2016.

## **AUDITOR**

In the case of each of the persons who are directors of the company at the date when this report is approved:

- so far as each of the directors is aware, there is no relevant audit information of which the company's auditor is unaware; and
- each of the directors has taken all the steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of section 418 of the Companies Act 2006.

**DIRECTORS' REPORT (CONTINUED)**

Pursuant to the Companies Act 2006, an elective resolution was passed on 7 April 2002 dispensing with the requirement to appoint auditors annually. Therefore, Deloitte LLP are deemed to continue as auditors.

Approved by the Board of Directors and signed on behalf of the Board

A handwritten signature in black ink, appearing to read 'JR Coninx', with a stylized flourish at the end.

JR Coninx  
Director  
16 November 2016

## **DIRECTORS' RESPONSIBILITIES STATEMENT**

The directors are responsible for preparing the Annual 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 United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law), including FRS102 "The Financial Reporting Standard Applicable in the UK and Republic of Ireland". 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 judgments 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 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.

## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THOMAS ROBERTS (WESTMINSTER) LIMITED**

We have audited the financial statements of Thomas Roberts (Westminster) Limited for the year ended 31 March 2016 which comprise the Profit and Loss Account, the Balance Sheet, the Statement of Comprehensive Income, the Statement of Changes in Equity and the related notes 1 to 19. 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) including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland".

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.

### **Respective responsibilities of directors and auditor**

As explained more fully in the Directors' Responsibilities Statement, 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 International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

### **Scope of the audit of the financial statements**

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 financial statements**

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2016 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.

### **Opinion 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.

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 any material misstatements in the Directors' Report.

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

We have nothing to report in respect of the following matters where 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 take advantage of the small companies exemption from preparing a Strategic Report or in preparing the Director's Report.



Darren Longley FCA (Senior statutory auditor)  
for and on behalf of Deloitte LLP  
Chartered Accountants and Statutory Auditor  
Reading, UK  
18 November 2016



# THOMAS ROBERTS (WESTMINSTER) LIMITED

## PROFIT AND LOSS ACCOUNT For the year ended 31 March 2016

	Note	2016 £	Restated 2015 £
<b>TURNOVER</b>		1,584,248	1,636,004
Administrative expenses		(956,655)	(1,068,699)
Other operating income		282,315	66,050
<b>OPERATING PROFIT</b>	3	909,908	633,355
Income from other fixed asset investments		43,369	26,889
Income from shares in group undertakings		1,006,120	3,300,000
Finance costs (net)	4	(837,105)	(715,855)
Loss arising on revaluation of investment properties	9	(235,772)	-
Impairment of investments in group undertakings	10	(1,006,438)	(3,350,000)
<b>LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION</b>	3	(119,918)	(105,611)
Tax on loss on ordinary activities	7	(59,595)	(27,232)
<b>RETAINED LOSS FOR THE YEAR</b>		<u>(179,513)</u>	<u>(132,843)</u>

All results are derived from continuing operations.

## STATEMENT OF COMPREHENSIVE INCOME

		2016 £	2015 £
Loss for the financial year		(179,513)	(132,843)
Re-measurement of net pension deficit	6	(540,000)	(8,250,000)
Tax relating to items of other comprehensive income	8	156,000	1,706,000
<b>TOTAL COMPREHENSIVE LOSS FOR THE YEAR</b>		<u>(563,513)</u>	<u>(6,676,843)</u>

