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Co. Reg. Number SC200223

WATERFRONT
EDINBURGH

WATERFRONT EDINBURGH LIMITED

Directors' report and Financial Statements

For the year ended 31st December 2013



WATERFRONT EDINBURGH LIMITED
FINANCIAL STATEMENTS
YEAR ENDED 31 DECEMBER 2013

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WATERFRONT EDINBURGH LIMITED
OFFICERS AND PROFESSIONAL ADVISERS
YEAR ENDED 31 DECEMBER 2013

The Board of Directors

F Ross
C Day
V Redpath
E Adair

Registered Office

7-9 North St David Street
Edinburgh
EH2 1AW

Auditor

Scott Moncrieff
Chartered Accountants
& Statutory Auditor
Exchange Place 3
Sempie Street
Edinburgh EH3 8BL

Bankers

Bank of Scotland plc
30 Lawnmarket
Edinburgh
EH1 2PH

WATERFRONT EDINBURGH LIMITED

THE DIRECTORS' REPORT

YEAR ENDED 31 DECEMBER 2013

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

Directors' Report, Principal Activities and Business Review

Waterfront Edinburgh Limited is a company limited by shares which is incorporated and domiciled in Scotland. The principal activity of the company is to carry out property development and regeneration in line with the strategic objectives of the City of Edinburgh Council.

The general improvement in the property market is beginning to have some impact in re-establishing interest in the company's land holdings in Granton. As the goal is to create sustainable regeneration our work has been focused on identifying appropriate opportunities which will enhance the overall value of the area. We expect some of the opportunities to come to fruition in the year ahead. In the meantime we continue to let land and buildings on a short term basis and to maintain the area.

Directors

The directors who served the company during the year were as follows:

F Ross
C Day
V Redpath
E Adair (appointed 20 August 2013)
H Dunn (resigned 20 August 2013)

Directors' responsibilities statement

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 International Financial Reporting Standards (IFRSs) as adopted by the European Union. 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 the profit or loss of the company for that period.

In preparing these financial statements, the directors are also required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable IFRSs as adopted by the European Union have been followed, subject to any material departures disclosed and explained in the financial statements
- 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.

In so far as the directors are aware:

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

WATERFRONT EDINBURGH LIMITED
THE DIRECTORS' REPORT *(continued)*
YEAR ENDED 31 DECEMBER 2013

Auditor

The auditor, Scott-Moncrieff, is deemed to be re-appointed under section 487(2) of the Companies Act 2006.

Small company provisions

This report has been prepared in accordance with the special provisions for small companies under Part 15 of the Companies Act 2006.

Signed by order of the directors:



E Adair

Director

Approved by the directors on 20th May 2014

WATERFRONT EDINBURGH LIMITED
INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF
WATERFRONT EDINBURGH LIMITED *(continued)*
YEAR ENDED 31 DECEMBER 2013

We have audited the financial statements of Waterfront Edinburgh Limited for the year ended 31 December 2013 which are set out on pages 7 to 23. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the European Union.

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 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

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's web-site at www.frc.org.uk/apb/scope/private.cfm.

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 December 2013 and of its profit for the year then ended;
- have been properly prepared in accordance with IFRSs as adopted by the European Union; 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 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

WATERFRONT EDINBURGH LIMITED
STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2013

- 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; or
- the directors were not exempt from the requirement to prepare a strategic report.



Nick Bennett (Senior Statutory Auditor)
for and on behalf of Scott-Moncrieff, Statutory Auditor
Chartered Accountants
Exchange Place 3
Sempole Street
Edinburgh
EH3 8B

on 20 May 2014

The notes on pages 11 to 23 form part of these financial statements.

