### DIRECTORS' REPORT AND

### FINANCIAL STATEMENTS

### FOR THE YEAR ENDED 31 DECEMBER 2016

**FOR** 

THAMESWEY SUSTAINABLE COMMUNITIES LIMITED

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### THAMESWEY SUSTAINABLE COMMUNITIES LIMITED

### COMPANY INFORMATION for the Year Ended 31 December 2016

DIRECTORS: D J Spinks

Dr B M Maunders Cllr R J Kingsbury Cllr B Hunwicks P N Bryant

**SECRETARY:** Clyde Secretaries Limited

**REGISTERED OFFICE:** The St Botolph Building

138 Houndsditch

London EC3A 7AR

**REGISTERED NUMBER:** 03835131 (England and Wales)

AUDITOR: Hamlyns LLP

Statutory Auditor and Chartered Accountants

Sundial House High Street Horsell Woking Surrey GU21 4SU

**SOLICITORS:** Clyde & Co LLP

The St Botolph Building

138 Houndsditch

London EC3A 7AR

### DIRECTORS' REPORT 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 engaging in trading operations to promote energy efficiency activities notably in the renewable field.

#### REVIEW OF BUSINESS

Intercompany sales increased in 2016 compared to 2015 by £45,000. The business completed the streets ahead project, on behalf of its ultimate parent (Woking Borough Council). Grants were also secured for GP Pilot Scheme in 2016 to support elderly residents with health conditions.

#### DIRECTORS

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

D J Spinks Dr B M Maunders Cllr R J Kingsbury Cllr B Hunwicks P N Bryant

The board of directors is comprised of an equal number of elected members of Woking Borough Council and executive officers of Woking Borough Council. In addition there must be one non-executive director who is neither an elected member of Woking Borough Council or employee of the council who is referred to as an independent non-executive director.

#### STATEMENT AS TO DISCLOSURE OF INFORMATION TO THE AUDITOR

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

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:

Dr B M Maunders - Director

12 July 2017

### STATEMENT OF DIRECTORS' RESPONSIBILITIES for the Year Ended 31 December 2016

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with 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.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website.

# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THAMESWEY SUSTAINABLE COMMUNITIES LIMITED

We have audited the financial statements of Thameswey Sustainable Communities Limited for the year ended 31 December 2016 which comprise the Income statement, Other Comprehensive Income, Balance Sheet, Statement of Changes in Equity, Cash Flow Statement and the related notes. 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 an Auditor's Report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

#### Respective responsibilities of directors and auditors

As explained more fully in the Statement of Directors' Responsibilities, 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 Directors' Report 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 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 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 Directors' Report 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 Directors' Report.

# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THAMESWEY SUSTAINABLE COMMUNITIES LIMITED

#### 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 Directors' Report.

David Cooper (Senior Statutory Auditor) for and on behalf of Hamlyns LLP Statutory Auditor and Chartered Accountants Sundial House High Street Horsell Woking Surrey GU21 4SU

12 July 2017

#### Note:

The maintenance and integrity of the Thameswey Sustainable Communities Limited website is the responsibility of the directors; the work carried out by the auditor does not involve consideration of these matters and, accordingly, the auditor accepts no responsibility for any changes that may have occurred to the financial statements since they were initially presented on the website.

# INCOME STATEMENT for the Year Ended 31 December 2016

	Notes	2016 £	2015 £
TURNOVER		941,910	1,056,888
Cost of sales GROSS PROFIT		$\frac{743,315}{198,595}$	652,723 404,165
Administrative expenses OPERATING LOSS	5	<u>202,413</u> (3,818)	<u>416,191</u> (12,026)
Interest receivable and similar income LOSS BEFORE TAXATION		$\frac{846}{(2,972)}$	<u>618</u> (11,408)
Tax on loss LOSS FOR THE FINANCIAL YEAR	6	912 (3,884)	(11,408)

# OTHER COMPREHENSIVE INCOME for the Year Ended 31 December 2016

	Notes	2016 £	2015 £
LOSS FOR THE YEAR		(3,884)	(11,408)
OTHER COMPREHENSIVE INCOME TOTAL COMPREHENSIVE INCOME FOR THE YEAR			

