

Company Registration No. 4257118

BBA Financial Services (UK) Limited

Annual report and financial statements

For the year ended 31 December 2013

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BBA Financial Services (UK) Limited

Annual report and financial statements for the year ended 31 December 2013

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BBA Financial Services (UK) Limited

Annual report and financial statements for the year ended 31 December 2013

Officers and professional advisers

Directors

A J Bristlin	(resigned 4 September 2013)
D J M Blizzard	(appointed 31 January 2013)
I D C Simm	
M A Powell	(appointed 1 July 2014)
M C H Gill	(appointed 4 September 2013)
M Hoad	(resigned 30 June 2014)
Z W Stone	(resigned 31 January 2013)

Company secretary

None

Registered Office

3rd Floor
105 Wigmore Street
London
W1U 1QY

Auditor

Deloitte LLP
Chartered Accountants and Statutory Auditor
London
United Kingdom

BBA Financial Services (UK) Limited

Directors' report

The directors present their annual report and the audited financial statements of BBA Financial Services (UK) Limited, (the "Company"), for the year ended 31 December 2013.

This directors' report has been prepared in accordance with the provisions applicable to companies entitled to the small companies' exemption.

Results and dividends

The results for the year are shown in the profit and loss account on page 6. During the year, no interim dividend was paid (2012: £nil). The directors do not recommend the payment of a final dividend (2012: £nil).

Business review, principal activity and outlook

The Company's principal activity is that of a holding company.

There have not been any significant changes to the Company's activities during the year and the directors are not aware, at the date of this report, of any likely major changes in the Company's activities in the next year. The profit in the year has remained stable compared to prior year, mainly due to a relatively stable cash balance across both years.

There have been no significant events since the balance sheet date.

The Company is a wholly-owned subsidiary of BBA Aviation plc ("BBA") and operates as a holding company as part of the BBA group. For this reason, the Company's directors believe that further key performance indicators for the Company are not necessary or appropriate for an understanding of the development performance or position of the business. The performance of BBA Aviation plc, which includes the Company, is discussed in the group's Annual Report which does not form part of this report.

Financial risk management

The Company operates as a holding company. The Company therefore does not consider it necessary to adopt a financial risks policy as such information is not considered material for the assessment of the assets, liabilities, financial position and profit or loss of the Company.

Except as outlined below the directors do not believe that the Company is exposed to any significant credit risk, cash flow risk, price risk or liquidity risk. The Company does not as a regular policy enter into hedging instruments, as there is not believed to be any material exposure. It also does not enter into any speculative financial instruments. The Company currently has sufficient cash to fund its activities. The Directors are continuing to monitor the situation to ensure borrowing facilities and other banking arrangements continue to be robust.

The Company's principal financial assets are investments, bank balances and other receivables.

Going concern basis

After making enquiries, the directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the financial statements.

Further details regarding the adoption of the going concern basis can be found in the accounting policies note in the financial statements (Note 1).

BBA Financial Services (UK) Limited

Directors' report (continued)

Directors

The directors who held office during the year, and subsequently are outlined on page 1.

Statement on information given to auditor

Each of the persons who is a director at the date of approval of this report confirms that:

- so far as the director is aware, there is no relevant audit information of which the Company's auditor is unaware; and
- the director has taken all the steps that he/she ought to have taken as a director in order to make himself/herself 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 s418 of the Companies Act 2006.

Auditor

Deloitte LLP have expressed their willingness to continue in office as auditor and a resolution to reappoint them will be proposed at the forthcoming Annual General Meeting.

Approved by the board of directors
and signed on behalf of the board



M C H Gill
Director

25 September 2014

BBA Financial Services (UK) Limited

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). 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; 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 BBA Financial Services (UK) Limited

We have audited the financial statements of BBA Financial Services (UK) Limited for the year ended 31 December 2013 which comprise the profit and loss account, the balance sheet and the related notes 1 to 11. 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).