WATERFRONT EDINBURGH LIMITED
STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2013

	Notes	2013 £	2012 £
Revenue	4	76,869	220,617
Cost of sales		709,425	(364,606)
GROSS PROFIT/(LOSS)		786,294	(143,989)
Administrative expenses		(484,276)	(547,377)
OPERATING PROFIT/(LOSS)	5	302,018	(691,366)
Release of provision		32,249	-
Other expenses		-	(182,750)
Decrease in fair value of investment property		-	(40,000)
PROFIT/(LOSS) BEFORE INTEREST AND TAX		334,267	(914,116)
Finance Income		1,510	2,337
PROFIT/(LOSS) BEFORE TAX		335,777	(911,779)
Tax credit	9	-	269,384
PROFIT/(LOSS) FOR THE YEAR		335,777	(642,395)

The profit for the year is attributable to the owners of the company. There are no other items of comprehensive income or expense in the current or prior year and therefore no statement of comprehensive income is shown.

The notes on pages 11 to 23 form part of these financial statements.

WATERFRONT EDINBURGH LIMITED
STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2013

	Issued Capital £	Retained earnings £	Total equity £
Balance at 1 January 2013	33,250,000	(32,065,849)	1,184,151
Profit for the year	-	335,777	335,777
Balance at 31 December 2013	33,250,000	(31,730,072)	1,519,928

	Issued Capital £	Retained earnings £	Total equity £
Balance at 1 January 2012	33,250,000	(31,423,454)	1,826,546
Loss for the year	-	(642,395)	(642,395)
Balance at 31 December 2012	33,250,000	(32,065,849)	1,184,151

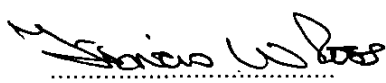
The retained earnings reserve represents profits and losses retained in the current and previous periods.

The notes on pages 11 to 23 form part of these financial statements.

WATERFRONT EDINBURGH LIMITED
STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2013

	Notes	2013 £	2012 £
ASSETS			
NON CURRENT ASSETS			
Property, plant and equipment	10	-	-
Investment property	11	200,000	200,000
Intangible assets	12	-	1
Investments in subsidiary and associate	13	301,000	268,751
		<u>501,000</u>	<u>468,752</u>
CURRENT ASSETS			
Inventories	14	2,450,000	1,525,000
Trade and other receivables	15	42,130	604,245
Cash and cash equivalents	17	246,942	169,113
		<u>2,739,072</u>	<u>2,298,358</u>
TOTAL ASSETS		<u><u>3,240,072</u></u>	<u><u>2,767,110</u></u>
EQUITY AND LIABILITIES			
CAPITAL AND EQUITY			
Share capital	18	33,250,000	33,250,000
Retained earnings		(31,730,072)	(32,065,849)
		<u>1,519,928</u>	<u>1,184,151</u>
NON CURRENT LIABILITIES			
Provisions	20	1,287,500	1,309,000
CURRENT LIABILITIES			
Trade and other payables	19	432,644	273,959
TOTAL EQUITY AND LIABILITIES		<u><u>3,240,072</u></u>	<u><u>2,767,110</u></u>

The financial statements on pages 7 to 23 were approved by the board of directors and authorised for issue on 20th May 2014 and signed on its behalf by


 F Ross, Director


 E Adair, Director

Company registration number: SC200223

The notes on pages 11 to 23 form part of these financial statements.

WATERFRONT EDINBURGH LIMITED
STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 DECEMBER 2013

	2013 £	2012 £
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit/(loss) before tax	335,777	(911,779)
Adjustments for:		
Other expenses	-	182,750
Release of provision	(32,249)	-
Decrease in fair value of investment property	-	40,000
Finance income	(1,510)	(2,337)
Operating profit/(loss)	302,018	(691,366)
Loss on disposal of property, plant and equipment	-	-
Depreciation	-	57
	302,018	(691,309)
(Increase)/decrease in inventories	(925,000)	360,000
Decrease/(increase) in trade and other receivables	170,707	(50,705)
Decrease in long term provisions	(21,500)	(137,000)
Decrease in trade and other payables	158,685	153,365
Cash used by operations	(315,090)	(365,649)
Other income	-	-
Income taxes received	391,408	211,924
Interest received	1,510	2,337
NET CASH FLOWS FROM OPERATING ACTIVITIES	77,829	(151,388)
CASH FLOWS FROM INVESTING ACTIVITIES		
Proceeds from sale of property, plant and equipment	-	-
NET CASH FLOWS FROM INVESTING ACTIVITIES	-	-
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS	77,829	(151,388)
Cash and cash equivalents as at 1 January 2013	169,113	320,501
CASH AND CASH EQUIVALENTS AS AT 31 DECEMBER 2013	246,942	169,113

