

COMPANY REGISTRATION NUMBER: 5659212

Alpha Utilities Holdings Limited
Financial Statements
31 March 2017



SLAVEN JEFFCOTE LLP
Chartered Certified Accountants & statutory auditor
1 Lumley Street
Mayfair
London
W1K 6TT

Alpha Utilities Holdings Limited

Financial Statements

Year ended 31 March 2017

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Alpha Utilities Holdings Limited

Officers and Professional Advisers

The board of directors	S Kapur B Choudhrie D Choudhrie C P Thomas
Company secretary	S Pudaruth
Registered office	23 Buckingham Gate London SW1E 6LB
Auditor	Slaven Jeffcote LLP Chartered Certified Accountants & statutory auditor 1 Lumley Street Mayfair London W1K 6TT
Bankers	Royal Bank of Scotland St Johns House East Street Leicester LE1 6NB

Alpha Utilities Holdings Limited

Directors' Report

Year ended 31 March 2017

The directors present their report and the financial statements of the company for the year ended 31 March 2017.

Directors

The directors who served the company during the year were as follows:

S Kapur
B Choudhrie
D Choudhrie
C P Thomas

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 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 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 maintenance and integrity of corporate and financial information included on the company's website.

Auditor

Each of the persons who is a director at the date of approval of this report confirms that:

- so far as they are aware, there is no relevant audit information of which the company's auditor is unaware; and
- they have taken all steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

Alpha Utilities Holdings Limited

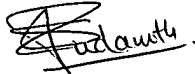
Directors' Report *(continued)*

Year ended 31 March 2017

Small company provisions

This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

This report was approved by the board of directors on 8/12/2017 and signed on behalf of the board by:



S Pudaruth
Company Secretary

Registered office:
23 Buckingham Gate
London
SW1E 6LB

Alpha Utilities Holdings Limited

Independent Auditor's Report to the Members of Alpha Utilities Holdings Limited

Year ended 31 March 2017

We have audited the financial statements of Alpha Utilities Holdings Limited for the year ended 31 March 2017 which comprise the statement of income and retained earnings, statement of financial position and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and the United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS 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 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 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 March 2017 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 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 the directors' report has been prepared in accordance with applicable legal requirements.

Alpha Utilities Holdings Limited

Independent Auditor's Report to the Members of Alpha Utilities Holdings Limited *(continued)*

Year ended 31 March 2017

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; and
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies exemption in preparing the directors' report and take advantage of the small companies exemption from the requirement to prepare a strategic report.



Joanne Louise Denman (FCCA) (Senior Statutory Auditor)

For and on behalf of
Slaven Jeffcote LLP
Chartered Certified Accountants & statutory auditor
1 Lumley Street
Mayfair
London
W1K 6TT

8 December 2017

Alpha Utilities Holdings Limited
Statement of Income and Retained Earnings
Year ended 31 March 2017

	Note	2017 £	2016 £
Turnover		407,432	337,154
Gross profit		<u>407,432</u>	<u>337,154</u>
Administrative expenses		(494,224)	(86,001)
Operating profit	6	901,656	423,155
Income from shares in group undertakings		–	1,211,121
Other interest receivable and similar income		<u>283,499</u>	<u>260,549</u>
Profit before taxation		1,185,155	1,894,825
Tax on profit		–	–
Profit for the financial year and total comprehensive income		<u>1,185,155</u>	<u>1,894,825</u>
Retained earnings at the start of the year		<u>2,525,329</u>	630,504
Retained earnings at the end of the year		<u>3,710,484</u>	<u>2,525,329</u>

All the activities of the company are from continuing operations.

The notes on pages 8 to 12 form part of these financial statements.