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

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; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

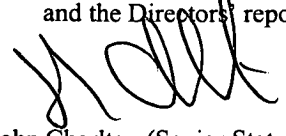
Opinion on other matter prescribed by the Companies Act 2006

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 take advantage of the small companies' exemption from preparing a strategic report and the Directors' report


John Charlton (Senior Statutory Auditor)
for and on behalf of Deloitte LLP
Chartered Accountants and Statutory Auditor
London, United Kingdom

25 September 2014

BBA Financial Services (UK) Limited

Profit and loss account For the year ended 31 December 2013

	Notes	2013 £'000	2012 £'000
Finance income	4	<u>5</u>	<u>5</u>
Profit on ordinary activities before taxation	2	5	5
Taxation on profit on ordinary activities	5	<u>-</u>	<u>-</u>
Retained profit for the financial year		<u><u>5</u></u>	<u><u>5</u></u>

All profits are derived from continuing operations.

There were no recognised gains or losses in the current or prior year other than those reflected above and consequently no statement of total recognised gains and losses has been presented.

There is no material difference between the results disclosed in the profit and loss account and their historical cost equivalent.

The accompanying notes are an integral part of this profit and loss account.

BBA Financial Services (UK) Limited

Balance sheet As at 31 December 2013

	Notes	2013 £'000	2012 £'000
Fixed assets			
Investments	6	<u>1</u>	<u>1</u>
Current assets			
Cash at bank and at hand		<u>402</u>	<u>397</u>
Net current assets		<u>402</u>	<u>397</u>
Net assets		<u>403</u>	<u>398</u>
Capital and reserves			
Called-up share capital	7	-	-
Share premium	8	2	2
Profit and loss account	8	<u>401</u>	<u>396</u>
Shareholder's funds	9	<u>403</u>	<u>398</u>

The financial statements of BBA Financial Services (UK) Limited (registered number 4257118) were approved by the board of directors and authorised for issue on 25 September 2014.

Signed on behalf of the board of directors



M C H Gill
Director

BBA Financial Services (UK) Limited

Notes to the financial statements For the year ended 31 December 2013

1. Accounting policies

The principal accounting policies are set out below and have been applied consistently throughout the current and preceding year.

Basis of accounting

The financial statements have been prepared under the historical cost convention and in accordance with applicable United Kingdom accounting standards and law.

The Company has taken advantage of the exemption from presenting a cash flow statement offered by section 400 of the Companies Act 2006 because it is a wholly owned subsidiary of BBA Aviation plc, which prepares consolidated financial statements which are publically available. The Company is also, on this basis, exempt from the requirements of FRS1 to present a cashflow statement

Going concern

In determining whether the Company's financial statements can be prepared on the going concern basis, the directors have considered all the factors likely to affect its future development, performance, and its financial position including the matters disclosed in the Directors' report.

The Company is expected to continue to generate positive cash flows on its own account for the foreseeable future. The Company participates in the group's centralised treasury arrangements and so shares banking arrangements with its parent and fellow subsidiaries.

The directors, having assessed the responses of the directors of the Company's parent BBA Aviation plc to their enquiries, have no reason to believe that a material uncertainty exists that may cast significant doubt about the ability of BBA Aviation plc to continue as a going concern or its ability to continue with the current banking arrangements.

On the basis of their assessment of the Company's financial position and of the enquiries made of the directors of BBA Aviation plc, the Company's directors have a reasonable expectation that the Company has adequate resources to continue in existence, undertaking the principal business activity outlined above for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

Taxation

The tax charge on the profit or loss for the year comprises current tax.

Current tax is the expected tax payable for the year, using tax rates and laws enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax for the company is provided in the consolidated group financial statements on a full provision basis, providing for timing differences between the carrying amounts of the assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

Deferred tax is not provided on timing differences arising from the sale or revaluation of fixed assets unless, at the balance sheet date, a binding commitment to sell the asset has been entered into and it is unlikely that any gain will qualify for rollover relief.

Deferred tax is calculated using the enacted or substantively enacted rates that are expected to apply when the asset or liability is settled. Deferred tax is charged or credited on the profit or loss account, except when it relates to items credited or charged directly to equity in which case the deferred tax is also dealt with in equity.

In accordance with FRS 19, deferred tax assets are recognised only to the extent that it is regarded that it is more likely than not that future taxable profits will be available against which the assets can be utilised.

