KPMG Peat Marwick

Snowdon Mountain Railway plc

Directors' report and financial statements

31 December 1993

Registered number 42476



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Directors' report and financial statements

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Company information

Directors: Nigel Keith Ross LLB (Lond)

Andrew Ian Jaye ASVA

Derek Rogerson BSc (hons) (Dunelm)

Andrew Owen Evan Davies Brian Ivan Leaver FRICS

Gillian Davies

Chairman

Deputy Chairman

Managing Director

Non executive Director

Elizabeth Hughes Secretary:

Registered office: Snowdon Mountain Railway plc

> Llanberis Caernarfon **GWYNEDD** LL55 4TY

Auditors: KPMG Peat Marwick

> Richmond House 1 Rumford Place LIVERPOOL L3 9QY

Bankers: Midland Bank plc

24 Castle Square Caernarfon **GWYNEDD** LL55 2NB

Philippsohn Crawfords Berwald Solicitors:

21 Bentinck Street

LONDON WIM 5RL Gouldens

22 Tudor Street LONDON EC4Y 0JJ

Directors' report

The directors present their annual report and the audited financial statements for the year ended 31 December 1993.

Principal activities

The principal activities of the company are the operation of the Snowdon Mountain Railway together with associated catering and retail activities.

Business review

The Railway was open to the public every day from 15 March to 1 November inclusive. Total revenue in the Railway Operating Department increased by 4.2% compared to 1992 and passenger bookings reached a new record of 131,447. There was a noticeable increase in the number of visitors from overseas.

The sales and gross profit in the shops showed an encouraging increase compared to the previous year but results from the catering department were disappointing. Sales of ice cream and cold drinks were significantly down.

The state of the Company's affairs and the trading results for the year ended 31 December 1993 are as shown in the following financial statements.

Proposed dividend

The directors recommend the payment of a dividend of 2.25 pence per share (1992: 2.25 pence).

After deducting the total dividends the profit for the year retained in the company is £82,910.

Significant changes in fixed assets

The changes in fixed assets are set out in note 10 to the financial statements.

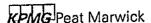
Market value of land and buildings

In the opinion of the directors, the market value of the land and buildings and the railway line and works of the company exceeds the book values of these assets.

Directors and directors' interests

The directors who held office during the year were as follows:

NK Ross D Rogerson AOE Davies AI Jaye BI Leaver G Davies



Directors' report

Directors and directors' interests (continued)

The directors retiring by rotation are AI Jaye and BI Leaver who, being eligible, offer themselves for re-election.

The directors who held office at the end of the financial year had the following interests (including their family interests) in the ordinary shares and loan stock of the company, as recorded in the register of directors' share and debenture interests:

	Ordinary 10p shares		3% Convertible	le Unsecured n Stock 1997
	Interest at end of year	Interest at beginning of year	Interest at end of year	Interest at beginning of year £
	1,170	1,000	-	136
NK Ross D Rogerson AOE Davies	5,850	5,000	-	680
	16,633	15,125	-	1,207
AI Jaye	-	-	-	-
BI Leaver	585	500	-	68
G Davies	24,983	20,125	-	1,887

The above shareholdings take no account of the 810,489 Ordinary shares (48.6% of the issued share capital of the company) and £94,844 3% Convertible Unsecured Loan Stock 1997 held by Cadogan Properties Limited, which is owned by BI Leaver and Haigside Limited (in which NK Ross and AI Jaye have an interest).

Statement of directors' responsibilities

Company law requires the directors to prepare financial statements for each financial year which 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 those financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed subject to any material departures disclosed and explained in the financial statements;
- 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 proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act 1985. 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.

Directors' report

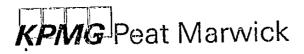
Auditors

In accordance with Section 385 of the Companies Act 1985, a resolution for the re-appointment of KPMG Peat Marwick as auditors of the company, is to be proposed at the forthcoming Annual General Meeting.

By order of the board

E Hughes' Secretary

Snowdon Mountain Railway plc
Llanberis
Caernarfon
GWYNEDD
LL55 4TY



Richmond House 1 Rumford Place Liverpool L3 9QY

Report of the auditors to the members of Snowdon Mountain Railway plc

We have audited the financial statements on pages 6 to 20.

Respective responsibilities of directors and auditors

As described on page 3 the company's directors are responsible for the preparation of financial statements. It is our responsibility to form an independent opinion, based on our audit, on those statements and to report our opinion to you.

Basis of opinion

We conducted our audit in accordance with Auditing Standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Opinion

In our opinion the financial statements give a true and fair view of the state of the company's affairs as at 31 December 1993 and of its profit and cash flow for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

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Chartered Accountants Registered Auditors 28' Marc 1994.