The notes on pages 11 to 23 form part of these financial statements.

WATERFRONT EDINBURGH LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2013

1. PRESENTATION OF FINANCIAL STATEMENTS

The company's financial statements have been prepared in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union and as applied in accordance with the provisions of the Companies Act 2006.

New standards, interpretations and amendments effective from 1 January 2013

A number of new standards, interpretations and amendments effective for the first time for periods beginning on (or after) 1 January 2013 have been adopted in these financial statements. Where there has been an alteration to the financial statements, the nature and effect on the results of each new standard, interpretation and amendment adopted by the company has been detailed below:

IAS 1 (amendment), 'Presentation of Items of Other Comprehensive Income

The amendment requires that items of other comprehensive income must be split into two categories:

- Those that will be reclassified subsequently to profit or loss
- Those that will not.

As the amendment only affects presentation, there is no effect on the company's financial position or performance.

Standards issued but not yet effective

Standards issued but not yet effective up to the date of issuance of the Waterfront Edinburgh Limited financial statements are listed below. This listing is of standards issued, which Waterfront Edinburgh Limited reasonably expects to be applicable at a future date. The intention is to adopt these standards when they become effective but early adoption has not been undertaken:

IFRS 10, 'Consolidated financial statements', is endorsed by the EU to be effective for accounting periods beginning on or after 1 January 2014.

IFRS 11, 'Joint arrangements', is endorsed by the EU to be effective for accounting periods beginning on or after 1 January 2014.

IFRS 12, 'Disclosure of interests in other entities' is endorsed by the EU to be effective for accounting periods beginning on or after 1 January 2014.

IAS 27 (revised), 'Separate financial statements', is endorsed by the EU to be effective for accounting periods beginning on or after 1 January 2014.

IAS 28 (revised), 'Associates and joint ventures', is endorsed by the EU to be effective for accounting periods beginning on or after 1 January 2014.

IAS 32 (amendment), 'Financial instruments: Presentation', is effective for accounting periods beginning on or after 1 January 2014.

IAS 36 (amendment), 'Impairment of Assets', is effective for accounting periods beginning on or after 1 January 2014.

IAS 39 (amendment), 'Financial Instruments: Recognition and Measurement', is effective for accounting periods beginning on or after 1 January 2014.

WATERFRONT EDINBURGH LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2013

1. PRESENTATION OF FINANCIAL STATEMENTS (CONTINUED)

At the time of issuance of the Waterfront Edinburgh Limited financial statements, the following amendments and improvements had been published but were not incorporated as they were not in force and not endorsed for use in the EU:

IFRS 7, IFRS 9, IFRS 13, Improvements to IFRS 2010-2013 and IAS 1, IAS 16, IAS 24, IAS 39, IAS 40.

The Directors do not expect that the adoption of these standards and interpretations in future reporting periods will have a material impact on the company's financial statement

2. GOING CONCERN

The company is dependent on asset sales in order to meet its working capital requirements for the coming 12 months. One significant sale is expected to be concluded before the end of 2014 and this will provide sufficient resource. As stated in Note 22, the company will become a subsidiary of The EDI Group Ltd and that company has confirmed that it will provide the necessary financial support until the asset sale is concluded. Therefore the Directors are of the opinion that the company has adequate resources to enable it to undertake its planned activities for a period of at least one year from the date that the financial statements are approved.