# THOMAS ROBERTS (WESTMINSTER) LIMITED

## BALANCE SHEET At 31 March 2016

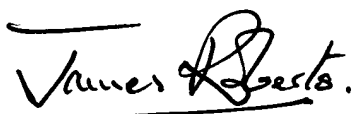
	Note	2016 £	Restated 2015 £
<b>FIXED ASSETS</b>			
Tangible assets	9	6,522,229	2,000,902
Investments:			
Shares in subsidiary undertakings	10	507,502	1,513,940
Other investments	11	47,418	47,418
		<u>554,920</u>	<u>1,561,358</u>
<b>CURRENT ASSETS</b>			
Debtors due within one year	12	79,193	167,818
Debtors due after one year	13	-	1,250,000
Cash at bank and in hand		150,167	2,340,096
		<u>229,360</u>	<u>3,757,914</u>
<b>CREDITORS: amounts falling due within one year</b>	14	<u>(883,778)</u>	<u>(957,930)</u>
<b>NET CURRENT (LIABILITIES) / ASSETS</b>		<u>(654,418)</u>	<u>2,799,984</u>
<b>NET PENSION DEFICIT</b>	6	<u>(22,160,000)</u>	<u>(21,536,000)</u>
<b>NET (LIABILITIES) / ASSETS</b>		<u><u>(15,737,269)</u></u>	<u><u>(15,173,756)</u></u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	15	168,594	168,594
Share premium account	15	4,313,908	4,313,908
Capital redemption reserve	15	1,200,000	1,200,000
Profit and loss account	15	(21,419,771)	(20,856,258)
<b>TOTAL SHAREHOLDERS' (DEFICIT)</b>		<u><u>(15,737,269)</u></u>	<u><u>(15,173,756)</u></u>

The financial statements of Thomas Roberts Westminster Limited, registered company 00221528 have been prepared in accordance with the special provisions applicable to companies subject to the small companies regime and, were approved by the Board of Directors and authorised for issue on 16 November 2016.

Signed on behalf of the Board of Directors



J R Coninx  
Director



J Roberts  
Director

**THOMAS ROBERTS (WESTMINSTER) LIMITED**

**STATEMENT OF CHANGES IN EQUITY**

**At 31 March 2016**

	Called-up share capital £	Share premium account £	Capital redemption reserve £	Profit and loss account £	Total £
<b>At 31 March 2014 as previously stated</b>	168,594	4,313,908	1,200,000	532,585	6,215,087
Changes on transition to FRS 102 (see note 18)	-	-	-	(14,712,000)	(14,712,000)
<b>At 1 April 2014 as restated</b>	168,594	4,313,908	1,200,000	(14,179,415)	(8,496,913)
Loss for the financial year	-	-	-	(132,843)	(132,843)
Remeasurement of net pension deficit	-	-	-	(8,250,000)	(8,250,000)
Tax relating to items of other comprehensive income	-	-	-	1,706,000	1,706,000
<b>At 31 March 2015</b>	168,594	4,313,908	1,200,000	(20,856,258)	(15,173,756)
Loss for the financial year	-	-	-	(179,513)	(179,523)
Remeasurement of net pension deficit	-	-	-	(540,000)	(540,000)
Tax relating to items of other comprehensive income	-	-	-	156,000	156,000
<b>At 31 March 2016</b>	168,594	4,313,908	1,200,000	(21,419,771)	(15,737,269)

## NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 March 2016

### 1. ACCOUNTING POLICIES

The principal accounting policies are summarised below. They have all been applied consistently throughout the year and to the preceding year.

#### General information and basis of accounting

Thomas Roberts (Westminster) Limited (the Company) is a company incorporated in the United Kingdom under the Companies Act.

The Company is a private Company limited by shares and is registered in England & Wales. The address of the Company's registered office is shown on page 1.

The financial statements have been prepared under the historical cost convention, modified to include certain items at fair value, and in accordance with Financial Reporting Standard 102 (FRS 102) issued by the Financial Reporting Council. The Company has applied the amendments to FRS 102 issued by the FRC in July 2015 and the amendments to Company law made by The Companies, Partnerships and Groups (Accounts and Reports) Regulations 2015 prior to their mandatory effective date of accounting periods beginning on or after 1 January 2016.

The functional currency of the Company is considered to be pounds sterling because that is the currency of the primary economic environment in which the Company operates.

The prior year financial statements were restated for material adjustments on adoption of FRS 102 in the current year. For more information see note 18.

#### Going concern

In considering the appropriateness of the going concern basis the Board have reviewed the key risks and uncertainties to which they believe the company is exposed, the company's ongoing financial commitments and the availability of sufficient resources for the next twelve months and beyond. The directors have reviewed the recoverability of intercompany debtors and the valuation of their investments in subsidiary undertakings. As a result of this, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future and have satisfied themselves that it is appropriate to prepare these statements on a going concern basis.

#### Turnover and other operating income

Turnover consists of management charges receivable for the provision of management services to fellow subsidiary and related party undertakings within the United Kingdom, therefore no further segmental analysis is provided. Income is recognised on delivery of the various services.

