

REGISTERED COMPANY NUMBER: 02835415

*Cds House*

**AMICREST HOLDINGS PLC**  
**REPORT AND FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2012**

MONDAY



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**AMICREST HOLDINGS PLC**

**OFFICERS AND ADVISERS**

**SECRETARY**

Enrique Elliott

**COMPANY NUMBER**

02835415 (England and Wales)

**REGISTERED OFFICE**

Grove Lodge  
287 Regents Park Road  
London  
N3 3JY

**AUDITORS**

SRLV  
89 New Bond Street  
London W1S 1DA

**SOLICITORS**

Michael Simkins LLP  
Lynton House  
7-12 Tavistock Square  
London  
WC1H, 9LT

**REGISTRARS**

Capita Registrars Limited  
Capita House  
Woodsome Park  
Huddersfield HD8 0JQ

**BANKERS**

The Royal Bank of Scotland PLC  
1 Dale Street  
Liverpool  
L2 2PP

**AMICREST HOLDINGS PLC**  
**OPERATING AND FINANCIAL REVIEW**

**Investment Property**

During the year, the group held an investment property, the freehold interest at Corporation Street, Manchester, and sold the freehold interest of a block of 15 apartments based in Manchester

**Development Property**

The company continues to hold the 7 apartments from the completed development at Corporation Street, Manchester. These are currently rented out.

**Results**

Turnover for the period comprises rent receivable on the developed apartments and investment properties. With the sale of the property located in Manchester, combined with the rent received from the apartments at Corporation Street, Manchester, a gross profit of £133,000 (2011 – gross loss of £39,000) was recorded in the profit and loss account.

Administrative expenses for the year fell to £324,000 (2011 - £335,000) due to certain listing costs on PLUS no longer incurred.

Net interest income for 2012 was £67,000 compared with net interest income of £30,000 in 2011. This is a result of the income on several loans to related parties.

A provision for impairment against the value of the investment in the associate company was made by the company during the year amounting to £654,000 (2011 - £nil).

Overall losses before tax were £784,000 compared with losses before tax of £362,000 in 2011.

**Dividends**

No interim or final dividends have been paid or proposed in the year.

**Net Assets**

The movement in the shareholders' funds from £4,257,000 (2011) to £3,473,000 (2012) was attributable to a loss of £784,000 (2011 – loss of £350,000) during the year.

The treasury shares are not entitled to voting rights or dividends.

**Borrowings and Cash Flows**

There were no borrowings by the group during the year. Cash in hand amounted to £4,000 (2011 £254,000). The decrease in the cash balance was due to loans made to related parties during the year. The gearing ratio remained at nil.

**Current and Future Trading**

We continue to implement the policy of rationalising the investment properties with a view to maximising the realisation of the shareholders' investment.

We intend to actively seek interested parties in order to sell the remaining developed properties.

**AMICREST HOLDINGS PLC**

**OPERATING AND FINANCIAL REVIEW (Continued)**

**Current and Future Trading (continued)**

We intend to continue to take advantage of any short-term development projects and property trading opportunities that may be appropriate to the business, to maximise the capital employed in the company

A handwritten signature in black ink, appearing to read 'Gerard Lee', written over a thin horizontal line.

**Gerard Lee**  
Director

**27<sup>th</sup> September 2013**

## **AMICREST HOLDINGS PLC**

### **PROPERTY REVIEW**

#### **DEVELOPMENT PROPERTY PORTFOLIO**

##### **115 Corporation Street, Manchester**

*100% owned through Amicrest Limited*

The company developed this site into 70 residential one and two bedroom apartments. 63 of the apartments have been sold. A valuation of the remaining 7 apartments was carried out in August 2008 and the apartments continue to be held for re-sale. The valuation is not considered materially different at 31 December 2012.

##### **109-111 Corporation Street, Manchester**

*27% owned through an associate company, Hazelgrove Estates Limited*

The company is refurbishing the 97 residential apartments of which 85 apartments remain at the year end.

#### **INVESTMENT PROPERTY PORTFOLIO**

##### **Corporation Street, Manchester**

*100% owned through Amicrest Limited*

The company owns the freehold interest with 70 apartments which will generate ground rents of approximately £8,750 per annum rising by £1,750 per annum every fifty years.

##### **Kendal Court, Eccles, Manchester**

*100% owned through Silvercrest Properties Limited*

The company owned the freehold interest of a block of 15 apartments which was sold during the year.

## AMICREST HOLDINGS PLC

### DIRECTORS' REPORT

The Directors present their report and the group financial statements of Amicrest Holdings plc for the year ended 31 December 2012

### PRINCIPAL ACTIVITIES, REVIEW OF THE BUSINESS AND FUTURE DEVELOPMENTS

The principal activities during the year were general property development, investment and trading

The review of the business and future developments is contained in the Operating and Financial Review on pages 2 to 3

### PRINCIPAL RISKS AND UNCERTAINTIES

Principal risks and uncertainties facing the group are stated below

### KEY PERFORMANCE INDICATORS

The key financial performance indicators for the year are rental income and income from the sale of development properties. The non-financial key performance indicators would be the number of properties developed and the number sold in any one year. Please refer to the Operating and Financial Review and the Property Review on pages 2 and 4 respectively for further details.