3. ACCOUNTING POLICIES

Basis of preparation

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union and in accordance with UK companies' legislation, as applicable to companies reporting under IFRS. These financial statements therefore comply with IFRS as adopted by the EU.

The principal accounting policies adopted to prepare the financial statements are set out below.

Critical accounting estimates and sources of estimation uncertainty

In applying the accounting policies, the directors may at times, require to make critical accounting judgements and estimates about the carrying amount of assets and liabilities. These estimates and assumptions, when made, are based on historical experience and other factors that the directors consider are relevant.

The directors consider that there are no accounting estimates that have been made; or sources of uncertainty in the current year or prior year that would have a material effect on these financial statements.

Revenue recognition

Revenue is measured at the fair value of consideration received from income from the Company's ordinary business activities. Revenue is stated net of discounts, sales and other taxes. Revenue from sales is recognised when persuasive evidence of an arrangement exists, the significant risks and rewards of ownership have been transferred to the buyer, the price is fixed and determinable and collectability is probable.

Revenue from property sales is recognised upon legal completion.

Rentals receivable under operating leases are recognised in the income statement over the term of the lease on a straight line basis.

WATERFRONT EDINBURGH LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2013

3. ACCOUNTING POLICIES (continued)

Revenue from dividend income is recognised when the rights of the shareholder to receive the payment is determined.

Financial instruments

Financial instruments are measured initially at cost, which is the fair value of what was paid or received to acquire or incur them.

After initial recognition, financial assets and liabilities may be classified into the following categories: financial assets or liabilities at fair value through profit or loss; held to maturity investments; available for sale financial assets; loans and receivables and other financial liabilities at amortised cost.

The company has the following categories of financial assets and liabilities:

Trade and other receivables

Trade and other receivables are initially measured at fair value, which is the original invoice amount, and subsequently measured at amortised cost, using the effective interest method unless the effect would not be material. A provision for impairment is accounted for when management deems that specific receivable balances will not be collected. The amount of the impairment loss is recognised in the income statement. Bad debts should be written off when they are identified as being irrecoverable.

Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and in hand and short term deposits. Short term deposits are defined as deposits with an initial maturity of three months or less.

Trade and other payables

Trade payables are initially measured at fair value and subsequently measured at amortised cost using the effective interest method, unless the effect would not be material.

Investments

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

Intangible assets – purchased licences

Purchased licenses are shown at cost less accumulated amortisation and any accumulated impairment losses. Licences are amortised using the straight line method over their estimated useful life, which is generally the period of the license.

WATERFRONT EDINBURGH LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2013

3. ACCOUNTING POLICIES (continued)

Current and deferred taxation

The charge for current tax is based on the results for the year as adjusted for items which are non-assessable or disallowed. It is calculated using rates that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is accounted for using the balance sheet liability method in respect of temporary differences arising from differences between the carrying amount of assets and liabilities in the financial statements and the corresponding tax basis used in the computation of taxable profit. In principle, deferred tax liabilities are recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from goodwill (or negative goodwill) or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction which affects neither the tax profit nor the accounting profit.

Deferred tax liabilities are recognised for taxable temporary differences arising on investments in subsidiaries and associates, and interests in joint ventures, except where the company is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax is calculated at the rates that are expected to apply when the asset or liability is settled. Deferred tax is charged or credited in the income statement, except when it relates to items credited or charged directly to equity, in which case the deferred tax is also dealt with in equity.

Deferred tax assets and liabilities are offset when they relate to income taxes levied by the same taxation authority and the company intends to settle its current tax assets and liabilities on a net basis.

Property, plant and equipment

Items of property, plant and equipment are stated at cost of acquisition or production cost less accumulated depreciation and impairment losses.