Other operating income comprises rental from external customers, excluding value added tax. Rental income is included in the financial statements on the date it is receivable.

#### Tangible assets and depreciation

Tangible assets are stated at cost less depreciation and provision for any impairment.

Depreciation is provided on all tangible assets except freehold land. Freehold buildings and plant and equipment are depreciated on a straight line basis over their estimated useful lives. The principal rates of depreciation are:

Freehold buildings	2%
Motor vehicles	25%
Office equipment	20 - 25%

#### Investment properties

Investment properties for which fair value can be measured reliably without undue cost or effort on an ongoing basis are measured at fair value annually with any change recognised in the profit and loss account. Deferred taxation is provided on these gains at the rate expected to apply when the property is sold.

#### Investments

Investments held as fixed assets are stated at cost of the equity investment less provision for impairment. An asset is impaired where there is objective evidence that, as a result of one or more events that occurred after initial recognition, the estimated recoverable value of the asset has been reduced. The recoverable amount of an asset is the higher of its fair value less costs to sell and its value in use.

**NOTES TO THE FINANCIAL STATEMENTS**

**For the year ended 31 March 2016**

**1. ACCOUNTING POLICIES (CONTINUED)**

**Taxation**

Current tax, including UK corporation tax and foreign tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted by the balance sheet date.

Deferred taxation is provided in full on timing differences that result in an obligation at the balance sheet date to pay more tax, or a right to pay less tax, at a future date, at rates expected to apply when they crystallise based on current tax rates and law. Timing differences arise from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in financial statements.

Where items recognised in other comprehensive income or equity are chargeable to or deductible for tax purposes, the resulting current or deferred tax expense or income is presented in the same component of comprehensive income or equity as the transaction or other event that resulted in the tax expense or income.

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

**Pension costs**

The Thomas Roberts group of companies run a defined benefit pension scheme (the Scheme) for its employees. The Company, as the sponsoring employer of this scheme, includes the assets and liabilities of the scheme within its balance sheet. The Scheme is funded, with the assets of the scheme held separately from those of the Company, in separate trustee administered funds. Pension scheme assets are measured at fair value and liabilities are measured on an actuarial basis using the projected unit credit method. The actuarial valuations are obtained at least triennially and are updated at each balance sheet date.

For defined benefit schemes the amounts charged to operating profit are the costs arising from employee services rendered during the period and the cost of plan introductions, benefit changes, settlements and curtailments. They are included as part of staff costs. The net interest cost on the net defined benefit liability is charged to profit or loss and included within finance costs. Re-measurement comprising actuarial gains and losses and the return on scheme assets (excluding amounts included in net interest on the net defined benefit liability) are recognised immediately in other comprehensive income.

For defined contribution schemes the amount charged to the profit and loss account in respect of pension costs and other retirement benefits 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 in the balance sheet.

**Cash flow statement**

The Company has taken advantage of the exemptions provided under Financial Reporting Standard 102 Section 7 not to present a cash flow statement as the company is entitled to the exemptions available for small entities where the Company has adopted the amendments to Company law made by The Companies, Partnerships and Groups (Accounts and Reports) Regulations 2015 prior to their mandatory effective date of accounting periods beginning on or after 1 January 2016.

**2. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY**

In the application of the Company's accounting policies, which are described in note 1, the directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and 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.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 March 2016

2. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION  
UNCERTAINTY (CONTINUED)

*Critical judgements in applying the Company's accounting policies*

The following are the critical judgements, apart from those involving estimations (which are dealt with separately below), that the directors have made in the process of applying the Company's accounting policies and that have the most significant effect on the amounts recognised in the financial statements.

- Assumption in relation to calculation of net defined benefit liability ( see note 6)
- Investment properties (see note 9)
- Impairment of investments in subsidiaries and other investments (see notes 10 and 11)

3. LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION

	2016 £	2015 £
<b>Operating (loss)/profit is stated after charging/(crediting):</b>		
Depreciation on tangible fixed assets	43,670	53,596
Profit on disposal of fixed assets	(2,689)	(7,980)
	<u>17,550</u>	<u>8,500</u>
Fees payable to the Company's auditor for the audit of the Company's annual accounts	17,550	8,500
<b>Total audit fees</b>	<u>17,550</u>	<u>8,500</u>
Other services pursuant to legislation:		
- Tax services related to:		
- Compliance	2,000	2,000
<b>Total non-audit fees</b>	<u>2,000</u>	<u>2,000</u>