### RESULTS AND DIVIDENDS

The Group's losses on ordinary activities after taxation was £784,000 (2011 losses of £350,000)

The Directors do not recommend the payment of a dividend

### DIRECTORS AND THEIR INTERESTS

The Directors and their beneficial interests (including family interests) in the shares of the company are as follows -

	No of 50p Ordinary shares	
	31 December 2012	31 December 2011
Gerard Lee*	-	-
David Jarvis	-	-
Enrique Elliott	-	-
Victor Lipien	90,000	90,000
Robert Yorke-Starkey	80,000	80,000

\*Longfield Investments Limited holds 1,211,947 shares, which is an associated company in which G Lee has a material interest

Messrs Lee and Elliott retire from the Board at the Annual General Meeting and being eligible offer themselves for re-election

No director has been granted an option to purchase shares in the company

### POLICY AND PRACTICE ON PAYMENT OF CREDITORS

The Company's and the Group's policy for the year ended 31 December 2012 is to agree terms of payment when entering into major business transactions, to ensure that the supplier is aware of these terms, and to abide by the agreed terms of payment. At 31 December 2012, the Company had an average of 20 days (2011 20 days) credit taken on the outstanding balance at the year end.

## AMICREST HOLDINGS PLC

### DIRECTORS' REPORT (Continued)

#### FINANCIAL INSTRUMENTS

The Group's financial instruments comprised cash that arise directly from its operations. The main purpose of these financial instruments was to fund the Group's operations as well as to manage working capital, liquidity and invest surplus funds. It is, and has been throughout the period under review, the Group's policy not to enter into derivative transactions and no trading in financial instruments has been undertaken.

##### *Interest rate risk*

Group continues to finance its operations from the original issue of equity and cash from its operations. Accordingly lending was at variable interest rates which were subject to fluctuations in the base rates and LIBOR rates.

##### *Liquidity risk*

The combined entity has sufficient cash and cash equivalents to meet its operational requirements.

##### *Currency risk*

The Group's income and expenses are denominated in sterling. Thus the Group is not exposed to significant currency risk.

##### *Credit risk*

The Group has no significant concentration of credit risk. The Group has policies in place to ensure that sales and loans are made to customers with an appropriate credit history.

##### *Management of risks*

The Directors continue to assess the risks facing the company which are those associated with investments, property development and loan arrangements. These are closely monitored by the directors.

#### AUDITORS

A resolution proposing that SRLV be re-appointed as auditors will be put to the shareholders at the AGM.

#### STATEMENT OF DISCLOSURE TO AUDITOR

So far as the directors are aware, there is no relevant audit information of which the company's auditors are unaware. Additionally, the directors have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditors are aware of that information.

#### ANNUAL GENERAL MEETING

A notice of the Annual General Meeting together with explanatory notes is set out on pages 26 and 27.



*By Order of the Board*  
Enrique Elliott  
Company Secretary

27<sup>th</sup> September 2013



## **AMICREST HOLDINGS PLC**

### **DIRECTORS' RESPONSIBILITIES STATEMENT**

#### **FOR THE YEAR ENDED 31 DECEMBER 2012**

The directors are responsible for preparing the Annual Report and 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 Group and the parent company and of the profit or loss of the Group for that period. In preparing those financial statements, the directors are required to

- a select suitable accounting policies and then apply them consistently,
- b make judgements and accounting estimates that are reasonable and prudent,
- c state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements,
- d prepare the financial statements on the going concern basis unless it is inappropriate to presume that the group and 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 and the group's transactions and disclose with reasonable accuracy at any time the financial position of the company and the group 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 the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

AMICREST HOLDINGS PLC

CONSOLIDATED PROFIT AND LOSS ACCOUNT  
FOR THE YEAR ENDED 31 DECEMBER 2012

	Notes	Year ended 31 December 2012	Year ended 31 December 2011
		£000	£000
Turnover including associates		434	630
Less Share of associates		<u>(276)</u>	<u>(270)</u>
<b>Group Turnover</b>	<b>2</b>	<b>158</b>	<b>360</b>
Cost of sales		<u>(25)</u>	<u>(399)</u>
<b>Group gross profit / (loss)</b>		<b>133</b>	<b>(39)</b>
Share of (loss) of associate and provision		(654)	-
Administration expenses		<u>(324)</u>	<u>(335)</u>
<b>Operating (loss) including associates</b>		<b>(845)</b>	<b>(374)</b>
Amounts written off investments		(6)	(13)
Amounts written off fixed assets		<u>(-)</u>	<u>(5)</u>
<b>Operating (loss) before interest</b>		<b>(851)</b>	<b>(392)</b>
Interest receivable	<b>4</b>	<u>67</u>	<u>30</u>
<b>(Loss) on ordinary activities before taxation</b>	<b>3</b>	<b>(784)</b>	<b>(362)</b>
Taxation	<b>7</b>	<u>-</u>	<u>12</u>
<b>(Loss) / profit for the year</b>		<b><u>(784)</u></b>	<b><u>(350)</u></b>

The profit and loss account has been prepared on the basis that all operations are continuing operations

