

Financial Statements Birmingham Technology (Venture Capital) Limited

For the year ended 31 March 2012



Registered number: 2188943

Birmingham Technology (Venture Capital) Limited

Company Information

Company number	2188943
Registered office	Faraday Wharf Holt Street Birmingham West Midlands B7 4BB
Directors	Councillor M Whitby Councillor Sir Albert Bore Councillor T Ali Professor J King CBE Councillor J R McKay
Company secretary	R Kumar
Bankers	Lloyds TSB Plc The Priory Queensway Birmingham B4 6BP
Auditor	Grant Thornton UK LLP Chartered Accountants & Statutory Auditor Colmore Plaza 20 Colmore Circus Birmingham West Midlands B4 6AT

Birmingham Technology (Venture Capital) Limited

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Directors' Report

For the year ended 31 March 2012

The directors present their report and the financial statements for the year ended 31 March 2012

Principal activity and review of business

The company holds investments in the form of equity and loans to technology companies based on the Birmingham Science Park Aston

Results

The loss for the year, after taxation, amounted to £29,968 (2011 - loss £5,992)

Going concern

The group has prepared cash flow forecasts to 31 December 2013, making certain assumptions, to assess the working capital requirement for that period. Birmingham City Council has agreed to provide a working capital facility to meet that requirement. Accordingly, in the directors' opinion it is appropriate to prepare the financial statements on the going concern basis. The financial statements do not include any adjustments that might be necessary should the company be unable to continue as a going concern.

Directors

The directors who served during the year were

Councillor M Whitby
Councillor Sir Albert Bore
Councillor T Huxtable (resigned 11 June 2012)
Councillor T Ali (appointed 17 August 2011)
Councillor S Shah (resigned 17 August 2011)
Hon Alderman D Roy (resigned 6 December 2012)
Professor J King CBE

Councillor J R McKay was appointed as a director of the company 11 June 2012

Directors' indemnities

As permitted by the Articles of Association, the directors have the benefit of an indemnity insurance policy which is qualifying third party indemnity provision as defined by Section 234 of the Companies Act 2006. The indemnity was in force throughout the last financial year and is currently in force. The company also purchased and maintained throughout the year directors' and officers' liability insurance in respect of itself and its directors.

Directors' Report

For the year ended 31 March 2012

Directors' responsibilities statement

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 judgments and 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.

Provision of information to auditor

Each of the persons who are directors at the time when this Directors' report is approved has confirmed that

- so far as that director is aware, there is no relevant audit information of which the company's auditor is unaware, and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of any information needed by the company's auditor in connection with preparing its report and to establish that the company's auditor is aware of that information

Auditor

The auditor, Grant Thornton UK LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006

This report was approved by the board on 19 December 2012 and signed on its behalf



R Kumar
Secretary



Independent Auditor's Report to the Members of Birmingham Technology (Venture Capital) Limited

We have audited the financial statements of Birmingham Technology (Venture Capital) Limited for the year ended 31 March 2012, which comprise the Profit and loss account, the Balance sheet 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).

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 auditor

As explained more fully in the Directors' responsibilities statement, 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 (APB's) Ethical Standards for Auditors.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the Auditing Practices Board's website at www.frc.org.uk/apb/scope/private.cfm.

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 March 2012 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 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 to the Members of Birmingham Technology (Venture Capital) 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

A handwritten signature in black ink, appearing to read "David White".

David White (Senior statutory auditor)
for and on behalf of
Grant Thornton UK LLP
Chartered Accountants
Statutory Auditor
Birmingham

20 December 2012

Birmingham Technology (Venture Capital) Limited

Profit and Loss Account

For the year ended 31 March 2012

	Note	2012 £	2011 £
Administrative expenses		(29,968)	(6,992)
Operating loss	2	(29,968)	(6,992)
Interest receivable and similar income	4	1,000	1,000
Interest payable and similar charges	5	(1,000)	-
Loss on ordinary activities before taxation		(29,968)	(5,992)
Tax on loss on ordinary activities		-	-
Loss for the financial year	11	(29,968)	(5,992)

All amounts relate to continuing operations

There were no recognised gains and losses for 2012 or 2011 other than those included in the Profit and loss account

The notes on pages 7 to 11 form part of these financial statements

Balance Sheet

As at 31 March 2012

	Note	£	2012 £	£	2011 £
Fixed assets					
Investments	6		10,000		30,000
Current assets					
Debtors	7	24,468		13,835	
Creditors amounts falling due within one year	8	(33,228)		(12,627)	
Net current (liabilities)/assets			(8,760)		1,208
Net assets			<u>1,240</u>		<u>31,208</u>
Capital and reserves					
Called up share capital	10		5,500		5,500
Profit and loss account	11		(4,260)		25,708
Shareholders' funds	12		<u>1,240</u>		<u>31,208</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 19 December 2012



Councillor Sir Albert Bore
Director

The notes on pages 7 to 11 form part of these financial statements

Notes to the Financial Statements

For the year ended 31 March 2012

1. Accounting Policies

1.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards

The accounting policies adopted remain unchanged from the previous year

1.2 Going concern

The group has prepared cash flow forecasts to 31 December 2013, making certain assumptions, to assess the working capital requirement for that period. Birmingham City Council has agreed to provide a working capital facility to meet that requirement. Accordingly, in the directors' opinion it is appropriate to prepare the financial statements on the going concern basis. The financial statements do not include any adjustments that might be necessary should the company be unable to continue as a going concern.

1.3 Cash flow

The directors have taken advantage of the exemption in Financial Reporting Standard No 1 (Revised 1996) from including a cash flow statement in the financial statements on the grounds that the company is small.

