Statutory Copy

# ROLLINSON SAFEWAY LIMITED

## ANNUAL REPORT AND UNAUDITED FINANCIAL STATEMENTS

## FOR THE YEAR ENDED 31 MAY 2018

Company Registration No. 01210156 (England and Wales)

# ROLLINSON SAFEWAY LIMITED

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# ROLLINSON SAFEWAY LIMITED

## BALANCE SHEET

### *AS AT 31 MAY 2018*

| | Notes | 2018 £ | 2018 £ | 2017 £ | 2017 £ |
|---|---|---|---|---|---|
| **Fixed assets** | | | | | |
| Tangible assets | 5 | | 1,360,507 | | 1,407,786 |
| Investment properties | 6 | | - | | 879,844 |
| Investments | 7 | | 400 | | 400 |
| | | | 1,360,907 | | 2,288,030 |
| **Current assets** | | | | | |
| Stocks | | 21,527 | | 3,755 | |
| Debtors | 8 | 815,754 | | 896,110 | |
| Cash at bank and in hand | | 504,714 | | 239,803 | |
| | | 1,341,995 | | 1,139,668 | |
| **Creditors: amounts falling due within one year** | 9 | (802,919) | | (832,354) | |
| **Net current assets** | | | 539,076 | | 307,314 |
| **Total assets less current liabilities** | | | 1,899,983 | | 2,595,344 |
| **Creditors: amounts falling due after more than one year** | 10 | | (303,242) | | (340,701) |
| **Provisions for liabilities** | | | (95,634) | | (73,522) |
| **Net assets** | | | 1,501,107 | | 2,181,121 |
| **Capital and reserves** | | | | | |
| Called up share capital | 12 | | 100 | | 100 |
| Revaluation reserve | 13 | | - | | 66,535 |
| Profit and loss reserves | | | 1,501,007 | | 2,114,486 |
| **Total equity** | | | 1,501,107 | | 2,181,121 |

# ROLLINSON SAFEWAY LIMITED

## BALANCE SHEET (CONTINUED)

***AS AT 31 MAY 2018***

The directors of the company have elected not to include a copy of the profit and loss account within the financial statements.

For the financial year ended 31 May 2018 the company was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies.

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 members have not required the company to obtain an audit of its financial statements for the year in question in accordance with section 476.

These financial statements have been prepared and delivered in accordance with the provisions applicable to companies subject to the small companies' regime.

The financial statements were approved by the board of directors and authorised for issue on 25 July 2018 and are signed on its behalf by:

Mr P Rollinson
**Director**

**Company Registration No. 01210156**

# ROLLINSON SAFEWAY LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

***FOR THE YEAR ENDED 31 MAY 2018***

**1 Accounting policies**

**Company information**

Rollinson Safeway Limited is a private company limited by shares incorporated in England and Wales. The registered office is RSL House, 65 Hall Lane, Armley, Leeds, LS12 1PQ.

**1.1 Accounting convention**

These financial statements have been prepared in accordance with FRS 102 “The Financial Reporting Standard applicable in the UK and Republic of Ireland” (“FRS 102”) and the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared under the historical cost convention, modified to include the revaluation of freehold properties and to include investment properties and certain financial instruments at fair value. The principal accounting policies adopted are set out below.

**1.2 Turnover**

Turnover is recognised at the fair value of the consideration received or receivable for goods and services provided in the normal course of business, and is shown net of VAT and other sales related taxes. The fair value of consideration takes into account trade discounts, settlement discounts and volume rebates.

**1.3 Intangible fixed assets - goodwill**

Goodwill represents the excess of the cost of acquisition of unincorporated businesses over the fair value of net assets acquired. It is initially recognised as an asset at cost and is subsequently measured at cost less accumulated amortisation and accumulated impairment losses. Goodwill is considered to have a finite useful life and is amortised on a systematic basis over its expected life, which is 5 years.

For the purposes of impairment testing, goodwill is allocated to the cash-generating units expected to benefit from the acquisition. Cash-generating units to which goodwill has been allocated are tested for impairment at least annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash-generating unit is less than the carrying amount of the unit, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro-rata on the basis of the carrying amount of each asset in the unit.

**1.4 Tangible fixed assets**

Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

| | |
|---|---|
| Freehold land and buildings | 2.5% Straight line |
| Plant and machinery | 25% Reducing balance |
| Fixtures, fittings & equipment | 25% Reducing balance |
| Motor vehicles | 12.5% and 17.5% Straight line |

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is credited or charged to profit or loss.