The notes on pages 13 to 23 form part of these financial statements

**AMICREST HOLDINGS PLC**

**CONSOLIDATED STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES  
FOR THE YEAR ENDED 31 DECEMBER 2012**

	<b>Year ended 31 December 2012</b>	<b>Year ended 31 December 2011</b>
	<b>£000</b>	<b>£000</b>
(Loss) for the financial year	(784)	(350)
Unrealised surplus on revaluation of properties	-	(55)
<b>Total recognised gains and losses relating to the year</b>	<b><u>(784)</u></b>	<b><u>(405)</u></b>

**RECONCILIATION OF SHAREHOLDERS' FUNDS  
FOR THE YEAR ENDED 31 DECEMBER 2012**

	<b>Year ended 31 December 2012</b>	<b>Year ended 31 December 2011</b>
	<b>£000</b>	<b>£000</b>
(Loss) for the financial year	(784)	(350)
Unrealised surplus on property revaluation	-	(55)
Opening shareholders' funds	<u>4,257</u>	<u>4,662</u>
<b>Closing shareholders' funds</b>	<b><u>3,473</u></b>	<b><u>4,257</u></b>

**AMICREST HOLDINGS PLC**  
**CONSOLIDATED BALANCE SHEET**  
**AS AT 31 DECEMBER 2012**  
**REGISTERED COMPANY NUMBER 02835415**

	Notes	31 December 2012		31 December 2011	
		£000	£000	£000	£000
<b>Fixed assets</b>					
Tangible assets	9		-		-
Investment properties	10		70		82
Investments – Other	11		2		8
Investments in associates	11		<u>844</u>		<u>1,498</u>
			916		1,588
<b>Current assets</b>					
Work in progress		745		745	
Debtors	12	1,900		1,823	
Cash at bank		<u>4</u>		<u>254</u>	
		2,649		2,822	
<b>Creditors</b> Amounts falling due within one year	13	<u>(92)</u>		<u>(153)</u>	
<b>Net current assets</b>			<u>2,557</u>		<u>2,669</u>
<b>Net assets</b>			<u>3,473</u>		<u>4,257</u>
<b>Capital and reserves</b>					
Called up share capital	15		2,410		2,410
Other reserves	16		(334)		(334)
Share premium account	16		1,802		1,802
Capital redemption reserve	16		425		425
Profit and loss account	16		<u>(830)</u>		<u>(46)</u>
<b>Equity shareholders' funds</b>			<u>3,473</u>		<u>4,257</u>

Approved and authorised for issue by the Board on 27 September 2013 and signed on its behalf by



Gerard Lee  
Chairman

The notes on pages 13 to 23 form part of these financial statements

**AMICREST HOLDINGS PLC**  
**PARENT COMPANY BALANCE SHEET**  
**AS AT 31 DECEMBER 2012**  
**REGISTERED COMPANY NUMBER: 02835415**

	Notes	31 December 2012		31 December 2011	
		£000	£000	£000	£000
<b>Fixed assets</b>					
Investments – Subsidiaries	11		-		-
Investments – Associates	11		844		1,500
Investments - Other	11		<u>2</u>		<u>8</u>
			846		1,508
<b>Current assets</b>					
Debtors	12	3,439		3,605	
Creditors: amount falling due within one year	13		<u>(49)</u>		<u>(37)</u>
<b>Net current assets</b>			<u>3,390</u>		<u>3,568</u>
<b>Net assets</b>			<u>4,236</u>		<u>5,076</u>
<b>Capital and reserves</b>					
Called up share capital	15		2,410		2,410
Other reserves	16		(334)		(334)
Share premium account	16		1,802		1,802
Capital redemption reserve	16		425		425
Profit and loss account	16		<u>(67)</u>		<u>773</u>
<b>Equity shareholders' funds</b>			<u>4,236</u>		<u>5,076</u>

Approved and authorised for issue by the Board on 27 September 2013 and signed on its behalf by



Gerard Lee  
Chairman

The notes on pages 13 to 23 form part of these financial statements

AMICREST HOLDINGS PLC

CONSOLIDATED CASH FLOW STATEMENT  
FOR THE YEAR ENDED 31 DECEMBER 2012

	Note	31 December 2012		31 December 2011	
		£000	£000	£000	£000
<b>Net cash (outflow) from operating activities</b>	17		(363)		(1,004)
<b>Returns on investments and servicing of finance</b>					
Interest received		<u>67</u>		<u>30</u>	
<b>Net cash inflow from returns on investments and servicing of finance</b>			67		30
<b>Taxation</b>					
Taxation received			-		12
<b>Capital expenditure and financial investment</b>					
Proceeds from sale of investment properties		<u>16</u>		<u>340</u>	
<b>Net cash inflow from capital expenditure and financial investment</b>			16		340
<b>Financing</b>					
Overdrafts		<u>-</u>		<u>(2)</u>	
<b>Net cash (outflow) from financing</b>			-		(2)
<b>(Decrease) in cash</b>	20		<u>(280)</u>		<u>(624)</u>

The notes on pages 13 to 23 form part of these financial statements

# AMICREST HOLDINGS PLC

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2012

### 1. ACCOUNTING POLICIES

#### 1.1 Basis of accounting

The financial statements have been prepared under the historical cost convention modified by the valuation of investment properties and in accordance with applicable United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) which have been applied consistently (except as otherwise stated) and the Companies Act 2006

In preparing the financial statements, the directors are required to make an assessment of the group's ability to continue to trade as a going concern. The directors have considered the group companies' cash requirements to settle the debts as they fall due and have compared this against the facilities available to them for a period greater than 12 months from the approval of the financial statements. Based on this analysis, the group companies are dependent on continuing finance from companies in which the directors have a material interest to enable it to meet the liabilities as they fall due. The parent company has received commitment from these companies, in which the directors have a material interest that they will continue to provide sufficient funds to the parent company for these purposes. The companies in which the directors have a material interest are profitable entities, with net assets positions and the directors are confident over their ability to provide such funds as and when required. It is on this basis that the directors consider it to be appropriate to prepare the financial statements on a going concern basis.