4. FINANCE COSTS (NET)

	2016 £	RESTATED 2015 £
Net charge on the pension scheme		
Interest on pension scheme liabilities (Note 6)	(2,160,000)	(2,480,000)
Expected return on pension scheme assets (Note 6)	1,310,000	1,700,000
	<u>(850,000)</u>	<u>(780,000)</u>
Interest receivable on short term deposits	12,895	64,145
	<u>(837,105)</u>	<u>(715,855)</u>

**NOTES TO THE FINANCIAL STATEMENTS**  
**For the year ended 31 March 2016**

**5. EMPLOYEES' AND DIRECTORS' REMUNERATION**

The average number of persons employed by the company during the year was as follows:

	2016 No.	2015 No.
Group activities and administration	6	7
	<u>6</u>	<u>7</u>
	2016 £	2015 £
<b>Staff costs (including directors)</b>		
Wages and salaries	443,175	505,860
Social security costs	52,072	59,516
Pension costs	791,982	784,935
	<u>1,287,229</u>	<u>1,350,311</u>
<b>Staff costs include the following remuneration in respect of directors:</b>		
Emoluments	74,852	165,059
	<u>74,852</u>	<u>165,059</u>

**6. NET PENSION DEFICIT**

The Company participates in the Thomas Roberts Group Pension Fund, which is a defined benefit scheme with the assets of the scheme held separately from those of the Company in an independently administered fund. The scheme closed to new members with effect from 6 August 2001 and to future accrual with effect from 31 July 2015.

The funding plan is to hold assets equal to the value of the benefits earned by employees, based on projected salaries and a set of assumptions used for funding. The funding assumptions differ from the assumptions used to calculate the figures for these accounts, and therefore produce different results. If there is a shortfall against this funding plan, then the Company and trustees agree on deficit contributions to meet this deficit over a period. As part of the actuarial valuation with an effective date of 31 March 2013 the Company agreed to pay contributions of £717,838 per annum increasing at a rate of 3.9% per annum until 28 February 2041. The results of the formal actuarial valuation as at 31 March 2013 were updated to the accounting date by an independent actuary in accordance with FRS 102, allowing for contributions, benefit payments made, and changes in market conditions. The results, based on assumptions used for FRS 102, are as follows.

	31 March 2016	31 March 2015	31 March 2014
<b>Significant actuarial assumptions</b>			
Retail price inflation (% per annum)	3.00%	3.00%	3.30%
Consumer price inflation (% per annum)	2.00%	2.00%	2.30%
Discount rate (% per annum)	3.40%	3.20%	4.30%
Pension increase rate – fixed 5% per annum	5.00%	5.00%	5.00%
Salary growth rate (% per annum)	n/a	3.50%	3.80%
Life expectancy of male/female aged 65 in accounting year	22.3/24.9	22.3/24.9	22.2/24.7
Life expectancy of male/female aged 65 in 10 years from accounting year	23.2/25.9	23.1/25.8	23.0/25.7
Weighted average duration	14	15	14

**NOTES TO THE FINANCIAL STATEMENTS**  
**For the year ended 31 March 2016**

**6. NET PENSION DEFICIT (CONTINUED)**

	31 March 2016	31 March 2015	31 March 2014
<b>Plan assets and defined benefit obligation</b>			
Present value of defined benefit obligation	65,810,000	69,080,000	58,960,000
Fair value of plan assets	<u>(38,110,000)</u>	<u>(42,160,000)</u>	<u>(40,570,000)</u>
Deficit in the scheme	27,700,000	26,920,000	18,390,000
Deferred tax	(5,540,000)	(5,384,000)	(3,678,000)
Net pension deficit to be recognised	<u>22,160,000</u>	<u>21,536,000</u>	<u>14,712,000</u>

Amounts recognised in the profit and loss account in respect of these defined benefit schemes are as follows:

	2016 £	2015 £
Current service cost	10,000	30,000
Net interest cost	850,000	780,000
Running costs	170,000	260,000
Plan introductions, changes, curtailments and settlements	<u>70,000</u>	<u>-</u>
	<u>1,100,000</u>	<u>1,070,000</u>
Recognised in other comprehensive income		
Total cost relating to defined benefit scheme	<u>540,000</u>	<u>8,250,000</u>