### BALANCE SHEET 31 December 2016

		2016		2015	
	Notes	£	£	£	£
FIXED ASSETS					
Intangible assets	7		-		-
Tangible assets	8		33,545		35,079
•			33,545		35,079
CURRENT ASSETS					
Debtors	9	382,580		461,887	
Cash at bank		60,942		135,111	
		443,522		596,998	
CREDITORS					
Amounts falling due within one year	10	207,336		358,462	
NET CURRENT ASSETS			236,186		238,536
TOTAL ASSETS LESS CURRENT					
LIABILITIES			269,731		273,615
CAPITAL AND RESERVES					
Called up share capital	12		250,000		250,000
Retained earnings	13		19,731		23,615
SHAREHOLDERS' FUNDS	13		269,731		273,615
SHAREHULDERS FUNDS					

The financial statements were approved by the Board of Directors on 12 July 2017 and were signed on its behalf by:

D J Spinks - Director

# 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	250,000	35,023	285,023
Changes in equity Total comprehensive income Balance at 31 December 2015	250,000	(11,408) 23,615	(11,408) 273,615
Changes in equity Total comprehensive income Balance at 31 December 2016	250,000	(3,884) 19,731	(3,884) 269,731

# CASH FLOW STATEMENT for the Year Ended 31 December 2016

	Notes	2016 £	2015 £
Cash flows from operating activities Cash generated from operations	16	(68,103)	(45,244)
Tax paid  Net cash from operating activities		$\frac{(912)}{(69,015)}$	(45,244)
			(45,244)
Cash flows from investing activities Purchase of tangible fixed assets Interest received Net cash from investing activities		$ \begin{array}{r} (6,000) \\ \phantom{00000000000000000000000000000000000$	(772) 618 (154)
Decrease in cash and cash equivalents Cash and cash equivalents at beginning of		(74,169)	(45,398)
year	17	135,111	180,509
Cash and cash equivalents at end of year	17	60,942	135,111

#### NOTES TO THE FINANCIAL STATEMENTS for the Year Ended 31 December 2016

### 1. STATUTORY INFORMATION

Thameswey Sustainable Communities Limited 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 company has taken advantage of the following disclosure exemption in preparing these financial statements, as permitted by FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

the requirement of Section 33 Related Party Disclosures paragraph 33.7.

#### Turnover

Turnover is measured at the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes.

#### Intangible fixed assets

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

Computer software - 12.5% on costs.

Amortisation is included within administrative expenses in the income statement.

At each reporting date, intangible assets are reviewed to determine whether there is an indication that an asset may be impaired. If there is an indication of possible impairment, the recoverable amount, which is the higher of the value in use and their fair value less cost to sell is estimated and compared with its carrying amount. If the recoverable amount is lower, the carrying amount is reduced to its recoverable amount and an impairment loss is recognised immediately in the profit and loss.

#### Tangible fixed assets

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

Plant and machinery - 20% on reducing balance Computer equipment - 25% 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 balance sheet date.

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### NOTES TO THE FINANCIAL STATEMENTS - continued for the Year Ended 31 December 2016

#### 2. ACCOUNTING POLICIES - continued

#### Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet 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.

#### Hire purchase and leasing commitments

Leases are classified as finance leases when they transfer substantially all the risks and rewards of ownership of the leased assets to the company. Other leases that do not transfer substantially all the risks and rewards of ownership of the leased assets to the company are classified as operating leases.

Rentals paid under operating leases are charged to the profit and loss on a straight line over the period of the lease.

#### Pension costs and other post-retirement benefits

The company operates a defined contribution pension scheme. Contributions payable to the company's pension scheme are charged to profit or loss in the period to which they relate.