#### 1.2 Basis of consolidation

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries drawn up to 31 December each year. Where a subsidiary is acquired during the period, the profit attributable to shareholders includes only the profits or losses from the effective date of acquisition. Where a subsidiary has been disposed of during this period, the profit attributable to shareholders includes only profit or losses to the effective date of disposal. As permitted by s 408 of the Companies Act 2006, the company has not presented its own profit and loss account.

#### 1.3 Turnover

Turnover comprises

- a) Gross rental income receivable from investment properties,
- b) The value of the development stock and work-in-progress sold during the year, and
- c) Fees from management contracts

Revenue from sales of investment and development properties are recognised on completion of contracts.

Rental income is recognised when due. Any amounts received in advance or arrears are included in debtors or creditors as applicable.

Turnover is derived from activities undertaken in the United Kingdom.

#### 1.4 Tangible fixed assets

Fixed assets are stated at cost less depreciation.

Depreciation is provided at rates calculated to write off the cost of each asset on a straight-line basis over its expected useful life, as follows:

Fixtures and fittings	over 5 years
Motor Vehicles	over 4 years

#### 1.5 Investment properties

Investment properties are included in the balance sheet at their open market value at the balance sheet date on the basis of an annual valuation.

Depreciation is not provided on investment properties. This treatment, as regards certain of the group's investment properties, may be a departure from the requirements of the Companies Act 2006 concerning depreciation of fixed assets. However, these properties are not held for consumption but for investment and the directors consider that systematic annual depreciation would be inappropriate. The accounting policy adopted is therefore necessary for the accounts to give a true and fair view. Depreciation or amortisation is only one of the many factors reflected in the annual valuation and the amount which might otherwise have been shown cannot be separately identified or quantified.

In the opinion of the Directors it is the current value of these investment properties, and changes in their current values, which are of prime importance.

## AMICREST HOLDINGS PLC

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2012

#### 1 ACCOUNTING POLICIES (continued)

Investment properties are recognised in the financial statements once an irrevocable purchase contract has been entered into. Sales of investment properties are recorded once an irrevocable sales contract has been entered into provided that the sale has been completed by the first date these financial statements are approved by the Board.

##### 1.6 Fixed asset investments

Fixed asset investments are stated at open market value.

The Group's interests in joint ventures are accounted for using the gross equity method. Where the company exercises significant influence over certain investments, these are treated as associates and the interest is accounted for using the net equity method. Where the company no longer exercises significant influence, these are treated as investments from the date at which the ability to exercise significant influence ceased.

##### 1.7 Work-in-progress

Developments in progress are valued at the lower of cost and net realisable value. Provision is made for any anticipated losses. Cost includes acquisition and directly attributable development expenses incurred such as professional fees less any related income. Properties are treated as acquired on exchange of contracts with the vendors.

##### 1.8 Deferred taxation

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date.

A deferred tax asset is regarded as recoverable and therefore recognised only to the extent that, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits from which the reversal of the underlying timing differences can be deducted.

Any assets and liabilities recognised have not been discounted.

No provision is made for deferred tax on gains recognised on revaluing property to its market value, unless the group has entered into a binding agreement to sell revalued property by the balance sheet date.

##### 1.9 Financial Instruments

The Group's financial instruments comprise cash that arises directly from its operations. The main purpose of these financial instruments is to fund the Group's operations as well as to manage working capital, liquidity and invest surplus funds. It is, and has been throughout the period under review, the Group's policy not to enter into derivative transactions and no trading in financial instruments has been undertaken.



**AMICREST HOLDINGS PLC**

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2012**

**2. SEGMENTAL ANALYSIS**

	<b>Development</b>	<b>Year ended 31</b>	<b>Year ended 31</b>	<b>Investment</b>	<b>Year ended 31</b>	<b>Year ended 31</b>	<b>Total</b>	<b>Year ended 31</b>
	<b>Year ended 31</b>	<b>December 2012</b>	<b>December 2011</b>	<b>Year ended 31</b>	<b>Year ended 31</b>	<b>December 2011</b>	<b>Year ended 31</b>	<b>December 2011</b>
	<b>£000</b>	<b>£000</b>	<b>£000</b>	<b>£000</b>	<b>£000</b>	<b>£000</b>	<b>£000</b>	<b>£000</b>
<b>Turnover</b>								
Continuing excluding associates	<u>56</u>	<u>286</u>	<u>102</u>	<u>74</u>	<u>158</u>	<u>360</u>		
Share of associates	<u>276</u>	<u>270</u>	<u>-</u>	<u>-</u>	<u>276</u>	<u>270</u>		
<b>Profit / (loss) / profit on ordinary activities before taxation</b>								
From continuing operations excluding associates	<u>90</u>	<u>(64)</u>	<u>43</u>	<u>25</u>	<u>133</u>	<u>(39)</u>		
Common costs					<u>(324)</u>	<u>(335)</u>		
Operating (loss)					<u>(191)</u>	<u>(374)</u>		
Investments written off					<u>(6)</u>	<u>(11)</u>		
Investment property provisions					<u>(-)</u>	<u>(5)</u>		
Share of operating loss in associate and provision for impairment					<u>(654)</u>	<u>-</u>		
Net interest income					<u>67</u>	<u>30</u>		
					<u>(784)</u>	<u>(362)</u>		

