

**BLACK AND BLUE (C) LIMITED**

**UNAUDITED**

**FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 OCTOBER 2018**

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COMPANIES HOUSE

**BLACK AND BLUE (C) LIMITED**  
**REGISTERED NUMBER:06774886**

**BALANCE SHEET**  
**AS AT 31 OCTOBER 2018**

	Note	2018 £	2017 £
<b>Fixed assets</b>			
Intangible assets	5	294,884	322,968
Tangible assets	6	1,067,643	1,210,620
		<u>1,362,527</u>	<u>1,533,588</u>
<b>Current assets</b>			
Stocks	7	43,923	46,124
Debtors: amounts falling due within one year	8	1,736,723	808,258
Cash at bank and in hand	9	14,765	209,695
		<u>1,795,411</u>	<u>1,064,077</u>
Creditors: amounts falling due within one year	10	(1,100,114)	(1,187,160)
<b>Net current assets/(liabilities)</b>		<u>695,297</u>	<u>(123,083)</u>
<b>Total assets less current liabilities</b>		<u>2,057,824</u>	<u>1,410,505</u>
<b>Provisions for liabilities</b>			
Deferred tax	11	(60,572)	(60,572)
		<u>(60,572)</u>	<u>(60,572)</u>
<b>Net assets</b>		<u>1,997,252</u>	<u>1,349,933</u>
<b>Capital and reserves</b>			
Called up share capital	12	100	100
Profit and loss account		1,997,152	1,349,833
		<u>1,997,252</u>	<u>1,349,933</u>

**BLACK AND BLUE (C) LIMITED**  
**REGISTERED NUMBER:06774886**

**BALANCE SHEET (CONTINUED)**  
**AS AT 31 OCTOBER 2018**

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The directors consider that the company is entitled to exemption from audit under section 477 of the Companies Act 2006 and members have not required the company to obtain an audit for the year in question in accordance with section 476 of Companies Act 2006.

The directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements.

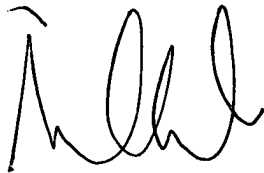
The company's financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

The financial statements have been delivered in accordance with the provisions applicable to companies subject to the small companies regime.

The company has opted not to file the statement of comprehensive income in accordance with provisions applicable to companies subject to the small companies' regime.

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:

**N L E Hill**  
Director



Date: 30 July 2019

## **BLACK AND BLUE (C) LIMITED**

### **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2018**

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#### **1. General information**

Black and Blue (C) Limited is a private company, limited by shares, registered in England and Wales, registration number 06774886. The registered office address is Elsley Court, 20-22 Great Titchfield Street, London, W1W 8BE.

The principal activity of the company continued to be that of restaurateurs.

#### **2. Accounting policies**

##### **2.1 Basis of preparation of financial statements**

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Section 1A of Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The company's functional and presentational currency is pound sterling.

The following principal accounting policies have been applied:

##### **2.2 Going concern**

The financial statements have been prepared on a going concern basis. Due to the financial position of the company, the validity of this position is conditional on the continued support of two of the company's directors and shareholders of Black and Blue (A) Limited that they will support the company for a period of not less than one year from the date of signature of the financial statements.

On this basis, the directors consider it appropriate to prepare the financial statements on the going concern basis. The financial statements do not include any adjustments that would result from a withdrawal of the directors' support.

##### **2.3 Turnover**

Turnover comprises revenue recognised by the company from the sale of food and beverages during the period, exclusive of Value Added Tax and trade discounts.

##### **2.4 Operating leases**

Rentals paid under operating leases are charged to the Statement of Comprehensive Income on a straight line basis over the lease term.

##### **2.5 Interest income**

Interest income is recognised in the Statement of Comprehensive Income using the effective interest method.

##### **2.6 Finance costs**

Finance costs are charged to the Statement of Comprehensive Income over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

## **BLACK AND BLUE (C) LIMITED**

### **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2018**

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#### **2. Accounting policies (continued)**

##### **2.7 Pensions**

###### **Defined contribution pension plan**

The company operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the company pays fixed contributions into a separate entity. Once the contributions have been paid the company has no further payment obligations.

The contributions are recognised as an expense in the Statement of Comprehensive Income when they fall due. Amounts not paid are shown in accruals as a liability in the Balance Sheet. The assets of the plan are held separately from the company in independently administered funds.

##### **2.8 Current and deferred taxation**

The tax expense for the year comprises current and deferred tax. Tax is recognised in the Statement of Comprehensive Income, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current corporation tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the Balance Sheet date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

##### **2.9 Intangible assets**

###### **Goodwill**

Goodwill represents the difference between amounts paid on the cost of a business combination and the acquirer's interest in the fair value of its identifiable assets and liabilities of the acquiree at the date of acquisition. Subsequent to initial recognition, goodwill is measured at cost less accumulated amortisation and accumulated impairment losses. Goodwill is amortised on a straight line basis to the Statement of Comprehensive Income over its average useful economic life of 20 years.

## **BLACK AND BLUE (C) LIMITED**

### **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2018**

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#### **2. Accounting policies (continued)**

##### **2.10 Tangible fixed assets**

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, on the following basis.

Depreciation is provided on the following basis:

S/term leasehold property	- Over the lease term
Plant and machinery	- 25% reducing balance
Fixtures and fittings	- 25% reducing balance

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the Statement of Comprehensive Income.

##### **2.11 Stocks**

Stocks are stated at the lower of cost and net realisable value after making due allowance for obsolete and slow-moving stocks.

##### **2.12 Debtors**

Short term debtors are measured at transaction price, less any impairment.

##### **2.13 Cash and cash equivalents**

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours.