Depreciation is charged so as to write off the cost or valuation of assets over their estimated useful lives, using the straight line method, on the following bases:

Fixtures & Fittings	- 25% straight line
Motor Vehicles	- 25% straight line

Investment property

Investment property is property held to generate rental income and/or for capital appreciation. Investment property is initially measured at fair value and subsequently revalued annually to its fair value at the balance sheet date. Gains or losses arising from changes in the fair value of investment property are included in net profit or loss for the period in which they arise.

WATERFRONT EDINBURGH LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2013

3. ACCOUNTING POLICIES (continued)

Pension costs

The company makes payments into defined contribution personal pension schemes for its employees. Obligations for contributions to defined benefit schemes are charged to the income statement in the period to which the contributions relate.

Inventories

Inventories, consisting of work in progress, are stated at the lower of cost and net realisable value. Cost comprises all costs of purchase and other costs incurred in bringing the work in progress to its present location and condition. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale. Provision is made for any foreseeable losses where appropriate. The directors consider all work-in-progress to be current in nature, however due to the activities of the company it is possible that they will not be realised within 12 months due to external factors such as customer demand and market activity.

Provisions

Provisions are recognised when the company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of economic benefits will be required to settle the obligation, and a reliable estimate of the amount can be made.

Provisions at the year-end relate to infrastructure works at sites, currently held within inventories, which the company is obliged to pay in the event of sale or disposal of individual sites.

4. REVENUE

An analysis of revenue is as follows:

	2013 £	2012 £
Investment property rental income	29,007	40,506
Rendering of services	47,862	180,111
	<u>76,869</u>	<u>220,617</u>

5. OPERATING PROFIT/(LOSS)

Operating profit/(loss) is stated after (crediting)/charging the following:

	2013 £	2012 £
Lease payments under operation leases recognised as income in the period	29,007	40,506
Depreciation of property, plant and equipment	-	57
	<u>-</u>	<u>57</u>

WATERFRONT EDINBURGH LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2013

6. EMPLOYEE EXPENSES

	2013	2012
	£	£
Wages and salaries	106,219	219,616
Redundancy & ex-gratia payments	28,354	25,640
Pension costs – defined contribution plans	7,977	16,175
Social security costs	19,078	23,494
	<u>161,628</u>	<u>284,925</u>

The average number of employees during the year was 5 (2012: 8)

7. DIRECTORS

No directors received emoluments from Waterfront Edinburgh Limited in the year or the previous year. There were no other transactions with directors in the year.

8. AUDITOR'S REMUNERATION

During the year the following fees for audit services were paid to the company's auditor:

	2013	2012
	£	£
Fees payable to the company's auditor for audit services	<u>6,500</u>	<u>6,500</u>

9. CORPORATION TAX

(a) Analysis of charge in the year

	2013	2012
	£	£
Current tax credit	-	(170,223)
Adjustments in respect of previous periods	-	(99,161)
	<u>-</u>	<u>(269,384)</u>

WATERFRONT EDINBURGH LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2013

9. CORPORATION TAX (*continued*)

(b) Factors affecting tax credit in the year

The tax credit for the year is lower (2012: lower) than the standard rate of corporation tax in the UK of 23.25% (2012: 24.5%). The differences are explained below:

	2013 £	2012 £
Profit/(loss) before tax	<u>335,777</u>	<u>(911,779)</u>
Tax on accounting loss at 23.25% (2012: 24.5%)	<u>78,057</u>	<u>(223,361)</u>
Effects of:		
Expenses not deductible for tax purposes	4,439	54,833
Income not taxable for tax purposes	(7,497)	54,833
Utilisation of tax losses	(74,999)	-
Capital allowances in excess of depreciation	-	(1,707)
Other short term timing differences	-	12
Current tax credit in the year	<u>-</u>	<u>(170,223)</u>

The company has a deferred tax asset of £3,177,212 (2012: £3,243,120) primarily in respect of tax losses carried forward. This asset has not been recognised in the financial statements as there is not adequate assurance that sufficient future taxable profits will exist in the near future against which these tax losses can be offset. These tax losses are not expected to expire.

