

REGISTERED NUMBER: 08156779 (England and Wales)

**Report of the Directors and
Financial Statements
for the Year Ended 31 December 2016
for
KINGSLEY HAMILTON MANAGEMENT LTD**

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for the Year Ended 31 December 2016**

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KINGSLEY HAMILTON MANAGEMENT LTD

**Company Information
for the Year Ended 31 December 2016**

DIRECTORS:

K Tumber
J M K Leung

REGISTERED OFFICE:

10th Floor
One Canada Square
Canary Wharf
London
E14 5AA

REGISTERED NUMBER:

08156779 (England and Wales)

AUDITORS:

Maths Partnership
1 Brook Court
Blakeney Road
Beckenham
Kent
BR3 1HG

**Report of the Directors
for the Year Ended 31 December 2016**

The directors present their report with the financial statements of the company for the year ended 31 December 2016.

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of information technology consultancy.

DIRECTORS

The directors shown below have held office during the whole of the period from 1 January 2016 to the date of this report.

K Tumber
J M K Leung

PRINCIPAL RISKS, UNCERTAINTIES AND FINANCIAL INSTRUMENTS

The financial instruments are comprised of finance leases, inter company balances, cash and liquid resources, debtors, creditors and accrued expenses.

The directors consider the most significant risk in respect of financial assets and liabilities is that relating to credit risk on trade debtors. This is addressed via normal credit control procedures and adequate debt provisioning.

KEY PERFORMANCE INDICATORS

The directors use a number of KPI's to assess performance, the principle ones being the monitoring of profitability on each contract with budgeted profitability and the monitoring of overall company profitability and cash flows with budgets and forecasts.

EMPLOYEES

The company has well developed policies for fair and equal treatment of all colleagues, employment of disabled persons and colleague participation. During employment the company seeks to work with each individual, taking into account their personal circumstances, to enable them to reach and maximise their potential.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Report of the Directors 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 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 company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- 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.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of

which the company's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

AUDITORS

The auditors, Maths Partnership, will be proposed for re-appointment at the forthcoming Annual General Meeting.

**Report of the Directors
for the Year Ended 31 December 2016**

This report has been prepared in accordance with the provisions of Part 15 of the Companies Act 2006 relating to small companies.

ON BEHALF OF THE BOARD:

K Tumber - Director

29 September 2017

Report of the Independent Auditors to the Members of Kingsley Hamilton Management Ltd

We have audited the financial statements of Kingsley Hamilton Management Ltd for the year ended 31 December 2016 on pages six to sixteen. 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), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

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 a Report of the Auditors 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 Statement of Directors' Responsibilities set out on page two, 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 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 Report of the Directors to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements 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 company's affairs as at 31 December 2016 and of its profit 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 the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of our audit, the information given in the Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements, and has been prepared in accordance with applicable legal requirements. In the light of the knowledge and understanding of the company and its environment, we have not identified any material misstatements in the Report of the Directors.

**Report of the Independent Auditors to the Members of
Kingsley Hamilton Management Ltd**

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
- the directors were not entitled to take advantage of the small companies' exemption from the requirement to prepare a Strategic Report or in preparing the Report of the Directors.

Suken B Majithia FCCA (Senior Statutory Auditor)
for and on behalf of Maths Partnership
1 Brook Court
Blakeney Road
Beckenham
Kent
BR3 1HG

29 September 2017

**Income Statement
for the Year Ended 31 December 2016**

	Notes	31.12.16 £	31.12.15 £
TURNOVER		16,042,006	19,674,394
Cost of sales		<u>15,522,994</u>	<u>19,191,227</u>
GROSS PROFIT		519,012	483,167
Administrative expenses		<u>369,583</u>	<u>429,867</u>
OPERATING PROFIT	4	149,429	53,300
Amounts written off investments	5	<u>(308,233)</u>	<u>-</u>
PROFIT BEFORE TAXATION		457,662	53,300
Tax on profit	6	<u>29,835</u>	<u>11,542</u>
PROFIT FOR THE FINANCIAL YEAR		<u><u>427,827</u></u>	<u><u>41,758</u></u>

The notes form part of these financial statements

**Other Comprehensive Income
for the Year Ended 31 December 2016**

	31.12.16 £	31.12.15 £
Notes		
PROFIT FOR THE YEAR	427,827	41,758
OTHER COMPREHENSIVE INCOME	<u>-</u>	<u>-</u>
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	<u><u>427,827</u></u>	<u><u>41,758</u></u>

The notes form part of these financial statements

Statement of Financial Position
31 December 2016

	Notes	31.12.16 £	£	31.12.15 £	£
FIXED ASSETS					
Tangible assets	7		13,773		20,557
CURRENT ASSETS					
Debtors	8	2,384,673		1,621,980	
Cash at bank and in hand		<u>434,320</u>		<u>1,209,900</u>	
		2,818,993		2,831,880	
CREDITORS					
Amounts falling due within one year	9	<u>2,304,036</u>		<u>2,201,850</u>	
NET CURRENT ASSETS			<u>514,957</u>		<u>630,030</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			528,730		650,587
CREDITORS					
Amounts falling due after more than one year	10		-		(548,276)
PROVISIONS FOR LIABILITIES	12		<u>(2,755)</u>		<u>(4,163)</u>
NET ASSETS			<u><u>525,975</u></u>		<u><u>98,148</u></u>
CAPITAL AND RESERVES					
Called up share capital	13		1,000		1,000
Retained earnings	14		<u>524,975</u>		<u>97,148</u>
SHAREHOLDERS' FUNDS			<u><u>525,975</u></u>		<u><u>98,148</u></u>