**1 Accounting policies** **(Continued)**

**1.5 Investment properties**

Investment property, which is property held to earn rentals and/or for capital appreciation, is initially recognised at cost, which includes the purchase cost and any directly attributable expenditure. Subsequently it is measured at fair value at the reporting end date. The surplus or deficit on revaluation is recognised in profit or loss.

Where fair value cannot be achieved without undue cost or effort, investment property is accounted for as tangible fixed assets.

**1.6 Fixed asset investments**

Interests in subsidiaries, associates and jointly controlled entities are initially measured at cost and subsequently measured at cost less any accumulated impairment losses. The investments are assessed for impairment at each reporting date and any impairment losses or reversals of impairment losses are recognised immediately in profit or loss.

A subsidiary is an entity controlled by the company. Control is the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities.

**1.7 Impairment of fixed assets**

At each reporting period end date, the company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Recognised impairment losses are reversed if, and only if, the reasons for the impairment loss have ceased to apply. Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

**1.8 Stocks**

Stocks are stated at the lower of cost and estimated selling price less costs to complete and sell. Cost comprises direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the stocks to their present location and condition.

Stocks held for distribution at no or nominal consideration are measured at the lower of replacement cost and cost, adjusted where applicable for any loss of service potential.

**1 Accounting policies** **(Continued)**

At each reporting date, an assessment is made for impairment. Any excess of the carrying amount of stocks over its estimated selling price less costs to complete and sell is recognised as an impairment loss in profit or loss. Reversals of impairment losses are also recognised in profit or loss.

**1.9 Cash at bank and in hand**

Cash at bank and in hand are basic financial assets and include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

**1.10 Financial instruments**

The company has elected to apply the provisions of Section 11 ‘Basic Financial Instruments’ and Section 12 ‘Other Financial Instruments Issues’ of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the company's balance sheet when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

***Basic financial assets***

Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

***Classification of financial liabilities***

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

***Basic financial liabilities***

Basic financial liabilities, including creditors, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

**1.11 Equity instruments**

Equity instruments issued by the company are recorded at the proceeds received, net of direct issue costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

**1.12 Taxation**

The tax expense represents the sum of the tax currently payable and deferred tax.

**1 Accounting policies** **(Continued)**

***Current tax***

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the profit and loss account because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

***Deferred tax***

Deferred tax liabilities are generally recognised for all timing differences and deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Such assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the profit and loss account, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. Deferred tax assets and liabilities are offset when the company has a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

**1.13 Employee benefits**

The costs of short-term employee benefits are recognised as a liability and an expense, unless those costs are required to be recognised as part of the cost of stock or fixed assets.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

**1.14 Retirement benefits**

Payments to defined contribution retirement benefit schemes are charged as an expense as they fall due.

**1.15 Leases**

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessees. All other leases are classified as operating leases.

Assets held under finance leases are recognised as assets at the lower of the assets fair value at the date of inception and the present value of the minimum lease payments. The related liability is included in the balance sheet as a finance lease obligation. Lease payments are treated as consisting of capital and interest elements. The interest is charged to the profit and loss account so as to produce a constant periodic rate of interest on the remaining balance of the liability.

Rentals payable under operating leases, including any lease incentives received, are charged to income on a straight line basis over the term of the relevant lease except where another more systematic basis is more representative of the time pattern in which economic benefits from the lease asset are consumed.

Rental income from operating leases is recognised on a straight line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised on a straight line basis over the lease term.

**2 Exceptional costs**

| | 2018 | 2017 |
|---|---|---|
| | £ | £ |
| Connected company loan write off | 1,080,000 | - |
| Sale of property | (69,290) | - |
| | 1,010,710 | - |

During the year the freehold and investment properties of the company were sold to Rollinson Properties Limited, a company with common shareholders. The amounts owing from this sale were then waived.

**3 Employees**

The average monthly number of persons (including directors) employed by the company during the year was 202 (2017 - 197).