10. PROPERTY, PLANT AND EQUIPMENT

At 31 December 2013

	Motor vehicles £	Fixtures and fittings £	Total £
Cost			
At 1 January 2013	10,533	282,149	292,682
Disposal/written off	-	(248,793)	(248,793)
At 31 December 2013	<u>10,533</u>	<u>33,356</u>	<u>43,889</u>
Depreciation			
At 1 January 2013	(10,533)	(282,149)	(292,682)
Released on disposal/write off	-	248,793	248,793
At 31 December 2013	<u>10,533</u>	<u>33,356</u>	<u>43,889</u>
Net book value			
At 31 December 2013	<u>-</u>	<u>-</u>	<u>-</u>
At 31 December 2012	<u>-</u>	<u>-</u>	<u>-</u>

WATERFRONT EDINBURGH LIMITED
NOTES TO THE FINANCIAL STATEMENTS (continued)
YEAR ENDED 31 DECEMBER 2013

11. INVESTMENT PROPERTY

	2013 £	2012 £
At 1 January 2013	200,000	240,000
Change in fair value	-	(40,000)
At 31 December 2013	200,000	200,000

Investment property was valued at 31 December 2013 by GVA Grimley on the basis of open market value for existing use. The valuation was carried out in accordance with the Practice Statement in the RICS Appraisal and Valuation Manual.

The related rental income recognised in the income statement during the year was £29,007 (2012: £40,506) along with direct operating expenses of £16,470 (2012: £20,256).

12. INTANGIBLE ASSETS

31 December 2013

	Licenses £
Cost	
At 1 January 2013	142,857
Disposal	(142,857)
At 31 December 2013	-
Amortisation	
At 1 January 2013	(142,856)
Released on disposal	142,856
At 31 December 2013	-
Net book value	
At 31 December 2013	-
At 31 December 2012	1

WATERFRONT EDINBURGH LIMITED
NOTES TO THE FINANCIAL STATEMENTS (continued)
YEAR ENDED 31 DECEMBER 2013

13. INVESTMENTS

	£
Cost	
At 1 January 2013 and 31 December 2013	<u>2,363,801</u>
Provisions	
At 1 January 2013	(2,095,050)
Released during the year	32,249
At 31 December 2013	<u>(2,062,801)</u>
Net book value	
At 31 December 2013	<u>301,000</u>
At 31 December 2012	<u>268,751</u>

The company owns 42.5% of the ordinary shares of Caledonia Waterfront (Harbour Road) Limited, a company incorporated in Scotland whose principal activity is property development.

The results of this company are not consolidated in these financial statements. Summary financial information for this undertaking as extracted from audited accounts for the year ended 31 March 2013 (prepared under UK GAAP) is set out below:

Caledonia Waterfront (Harbour Road) Limited

	£
Revenue	48,733
(Loss) before taxation	(384,030)
Taxation	8,879
(Loss) after taxation	<u>(392,909)</u>
Fixed Assets	625,000
Current Assets	120,174
Creditors: amounts falling due within one year	31,723
Creditors: amounts falling due after more than one year	-
Net Assets	<u>713,451</u>

WATERFRONT EDINBURGH LIMITED
NOTES TO THE FINANCIAL STATEMENTS (continued)
YEAR ENDED 31 DECEMBER 2013

13. INVESTMENTS (continued)

The company has taken advantage of the exemption not to prepare consolidated financial statements on the basis that the immediate parent, CEC Holdings Limited, prepares consolidated financial statements which are available for public use and comply with International Financial Reporting Standards, as adopted by the EU. CEC Holdings Limited is a company incorporated in Scotland and its consolidated financial statements are available from City of Edinburgh Council, Waverley Court, 4 East Market Street, Edinburgh EH8 8BG.