The financial statements were approved by the Board of Directors on 29 September 2017 and were signed on its behalf by:

K Tumber - Director

The notes form part of these financial statements

**Statement of Changes in Equity
for the Year Ended 31 December 2016**

	Called up share capital £	Retained earnings £	Total equity £
Balance at 1 January 2015	1,000	55,390	56,390
Changes in equity			
Total comprehensive income	-	41,758	41,758
Balance at 31 December 2015	<u>1,000</u>	<u>97,148</u>	<u>98,148</u>
Changes in equity			
Total comprehensive income	-	427,827	427,827
Balance at 31 December 2016	<u>1,000</u>	<u>524,975</u>	<u>525,975</u>

The notes form part of these financial statements

Statement of Cash Flows
for the Year Ended 31 December 2016

	Notes	31.12.16 £	31.12.15 £
Cash flows from operating activities			
Cash generated from operations	1	(768,201)	(137,238)
Tax paid		(7,379)	(7,404)
Net cash from operating activities		<u>(775,580)</u>	<u>(144,642)</u>
Cash flows from investing activities			
Purchase of tangible fixed assets		<u>-</u>	<u>(28,420)</u>
Net cash from investing activities		<u>-</u>	<u>(28,420)</u>
Cash flows from financing activities			
Amount introduced by directors		-	503,250
Amount withdrawn by directors		<u>-</u>	<u>(503,250)</u>
Net cash from financing activities		<u>-</u>	<u>-</u>
Decrease in cash and cash equivalents		<u>(775,580)</u>	<u>(173,062)</u>
Cash and cash equivalents at beginning of year	2	1,209,900	1,382,962
Cash and cash equivalents at end of year	2	<u>434,320</u>	<u>1,209,900</u>

The notes form part of these financial statements

**Notes to the Statement of Cash Flows
for the Year Ended 31 December 2016**

1.	RECONCILIATION OF PROFIT BEFORE TAXATION TO CASH GENERATED FROM OPERATIONS	31.12.16	31.12.15
		£	£
	Profit before taxation	457,662	53,300
	Depreciation charges	<u>6,784</u>	<u>7,863</u>
		464,446	61,163
	Increase in trade and other debtors	(762,693)	(908,750)
	(Decrease)/increase in trade and other creditors	<u>(469,954)</u>	<u>710,349</u>
	Cash generated from operations	<u><u>(768,201)</u></u>	<u><u>(137,238)</u></u>

2. **CASH AND CASH EQUIVALENTS**

The amounts disclosed on the Statement of Cash Flows in respect of cash and cash equivalents are in respect of these
Statement of Financial Position amounts:

Year ended 31 December 2016

	31.12.16	1.1.16
	£	£
Cash and cash equivalents	<u>434,320</u>	<u>1,209,900</u>

Year ended 31 December 2015

	31.12.15	1.1.15
	£	£
Cash and cash equivalents	<u>1,209,900</u>	<u>1,382,962</u>

**Notes to the Financial Statements
for the Year Ended 31 December 2016**

1. STATUTORY INFORMATION

Kingsley Hamilton Management Ltd is a private company, limited by shares, registered in England and Wales. The company's registered number and registered office address can be found on the Company Information page.

2. ACCOUNTING POLICIES

Basis of preparing the financial statements

These financial statements have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

The accounts have been prepared on the basis that the company has support from loans from its associated companies with no fixed repayment date of these loans.

Turnover

The turnover shown in the profit and loss account represents the value of work carried out in the year.

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

Computer equipment - 33% on reducing balance

Taxation

Taxation for the year comprises current and deferred tax. Tax is recognised in the Income Statement, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current or deferred taxation assets and liabilities are not discounted.

Current tax is recognised at the amount of tax payable using the tax rates and laws that have been enacted or substantively enacted by the statement of financial position date.

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the statement of financial position date.

Timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements. Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the year end and that are expected to apply to the reversal of the timing difference.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

3. EMPLOYEES AND DIRECTORS

	31.12.16	31.12.15
	£	£
Wages and salaries	13,974,255	17,401,341
Social security costs	1,545,708	1,781,359
	<u>15,519,963</u>	<u>19,182,700</u>

**Notes to the Financial Statements - continued
for the Year Ended 31 December 2016**

3. EMPLOYEES AND DIRECTORS - continued

The average monthly number of employees during the year was as follows:

	31.12.16	31.12.15
Directors	2	2
Direct labour	<u>327</u>	<u>420</u>
	<u><u>329</u></u>	<u><u>422</u></u>

	31.12.16	31.12.15
	£	£
Directors' remuneration	<u>-</u>	<u>-</u>

4. OPERATING PROFIT

The operating profit is stated after charging:

	31.12.16	31.12.15
	£	£
Depreciation - owned assets	6,784	7,863
Auditors' remuneration	<u>12,500</u>	<u>12,500</u>

5. AMOUNTS WRITTEN OFF INVESTMENTS

	31.12.16	31.12.15
	£	£
Inter-company loan write off	<u>(308,233)</u>	<u>-</u>

6. TAXATION

Analysis of the tax charge

The tax charge on the profit for the year was as follows:

	31.12.16	31.12.15
	£	£
Current tax: UK corporation tax	31,243	7,379
Deferred tax	<u>(1,408)</u>	<u>4,163</u>
Tax on profit	<u><u>29,835</u></u>	<u><u>11,542</u></u>

**Notes to the Financial Statements - continued
for the Year Ended 31 December 2016**

6. TAXATION - continued

Reconciliation of total tax charge included in profit and loss

The tax assessed for the year is lower than the standard rate of corporation tax in the UK. The difference is explained below:

	31.12.16	31.12.15
	£	£
Profit before tax	<u>457,662</u>	<u>53,300</u>
Profit multiplied by the standard rate of corporation tax in the UK of 20% (2015 - 20%)	91,532	10,660
Effects of:		
Depreciation in excess of capital allowances	1,357	820
Change in tax rate	-	90
Marginal relief	-	(80)
Depreciation for the year in excess of capital allowances	-	(4,111)
Deferred taxation	(1,408)	4,163
Amount written off investment	<u>(61,646)</u>	-
Total tax charge	<u>29,835</u>	<u>11,542</u>

7. TANGIBLE FIXED ASSETS

Computer
equipment
£

COST

At 1 January 2016
and 31 December 2016

28,420

DEPRECIATION

At 1 January 2016

7,863

Charge for year

6,784

At 31 December 2016

14,647

NET BOOK VALUE

At 31 December 2016

13,773

At 31 December 2015

20,557

8. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	31.12.16	31.12.15
	£	£
Trade debtors	714,553	819,481
Other debtors	1,656,667	778,519
Prepayments	13,453	23,980
	<u>2,384,673</u>	<u>1,621,980</u>

Notes to the Financial Statements - continued
for the Year Ended 31 December 2016

9.	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR		31.12.16	31.12.15
			£	£
	Trade creditors		14,178	5,425
	Corporation tax		31,243	7,379
	Social security and other taxes		1,196,227	1,408,228
	Other creditors		349,346	45,816
	Accrued expenses		<u>713,042</u>	<u>735,002</u>
			<u>2,304,036</u>	<u>2,201,850</u>
10.	CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR		31.12.16	31.12.15
			£	£
	Other creditors		<u>-</u>	<u>548,276</u>
11.	LEASING AGREEMENTS			
	Minimum lease payments under non-cancellable operating leases fall due as follows:		31.12.16	31.12.15
			£	£
	Within one year		11,925	-
	Between one and five years		<u>7,012</u>	<u>-</u>
			<u>18,937</u>	<u>-</u>
12.	PROVISIONS FOR LIABILITIES		31.12.16	31.12.15
			£	£
	Deferred tax		<u>2,755</u>	<u>4,163</u>
				Deferred tax
				£
	Balance at 1 January 2016			4,163
	Accelerated capital allowances			<u>(1,408)</u>
	Balance at 31 December 2016			<u>2,755</u>
13.	CALLED UP SHARE CAPITAL			
	Allotted, issued and fully paid:			
	Number: Class:	Nominal value:	31.12.16	31.12.15
			£	£
	1,000 Ordinary	£1	<u>1,000</u>	<u>1,000</u>

**Notes to the Financial Statements - continued
for the Year Ended 31 December 2016**

14. RESERVES

Retained
earnings
£

At 1 January 2016
Profit for the year
At 31 December 2016

97,148
427,827
524,975

15. PENSION COMMITMENTS

The company operates a defined contribution scheme for employees who wish to be part of it. The amount outstanding at the year end was £2,000 (2015 - £nil).

16. RELATED PARTY DISCLOSURES

During the year, the company paid management fees of £238,843 (2015 - £262,297) to a fellow associate Kingsley Hamilton Limited.

At the year end the company was owed £186,388 (2015 - £45,816 due to), £1,460,279 (£2015 - £754,519) and £10,000 (2015 - £10,000) by fellow associates Kingsley Hamilton Limited, Kingsley Hamilton Estates Limited and Smart City Rooms Limited respectively. No interest is due on these loans. These is shown within other debtors.

At the year end the company owed it's fellow associates Kingsley Hamilton Group Limited, and Cloud Nine Platinum Limited, £347,346 (2015 - £14,000 due from) and £nil (2015 - £548,276) respectively. No interest is payable on these loans. These are shown within other creditors. No fixed repayment date has been set for the repayment of loans with its associate companies.

17. ULTIMATE CONTROLLING PARTY

The company was under the control of K Tumber throughout the current and previous year.