**3. (LOSS) ON ORDINARY ACTIVITIES BEFORE TAXATION**

(Loss) on ordinary activities before taxation is stated after charging / (crediting)

	<b>Year ended 31</b>	<b>Year ended 31</b>
	<b>December 2012</b>	<b>December 2011</b>
	<b>£000</b>	<b>£000</b>
Depreciation and amounts written off tangible fixed assets		
- charge for the year owned assets	-	4
Profit on disposal of investment properties	4	-
Auditor's remuneration		
- audit services of these financial statements	10	20
- audit of financial statements of subsidiaries pursuant to legislation	5	12
- tax compliance	<u>5</u>	<u>5</u>

**4 INTEREST RECEIVABLE**

	<b>Year ended 31</b>	<b>Year ended 31</b>
	<b>December 2012</b>	<b>December 2011</b>
	<b>£000</b>	<b>£000</b>
Bank interest	-	-
Other interest	<u>67</u>	<u>30</u>
	<u>67</u>	<u>30</u>

**5. DIRECTOR'S REMUNERATION**

	<b>£</b>	<b>£</b>
Emoluments	<u>124,534</u>	<u>112,500</u>

There are no pension benefits accruing to any of the directors

AMICREST HOLDINGS PLC

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2012

6. EMPLOYEES

The average number of employees, including directors, employed by the group during the year was

	Year ended 31 December 2012	Year ended 31 December 2011
	No	No
Management	5	5
Administration	<u>3</u>	<u>3</u>
	<u>8</u>	<u>8</u>
Staff costs for the above persons were	£	£
Wages and salaries	189,963	186,098
Social security costs	<u>19,407</u>	<u>17,540</u>
	<u>209,370</u>	<u>203,638</u>

7 TAXATION

	Year ended 31 December 2012	Year ended 31 December 2011
	£000	£000
UK corporation tax – Group	-	-
UK corporation tax (over) provided in previous years	<u>(-)</u>	<u>(12)</u>
	<u>(-)</u>	<u>(12)</u>
<b>Factors affecting the tax charge / (credit) for the year</b>		
(Loss) on ordinary activities before taxation	<u>(784)</u>	<u>(362)</u>
(Loss) on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 20% (2011 28%)	(157)	(101)
Effects of		
Unutilised losses carried forward	157	101
Over provision of tax charge in previous years	<u>(-)</u>	<u>(12)</u>
Current tax (credit)	<u>(-)</u>	<u>(12)</u>

There are taxable losses available of £2,858,659 (2011 - £2,896,779) to carry forward which may affect future tax charges

8 DIVIDENDS

No dividends were paid during the year (2011 - £nil)

AMICREST HOLDINGS PLC  
 NOTES TO THE FINANCIAL STATEMENTS  
 FOR THE YEAR ENDED 31 DECEMBER 2012

9. TANGIBLE FIXED ASSETS

Group	Motor Vehicles, Fixtures & fittings £000	Total £000
<b>Cost or valuation:</b>		
1 January 2012	<u>175</u>	<u>175</u>
<b>31 December 2012</b>	<u>175</u>	<u>175</u>
<b>Depreciation:</b>		
1 January 2012	<u>175</u>	<u>175</u>
<b>31 December 2012</b>	<u>175</u>	<u>175</u>
<b>Net book value:</b>		
31 December 2012	<u>—</u>	<u>—</u>
31 December 2011	<u>—</u>	<u>—</u>

The company held no tangible fixed assets at 31 December 2012 (2011 – Same)

10. INVESTMENT  
 PROPERTIES

Group	Investment Properties £000	Total £000
<b>Cost or valuation:</b>		
1 January 2012	87	87
Disposals	<u>(17)</u>	<u>(17)</u>
<b>31 December 2012</b>	<u>70</u>	<u>70</u>
<b>Provision in diminution in value</b>		
1 January 2012	5	5
Released on disposal	<u>(5)</u>	<u>(5)</u>
31 December 2012	<u>—</u>	<u>—</u>
<b>Net book value</b>		
31 December 2012	<u>70</u>	<u>70</u>
31 December 2011	<u>82</u>	<u>82</u>

The company held no investment properties at 31 December 2012 (2011 – Same)

AMICREST HOLDINGS PLC

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2012

10. INVESTMENT PROPERTIES (continued)

The net book value of the Group's properties is analysed as follows

	Group	
	Year ended 31 December 2012 £000	Year ended 31 December 2011 £000
Freehold	70	82
Long leasehold	<u>-</u>	<u>-</u>
	<u>70</u>	<u>82</u>
The historical cost of the properties was	70	82
Revaluation	<u>-</u>	<u>-</u>
Net book value	<u>70</u>	<u>82</u>