14. INVENTORIES

	2013	2012
	£	£
Work in progress	<u>2,450,000</u>	<u>1,525,000</u>

Work in progress consists of development properties which were valued by Messrs GVA Grimley Limited, Chartered Surveyors at 31st December 2013 in accordance with the definition of market value and good practice guidelines as set out in the RICS valuation and appraisal manual.

15. TRADE AND OTHER RECEIVABLES

	2013	2012
	£	£
Trade receivables	9,870	38,106
Amounts owed by group undertakings	20,169	68,035
Amounts owed by associated undertakings	1,200	87,899
Other debtors	10,891	410,205
	<u>42,130</u>	<u>604,245</u>

16. RELATED PARTY TRANSACTIONS

The immediate parent company is CEC Holdings Limited, a company registered in Scotland. The ultimate holding organisation is The City of Edinburgh Council.

At 31 December 2013, a net amount of £nil (2012: £1,275) was due to CEC Holdings Limited, the immediate parent company.

At 31 December 2013, a net amount of £20,169 (2012: £225,572) was due from City of Edinburgh Council (CEC), the ultimate holding organisation. Invoices amounting to £44,349 were raised to CEC during the year. Management fees of £17,167 (2012: £62,004) were charged to CEC for work undertaken by the company during the year.

At 31 December 2013, a net amount of £258,258 (2012: £8,558) was due to The EDI Group Limited, a related company. A loan of £250,000 (2012: £nil) was received from The EDI Group Limited. Management fees of £30,695 (2012: £101,452) were charged by The EDI Group Limited for work undertaken during the year.

During the year for the company purchased Madelvic Car Factory from Buredi Limited, an associated group company, for a consideration of £250,000.

At 31 December 2013, £1,200 (2012: £87,899) was due from Caledonia Waterfront (Harbour Road) Limited, a related company.

WATERFRONT EDINBURGH LIMITED
NOTES TO THE FINANCIAL STATEMENTS (continued)
YEAR ENDED 31 DECEMBER 2013

17. CASH AND CASH EQUIVALENTS

	2013 £	2012 £
Cash on hand	<u>246,942</u>	<u>169,113</u>

For the purposes of the statement of cash flows, cash and cash equivalents comprise the above at 31 December 2013.

18. SHARE CAPITAL

Authorised, called up and fully paid:

	2013		2012	
	No	£	No	£
100 'A' Ordinary shares of £1 each	100	100	100	100
100 'B' Ordinary shares of £1 each	100	100	100	100
33,249,800 'C' Ordinary shares of £1 each				
	<u>33,249,800</u>	<u>33,249,800</u>	<u>33,249,800</u>	<u>33,249,800</u>
	<u>33,250,000</u>	<u>33,250,000</u>	<u>33,250,000</u>	<u>33,250,000</u>

The 'C' Ordinary shares rank pari passu with the 'A' and 'B' shares for the payment of dividends and the distribution of assets in the event of winding up. 'A' and 'B' shares carry equal voting rights.

19. TRADE AND OTHER PAYABLES

	2013 £	2012 £
Trade payables	3,234	12,197
Other payables	13,916	9,874
Accrued liabilities	157,236	238,538
Amounts due to group undertakings	258,258	13,350
	<u>432,644</u>	<u>273,959</u>

The loan of £250,000 from the EDI Group Limited included within "Amounts due to group undertakings" is secured by a standard security over land at Waterfront Avenue, Granton.

20. LONG TERM LIABILITIES - PROVISIONS

	£
Balance at 1 January 2013	1,309,000
Provisions created during the year	-
Provisions released during the year	(21,500)
Provisions transferred to accrued liabilities	-
Balance at 31 December 2013	<u>1,287,500</u>

WATERFRONT EDINBURGH LIMITED
NOTES TO THE FINANCIAL STATEMENTS (continued)
YEAR ENDED 31 DECEMBER 2013

20. LONG TERM LIABILITIES – PROVISIONS (continued)

The company has obligations for further development costs under section 75 of the Town and Country Planning (Scotland) Act 1997. The timing and eventual amount of these provisions remain uncertain and are subject to change but were valued by Messrs GVA Grimley Limited Chartered Surveyors as at 31 December 2013.

