

The Marine & Property Group Ltd

Non Statutory Consolidated Financial Statements

Year Ended

31 December 2017



The Marine & Property Group Ltd

For the year ended 31st December 2017

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Results

The profit and loss account is set out on page 4 shows the profit for the year.

Group Structure

The Marine & Property Group Ltd is the holding company of a group of seven companies. During 2017 the group acquired the property interests of Port Dinorwic Marina Ltd and Burry Port Marina Ltd.

The Marine & Property Group Ltd

100%
Cardiff
Marine
Services Ltd

100%
Aberystwyth
Marina Ltd

100%
Cardiff
Diesel
Services Ltd

100%
CMG Power
Ltd

100%
Port
Dinorwic
Marina Ltd

100%
Burry Port
Marina Ltd

Group Financial Highlights

	December 2014	December 2015	December 2016	December 2017
Group Turnover	£2'640'268	£2'666'913	£3'667'869	£4'298'694
Gross Profit	£1'878'775	£1'866'822	£2'837'833	£3'124'908
EBITDA	£863'239	£911'415	£1'495'850	£1'624'341

	December 2014	December 2015	December 2016	December 2017
Fixed Assets	£17'567'616	£19'432'141	£21'354'685	£23'783'208
Current Assets	£4'881'322	£6'332'427	£5'886'816	£4'884'342
Creditors <1 Year	(£2'615'104)	(£3'625'683)	(£3'684'233)	(3'255'957)
Net Current Assets	£2'266'218	£2'706'744	£2'202'583	£1'628'385
Total Assets (Equity)	£13'938'237	£14'045'540	£15'422'519	£18'714'007

Principal activities

The company's principal activity is that of a parent company for:

Cardiff Marine Services Limited
Port Dinorwic Marina Limited
CMG Power Limited and

Aberystwyth Marina Limited
Burry Port Marina Limited
Cardiff Diesel Services Limited

The seven companies within The Marine & Property Group Ltd (The Marine & Property Group Ltd and subsidiaries; Cardiff Marine Services Limited, Aberystwyth Marina Limited, Port Dinorwic Marina Ltd, Burry Port Marina Limited, Cardiff Diesel Services Limited and CMG Power Limited, together "the group"), continued to demonstrate growth in 2017. Accounts for Port Dinorwic Marina and Burry Port Marina reflect only those periods during which they were trading within the group. In future years the full annual benefits of these assets will be recorded. Over the coming three years, the directors are confident that the growth trends experienced for the group over the year will continue.

In addition the group benefits from a number of new commercial opportunities which when implemented will allow the group to grow beyond its present capacity in the future. The group plans to build further workshops and facilities at its various locations and further marinas will be added to the portfolio over the coming years.

The Marine & Property Group Ltd employs industry leading personnel with a genuine passion for quality and service and this is borne out in customer feedback whether from a berth holder in one of the company's facilities or a service customer.

The company is banked by Lloyds Banking Group providing the group with conservative terms.

The Marine & Property Group Ltd

**Consolidated Profit and Loss account
for the year ended 31st December 2017**

Directors

Kerry McDonald

Drew James McDonald

Christopher Odling-Smee

Secretary and Registered Office

Christopher Odling-Smee, Cardiff Marine Village, Penarth Road, Cardiff, United Kingdom,
CF11 8TU

The Marine & Property Group Ltd

Consolidated Profit and Loss account
for the year ended 31st December 2017

	Note	Year Ending Dec 2017 £	Year Ending Dec 2016 £
Turnover	2	£4,298,694	£3,667,869
Cost of Sales		£1,173,786	£830,035
Gross Profit		£3,124,908	£2,837,833
Distribution Costs		£44,191	£21,598
Administration Expenses		£1,935,440	£1,770,515
Operating Profit	3	£1,145,277	£1,045,720
Other interest receivable		-	-
Interest payable		£429,683	£642,169
Profit on ordinary activities before and after taxation for the financial year		£715,594	£403,551
		2017 £	2016 £
Statement of total recognised gains and losses			
Profit for the financial year		715,594	403,551
Prior year adjustments		-	-
Total recognised gains and losses for the financial year		715,594	403,551