The freehold investment properties at Corporation Street, Manchester were valued by the Directors on the basis of open market value

In the opinion of the Directors the value of the freehold as at 31 December 2012 is not materially different to the value disclosed in these financial statements

11 INVESTMENTS

	Associates £000	Other £000	Total £000	
<b>Group</b>				
<b>Cost</b>				
As at 1 January 2012	1,504	36	1,540	
Disposals	-	-	-	
Share of associate's results	<u>(37)</u>	<u>-</u>	<u>(37)</u>	
As at 31 December 2012	<u>1,467</u>	<u>36</u>	<u>1,503</u>	
<b>Impairment</b>				
As at 1 January 2012	(6)	(28)	(34)	
Movement in the year	<u>(617)</u>	<u>(6)</u>	<u>(623)</u>	
As at 31 December 2012	<u>(623)</u>	<u>(34)</u>	<u>(657)</u>	
<b>Net book value</b>				
As at 31 December 2012	<u>844</u>	<u>2</u>	<u>846</u>	
As at 31 December 2011	<u>1,498</u>	<u>8</u>	<u>1,506</u>	
	Subsidiary Undertakings £000	Associates £000	Other £000	Total £000
<b>Company</b>				
As at 1 January 2012	3	1,500	36	1,539
As at 31 December 2012	<u>3</u>	<u>1,500</u>	<u>36</u>	<u>1,539</u>
<b>Impairment</b>				
As at 1 January 2012	(3)	-	(28)	(31)
Movement in the year	<u>(-)</u>	<u>(656)</u>	<u>(6)</u>	<u>(662)</u>
As at 31 December 2012	<u>(3)</u>	<u>(656)</u>	<u>(34)</u>	<u>(693)</u>
<b>Net book value</b>				
As at 31 December 2012	<u>-</u>	<u>844</u>	<u>2</u>	<u>846</u>
As at 31 December 2011	<u>-</u>	<u>1,500</u>	<u>8</u>	<u>1,508</u>

AMICREST HOLDINGS PLC

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2012

11. INVESTMENTS (Continued)

Details of the investments in which the Group and the Company holds 20% or more of the nominal value of any class of share capital are as follows. All investments are held by the Company unless otherwise indicated

	Holding	Proportion of voting rights and shares held	Nature of business
<b>Subsidiary undertakings</b>			
Amicrest (Tib Street) Limited	Ordinary shares	100%	Dormant
Amicrest Limited	Ordinary shares	100%	Property development
Britanniagate Limited	Ordinary shares	100%	Property investment
Amicrest Growth Limited	Ordinary shares	100%	Property development
Silvercrest Properties Limited	Ordinary shares	100%	Property investments and development
Silvercrest (Bristol) Limited	Ordinary shares	100%	Dormant
<b>Associates</b>			
Hazelgrove Estates Limited	Ordinary shares	27%	Holding company
Euromanor Properties Limited *	Ordinary shares	27%	Property development
* owned 100% by Hazelgrove Estates Limited			

Summarised financial information in respect of the associates, Hazelgrove Estates Limited and Euromanor Properties Limited based on the financial statements for the period ended 30 September 2012 are set out below

	31 December 2012 £000	31 December 2011 £000
Share of fixed assets	3	3
Share of current assets	2,688	3,365
Share of liabilities less than one year	(1,847)	(1,870)
Share of associates net assets	<u>844</u>	<u>1,498</u>
Turnover	<u>1,035</u>	<u>1,014</u>
Share of associates turnover	<u>275</u>	<u>270</u>
Loss for the period	<u>(141)</u>	<u>(22)</u>
Share of loss	<u>(37)</u>	<u>(6)</u>
Share of taxation	<u>-</u>	<u>-</u>

A provision for impairment on the share of the fair value of the current assets was made during the year amounting to £617,000 (2011 - £nil)

12 DEBTORS

	Group		Company	
	Year ended 31 December 2012 £000	Year ended 31 December 2011 £000	Year ended 31 December 2012 £000	Year ended 31 December 2011 £000
Due within one year				
Trade debtors	2	52	-	-
Amounts owed by group undertakings	-	-	2,756	3,029
Amounts due from associates	712	617	56	56
Other debtors	1,170	1,140	618	510
Prepayments and accrued income	<u>16</u>	<u>14</u>	<u>9</u>	<u>10</u>
	<u>1,900</u>	<u>1,823</u>	<u>3,439</u>	<u>3,605</u>

**AMICREST HOLDINGS PLC**

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2012**

**13. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	<b>Group</b>		<b>Company</b>	
	<b>Year ended 31 December 2012 £000</b>	<b>Year ended 31 December 2011 £000</b>	<b>Year ended 31 December 2012 £000</b>	<b>Year ended 31 December 2011 £000</b>
Bank overdrafts	33	3	26	3
Trade creditors	3	65	-	3
Taxation and social security costs	6	7	4	6
Other creditors	16	35	2	-
Accruals and deferred income	<u>34</u>	<u>43</u>	<u>17</u>	<u>25</u>
	<u>92</u>	<u>153</u>	<u>49</u>	<u>37</u>

The bank overdraft is secured by a fixed and floating charge over the assets of the group

**14. OTHER FINANCIAL INSTRUMENTS**

Other than the bank overdraft and cash at bank the Group and the company have no financial instruments