#### 3 FMPLOYEES AND DIRECTORS

٤.	EMPLOYEES AND DIRECTORS		
		2016	2015
		£	£
	Wages and salaries	510,595	550,844
	Social security costs	54,092	61,813
	Other pension costs	73,262	125,263
		637,949	737,920
	The average monthly number of employees during the year was as follows:		
		2016	2015
	Cost of sales	15	14
	Administration	4	3
		<u>19</u>	17
4.	DIRECTORS' EMOLUMENTS		
		2016	2015
		£	£
	Directors' remuneration	4,295	146,266
	Directors' pension contributions to money purchase schemes		40,914
	-		

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### NOTES TO THE FINANCIAL STATEMENTS - continued for the Year Ended 31 December 2016

#### **DIRECTORS' EMOLUMENTS - continued** 4. The number of directors to whom retirement benefits were accruing was as follows: Money purchase schemes 1 The directors' remuneration relates to fees paid to the independent non-executive director and the Managing Director under the terms of his employment contract. Details relating to the composition of the board are given in the directors report. **OPERATING LOSS** 5. The operating loss is stated after charging: 2016 2015 £ £ Hire of plant and machinery 1,767 10,448 Other operating leases 22,920 22,920 Depreciation - owned assets 7,534 10,081 Computer software amortisation 10,952 Auditors' remuneration 7,375 6,725 6. **TAXATION** Analysis of the tax charge The tax charge on the loss for the year was as follows: 2016 2015 £ £ Current tax: UK corporation tax 912

Tax on loss

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912

### 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 higher than the standard rate of corporation tax in the UK. The difference is explained below:

Loss before tax	2016 £ (2,972)	2015 £ (11,408)
Loss multiplied by the standard rate of corporation tax in the UK of 20% (2015 - 20%)	(594)	(2,282)
Effects of: Expenses not deductible for tax purposes Capital allowances in excess of depreciation Depreciation in excess of capital allowances	- - 1,506	2 (1,402)
Losses carried forward Total tax charge	912	3,682

### Factors that may affect future tax charges

A deferred tax asset has not been recognised in respect of timing differences relating to pre-trading expenses, accelerated capital allowances and trading losses as there is insufficient evidence that the asset will be recovered.

#### 7. INTANGIBLE FIXED ASSETS

COST	Computer software £
At 1 January 2016	
and 31 December 2016	1.41.240
	141,368
AMORTISATION	
At I January 2016	
and 31 December 2016	141,368
NET BOOK VALUE	<del></del>
At 31 December 2016	-
At 31 December 2015	

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# NOTES TO THE FINANCIAL STATEMENTS - continued for the Year Ended 31 December 2016

### 8. TANGIBLE FIXED ASSETS

0.	TANGED ASSETS	Plant and machinery £	Computer equipment	Totals £
	COST			
	At 1 January 2016	30,608	37,771	68,379
	Additions	-	6,000	6,000
	At 31 December 2016	30,608	43,771	74,379
	DEPRECIATION			
	At 1 January 2016	13,670	19,630	33,300
	Charge for year	3,242	4,292	<b>7,534</b>
	At 31 December 2016	16,912	23,922	40,834
	NET BOOK VALUE			
	At 31 December 2016	<u> 13,696</u>	<u>19,849</u>	<u>33,545</u>
	At 31 December 2015	<u>16,938</u>	18,141	35,079
9.	DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR			
			2016	2015
			£	£
	Trade debtors		306,484	246,495
	Amounts owed by group undertakings		-	31,259
	Other debtors		-	166,379
	Prepayments and accrued income		76,096	17,754
			382,580	461,887
10.	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR			
			2016	2015
			£	£
	Trade creditors		25,550	128,183
	Amounts owed to group undertakings		10,991	10,079
	Social security and other taxes		20,295	18,630
	VAT		18,205	98,884
	Other creditors		10,020	10,020
	Accruals and deferred income		122,275	92,666
			<u>207,336</u>	358,462

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### NOTES TO THE FINANCIAL STATEMENTS - continued for the Year Ended 31 December 2016

#### 11. LEASING AGREEMENTS

Minimum lease payments under non-cancellable operating leases fall due as follows:

	2016	2015
	£	£
Within one year	22,920	22,920
Between one and five years	5,730	28,650
	28,650	51,570

An element of this cost will be recharged to the group companies.