Movements in the present value of defined benefit obligations:

	2016 £	2015 £
At 1 April 2015	69,080,000	58,960,000
Service cost	10,000	30,000
Interest cost	2,160,000	2,480,000
Actuarial gains and losses	(2,380,000)	10,360,000
Benefits paid	(3,130,000)	(2,750,000)
Losses on curtailments	<u>70,000</u>	<u>-</u>
At 31 March 2016	<u>65,810,000</u>	<u>69,080,000</u>



# THOMAS ROBERTS (WESTMINSTER) LIMITED

## NOTES TO THE FINANCIAL STATEMENTS For the year ended 31 March 2016

### 6. NET PENSION DEFICIT (CONTINUED)

Movements in the fair value of scheme assets were as follows:

	2016 £	2015 £
At 1 April 2015	42,160,000	40,570,000
Interest income	1,310,000	1,700,000
Return on plan assets (excluding amounts included in net interest cost)	(2,850,000)	2,110,000
Contributions from the employer	790,000	790,000
Running costs	(170,000)	(260,000)
Benefits paid	(3,130,000)	(2,750,000)
At 31 March 2016	<u>38,110,000</u>	<u>42,160,000</u>

The analysis of the scheme assets at the balance sheet date was as follows:

	2016 £	2015 £
Equity portfolio	14,620,000	16,430,000
Absolute return portfolio	22,830,000	24,620,000
Cash and net current assets	660,000	1,110,000
	<u>38,110,000</u>	<u>42,160,000</u>

### 7. TAX ON LOSS ON ORDINARY ACTIVITIES

	2016 £	2015 £
<b>Taxation charge for the year:</b>		
Corporation tax	59,545	27,291
Adjustment in respect of prior years	50	(59)
Total tax charge for the year	<u>59,595</u>	<u>27,232</u>

The tax assessed for the year is higher than (2015: lower than) that resulting from applying the standard 20% rate of corporation tax in the UK (2015: 21%). The differences are explained below:

	2016 £	2015 £
<b>Loss on ordinary activities before tax</b>	<u>(119,918)</u>	<u>(105,611)</u>
Tax on profit from ordinary activities at standard UK corporation tax rate	(23,984)	(22,178)
Effects of:		
Decrease in unutilised losses	(18,743)	(16,898)
Expenses not deductible for tax purposes	265,066	764,397
UK dividend income	(209,898)	(698,089)
Revaluation of investment properties	47,154	-
<b>Total tax charge for period</b>	<u>59,595</u>	<u>27,232</u>

**NOTES TO THE FINANCIAL STATEMENTS**  
**For the year ended 31 March 2016**

**8. DEFERRED TAXATION**

A deferred tax asset has not been recognised in respect of timing differences relating primarily to capital losses as there is insufficient evidence that the asset will be recovered. The amount of the asset not recognised is £272,784 (2015: £290,292). The asset would be recovered if the company makes sufficient future chargeable gains.

**9. TANGIBLE FIXED ASSETS**

	<b>Investment properties £</b>	<b>Freehold land and buildings £</b>	<b>Office equipment and motor vehicles £</b>	<b>Total £</b>
<b>Cost</b>				
At 1 April 2015	1,865,941	76,302	209,863	2,152,106
Additions	4,809,831	-	1,920	4,811,751
Disposals	-	-	(26,501)	(26,501)
Net loss from fair value adjustment	(235,772)	-	-	(235,772)
<b>At 31 March 2016</b>	<b>6,440,000</b>	<b>76,302</b>	<b>185,282</b>	<b>6,701,584</b>
<b>Accumulated depreciation</b>				
At 1 April 2015	-	49,629	101,575	151,204
Charge for the year	-	1,426	42,244	43,670
Disposals	-	-	(15,519)	(15,519)
<b>At 31 March 2016</b>	<b>-</b>	<b>51,055</b>	<b>128,300</b>	<b>179,355</b>
<b>Net book value</b>				
At 31 March 2016	6,440,000	25,247	56,982	6,522,229
At 31 March 2015	1,865,941	26,673	108,288	2,000,902

The company's freehold and leasehold investment properties were valued on various dates by Jones Lang Lasalle, who have acted as an external valuer. The valuations accord with the requirements of the RICS Valuation – Professional Standards 2014. The valuation of each property was on the basis of fair value.

