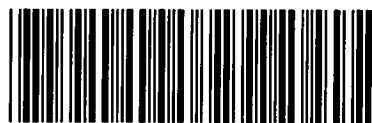


Registered number: 07624828

AMBEC LIMITED
UNAUDITED FINANCIAL STATEMENTS
FOR THE YEAR ENDED
31 DECEMBER 2016

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COMPANIES HOUSE

AMBEC LIMITED
REGISTERED NUMBER:07624828
BALANCE SHEET
AS AT 31 DECEMBER 2016

	Note	2016 £	2015 £
Fixed assets			
Tangible assets	5	1,245	2,427
Investments	6	1,000	1,000
Investment property	7	25,011,555	21,009,089
		<u>25,013,800</u>	<u>21,012,516</u>
Current assets			
Debtors: amounts falling due within one year	8	12,734,293	14,466,235
Cash at bank and in hand		3,090,465	3,235,441
		<u>15,824,758</u>	<u>17,701,676</u>
Creditors: amounts falling due within one year	9	(5,906,018)	(1,408,891)
Net current assets		<u>9,918,740</u>	<u>16,292,785</u>
Total assets less current liabilities		<u>34,932,540</u>	<u>37,305,301</u>
Creditors: amounts falling due after more than one year	10	(5,723,183)	(6,117,767)
Provisions for liabilities			
Deferred tax		(1,222,645)	-
		<u>(1,222,645)</u>	<u>-</u>
Net assets		<u><u>27,986,712</u></u>	<u><u>31,187,534</u></u>
Capital and reserves			
Called up share capital	13	4,225,001	12,225,001
Investment property reserve	14	4,463,058	1,122,593
Profit and loss account	14	19,298,653	17,839,940
		<u><u>27,986,712</u></u>	<u><u>31,187,534</u></u>

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 financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime and in accordance with the provisions of FRS 102 Section 1A - small entities.

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

AMBEC LIMITED
REGISTERED NUMBER:07624828

BALANCE SHEET (CONTINUED)
AS AT 31 DECEMBER 2016

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:



.....
A. M. Brooks
Director

Date: **3/5/17**

The notes on pages 4 to 13 form part of these financial statements.

AMBEC LIMITED

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2016

	Called up share capital £	Investment property revaluation reserve £	Profit and loss account £	Total equity £
At 1 January 2015	12,225,001	1,211,815	16,650,024	30,086,840
Comprehensive income for the year				
Profit for the year	-	-	1,100,694	1,100,694
Total comprehensive income for the year	-	-	1,100,694	1,100,694
Transfer between reserves	-	(89,222)	89,222	-
At 1 January 2016	12,225,001	1,122,593	17,839,940	31,187,534
Comprehensive income for the year				
Profit for the year	-	-	4,799,178	4,799,178
Total comprehensive income for the year	-	-	4,799,178	4,799,178
Shares redeemed during the period	(8,000,000)	-	-	(8,000,000)
Transfer between reserves	-	3,340,465	(3,340,465)	-
At 31 December 2016	4,225,001	4,463,058	19,298,653	27,986,712

AMBEC LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016

1. General information

Ambec Limited is a limited company domiciled and incorporated in England and Wales.

The address of the company's registered office and place of business is 20 Church Road, Tunbridge Wells, Kent, TN1 1JP.

The principal activity of the company is to hold investment properties.

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 preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company accounting policies.

Information on the impact of first-time adoption of FRS 102 is given in note 17.

Monetary amounts in these financial statements are stated in pounds sterling and are rounded to the nearest whole £1, except where otherwise indicated.

The following principal accounting policies have been applied:

2.2 Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes.

Specifically, revenue is recognised when tenants' rents become due. When rents are paid in advance, they are recognised in deferred income.

2.3 Investment property

Investment property is carried at fair value determined annually by the board of directors and derived from the current market rents and investment property yields for comparable real estate, adjusted if necessary for any difference in the nature, location or condition of the specific asset. No depreciation is provided. Changes in fair value are recognised in the Statement of comprehensive income.

AMBEC LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016

2. Accounting policies (continued)

2.4 Tangible fixed assets

Tangible fixed assets under the cost model, other than investment properties, 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, using the straight-line method.

Depreciation is provided on the following basis:

Motor vehicles	- 33% straight line
Fixtures & fittings	- 33% straight line
White goods	- 100% straight line

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.

2.5 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

2.6 Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

2.7 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. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

2.8 Financial instruments

The Company only enters into basic financial instruments 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.

2.9 Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

AMBEC LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016

2. Accounting policies (continued)

2.10 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.

2.11 Interest income

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

2.12 Borrowing costs

All borrowing costs are recognised in the Statement of comprehensive income in the year in which they are incurred.

2.13 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 income 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.

AMBEC LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016

2. Accounting policies (continued)

2.14 Provisions for liabilities

Provisions are made where an event has taken place that gives the Company a legal or constructive obligation that probably requires settlement by a transfer of economic benefit, and a reliable estimate can be made of the amount of the obligation.

Provisions are charged as an expense to the Statement of comprehensive income in the year that the Company becomes aware of the obligation, and are measured at the best estimate at the Balance sheet date of the expenditure required to settle the obligation, taking into account relevant risks and uncertainties.

When payments are eventually made, they are charged to the provision carried in the Balance sheet.

