

Registration number: 0670040

# Chelsea Securities "B" Limited

Annual Report and Financial Statements

Year Ended 31 December 2013

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# **Chelsea Securities "B" Limited**

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**Year Ended 31 December 2013**

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# **Chelsea Securities "B" Limited**

## **Company Information**

**Year Ended 31 December 2013**

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**Directors**            The Earl Cadogan KBE DL  
                             Viscount Chelsea DL  
                             The Hon J H M Bruce  
                             J D Gordon  
                             C V Ellingworth

**Company secretary** May May & Merrimans

**Registered office**    12 South Square  
                             Gray's Inn  
                             London  
                             WC1R 5HH

**Auditors**             Dixon Wilson  
                             22 Chancery Lane  
                             London  
                             WC2A 1LS

**Chelsea Securities "B" Limited**  
**Directors' Report**  
**Year Ended 31 December 2013**

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The directors present their report and the financial statements for the year ended 31 December 2013.

**Directors of the company**

The directors who held office during the year were as follows:

The Earl Cadogan KBE DL

Viscount Chelsea DL

The Hon J H M Bruce

J D Gordon

C V Ellingworth

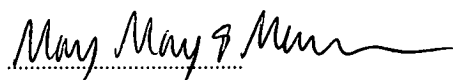
**Disclosure of information to the auditor**

Each director has taken steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information. The directors confirm that there is no relevant information that they know of and which they know the auditor is unaware of.

**Small company provisions**

This report has been prepared in accordance with the small companies regime under the Companies Act 2006.

Approved by the Board on ..... 24 September 2014 ..... and signed on its behalf by:



May May & Merrimans  
Company secretary

## **Chelsea Securities "B" Limited**

### **Statement of Directors' Responsibilities**

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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 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 apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent; 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 Chelsea Securities "B" Limited**

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We have audited the financial statements of Chelsea Securities "B" Limited for the year ended 31 December 2013, set out on pages 5 to 11. The financial reporting framework that has been applied in their preparation is applicable law and the Financial Reporting Standard for Smaller Entities (Effective April 2008) (United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities).

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 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 International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's (APB'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 Directors' 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 the 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 December 2013 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to smaller entities; and
- have been prepared in accordance with the requirements of the Companies Act 2006.


### **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.

### **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 prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption in preparing the directors' report and take advantage of the small companies exemption from the requirement to prepare a strategic report.



Suzanne Rose (Senior Statutory Auditor)  
For and on behalf of Dixon Wilson, Statutory Auditor  
22 Chancery Lane  
London, WC2A 1LS

Date: 26 September 2014

**Chelsea Securities "B" Limited**  
**Profit and Loss Account**  
**Year Ended 31 December 2013**

	<b>Note</b>	<b>2013 £</b>	<b>2012 £</b>
Turnover		-	-
Administrative expenses		(15,619)	(14,486)
Profit on disposal of fixed asset investments		<u>29,134</u>	<u>28,578</u>
Operating profit	2	13,515	14,092
Income from other fixed asset investments		27,139	27,183
Other interest receivable and similar income		<u>82</u>	<u>97</u>
Profit on ordinary activities before taxation		40,736	41,372
Tax on profit on ordinary activities	3	<u>(3,996)</u>	<u>(2,644)</u>
Profit for the financial year	9	<u>36,740</u>	<u>38,728</u>

The notes on pages 7 to 11 form an integral part of these financial statements.

**Chelsea Securities "B" Limited**  
**(Registration number: 0670040)**  
**Balance Sheet at 31 December 2013**

	Note	2013 £	2012 £
<b>Fixed assets</b>			
Investments	4	531,873	512,131
<b>Current assets</b>			
Debtors	5	5,117	20,476
Cash at bank and in hand		147,010	123,190
		152,127	143,666
Creditors: Amounts falling due within one year	6	(34,881)	(13,418)
Net current assets		117,246	130,248
Net assets		649,119	642,379
<b>Capital and reserves</b>			
Called up share capital	7	100	100
Capital reserves	9	603,178	603,178
Profit and loss account	9	45,841	39,101
Shareholders' funds		649,119	642,379

These accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008).

Approved and authorised for issue by the Board on 24 September 2014 and signed on its behalf by:

  
 J D Gordon  
 Director



**Chelsea Securities "B" Limited**  
**Notes to the Financial Statements**  
**Year Ended 31 December 2013**

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**I Accounting policies**

**Basis of preparation**

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008).

**Income recognition**

Dividends and interest received from investments are credited gross to the profit and loss account on the date they become ex-div without making any adjustment for amounts accrued at the dates of purchase and sale of the securities.