### 12. CALLED UP SHARE CAPITAL

Allotted, issued and fully paid:

Number:	Class:	Nominal	2016	2015
		value:	£	£
250,000	Ordinary	£1	<u>250,000</u>	250,000

Each share is entitled to one vote in any circumstances and each share is also entitled pari passu to dividend payments or any other distribution, including a distribution arising from a winding up of the company. The shares are not redeemable.

#### 13. RESERVES

	Retained earnings £
At 1 January 2016	23,615
Deficit for the year	(3,884)
At 31 December 2016	19,731

#### 14. ULTIMATE PARENT COMPANY

The company's immediate parent company is Thameswey Limited, a company incorporated in England and Wales.

The company's ultimate parent undertaking is considered to be Woking Borough Council.

The largest group into which the company is consolidated is headed by Woking Borough Council, and the smallest group into which the company is consolidated is Thameswey Limited. Copies of both sets of group accounts are available from the Company Secretary, Clyde Secretaries Limited, The St Botolph Building, 138 Houndsditch, London, EC3A 7AR.

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### NOTES TO THE FINANCIAL STATEMENTS - continued for the Year Ended 31 December 2016

#### 15. RELATED PARTY DISCLOSURES

The company's immediate parent company Thameswey Limited is 100% (2015 - 100%) owned by Woking Borough Council, Thameswey Limited owns the share capital of the following companies:

	2016	2015
Thameswey Energy Limited	100%	100%
Thameswey Housing Limited	100%	100%
Thameswey Sustainable Communities Limited	100%	100%
Thameswey Developments Limited	100%	100%
Thameswey Solar Limited	100%	75%
Thameswey Maintenance Services Limited	100%	100%
Woking Necropolis and Mausoleum Limited	100%	100%

Thameswey Energy Limited owns 100% (2015 - 100%) of Thameswey Central Milton Keynes Limited. Thameswey Housing Limited owns 98% (2015 - 98%) of Brunswick Road (Pirbright) Residents Company Limited, 100% (2015 - 100%) of Thameswey Guest Houses Limited and 50% (2015 - 50%) of Rutland Woking (Residential) Limited. Thameswey Developments Limited owns 50% (2015 - 50%) of Rutland (Woking) Limited and 50% (2015 - 50%) of Rutland Woking (Carthouse Lane) Limited. Rutland (Woking) Limited owns 50% (2015: 50%) of Rutland Woking (Residential) Limited. Woking Necropolis and Mausoleum Limited owns 99.98% (2015 - 99.98%) of Brookwood Park Limited. Brookwood Park Limited owns 100% (2015 - 100%) of Brookwood Cemetery Limited.

Therefore, no transactions with these related parties are to be disclosed for either year under the provisions of section 33 of Financial Reporting Standard 102.

#### 16. RECONCILIATION OF LOSS BEFORE TAXATION TO CASH GENERATED FROM OPERATIONS

	2016	2015
	£	£
Loss before taxation	(2,972)	(11,408)
Depreciation charges	7,535	21,031
Finance income	(846)	(618)
	3,717	9,005
Decrease/(increase) in trade and other debtors	80,218	(122,153)
(Decrease)/increase in trade and other creditors	_(152,038)	67,904
Cash generated from operations	<u>(68,103</u> )	(45,244)

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### NOTES TO THE FINANCIAL STATEMENTS - continued for the Year Ended 31 December 2016

### 17. CASH AND CASH EQUIVALENTS

The amounts disclosed on the Cash Flow Statement in respect of eash and eash equivalents are in respect of these Balance Sheet amounts:

#### Year ended 31 December 2016

Cash and cash equivalents	31.12.16 £ 	1.1.16 £ <u>135,111</u>
Year ended 31 December 2015		
	31.12.15	1.1.15
	£	£
Cash and cash equivalents	135,111	<u> 180,509</u>

#### 18. MONIES HELD ON TRUST

During the year the company administered grants received from The Department of Energy and Climate change on behalf of the ultimate parent undertaking (Woking Borough Council) for the Streets Ahead project. The Streets Ahead project has now concluded and the monies held on trust bank accounts have been closed.

This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.