The Marine & Property Group Ltd

Consolidated Balance Sheet at 31st December 2017

	Note	2017 £	2017 £	2016 £	2016 £
Fixed Assets					
Goodwill			120,000		130,000
Tangible Assets	6		19,740,561		17,149,561
Fixed Asset Investment	7		3,922,647		4,075,124
			<u>23,783,208</u>		<u>21,354,685</u>
Current Assets					
Stock		671,667		713,437	
Debtors	8	4,192,771		5,150,177	
Cash at bank and in hand		19,904		23,202	
		<u>4,884,342</u>		<u>5,886,816</u>	
Creditors: amounts falling due within one year	9		<u>3,255,957</u>		<u>3,684,233</u>
Net Current Assets			1,628,385		2,202,583
Total assets less current liabilities			25,411,593		23,557,268
Creditors: amounts falling due after more than one year	10		<u>6,697,586</u>		<u>8,134,749</u>
			<u>18,714,007</u>		<u>15,422,519</u>
Capital and Reserves					
Called up share Capital	11		113		113
Share Premium	12		412,489		412,489
Revaluation Reserve	12		12,932,328		10,362,328
Profit and Loss account	12		5,369,077		4,647,589
Shareholders' funds			<u>18,714,007</u>		<u>15,422,519</u>



Christopher Odling-Smee
Director

The Marine & Property Group Ltd

Notes forming part of the financial statements
for the year ended 31st December 2017

1. *Accounting policies*

The financial statements have been prepared under the historical cost convention.

The following principal accounting policies have been applied:

Going Concern

The Marine & Property Group Ltd ("the company") enjoys a substantial element of residual income based on long-term tenant contracts at its Marine Village facility and commercial property portfolio. In addition the company fully owns seven subsidiary companies Cardiff Marine Services Limited, Aberystwyth Marina Limited, Port Dinorwic Marina Limited, Burry Port Marina Limited, Cardiff Diesel Services Limited and CMG 'Power Limited (together, "the Group"). There is sufficient operating profit generated within the Group to support the eight companies. A management fee is paid to The Marine & Property Group Limited by its subsidiaries.

The directors have prepared and reviewed trading forecasts for the period to December 2019 which show a period of strong growth for the Group going forwards.

Funding is negotiated and reviewed on a Group basis. The directors have a good relationship with their finance providers who are supportive of the business.

Taking the above into account the directors are confident that the company and Group will both continue to grow and represents a going concern.

Turnover

Turnover comprises revenue by the group during the year in respect of rents due for property owned, moorings, storage of boats, and related marine services, consultancy services, and the sales of goods, net of value added tax and trade discounts.

Turnover is recognised at the point of service or point of despatch.

The Marine & Property Group Ltd

Notes forming part of the financial statements
for the year ended 31st December 2017 (continued)

Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation charges. Depreciation on tangible fixed assets is provided at rates to write off the cost of those assets or valuation, less their estimated residual values, over their expected useful lives on the following basis:

Land & buildings	-	2% straight line
Marina infrastructure: non-land	-	5% straight line
Marina infrastructure: Land	-	Not depreciated
Plant and machinery	-	25% reducing balance
Motor Vehicles	-	25% reducing balance
Office Equipment	-	25% reducing balance
Loose Tools	-	25% reducing balance

Stocks and work in progress

Stocks and work in progress are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving stocks.

Valuation of investments

Investments held as fixed assets are stated at cost less any provision for impairment.

Deferred Taxation

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation.

A net deferred tax asset is recognised only if it can be regarded as more likely than not that there will be more suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse.
Deferred tax balances are not discounted.