**Fixed asset investments**

Fixed assets investments are included in the balance sheet at cost less provision for impairment.

**Foreign currency**

Transactions in foreign currencies are recorded at the date of exchange ruling at the date of the transaction.

**Financial instruments**

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

**Capital reserves**

The directors may, before recommending a dividend, transfer to the capital reserve such sums as they think proper. These sums may be used for any purposes to which the profits of the company may be properly applied or may either be employed in the business of the company or be invested in such investments, other than shares of the company, as the directors may think fit.

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**Chelsea Securities "B" Limited**  
**Notes to the Financial Statements**  
**Year Ended 31 December 2013**

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**2 Operating profit**

Operating profit is stated after charging/(crediting):

	2013 £	2012 £
Auditor's remuneration - the audit of the company's annual accounts	2,500	2,500
Profit on disposal of investments	<u>(29,134)</u>	<u>(28,578)</u>

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**3 Taxation**

**Tax on profit on ordinary activities**

	2013 £	2012 £
<b>Current tax</b>		
Adjustments in respect of previous years	1,787	(1)
Double taxation relief	<u>-</u>	<u>232</u>
UK Corporation tax	<u>1,787</u>	<u>231</u>
Current tax on income	754	-
Tax attributable to investment income	<u>1,455</u>	<u>2,413</u>
Income tax	<u>2,209</u>	<u>2,413</u>
Total tax on profit on ordinary activities	<u>3,996</u>	<u>2,644</u>

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**Chelsea Securities "B" Limited**  
**Notes to the Financial Statements**  
**Year Ended 31 December 2013**

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**4 Investments held as fixed assets**

	<b>2013</b> £	<b>2012</b> £
Other investments	<u>531,873</u>	<u>512,131</u>
<b>Other investments</b>		
	<b>Listed investments</b> £	<b>Total</b> £
<b>Cost</b>		
At 1 January 2013	512,131	512,131
Additions	133,042	133,042
Disposals	<u>(113,300)</u>	<u>(113,300)</u>
At 31 December 2013	<u>531,873</u>	<u>531,873</u>
<b>Net book value</b>		
At 31 December 2013	<u>531,873</u>	<u>531,873</u>
At 31 December 2012	<u>512,131</u>	<u>512,131</u>

The market value of the listed investments at 31 December 2013 was £1,196,669 (2012 - £1,004,419).

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**Chelsea Securities "B" Limited**  
**Notes to the Financial Statements**  
**Year Ended 31 December 2013**

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**5 Debtors**

	2013 £	2012 £
Loan to shareholder	-	10,000
Other debtors	5,117	10,476
	<u>5,117</u>	<u>20,476</u>

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**6 Creditors: Amounts falling due within one year**

	2013 £	2012 £
Corporation tax	1,455	-
Other creditors	33,426	13,418
	<u>34,881</u>	<u>13,418</u>

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**7 Share capital**

**Allotted, called up and fully paid shares**

	No.	2013 £	No.	2012 £
Ordinary shares of £1 each	<u>100</u>	<u>100</u>	<u>100</u>	<u>100</u>

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**8 Dividends**

	2013 £	2012 £
<b>Dividends proposed and recognised in the accounts</b>		
Ordinary dividend proposed	<u>30,000</u>	<u>-</u>

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**Chelsea Securities "B" Limited**  
**Notes to the Financial Statements**  
**Year Ended 31 December 2013**

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**9 Reserves**

	<b>Capital reserves £</b>	<b>Profit and loss account £</b>	<b>Total £</b>
At 1 January 2013	603,178	39,101	642,279
Profit for the year	-	36,740	36,740
Dividends	-	(30,000)	(30,000)
At 31 December 2013	<u>603,178</u>	<u>45,841</u>	<u>649,019</u>

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**10 Related party transactions**

During the year the company made the following related party transactions:

Cazenove Capital Management Limited - of whom Mr J D Gordon is a common director. During the year, Cazenove Capital Management Limited provided management services to the company to the value of £6,620 (2012 - £6,173). At the balance sheet date the amount due to Cazenove Capital Management Limited was £nil (2012 - £nil).

Trustees of the Eighth Earl Cadogan's 4th December 1961 Settlement - see note 11. A loan of £10,000 was made to the Trustees during the year ended 31 December 2012. The loan is interest free and repayable on demand. At the balance sheet date the amount due to Trustees of the Eighth Earl Cadogan's 4th December 1961 Settlement was £nil (2012 - £10,000 due from).

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**11 Control**

The company is controlled by the Trustees of the Eighth Earl Cadogan's 4 December 1961 Settlement. The trustees are J A De Havilland, J D Gordon, the Hon J H M Bruce and C V Ellingworth.

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