**15. SHARE CAPITAL**

	<b>31 December 2012 £000</b>	<b>31 December 2011 £000</b>
<b>Authorised:</b>		
10,417,066 (2010 10,417,066) ordinary shares of 50p each	<u>5,209</u>	<u>5,209</u>
<b>Allotted, issued and fully paid</b>		
4,820,247 (2010 4,820,247) ordinary shares of 50p each	<u>2,410</u>	<u>2,410</u>

AMICREST HOLDINGS PLC

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2012

16. RESERVES

Group	Share premium account £000	Capital redemption reserve £000	Other Reserves £000	Profit and loss account £000
1 January 2012	1,802	425	(334)	(46)
Loss for the year	-	-	-	(784)
31 December 2012	<u>1,802</u>	<u>425</u>	<u>(334)</u>	<u>(830)</u>

Company	Share Premium Account £000	Capital Redemption Reserve £000	Other Reserves £000	Profit and Loss account £000
1 January 2012	1,802	425	(334)	773
Loss for the year	-	-	-	(840)
31 December 2012	<u>1,802</u>	<u>425</u>	<u>(334)</u>	<u>(67)</u>

OTHER RESERVES

Other reserves comprise own shares held. Own shares held at 31 December 2012 and 31 December 2011 amounted to £333,583 and comprise 201,663 ordinary shares (nominal value - £ 100,831 50) held in treasury. The shares held in treasury were purchased at a weighted average price of £1 65.

17. RECONCILIATION OF OPERATING (LOSS) TO NET CASH FLOWS FROM OPERATING ACTIVITIES

	Year ended 31 December 2012 £000	Year ended 31 December 2011 £000
Operating (loss)	(845)	(374)
Depreciation	-	4
Decrease in work in progress	-	298
Profit on disposal of investment properties	(4)	-
Movement on associates	654	-
(Increase) in debtors	(77)	(854)
(Decrease) in creditors	(91)	(78)
Net cash (outflow) from operating activities	<u>(363)</u>	<u>(1,004)</u>

18. ANALYSIS OF THE BALANCES OF CASH AND CASH EQUIVALENTS AS SHOWN IN THE BALANCE SHEET

	31 December 2012 £000	31 December 2011 £000	Change in Year £000
Cash at bank and in hand	4	254	(250)
Bank overdraft	(33)	(3)	(30)
	<u>(29)</u>	<u>251</u>	<u>(280)</u>

**AMICREST HOLDINGS PLC**

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2012**

**19 ANALYSIS OF CHANGES IN NET FUNDS / (DEBT)**

	31 December 2011	Cash flows	31 December
	£000	£000	2012
Net cash			£000
Cash at bank and in hand	254	(250)	4
Bank overdrafts	<u>(3)</u>	<u>(30)</u>	<u>(33)</u>
Net cash	<u>251</u>	<u>(280)</u>	<u>(29)</u>

**20. RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN NET (DEBT) / FUNDS**

	2012	2011
	£000	£000
(Decrease) in cash in the year	(280)	(624)
Cash flow from loans	<u>-</u>	<u>2</u>
Movement in net funds in the year	(280)	(622)
Net funds at 1 January 2012	<u>251</u>	<u>873</u>
Net (debt) / funds at 31 December 2012	<u>(29)</u>	<u>251</u>

**21. MAJOR NON-CASH TRANSACTIONS**

There were no major non-cash transactions during the year

**22 COMPANY PROFIT AND LOSS ACCOUNT**

As permitted by s 408 Companies Act 2006, the company has not presented its own profit and loss account

The (loss) attributable to members of the parent company was dealt with as follows

	Year ended 31	Year ended 31
	December 2012	December 2011
	£000	£000
In the financial statements of the parent company	<u>(840)</u>	<u>(199)</u>

**23 CONTINGENT LIABILITIES**

At the balance sheet date, the company's contingent liabilities amounted to £nil

**24. CONTROLLING PARTY**

There is no ultimate controlling party

**25. POST BALANCE SHEET EVENTS**

Britannigate Limited, a wholly owned subsidiary company, was disposed in January 2013 at the nominal value of the issued share capital of the company to the director, G A Lee, which was considered to be an arm's length transaction