The aggregate fair value reported, as at 31 March 2016 was £6,440,000 (Six million four hundred and forty thousand pounds).

	<b>2016 £</b>	<b>2015 £</b>
On an historical cost basis, investment properties would have been included at:		
Cost and net book value	6,675,772	1,865,941

# THOMAS ROBERTS (WESTMINSTER) LIMITED

## NOTES TO THE FINANCIAL STATEMENTS For the year ended 31 March 2016

### 10. FIXED ASSET INVESTMENTS - SHARES IN SUBSIDIARY UNDERTAKINGS

	£
<b>Cost</b>	
At 1 April 2015 and 31 March 2016	4,863,940
<b>Provision for impairment</b>	
At 1 April 2015	3,350,000
Provision for year	1,006,438
At 31 March 2016	4,356,438
<b>Net book value</b>	
At 1 April 2015	1,513,940
At 31 March 2016	507,502

The following were the subsidiaries at the balance sheet date:

Subsidiary undertaking	Description and proportion of share capital owned	Country of incorporation	Nature of business
Aynho Estates Limited	Ordinary 100%	England	Property development & trading
Morgan Giles Limited	Ordinary 100%	England	Dormant
Thomas Roberts Pension Fund Trustees Limited	Ordinary 100%	England	Dormant

The company is exempt from the obligation to prepare group financial statements due to the exemption afforded by the Companies Act 2006 because of the size of the group. The financial statements therefore present information as a single entity and not as a group.

Financial information summary – subsidiary undertakings:

	Aggregate capital and reserves at 31 March 2016 £	Results for the year ended 31 March 2016 £
Aynho Estates Limited	500,000	968,920
Morgan Giles Limited	7,500	-
Thomas Roberts Pension Fund Trustees Limited	2	-

### 11. FIXED ASSET INVESTMENTS - OTHER INVESTMENTS

	£
<b>Cost</b>	
At 1 April 2015 and 31 March 2016	48,195
<b>Provision for impairment</b>	
At 1 April 2015 and 31 March 2016	777
<b>Net book value</b>	
At 1 April 2015	47,418
At 31 March 2016	47,418

**NOTES TO THE FINANCIAL STATEMENTS**  
**For the year ended 31 March 2016**

**12. DEBTORS DUE WITHIN ONE YEAR**

	2016 £	2015 £
Amounts due from parent company	-	118,861
Prepayments and accrued income	78,849	48,957
Other taxes and social security costs	344	-
	<u>79,193</u>	<u>167,818</u>

**13. DEBTORS DUE AFTER ONE YEAR**

	2016 £	2015 £
Amounts due from ultimate parent company	<u>-</u>	<u>1,250,000</u>

**14. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	2016 £	2015 £
Trade creditors	3,767	6,845
Amounts owed to group undertakings	507,502	833,940
Other taxes and social security costs	16,954	32,869
Corporation tax payable	182,791	27,291
Accruals and deferred income	172,764	56,985
	<u>883,778</u>	<u>957,930</u>

**15. SHARE CAPITAL & RESERVES**

	2016 £	2015 £
<b>Authorised</b>		
1,500,000 8% cumulative preference shares of £1 each	1,500,000	1,500,000
300,000 ordinary shares of £1 each	300,000	300,000
	<u>1,800,000</u>	<u>1,800,000</u>
<b>Allotted, called up and fully paid</b>		
168,594 ordinary shares of £1 each	<u>168,594</u>	<u>168,594</u>

The Company has one class of ordinary shares which carry no right to fixed income.

The Company's other reserves are as follows:

- The share premium reserve contains the premium arising on issue of equity shares, net of issue expenses.
- The profit and loss reserve represents cumulative profits or losses
- The capital redemption reserve represents the nominal value of 1,200,000 8% cumulative preference shares purchased by the company on 7 June 1999. This amount has been transferred from the company's distributable reserves.

## NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 March 2016

### 16. RELATED PARTY TRANSACTIONS

During the year, the following transactions took place with connected companies under common control:

The Company charged management fees to Burt Boulton Holdings Limited amounting to £1,400,000 (2015: £1,400,000).