Alpha Utilities Holdings Limited

Statement of Financial Position

31 March 2017

	Note	2017 £	2016 £
Fixed assets			
Investments	10	5,180,098	3,951,788
Current assets			
Debtors	11	–	358,141
Cash at bank and in hand		<u>2,936</u>	<u>673</u>
		2,936	358,814
Creditors: amounts falling due within one year	12	<u>1,472,548</u>	<u>1,785,271</u>
Net current liabilities		1,469,612	1,426,457
Total assets less current liabilities		3,710,486	2,525,331
Net assets		3,710,486	2,525,331
Capital and reserves			
Called up share capital		2	2
Profit and loss account		<u>3,710,484</u>	<u>2,525,329</u>
Members funds		3,710,486	2,525,331

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime and in accordance with FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

These financial statements were approved by the board of directors and authorised for issue on 8/12/2017 and are signed on behalf of the board by:



B Choudhrie
Director

Company registration number: 5659212

The notes on pages 8 to 12 form part of these financial statements.

Alpha Utilities Holdings Limited

Notes to the Financial Statements

Year ended 31 March 2017

1. General information

The company is a private company limited by shares, registered in England and Wales. The address of the registered office is 23 Buckingham Gate, London, SW1E 6LB.

2. Statement of compliance

These financial statements have been prepared in compliance with the provisions of FRS 102 Section 1A, 'The Financial Reporting Standard applicable in the UK and the Republic of Ireland'.

3. Business review

Alpha Utilities Holdings Limited is a company Limited by shares, incorporated in England & Wales. Principal activity of the company during the year was that of an investment company having made its first investment in a utility company based in Middle East.

The wholly owned subsidiary of the company (Alpha Utilities FZE) owns and operates a Reverse Osmosis Desalination plant which generates 1 million gallons of water per day with exclusive rights (which does not restrict local water authorities) to supply desalinated water to the Hamriyah Free Zone Authority. Currently the company is in the process of increasing the output capacity to 1.5 million gallons by September 2017.

Also the company is looking for further opportunities in investing in water desalination and waste water treatment in the Middle East.

4. Accounting policies

Basis of preparation

The financial statements have been prepared on the historical cost basis, as modified by the revaluation of certain financial assets and liabilities and investment properties measured at fair value through profit or loss.

The financial statements are prepared in sterling, which is the functional currency of the entity.

Going concern

The directors have assessed the company's ability to continue to adopt the going concern basis of accounting. The directors of the company are of the opinion that the company's subsidiary will continue to generate sufficient income for at least another 12 month from the date of signing the accounts and therefore make it appropriate to prepare the financial statement on a going concern basis.

Consolidation

The company has taken advantage of the option not to prepare consolidated financial statements contained in Section 398 of the Companies Act 2006 on the basis that the company and its subsidiary undertakings comprise a small group.

Judgements and key sources of estimation uncertainty

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported. These estimates and judgements are continually reviewed and are based on experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Alpha Utilities Holdings Limited

Notes to the Financial Statements *(continued)*

Year ended 31 March 2017

4. Accounting policies *(continued)*

Revenue recognition

Turnover represents the amounts receivable, excluding VAT, by the company for services provided during the year.

Revenue from the rendering of services is measured by reference to the stage of completion of the service transaction at the end of the reporting period provided that the outcome can be reliably estimated. When the outcome cannot be reliably estimated, revenue is recognised only to the extent that expenses recognised are recoverable.

Corporation tax

The taxation expense represents the aggregate amount of current and deferred tax recognised in the reporting period. Tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, tax is recognised in other comprehensive income or directly in equity, respectively.

Current tax is recognised on taxable profit for the current and past periods. Current tax is measured at the amounts of tax expected to pay or recover using the tax rates and laws that have been enacted or substantively enacted at the reporting date.

Foreign currencies

Foreign currency transactions are initially recorded in the functional currency, by applying the spot exchange rate as at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the exchange rate ruling at the reporting date, with any gains or losses being taken to the profit and loss account.

Investments

Fixed asset investments are initially recorded at cost, and subsequently stated at cost less any accumulated impairment losses.

Financial instruments

Basic financial assets, which include debtors cash and bank balances and creditors, 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.

5. Turnover

During the year under review the company charged management fee of £407,432 (2016: £337,154) to its subsidiary undertaking (Alpha Utilities UAE).