**AMICREST HOLDINGS PLC**

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2012**

**26. RELATED PARTY TRANSACTIONS**

- a The company has taken advantage of the exemptions of FRS8 and has not disclosed transactions and balances between wholly owned group companies
- b During the year £30,000 (2011 £20,000) in respect of office rent and £5,000 (2011 - £5,000) in respect of management fees were paid to Kerrington Limited, a company in which Gerard Lee and Enrique Elliott are directors Gerard Lee also holds a material interest in Kerrington Limited During the year, expenses amounting to £26,613 (2011 - £28,453) were re-charged to Kerrington Growth Limited, £22,028 (2011 - £15,061) to Islandpost Limited, £11,439 (2011 - £nil) to Kerrington Property Services Limited and £8,514 (2011 - £nil) to Hilby Limited, companies in which Gerard Lee and Enrique Elliott are directors The balance outstanding at the year end due from Kerrington Limited group was £206,891 (2011- £215,399) The loan is repayable on demand and interest is charged at 2% over LIBOR Interest of £6,182 (2011 - £4,054) was charged during the year of which £6,182 (2011 - £3,779) was receivable from Kerrington Limited at the year end
- c As at the year end, an amount of £146,198 (2011 - £56,198) was due from the associate company, Hazelgrove Estates Limited This balance is interest free and repayable on demand The company is owned 27% by the Amicrest Group Together with Euromanor Properties Limited, a wholly owned subsidiary company of Hazelgrove Estates Limited, those companies owed the group £711,507 (2011 - £616,507) as at the year end
- d The group provided an advance of £500,750 at an interest rate of 10% pa to Waterside Finance Limited during the previous year Waterside Finance Limited has re-lent that money to a third party The advance is secured by way of a sub-mortgage on a property that Waterside Finance Limited has a first legal charge on The market value of that property is considered by the directors to be £1m Waterside Finance Limited is controlled by G Lee and two other shareholders related to G Lee The interest in the sum of £49,881 (2011 - £16,399) was receivable at the year end At the balance sheet date, the balance outstanding was £549,354 (2011 - £517,149)
- e The Company provided an advance of £110,000 to Sidlaw Limited during the year at an interest rate of 3% pa G Lee is a director of Sidlaw Limited The loan was repaid during the year and interest of £1,925 was received by the company The balance due from Sidlaw Limited as at the year was £nil

**AMICREST HOLDINGS PLC**  
**INDEPENDENT AUDITOR'S REPORT**  
**TO THE MEMBERS OF AMICREST HOLDINGS PLC**

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We have audited the financial statements of Amicrest Holdings Plc for the year ended 31 December 2012 which comprise the Consolidated Profit and Loss Account, the Consolidated Statement of Total Recognised Gains and Losses, the Consolidated and Parent Company Balance Sheets, the Consolidated Cash Flow Statement and the related notes 1 to 26. 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 auditors' 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 auditors**

As explained more fully in the Directors' Responsibilities Statement set out on page 7, 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 group's and the parent 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 Directors' Report to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material mis-statements or inconsistencies we consider the implications for our report.

**Opinion on financial statements**

In our opinion the financial statements

- give a true and fair view of the state of the group's and of the parent company's affairs as at 31 December 2012 and of the group's loss 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 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.

**INDEPENDENT AUDITOR'S REPORT (continued)**

**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 by the parent company, or returns adequate for our audit have not been received from branches not visited by us, or
- the parent company 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



**Richard Gilbert (Senior Statutory Auditor)**

For and on behalf of SRLV

Chartered Accountants  
Statutory Auditor

89 New Bond Street  
London  
W1S 1DA

**Date:** 30 September 2013

**AMICREST HOLDINGS PLC**

**NOTICE OF ANNUAL GENERAL MEETING**

Notice is hereby given that the Annual General Meeting of the Company will be held at Grove Lodge, 287 Regents Park Road, London N3 3JY, on 25 October 2013 at 10am for the following purposes

- 1 To receive and adopt the Directors' Report and Financial Statements for the year ended 31 December 2012
- 2 To re-appoint Messrs SRLV, Chartered Accountants, as Auditors in accordance with Section 489 of the Companies Act 2006, to hold Office from the conclusion of this Meeting until the conclusion of the next Annual General Meeting at which Accounts are laid before the members
- 3 To authorise the directors to fix the remuneration of the Auditors
- 4 To re-elect Mr G Lee, who is retiring by rotation, as a director
- 5 To re-elect Mr E Elliott, who is retiring by rotation, as a director

By order of the Board  
Enrique Elliott  
Company Secretary

Registered office  
Grove Lodge  
287 Regents Park Road  
London  
N3 3JY



Dated 27 September 2013

ANNUAL GENERAL MEETING EXPLANATORY NOTES

**1 Report and financial statements**

The directors of the Company must present the financial statements to the meeting for adoption

**2. Reappointment of auditors**

The Company is required to appoint auditors at each general meeting at which the financial statements are presented to the shareholder for adoption SRLV served as the Company's auditors during the accounting period last ended and it is proposed that they be reappointed

**3. Remuneration of auditors**

This resolution provides that the Board be authorised to fix the remuneration of the auditors

**4 Re-election of director**

The Company's Article of Association provide that one third of the Directors are obliged to retire by rotation at each Annual General Meeting Mr Gerard Alan Lee retires by rotation at the meeting and is standing for re-election

**5 Re-election of director**

The Company's Article of Association provide that one third of the Directors are obliged to retire by rotation at each Annual General Meeting Mr Enrique Elliott retires by rotation at the meeting and is standing for re-election

Notes.

- i A member entitled to attend and vote at the Meeting may appoint one or more proxies to attend and, on a poll, to vote instead of him A proxy need not be a Member of the Company
- ii A form of proxy is provided with this notice To be valid, proxies must be received at this office no later than 48 hours before the time fixed for the next meeting
- iii Please indicate how you wish your votes to be cast by placing a cross in the appropriate spaces Unless otherwise indicated the proxy will vote as he thinks fit or will abstain (including any other matter which may properly come before the meeting )
- iv Completion and return of this form of proxy will not prevent a member from attending the meeting and voting in person should the member wish to do so
- v There will be available for inspection at the Registered Office during normal business hours from the date of this notice to the date of the Annual General Meeting and at the place of the Meeting for 15 minutes prior to and during the Meeting, the Register of Directors Interests and copies of the Directors Service contracts