Leasing and hire purchase

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible fixed assets. Assets acquired by finance lease are depreciated over the shorter of the lease term and their useful lives. Assets acquired by hire purchase are depreciated over their useful lives. Finance leases are those where sustainability all of the benefits and risks of ownership are assumed by the company. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to the profit and loss account so as to produce a constant periodic rate of charge on the net obligation outstanding in each period.

The Marine & Property Group Ltd

Notes forming part of the financial statements
for the year ended 31st December 2017 (continued)

2 Turnover

Turnover arises solely within the United Kingdom

3 Operating Profit/(Loss)

	2017	2016
	£	£
This is arrived after charging:		
Amortisation of goodwill	10,000	10,000
Depreciation of tangible fixed assets	300,149	197,776
Auditors Remuneration	-	-
Bank Charges including refinancing charges	-	-

During the year, no director received remuneration (2016: Nil)

The Marine & Property Group Ltd

Notes forming part of the financial statements
for the year ended 31st December 2017 (continued)

4 Group profit & Loss and EBIDA reconciliation for 2017

Group View

	<u>TMG</u>	<u>CMS</u>	<u>CMGP</u>	<u>CDS</u>	<u>Aber</u>	<u>Port Dinorwic</u>	<u>Burry Port</u>	<u>Group</u>
	£	£	£	£	£	£	£	£
Turnover	548,405	2,864,277	52,599	537,855	193,815	174,445	-	4,298,694
Cost of sales	-	-429,964	-79,621	-572,792	-58,764	-67,610	-	-1,173,786
Gross profit	548,405	2,434,313	-27,022	-34,937	135,051	106,835	-	3,124,908
Distribution costs	-	-42,728	-	-	-	-1,463	-	-44,191
Administrative expenses	-161,264	-1,347,089	-32,619	-152,161	-141,749	-138,295	-	-1,935,440
Other operating income	-	-	-	-	-	-	-	-
Operating profit	387,141	1,044,496	-59,641	-187,098	-6,698	-32,923	-	1,145,277
Profit on disposal of fixed assets	-	-	-	-	-	-	-	-
Profit on ordinary activities before interest and other income	387,141	1,044,496	-59,641	-187,098	-6,698	-32,923	-	1,145,277
Interest receivable	-	-	-	-	-	-	-	-
Interest payable	-207,163	-203,552	-	-	-18,968	-	-	-429,683
Profit/Loss on ordinary activities before and after tax	179,978	840,944	-59,641	-187,098	-25,666	-32,923	-	715,594
PBT per Statutory Accounts	179,978	840,944	-59,641	-187,098	-25,666	-32,923	-	715,594
add								
Amortisation & Exceptional items	70,782	55,708	10,000	-	-	92,425	-	228,915
Depreciation	59,760	116,253	-	-603	74,739	-	-	250,149
Interest paid	207,163	203,552	-	-	18,968	-	-	429,683
EBITDA	517,683	1,216,457	-49,641	-187,701	68,041	59,502	-	1,624,341

The Marine & Property Group Ltd

Notes forming part of the financial statements
for the year ended 31st December 2017 (continued)

5 Taxation on profit/(Loss) on ordinary activities:

No Corporation tax is payable on the profit for the year due to the utilisation of group tax losses

6 Tangible Fixed Assets Group

	Land & Buildings	Marina Property	Plant and Machinery	Motor Vehicles	Office Equipment	Loose Tools	Total
	£	£	£	£	£	£	£
Cost or Valuation							
At 1st January 2016	3,604,858	11,552,522	3,084,528	78,081	74,874	50,184	18,445,047
Additions	2,770,351	3,160	56,754	51,190	4,146	5,547	2,891,148
Disposal	-	-	-	-	-	-	-
At 31st December 2016	6,375,209	11,555,682	3,141,282	129,271	79,020	55,731	21,336,195
Depreciation							
At 1st January 2016	493,618	406,890	255,185	40,686	59,986	39,120	1,295,485
Provided for the year	59,760	59,028	152,287	21,769	3,619	3,686	300,149
At 31st December 2016	553,378	465,918	407,472	62,455	63,605	42,806	1,595,634
Net Book Value							
At 31st December 2016	5,821,831	11,089,764	2,733,810	66,816	15,415	12,925	19,740,561