3. Judgements in applying accounting policies and key sources of estimation uncertainty

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

In determining the value of the properties held by the company, the directors consider all relevant available information, including but not limited to relevant valuation indices for properties of a similar type in the locations in which the properties are held. The directors will use their judgement in selecting and applying these indices as well as their experience within the industry to determine a suitable valuation for the revaluation of the properties within the year.

4. Employees

The average monthly number of employees, including directors, during the year was 3 (2015: 4)

AMBEC LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016

5. Tangible fixed assets

	Fixtures & fittings £
Cost or valuation	
At 1 January 2016	9,551
Additions	1,187
At 31 December 2016	<u>10,738</u>
Depreciation	
At 1 January 2016	7,124
Charge for the period on owned assets	2,369
At 31 December 2016	<u>9,493</u>
Net book value	
At 31 December 2016	<u>1,245</u>
At 31 December 2015	<u>2,427</u>

AMBEC LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016

6. Fixed asset investments

	Investments in subsidiary companies £
Cost or valuation	
At 1 January 2016	1,000
At 31 December 2016	1,000
Net book value	
At 31 December 2016	1,000
At 31 December 2015	1,000

Subsidiary undertakings

The following were subsidiary undertakings of the Company:

Name	Class of shares	Holding	Principal activity
AMBOH Properties Limited	Ordinary	100%	Investment property

The aggregate of the share capital and reserves as at 31 December 2016 and of the profit or loss for the year ended on that date for the subsidiary undertakings were as follows:

	Aggregate of share capital and reserves £	Profit £
AMBOH Properties Limited	1,026,270	762,363
	1,026,270	762,363

AMBEC LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016

7. Investment property

	Freehold investment property £
Valuation	
At 1 January 2016	21,009,089
Additions at cost	9,938
Disposals	(600,000)
Surplus on revaluation	4,592,528
At 31 December 2016	25,011,555

The 2016 valuations were made by the board of directors, on an open market value for existing use basis.

If the Investment properties had been accounted for under the historic cost accounting rules, the properties would have been measured as follows:

	2016 £	2015 £
Historic cost	19,325,852	19,886,495

8. Debtors

	2016 £	2015 £
Trade debtors	71,755	70,729
Amounts owed by group undertakings	3,321,385	3,563,692
Amounts owed by connected companies	7,870,174	10,825,211
Other debtors	1,427,052	717
Prepayments and accrued income	43,927	5,886
	12,734,293	14,466,235

AMBEC LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016

9. Creditors: Amounts falling due within one year

	2016 £	2015 £
Bank loans	394,584	374,520
Trade creditors	19,319	-
Corporation tax	274,818	190,009
Other taxation and social security	2,536	2,540
Other creditors	4,859,472	487,218
Accruals and deferred income	355,289	354,604
	<u>5,906,018</u>	<u>1,408,891</u>

Secured loans

The bank holds a fixed and floating charge against investment properties and other assets owned by the company.

10. Creditors: Amounts falling due after more than one year

	2016 £	2015 £
Bank loans	<u>5,723,183</u>	<u>6,117,767</u>

Secured loans

The bank holds a fixed and floating charge against investment properties and other assets owned by the company.

11. Loans

Analysis of the maturity of loans is given below:

	2016 £	2015 £
Amounts falling due within one year	394,584	374,520
Amounts falling due 1-2 years	398,544	394,585
Amounts falling due 2-5 years	1,230,966	1,320,251
Amounts falling due after more than 5 years	4,093,673	4,402,931
	<u>6,117,767</u>	<u>6,492,287</u>

AMBEC LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016

12. Deferred taxation

	2016 £
Charged to profit or loss	(1,222,645)
At end of year	(1,222,645)

The deferred taxation balance is made up as follows:

	2016 £
Investment properties measured at fair value	(1,222,645)
	(1,222,645)

13. Share capital

	2016 £	2015 £
Shares classified as equity		
Allotted, called up and fully paid		
4,225,001 (2015: 12,225,001) Ordinary shares of £1 each	4,225,001	12,225,001

During the year the company repurchased 8,000,000 Ordinary £1 shares.

14. Reserves

Investment property revaluation reserve

The reserve is used to show any revaluations of the investment property portfolio. This reserve is not distributable.

15. Contingent liabilities

The company has by way of a composite guarantee, jointly secured the bank loan facilities of AMHA Limited, a company under common control. This facility is secured by way of a fixed and floating charge over all the current and future assets of the company. The amounts owed by the companies under this guarantee at 31 December 2016 amounted to £5,000,000.

16. Post balance sheet events

After the year-end, the company sold investment property for proceeds of £1,430,139, whose value in the financial statements was £1,357,143.

AMBEC LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016

17. First time adoption of FRS 102

As a result of the transition to FRS 102, the revaluation of investment properties has been shown as a movement within the profit and loss account. The current year revaluation of £4,592,528 has now been accounted for as an unrealised surplus on revaluation within the profit and loss account, therefore increasing profit by £4,592,528. Following this, the amount has been transferred out of the profit and loss reserve to the revaluation reserve.

All intercompany loans have been reclassified for the current and prior year as due within one year. This is due to the loans being deemed as repayable on demand. For the loan with AMBOH Properties Limited, a balance of £3,400,000 has been reclassified as a debtor due within one year in the comparative figures. The outstanding loan with AMHA Limited of £10,700,000 has also been reclassified as a debtor due within one year in the comparative figures.