

Registered number: SC268024

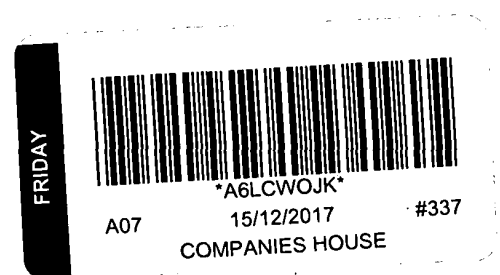
Centros UK Ltd

Unaudited

Financial statements

Information for filing with the registrar

For the Year Ended 31 March 2017



Centros UK Ltd
Registered number: SC268024

Balance Sheet
As at 31 March 2017

	Note	2017 £	2016 £
Fixed assets			
Tangible assets	4	759	1,475
Investments	5	1	1
		<u>760</u>	<u>1,476</u>
Current assets			
Debtors: amounts falling due within one year	6	1,125,008	670,745
Cash at bank and in hand		55,187	115,026
		<u>1,180,195</u>	<u>785,771</u>
Creditors: amounts falling due within one year	7	(154,783)	(164,509)
Net current assets		<u>1,025,412</u>	<u>621,262</u>
Total assets less current liabilities		<u>1,026,172</u>	<u>622,738</u>
Net assets		<u><u>1,026,172</u></u>	<u><u>622,738</u></u>
Capital and reserves			
Called up share capital		102	102
Profit and loss account		1,026,070	622,636
		<u>1,026,172</u>	<u>622,738</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.

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 on

C. J. Geaves

1/12/17

Mr C J Geaves
Director

The notes on pages 2 to 8 form part of these financial statements.

Centros UK Ltd

Notes to the Financial Statements For the Year Ended 31 March 2017

1. General information

Centros UK Limited is a private company limited by shares, incorporated in Scotland.

The company number is SC268024.

The registered office is:
IC/O Irwin Mitchell
5th Floor
150 St. Vincent Street
Glasgow
G2 5NE

The address of the place of business is:
4th Floor
Connaught House
1-3 Mount St
London
W1k 3NB

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 following principal accounting policies have been applied:

2.2 Exemption from preparing consolidated financial statements

The Company, and the Group headed by it, qualify as small as set out in section 383 of the Companies Act 2006 and the parent and Group are considered eligible for the exemption to prepare consolidated accounts.

2.3 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. The following criteria must also be met before revenue is recognised:

Rendering of services

Revenue from a contract to provide services is recognised in the period in which the services are provided in accordance with the stage of completion of the contract when all of the following conditions are satisfied:

- the amount of revenue can be measured reliably;
- it is probable that the Company will receive the consideration due under the contract;
- the stage of completion of the contract at the end of the reporting period can be measured reliably; and
- the costs incurred and the costs to complete the contract can be measured reliably.

**Notes to the Financial Statements
For the Year Ended 31 March 2017**

2. Accounting policies (continued)

2.4 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, using the straight-line method.

Depreciation is provided on the following basis:

Fixtures and fittings	- 5 to 10 years straight line per annum
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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, loans to related parties and investments in non-puttable ordinary shares.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Statement of Comprehensive Income.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If a financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

**Notes to the Financial Statements
For the Year Ended 31 March 2017**

2. Accounting policies (continued)

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.

2.10 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.

3. Employees

The average monthly number of employees, including directors, during the year was 5 (2016 - 5).

4. Tangible fixed assets

	Fixtures and fittings £
Cost or valuation	
At 1 April 2016	97,281
At 31 March 2017	<u>97,281</u>
Depreciation	
At 1 April 2016	95,806
Charge owned for the period	716
At 31 March 2017	<u>96,522</u>
Net book value	
At 31 March 2017	<u>759</u>
At 31 March 2016	<u>1,475</u>

Centros UK Ltd

**Notes to the Financial Statements
For the Year Ended 31 March 2017**

5. Fixed asset investments

	Investments in subsidiary companies £
Cost or valuation	
At 1 April 2016	1
At 31 March 2017	1
Net book value	
At 31 March 2017	1
At 31 March 2016	1

6. Debtors

	2017 £	2016 £
Trade debtors	96,060	151,720
Amounts owed by group undertakings	799,632	448,503
Other debtors	1,562	1,522
Prepayments and accrued income	25,000	-
Deferred taxation	202,754	69,000
	<u>1,125,008</u>	<u>670,745</u>

7. Creditors: Amounts falling due within one year

	2017 £	2016 £
Trade creditors	32,077	84,587
Corporation tax	40	40
Other taxation and social security	116,083	68,382
Other creditors	6,583	11,500
	<u>154,783</u>	<u>164,509</u>

**Notes to the Financial Statements
For the Year Ended 31 March 2017**

8. Deferred taxation

	2017 £
At beginning of year	69,000
Released to profit or loss	133,754
At end of year	202,754

The deferred tax asset is made up as follows:

	2017 £
Accelerated capital allowances	1,977
Tax losses carried forward	200,777
	202,754

9. 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 £8,558 (2016 - £25,900). Contributions totalling £8,558 (2016 - £25,900) were payable to the fund at the balance sheet date and are included in creditors.

Centros UK Ltd

Notes to the Financial Statements For the Year Ended 31 March 2017

10. Related party transactions

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

Centros Management Limited

(Subsidiary company)

During the year the company received management fees of £940,543 (2016 - £618,656) from the subsidiary company.

At the balance sheet date the amount due to Centros Management Limited was £nil (2016 - £nil).

Sovereign Land (Management) Limited

(A group company)

During the year the company provided an interest free loan which is repayable on demand to Sovereign Land (Management) Limited and was also charged management fees of £247,500 (2016: £270,000) by Sovereign Land (Management) Limited.

During the year Centros UK Limited recharged other costs of £8,048 (2016: £18,952) to Sovereign Land (Management) Limited in respect of the company's share of rental and other costs.

During the year Sovereign Land (Management) Limited recharged other costs of £196,959 (2016: £334,879) to Centros UK Limited in respect of the company's share of other costs.

At the balance sheet date the amount due from Sovereign Land (Management) Limited was £799,632 (2016 - £380,507).

Sovereign Land (Centros) Limited

(Parent company)

During the year the company provided an interest free loan which was repayable on demand to its parent company. At the balance sheet date the amount due from Sovereign Land (Centros) Limited was £nil (2016 - £67,996).

11. Controlling party

The company is controlled by Sovereign Land (Centros) Limited (parent company). The company is a subsidiary of Sovereign Land (Management) Limited, which in turn is a subsidiary of Sovereign Land (Holdings) Limited, all of which are incorporated in the United Kingdom. Chris Geaves is the director and major shareholder of Sovereign Land (Holdings) Limited.

12. Subsidiary undertaking

The following was a subsidiary undertaking of the Company:

Name	Country of incorporation	Class of shares	Holding	Principal activity That of property development and asset management services.
Centros Management Limited	UK	Ordinary	100 %	

The aggregate of the share capital and reserves as at 31 March 2017 and the profit or loss for the year ended on that date for the subsidiary undertaking was £Nil (2016: £Nil).

Centros UK Ltd

**Notes to the Financial Statements
For the Year Ended 31 March 2017**

13. First time adoption of FRS 102

The policies applied under the entity's previous accounting framework are not materially different to FRS 102 and have not impacted on equity or profit or loss.