##### **2.14 Creditors**

Short term creditors are measured at the transaction price.

##### **2.15 Holiday pay accrual**

A liability is recognised to the extent of any unused holiday pay entitlement which is accrued at the balance sheet date and carried forward to future periods. This is measured at the undiscounted salary cost of the future holiday entitlement so accrued at the balance sheet date.

##### **2.16 Financial instruments**

The company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties and loans to related parties.

## BLACK AND BLUE (C) LIMITED

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2018

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#### 3. Other operating income

During the prior year, the company sold its restaurant at 90-92 Wigmore Street, London, W1U 3RD, for consideration of £1,300,000, exclusive of VAT. The sale completed on 11 April 2017 and resulted in a profit on disposal of £867,992.

#### 4. Employees

The average number of employees, including the directors, during the year was 51 (2017 - 72).

#### 5. Intangible assets

	<b>Goodwill £</b>
<b>Cost</b>	
At 1 November 2017	<b>736,000</b>
At 31 October 2018	<b>736,000</b>
<b>Amortisation</b>	
At 1 November 2017	<b>413,032</b>
Charge for the year	<b>28,084</b>
At 31 October 2018	<b>441,116</b>
<b>Net book value</b>	
At 31 October 2018	<b>294,884</b>
At 31 October 2017	<b>322,968</b>

# BLACK AND BLUE (C) LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2018

### 6. Tangible fixed assets

	S/term leasehold property £	Plant and machinery £	Fixtures and fittings £	Total £
<b>Cost</b>				
At 1 November 2017	1,990,000	56,040	494,213	2,540,253
Additions	13,975	7,948	1,538	23,461
At 31 October 2018	2,003,975	63,988	495,751	2,563,714
<b>Depreciation</b>				
At 1 November 2017	994,998	48,359	286,277	1,329,634
Charge for the year on owned assets	112,109	3,303	51,025	166,437
At 31 October 2018	1,107,107	51,662	337,302	1,496,071
<b>Net book value</b>				
At 31 October 2018	896,868	12,326	158,449	1,067,643
At 31 October 2017	995,002	7,681	207,937	1,210,620

### 7. Stocks

	2018 £	2017 £
Food stock	14,695	13,576
Drink and consumables stock	29,228	32,548
	43,923	46,124

### 8. Debtors

	2018 £	2017 £
Trade debtors	43,263	73,920
Amounts owed by group undertakings	685,877	388,423
Other debtors	325,656	213,400
Prepayments and accrued income	681,927	132,515
	1,736,723	808,258

**BLACK AND BLUE (C) LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 OCTOBER 2018**

**9. Cash and cash equivalents**

	<b>2018</b>	2017
	<b>£</b>	<b>£</b>
Cash at bank	<b>14,765</b>	209,695
	<u><b>14,765</b></u>	<u>209,695</u>

**10. Creditors: Amounts falling due within one year**

	<b>2018</b>	2017
	<b>£</b>	<b>£</b>
Trade creditors	<b>59,597</b>	245,198
Corporation tax	<b>199,476</b>	114,601
Other taxation and social security	<b>164,037</b>	144,128
Other creditors	<b>423,288</b>	395,695
Accruals and deferred income	<b>253,716</b>	287,538
	<u><b>1,100,114</b></u>	<u>1,187,160</u>

**11. Deferred taxation**

	<b>2018</b>
	<b>£</b>
At beginning of year	<b>(60,572)</b>
Profit and loss account movements	-
<b>At end of year</b>	<u><b>(60,572)</b></u>

The provision for deferred taxation is made up as follows:

	<b>2018</b>	2017
	<b>£</b>	<b>£</b>
Fixed asset timing differences	<b>(60,572)</b>	(60,572)
	<u><b>(60,572)</b></u>	<u>(60,572)</u>

**12. Share capital**

	<b>2018</b>	2017
	<b>£</b>	<b>£</b>
<b>Authorised, allotted, called up and fully paid</b>		
100 Ordinary shares of £1.00 each	<b>100</b>	100
	<u><b>100</b></u>	<u>100</u>

## **BLACK AND BLUE (C) LIMITED**

### **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2018**

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#### **13. Contingent liabilities**

The company has given the group's bankers a cross guarantee and debenture dated 18 May 2017 over a facility provided to Black and Blue (A) Limited, which exists across the following entities:

Black and Blue (A) Limited  
Black and Blue (C) Limited  
Black and Blue (D) Limited  
Black and Blue Waterloo Limited  
The Archduke Restaurant LLP

Any liability arising from the cross guarantee and the debenture is secured by a first debenture from each of the above entities over all of their assets.

The amount due under this facility at the balance sheet date was £1,504,965 (2017 - £1,878,056).

#### **14. Pension commitments**

The company operates a defined contributions pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The pension cost charge represents contributions payable by the company to the fund and amounted to £5,540 (2017 - £2,534). Contributions totalling £5,605 (2017 - £2,513) were payable to the fund at the balance sheet date.

#### **15. Related party transactions**

No disclosure has been made of transactions with other wholly owned group companies in accordance with FRS 102 Section 1A paragraph 1AC.35.

At the balance date, the company owed a director, N L E Hill, £395,000 (2017 - £395,000). Interest on the loan is payable by the company at a variable rate. This amounted to £46,359 (2017 - £44,992) for the year.

The loan's repayment terms have been aligned with the group banking facility which results in the subordination of all director's loans in favour of the group's bankers.

The loan is repayable on demand, subject to the agreement of the group's bankers.

#### **16. Controlling party**

Black and Blue (A) Limited is the parent of the smallest group. The address of its registered office is Elsley Court, 20-22 Great Titchfield Street, London, W1W 8BE.