1.4 Investments

Investments in investee companies are stated at cost except where the directors become aware of any diminution in value, in which case a provision is made for such diminution.

1.5 Deferred taxation

Deferred tax is recognised on all timing differences where the transactions or events that give the group an obligation to pay more tax in the future, or a right to pay less tax in the future, have occurred by the balance sheet date. Deferred tax on defined benefit pension scheme surpluses or deficits is adjusted against these surpluses. Deferred tax assets are recognised when it is more likely than not that they will be recovered. Deferred tax is measured using rates of tax that have been enacted or substantively enacted at the balance sheet date.

Notes to the Financial Statements

For the year ended 31 March 2012

1. Accounting Policies (continued)

1.6 Financial instruments

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 entity after deducting all of its financial liabilities.

Where the contractual obligations of financial instruments (including share capital) are equivalent to a similar debt instrument, those financial instruments are classed as financial liabilities. Financial liabilities are presented as such in the balance sheet. Finance costs and gains or losses relating to financial liabilities are included in the profit and loss account. Finance costs are calculated so as to produce a constant rate of return on the outstanding liability.

Where the contractual terms of share capital do not have any terms meeting the definition of a financial liability then this is classed as an equity instrument. Dividends and distributions relating to equity instruments are debited direct to equity.

2. Operating loss

The operating loss is stated after charging

	2012	2011
	£	£
Auditor's remuneration - audit fees	1,000	1,000
Auditor's remuneration - tax compliance fees	1,300	1,300

3. Staff costs

There were no employees paid by the company during either the current year or the prior year.

None of the directors received any emoluments during the year in respect of their services to the company (2011 £nil).

4. Interest receivable

	2012	2011
	£	£
On loans to group undertakings	1,000	1,000

Notes to the Financial Statements

For the year ended 31 March 2012

5. Interest payable

	2012	2011
	£	£
On loans from group undertakings	1,000	-

6. Fixed asset investments

	Investments in associates £
Cost	
At 1 April 2011 and 31 March 2012	252,000
Impairment	
At 1 April 2011	222,000
Charge for the year	20,000
At 31 March 2012	242,000
Net book value	
At 31 March 2012	10,000
At 31 March 2011	30,000

Participating interests

Investments in investee companies are detailed as follows

Associates

Name	Country of incorporation	Class of shares	Holding	Principal activity
Tech-Ni-Plant Limited	United Kingdom	9,608 Ordinary shares of £1 each 20,000 Cumulative redeemable preference shares of £1 each	42%	Supply of a full range of surface treatment processes to moulders, mould-makes, toolmakers and in-house processors

The directors consider the net book value of the investments to be supported by their underlying assets

The unaudited capital and reserves of Tech-Ni-Plant Limited were £57,783 (2011 £47,768) at 31 March 2012 and the company made a profit of £8,215 (2011 £2,181) for the year ended 31 March 2012

Notes to the Financial Statements

For the year ended 31 March 2012

7. Debtors

	2012	2011
	£	£
Amounts owed by group undertakings	24,468	13,835

Amounts owed by group undertakings are repayable on demand. Interest was payable at 5.5% per annum (2011: 6.0%). Intercompany balances are unsecured.

8. Creditors:

Amounts falling due within one year

	2012	2011
	£	£
Amounts owed to group undertakings	33,228	12,627

Amounts owed to group undertakings are repayable on demand. Interest was payable at 5.5% per annum (2011: 6.0%). Intercompany balances are unsecured.

9. Deferred taxation

	2012	2011
	£	£
At beginning and end of year	-	-

No deferred tax assets have been recognised in 2012 (2011: £nil). The unprovided tax asset at 31 March 2012 is £244,865 (2011: £262,679). The asset would be recovered by reducing future tax liabilities generated by future taxable profits. As this relies on the generation of future profits which is uncertain, the related asset has not been recognised.

10. Share capital

	2012	2011
	£	£
Allotted, called up and fully paid		
5,000 'A' Ordinary shares shares of £1 each	5,000	5,000
500 'B' Ordinary shares shares of £1 each	500	500
	5,500	5,500

An 'A' Ordinary shareholder is entitled to receive a notice of and to attend at any general meeting and has one vote on a show of hands and on a poll one vote for each 'A' Ordinary Share of which he is the holder. The 'B' Ordinary Shares have the same rights as the 'A' Ordinary Shares and rank *pari passu* with the 'A' Ordinary Shares.

Notes to the Financial Statements

For the year ended 31 March 2012

11. Reserves

	Profit and loss account £
At 1 April 2011	25,708
Loss for the year	(29,968)
At 31 March 2012	<u>(4,260)</u>

12. Reconciliation of movement in shareholders' funds

	2012 £	2011 £
Opening shareholders' funds	31,208	37,200
Loss for the year	<u>(29,968)</u>	<u>(5,992)</u>
Closing shareholders' funds	<u>1,240</u>	<u>31,208</u>

13. Related party transactions

The amounts owed to/from group companies, including subsidiary undertakings, are repayable on demand. Interest on these balances was payable and receivable at 5.5% (2011 6.0%). The amounts of these transactions are shown in note 3. The company pays certain administration charges to Birmingham Technology Limited and other group companies, which amounted to £7,668 in the year ended 31 March 2012 (2011 £4,692).

14. Ultimate parent undertaking and controlling party

The company is part of the Birmingham Technology Limited group, which is the smallest group to consolidate these financial statements. The ultimate parent undertaking and controlling party is Birmingham City Council, which is the parent undertaking of the largest group to consolidate these financial statements. Copies of Birmingham Technology Limited's, and Birmingham City Council's consolidated financial statements can be obtained from the Company Secretary at Faraday Wharf, Holt Street, Aston Science Park, Birmingham B7 4BB.