BBA Financial Services (UK) Limited

Notes to the financial statements (continued) For the year ended 31 December 2013

1. Accounting policies (continued)

Related party transactions

Under FRS 8, the Company is exempt from disclosing related party transactions with other wholly owned group companies as 100% of the voting rights are controlled within the group and the ultimate parent company, BBA Aviation plc, has prepared consolidated financial statements which include the results of the Company for the year and are available to the public.

Investments

Investments in subsidiary undertakings are stated at cost less provision for impairment.

2. Profit on ordinary activities before taxation

Fees payable to the Company's auditor for the audit of the Company's annual financial statements were £1,500 (2012: £1,500). These have been borne by another Group undertaking.

No amounts have been paid to Deloitte LLP for non-audit services to the Company.

3. Employees

There were no full time employees (2012: none) other than directors during the year and the aggregate payroll costs were £nil (2012: £nil). No director received any remuneration in the current year for services to the Company (2012: £nil).

4. Finance income

	2013 £'000	2012 £'000
Bank interest on funds held	5	5

5. Tax on profit on ordinary activities

	2013 £'000	2012 £'000
United Kingdom corporation tax at 23.25% (2012: 24.5%) based on the profit for the year	-	-
Total current tax charge	-	-
<i>Factors affecting the current tax charge:</i>		
Profit on ordinary activities before taxation	5	5
Tax at the standard rate of corporation tax in the UK of 23.25% (2012: 24.5%)	1	1
Tax losses claimed for no consideration	(1)	(1)
Current tax charge	-	-

A deferred tax asset of £2,105,000 (2012: £2,105,000) in respect of losses brought forward has not been recognised as there is insufficient certainty that this asset will be recoverable.

BBA Financial Services (UK) Limited

Notes to the financial statements (continued) For the year ended 31 December 2013

5. Tax on profit on ordinary activities (continued)

In March 2012, the UK Government announced a reduction in the standard rate of UK corporation tax to 24% effective 1 April 2012 and to 23% effective 1 April 2013. These rate reductions became substantively enacted in March 2012 and July 2012 respectively.

In December 2012, the UK Government also proposed to further reduce the standard rate of UK corporation tax to 21% effective 1 April 2014. This rate reduction became substantively enacted in July 2013.

In March 2013, the UK Government also proposed to further reduce the standard rate of UK corporation tax to 20% effective 1 April 2015. This rate reduction became substantively enacted in July 2013.

The effect of substantively enacted tax reductions have been taken into account when measuring deferred tax balances at 31 December 2013.

6. Investments in group undertakings

	2013 £'000	2012 £'000
<i>Shares in subsidiary undertakings:</i>		
Cost and net book value as at 1 January and 31 December	1	1

The Company has investment in the following subsidiary undertaking.

	Business activity	Place of incorporation and operation	% of ordinary share capital owned by the Company
BBA Financial Services (Cayman Islands) Limited	Holding company	Cayman Islands	100%

7. Called- up share capital

	2013 £'000	2012 £'000
Allotted, called-up and fully paid		
82 ordinary shares of £1 each	-	-

8. Movement in reserves

	Share premium account £'000	Profit and loss account £'000
At 1 January 2013	2	396
Retained profit for the year	-	5
At 31 December 2013	2	401

BBA Financial Services (UK) Limited

Notes to the financial statements (continued) For the year ended 31 December 2013

9. Reconciliation of movement in equity shareholder's funds

	2013 £'000	2012 £'000
Shareholder's funds at 1 January	398	393
Profit for the year	5	5
	<hr/>	<hr/>
Shareholder's funds at 31 December	<u>403</u>	<u>398</u>

10. Financial guarantees

The Company participates in banking arrangements with a fellow group company, BBA Financial Services (Cayman Islands) Limited. The Company's cash balance is offset and cross guarantees the overdraft balance for the same amount held by BBA Financial Services (Cayman Islands) Limited as part of a notional cash pooling arrangement entered into by the Company.

11. Ultimate parent company

The ultimate and immediate parent company and controlling party is BBA Aviation plc which is incorporated in Great Britain and registered in England and Wales. BBA Aviation plc is the only company which prepares group financial statements incorporating the financial statements of the Company. These group financial statements are available to the public from the Company Secretary of BBA Aviation plc at 3rd Floor, 105 Wigmore Street, London, W1U 1QY.