The Marine & Property Group Ltd

Notes forming part of the financial statements
for the year ended 31st December 2017 (continued)

7 Fixed Asset Investments

<u>Company</u>	Shares in group undertakings and participating interests £
<i>Cost or Valuation</i>	
At 31st December 2016	3,922,647

Subsidiary undertakings, associated undertakings and other investments

The principal undertakings in which the company's interest at the period end is 20% or more are as follows:

<u>Subsidiary undertakings</u>	Class of share capital held	Proportion of share capital held	Nature of Business
Cardiff Marine Services Ltd	Ordinary	100%	Provision of dockside facilities
CMG Power Limited	Ordinary	100%	Operation of a Multi branded Engine Parts and Engine Service Centre
Cardiff Diesel Services (CDS) Ltd	Ordinary	100%	Provision of industrial engine services and the support of the group's engineering department.

Aberystwyth Marina Limited	Ordinary	100%	Operation of Marina and provision of dockside facilities
Port Dinorwic Marina Limited (from March 2017)	Ordinary	100%	Operation of Marina and provision of dockside facilities
Burry Port Marina Limited (from December 2017)	Ordinary	100%	Operation of Marina and provision of dockside facilities

The Marine & Property Group Ltd

Notes forming part of the financial statements
for the year ended 31st December 2017 (continued)

8 Debtors

	Group 2017 £	Group 2016 £
Trade Debtors	2,546,420	3,166,347
Amounts owed by companies under common control	1,166,740	1,555,223
Other Debtors	383,611	332,607
Prepayments and accrued income	90,000	90,000
Deferred Taxation	6,000	6,000
	4,192,771	5,150,177

	Deferred Tax £
At 1st January and 31st December 2017	6,000

<i>Deferred Taxation</i>	Group 2017 £	Group 2016 £	Company 2017 £	Company 2016 £
<i>The amount of deferred taxation is as follows:</i>				
Accelerated Capital allowances	6,000	6,000	-	-

The Marine & Property Group Ltd

Notes forming part of the financial statements
for the year ended 31st December 2017 (continued)

9 Creditors: amounts falling due within one year

	Group 2017	Group 2016
	£	£
Bank Loans and Overdrafts (Secured)	375,070	339,272
Other Loans	848,337	1,072,702
Trade Creditors	212,722	581,100
Amounts owed to companies under common control	-	-
Other taxation and social security	808,427	762,560
Obligations under finance lease and hire purchase contracts	-	-
Other Creditors	1,011,401	928,599
	<u>3,255,957</u>	<u>3,684,233</u>

10 Creditors: amounts falling due after more than one year

	Group 2017	Group 2016
	£	£
Bank Loans (Secured)	6,276,450	6,846,678
Other Loans/Creditors	379,677	321,319
Amounts owed to companies under common control	41,459	966,752
	<u>6,697,586</u>	<u>8,134,749</u>

The Marine & Property Group Ltd

Notes forming part of the financial statements
for the year ended 31st December 2017 (continued)

11 Share Capital

	2017	2016
	£	£
<i>allotted, called up and fully paid</i>		
113 ordinary shares at £1 each	113	113

12 Reserves

	Share Premium	Revaluation Reserve	Profit & Loss Account
<u>Group</u>	£	£	£
At 1st January 2017	412,489	12,932,328	4,665,147
Revaluation addition	-	-	-
Shares issued	-	-	-
Profit for the year	-	-	715,594
At 31st December 2017	412,489	10,362,328	5,380,741