**4 Intangible fixed assets**

| | Goodwill |
|---|---|
| | £ |
| **Cost** | |
| At 1 June 2017 and 31 May 2018 | 12,000 |
| **Amortisation and impairment** | |
| At 1 June 2017 and 31 May 2018 | 12,000 |
| **Carrying amount** | |
| At 31 May 2018 | - |
| At 31 May 2017 | - |

**5 Tangible fixed assets**

| | Land and buildings | Plant and machinery etc | Total |
|---|---|---|---|
| | £ | £ | £ |
| **Cost** | | | |
| At 1 June 2017 | 230,000 | 2,839,758 | 3,069,758 |
| Additions | - | 456,360 | 456,360 |
| Disposals | (230,000) | (316,090) | (546,090) |
| At 31 May 2018 | - | 2,980,028 | 2,980,028 |
| **Depreciation and impairment** | | | |
| At 1 June 2017 | 28,750 | 1,633,223 | 1,661,973 |
| Depreciation charged in the year | 5,750 | 285,244 | 290,994 |
| Eliminated in respect of disposals | (34,500) | (298,946) | (333,446) |
| At 31 May 2018 | - | 1,619,521 | 1,619,521 |
| **Carrying amount** | | | |
| At 31 May 2018 | - | 1,360,507 | 1,360,507 |
| At 31 May 2017 | 201,250 | 1,206,536 | 1,407,786 |

**6 Investment property**

| | 2018 |
|---|---|
| | £ |
| **Fair value** | |
| At 1 June 2017 | 879,844 |
| Disposals | (879,844) |
| At 31 May 2018 | - |

**7 Fixed asset investments**

| | 2018 | 2017 |
|---|---|---|
| | £ | £ |
| Investments | 400 | 400 |

**Fixed asset investments not carried at market value**

The investment is included at cost as a market value is not readily available.

## 8 Debtors

| | 2018 | 2017 |
|---|---|---|
| **Amounts falling due within one year:** | **£** | **£** |
| Trade debtors | 431,122 | 519,438 |
| Amounts owed by group undertakings | 294,495 | 317,354 |
| Other debtors | 90,137 | 59,318 |
| | 815,754 | 896,110 |

## 9 Creditors: amounts falling due within one year

| | 2018 | 2017 |
|---|---|---|
| | **£** | **£** |
| Bank loans and overdrafts | 60,000 | 60,000 |
| Trade creditors | 107,174 | 83,840 |
| Corporation tax | 75,404 | 72,619 |
| Other taxation and social security | 103,570 | 119,549 |
| Other creditors | 456,771 | 496,346 |
| | 802,919 | 832,354 |

## 10 Creditors: amounts falling due after more than one year

| | 2018 | 2017 |
|---|---|---|
| | **£** | **£** |
| Bank loans and overdrafts | 230,750 | 290,750 |
| Other creditors | 72,492 | 49,951 |
| | 303,242 | 340,701 |

Hire purchase contracts amounting to £72,492 are secured against the assets to which they relate.

| Creditors which fall due after five years are as follows: | 2018 | 2017 |
|---|---|---|
| | **£** | **£** |
| Payable by instalments | - | 50,750 |

## 11 Provisions for liabilities

| | 2018 | 2017 |
|---|---|---|
| | **£** | **£** |
| Deferred tax liabilities | 95,634 | 73,522 |

**12 Called up share capital**

| | 2018 | 2017 |
|---|---|---|
| | £ | £ |
| **Ordinary share capital** | | |
| **Issued and fully paid** | | |
| 100 Ordinary shares of £1 each | 100 | 100 |
| | 100 | 100 |

**13 Revaluation reserve**

| | 2018 | 2017 |
|---|---|---|
| | £ | £ |
| At beginning of year | 66,535 | 68,436 |
| Transfer to retained earnings | (1,901) | (1,901) |
| Cumulative fair value adjustment transferred to profit or loss on sale of investments | (64,634) | - |
| At end of year | - | 66,535 |

**14 Operating lease commitments**

**Lessee**

At the reporting end date the company had outstanding commitments for future minimum lease payments under non-cancellable operating leases, as follows:

| | 2018 | 2017 |
|---|---|---|
| | £ | £ |
| | 71,250 | - |

**15 Related party transactions**

**Remuneration of key management personnel**

| | 2018 | 2017 |
|---|---|---|
| | £ | £ |
| Aggregate compensation | 139,101 | 62,704 |

**Transactions with related parties**

During the year the company paid £5,863 (2017 - £nil) to Rollinson Properties Limited a company with common shareholders.

**16 Directors' transactions**

Dividends totalling £44,400 (2017 - £76,750) were paid in the year in respect of shares held by the company's directors.

**16 Directors' transactions** **(Continued)**

Transactions in relation to loans with directors are outlined below:

| Description | % Rate | Opening balance | Amounts advanced | Amounts repaid | Closing balance |
|---|---|---|---|---|---|
| | | £ | £ | £ | £ |
| Directors loan | - | (197) | 19,405 | (19,439) | (231) |
| | | (197) | 19,405 | (19,439) | (231) |

**17 Control**

The ultimate controlling party is Paul Rollinson, a director.