21. CONTINGENT LIABILITIES

The company has a contractual obligation to reacquire land it previously sold. The current owner has indicated that it may wish the company to acquire the land but after discussion the likely outcome is that the owner will retain ownership. A provision of £600,000 has been made in the Financial Statements representing approximately half of the maximum potential liability.

22. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

The company has the following categories of financial instruments at the balance sheet date:

	2013 £	2012 £
Financial assets		
Loans and receivables		
- Trade and other receivables	36,468	592,868
- Cash and cash equivalents	246,942	169,113
	<u>283,410</u>	<u>761,981</u>

Trade and other receivables in note 15 includes an amount of £5,662 (2012:£nil) which relates to prepayments and is therefore not classed as a financial asset.

	2013 £	2012 £
Financial liabilities		
Financial liabilities measured at amortised cost		
- Trade and other payables	432,644	273,959
	<u>432,644</u>	<u>273,959</u>

Capital risk management

The company aims to manage its overall capital structure to ensure it continues to operate as a going concern. The company's capital structure represents the equity attributable to the shareholders of the company together with cash equivalents. The directors are closely involved in the running of the company and are therefore fully aware of the capital position of the company at any point in time and any changes that circumstances bring. As a result they are in a position to address any issues that may arise on a timely basis.

Risk management objectives

The Board is charged with the overall responsibility of establishing and monitoring the company's risk management policies and processes in order to identify, analyse and monitor the risks that are faced by the company. The company does not enter into or trade financial instruments for speculative purposes.

WATERFRONT EDINBURGH LIMITED
NOTES TO THE FINANCIAL STATEMENTS (continued)
YEAR ENDED 31 DECEMBER 2013

The main risks that the company is exposed to through its financial instruments are market risk, credit risk and liquidity risk. These are managed as follows:

Market risk

Market risk is the risk that the value of the company's properties and sites under development may fall resulting in further write-offs to the income statement.

Credit risk

Exposure to credit risk relating to financial assets arises from the potential non-performance by counterparties of contract obligations that could lead to a financial loss to the company. It arises from exposure to customers and amounts owed by group undertakings.

The maximum exposure to credit risk to recognised financial assets is the carrying amount, net of any provisions for impairment of those assets, as disclosed in the balance sheet and notes to the financial statements.

Credit risk is reviewed regularly by the Board of Directors and monitored by actively assessing the rating quality and liquidity of counterparties as follows:

- Only banks and institutions with an acceptable credit rating are utilised;
- All potential customers are rated for credit worthiness taking into account their size, market position and financial standing;
- Customers that do not meet the company's credit policies may only purchase in cash or using recognised credit cards.

Liquidity risk

Liquidity risk arises from the possibility that the company might encounter difficulty in settling its debts or otherwise meeting its obligations related to financial liabilities. The company manages that risk as follows:

- Preparing forward looking cash flow analysis; and
- Ensuring that adequate unutilised borrowing facilities are maintained.

Fair values

The directors consider that the carrying values of all the company's financial assets and liabilities approximate their fair values at the balance sheet dates.

The company does not hold any financial instruments that are classified as fair value through the profit or loss or available for sale and therefore are measured at fair value

22. SUBSEQUENT EVENTS

On 6 February 2014 the City of Edinburgh Council as the ultimate parent entity approved a restructuring of its property companies such that The EDI Group Limited will be reconstituted as the main property company held under CEC Holdings Limited with the City of Edinburgh Council remaining the ultimate parent company. The other arms-length property companies owned or jointly-owned by CEC Holdings Limited (Parc Craigmillar Limited, Parc Craigmillar Development Limited, Waterfront Edinburgh Limited and Shawfair Land Limited) will be restructured under The EDI Group Limited's control.