Alpha Utilities Holdings Limited

Notes to the Financial Statements *(continued)*

Year ended 31 March 2017

6. Operating profit

Operating profit or loss is stated after crediting:

	2017 £	2016 £
Foreign exchange differences	<u>(575,170)</u>	<u>(129,619)</u>

7. Auditor's remuneration

	2017 £	2016 £
Fees payable for the audit of the financial statements	<u>2,760</u>	<u>2,700</u>

8. Staff costs

The average number of persons employed by the company during the year, including the directors, amounted to Nil (2016: Nil).

9. Other interest receivable and similar income

During the year under review the company charged interest of £283,499 (2016: £260,542) to its subsidiary undertaking (Alpha Utilities FZE).

10. Investments

	Shares in group undertakings £	Loans to group undertakings £	Total £
Cost			
At 1 April 2016	20,336	3,931,452	3,951,788
Additions	–	1,049,071	1,049,071
Disposals	–	(395,931)	(395,931)
Foreign exchange adjustment	–	575,170	575,170
At 31 March 2017	<u>20,336</u>	<u>5,159,762</u>	<u>5,180,098</u>
Impairment			
At 1 Apr 2016 and 31 Mar 2017	–	–	–
Carrying amount			
At 31 March 2017	<u>20,336</u>	<u>5,159,762</u>	<u>5,180,098</u>
At 31 March 2016	<u>20,336</u>	<u>3,931,452</u>	<u>3,951,788</u>

Subsidiaries, associates and other investments

	Class of share	Percentage of shares held
Subsidiary undertakings		
Alpha Utilities FZE (Formerly known as Al Khaleej Water & Electricity Co FZE)	Ordinary	100

Alpha Utilities Holdings Limited

Notes to the Financial Statements *(continued)*

Year ended 31 March 2017

10. Investments *(continued)*

The results and capital and reserves for the year are as follows:

	Capital and reserves		Profit/(loss) for the year	
	2017	2016	2017	2016
	£	£	£	£
Subsidiary undertakings				
Alpha Utilities FZE (Formerly known as Al Khaleej Water & Electricity Co FZE)	<u>6,494,091</u>	<u>6,568,674</u>	<u>15,177</u>	<u>619,291</u>

11. Debtors

	2017	2016
	£	£
Trade debtors	<u>-</u>	<u>358,141</u>

12. Creditors: amounts falling due within one year

	2017	2016
	£	£
Trade creditors	4,803	14,803
Amounts owed to group undertakings	1,453,752	1,756,055
Other creditors	13,993	14,413
	<u>1,472,548</u>	<u>1,785,271</u>

Included in creditors amount falling due within one year there is a loan of £1,453,752 (2016-£1,756,055) from the parent undertaking.

13. Financial instruments

The carrying amount for each category of financial instrument is as follows:

	2017	2016
	£	£
Financial assets that are debt instruments measured at amortised cost		
Financial assets that are debt instruments measured at amortised cost	<u>5,162,699</u>	<u>4,290,266</u>
Financial liabilities measured at amortised cost		
Financial liabilities measured at amortised cost	<u>1,472,548</u>	<u>1,785,271</u>

14. Related party transactions

There was no one controlling party at the balance sheet date.

The company has taken advantage of the exemption from reporting related party transactions between Alpha Utilities Holdings Limited and other members of the C&C Alpha Group of companies, conferred by FRS 102 section 33, on the grounds that the company is a wholly owned subsidiary and the parent undertaking prepares consolidated financial statements which include the company.

Alpha Utilities Holdings Limited

Notes to the Financial Statements *(continued)*

Year ended 31 March 2017

15. Controlling party

The company's ultimate parent undertaking at the balance sheet date was Harberry Investments Limited, a company incorporated in the British Virgin Islands.

At the balance sheet date, the parent undertaking of the largest group for which group accounts including Alpha Utilities Holdings Limited are drawn up is C&C Alpha Group Limited, a company registered in England and Wales. Copies of the consolidated financial statements are available from Companies House or from the registered office:

23 Buckingham Gate
London
SW1E 6LB