The Company charged interest to Thomas Roberts Estates Limited amounting to £7,397 (2015: £56,250).

The Company charged management fees to Thomas Roberts Group Pension Fund amounting to £nil (2015: £92,004).

The Company charged management fees to Thomas Roberts Limited amounting to £60,000 (2015: £144,000).

The Company charged management fees to Thomas Roberts Estates Limited amounting to £44,248 (2015: £nil).

The Company received dividends from Aynho Estates Limited amounting to £999,682 (2015: £3,300,000).

The Company received dividends from Morgan Giles Limited amounting to £6,438 (2015: £nil).

The company was owed £nil as at 31 March 2016 (31 March 2015: £118,861 and £1,250,000 respectively) by Burt Boulton Holdings Limited and Thomas Roberts Estates Limited.

The Company owed the following amounts as at 31 March 2016 £500,000, £7,500 and £2 (31 March 2015: £820,000, £13,938, £2) to Aynho Estates Limited, Morgan Giles Limited and Thomas Roberts Pension Fund Trustees Limited respectively.

### 17. ULTIMATE PARENT COMPANY AND CONTROLLING PARTY

The ultimate parent company is Thomas Roberts Estates Limited, which is incorporated in Great Britain. Copies of the financial statements of the ultimate parent company can be obtained from Companies House, Crown Way, Maindy, Cardiff, CF4 3UZ. Thomas Roberts Estates Limited has taken the exemption from producing group financial statements afforded by section 399 of the Companies Act 2006 because of the size of the group.

The immediate parent company is Burt Boulton Holdings Limited, which is incorporated in Great Britain. Copies of the financial statements of the immediate parent company can be obtained from Companies House, Crown Way, Maindy, Cardiff, CF4 3UZ.

The company's ultimate controlling party is Mr J Roberts.

### 18. EXPLANATION OF TRANSITION TO FRS 102

This is the first year that the Company has presented its financial statements under Financial Reporting Standard 102 (FRS 102) issued by the Financial Reporting Council. The following disclosures are required in the year of transition. The last financial statements under previous UK GAAP were for the year ended 31 March 2015 and the date of transition to FRS 102 was therefore 1 April 2014. As a consequence of adopting FRS 102, a number of accounting policies have changed to comply with that standard. The detail of each accounting policy is described in Note 1.

#### Reconciliation of equity

Note	At 1 April 2014 £	At 31 March 2015 £
Equity reported under previous UKGAAP	6,215,087	6,362,244
<b>Adjustments to equity on transition to FRS 102</b>		
1 Inclusion of the defined benefit pension scheme within the balance sheet	(14,712,000)	(21,536,000)
Equity reported under FRS 102	<u>(8,496,913)</u>	<u>(15,173,756)</u>

**NOTES TO THE FINANCIAL STATEMENTS**

**For the year ended 31 March 2016**

**18. EXPLANATION OF TRANSITION TO FRS 102 (CONTINUED)**

**Notes to the reconciliation of equity at 1 April 2014**

1. The Company is the sponsoring employer of a defined benefit pension scheme. Under FRS 102 the Company now recognises the assets and liabilities of the scheme within its balance sheet and movements in the year within its profit and loss statement or the statement of comprehensive income. This was not previously the case under UK GAAP and thus the difference in net assets is required as an adjustment to equity previously reported. For further details see note 6.

**Reconciliation of profit or loss for year ending 31 March 2015**

Note	£
<b>Profit for the financial year under previous UK GAAP</b>	<u>147,157</u>
2 Effect of operating expenses of defined benefit pension scheme	<u>(280,000)</u>
<b>Loss for the financial year under FRS 102</b>	<u><u>(132,843)</u></u>

**Notes to the reconciliation of profit or loss for year ending 31 March 2015**

2. As per the above the prior year effect on profit of the defined benefit pension scheme should be realised. The amounts charged to profit are the costs arising from employee services rendered during the period and the cost of plan introductions, benefit changes, settlements and curtailments; additionally there are net finance costs in respect of the assets and liabilities of the scheme.

**19. POST BALANCE SHEET EVENTS**

On 26 September 2016 the Company sold its unlisted investment with a book value of £47,418 for a consideration of £607,166.