Profit and loss account for the year ended 31 December 1993

•	Note	1993 £	1992 £
Turnover Cost of sales	2	1,803,138 (1,309,663)	1,740,316 (1,236,766)
Gross profit Administrative expenses		493,475 (341,965)	503,550 (334,923)
Operating profit Other operating income Interest payable and similar charges	2 6	151,510 12,342 (30,281)	168,627 21,702 (39,195)
Profit on ordinary activities before taxation Tax on profit on ordinary activities	3-5 7	133,571 (13,191)	151,134 (29,173)
Profit on ordinary activities after taxation Extraordinary loss	8	120,380	121,961 (5,314)
Profit for the financial year Dividends proposed	9	120,380 (37,470)	116,647 (37,268)
Retained profit for the financial year	17	82,910	79,379

A statement of movements on reserves is given in note 17

All turnover and operating profits are derived from continuing operations.

There are no other recognised gains or losses other than the profit for the financial year.

Balance sheet at 31 December 1993

	71 (102	1/	992
Note	£	£	£	992 £
10		1,320,040		1,321,901
11	109,039		125,136	
12	59,314		35,825	
	233,501		240,240	
	401,854		401,201	
13	(338,954)		(332,172)	
		62,900		69,029
		1,382,940		1,390,930
14		(284,476)		(384,002)
15		(35,407)		(33,955)
		1,063,057		972,973
16		166,533 ·		165,636
17		654,474	ж. •	648,197
17		242,050		159,140
		1,063,057		972,973
	11 12 13 14 15	£ 10 11 109,039 12 59,314 233,501 401,854 13 (338,954) 14 15	£ £ £ 10 1,320,040 11 109,039 12 59,314 233,501 401,854 13 (338,954) 62,900 1,382,940 14 (284,476) (35,407) 1,063,057 16 166,533 17 654,474 17 242,050	£ £ £ £ 10 1,320,040 11 109,039 125,136 12 59,314 35,825 233,501 240,240 401,854 401,201 13 (338,954) (332,172) 62,900 1,382,940 14 (284,476) 15 (35,407) 1,063,057 16 166,533 17 654,474 17 242,050

These financial statements were approved by the board of directors on 19.03.94 and were signed on its behalf by:

D Rogerson
Director

Cash flow statement

for the year ended 31 December 1993

	Note	19		19	
		£	£	£	£
Net cash inflow from operating activities	18		210,066		218,975
Net cash outflow from returns on investments and servicing of finance Interest received Interest paid Interest element of hire purchase payments Dividends paid		9,913 (30,281) (37,268)		20,857 (39,069) (126) (36,481)	
			(57,636)		(54,819)
Taxation UK corporation tax paid			(15,453)		(17,934)
Net cash outflow from investing activities Purchase of tangible fixed assets Net proceeds from sale of subsidiary undertaking		(47,731)		(303,815) 37,936	
			(47,731)		(265,879)
Net cash inflow/outflow before financing			89,246		(119,657)
Net cash outflow/inflow from financing Repayment of amounts borrowed New short-term loans Capital element of hire purchase payments	20	(95,985)	•	(57,810) 198,000 (608)	
			(95,985)		139,582
Decrease/Increase in cash	19		(6,739)	•	19,925

Notes

(forming part of the financial statements)

1 Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the company's financial statements.

Basis of preparation

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

Fixed assets and depreciation

Depreciation is provided by the company to write off the cost of tangible fixed assets over their estimated useful economic lives as follows:

Freehold premises - 2% per annum reducing balance method
Plant and machinery - 20% per annum reducing balance method
Furniture, fixtures and fittings - 20% per annum reducing balance method
Motor vehicles - 20% per annum reducing balance method

The long leasehold premises are being depreciated over the length of the lease.

Locomotives and rolling stock are depreciated on a straight line basis over 50 years, with the exception of some significant components which are depreciated over 5 to 20 years.

Railway line and works, including vintage locomotives and carriages are not depreciated.

Leases

Where the company enters into a lease which entails taking substantially all the risks and rewards of ownership of an asset, the lease is treated as a 'finance lease'. The asset is recorded in the balance sheet as a tangible fixed asset and is depreciated over its estimated useful life. Future instalments under such leases, net of finance charges, are included within creditors. Rentals payable are apportioned between the finance element, which is charged to the profit and loss account, and the capital element which reduces the outstanding obligation for future instalments. All other leases are accounted for as 'operating leases' and the rental charges are charged to the profit and loss account on a straight line basis over the life of the lease.



Notes (continued)

1 Accounting policies (continued)

Pension costs

The company operates a pension scheme providing benefits based on final pensionable pay. The assets of the scheme are held separately from those of the company, being invested with The Equitable Life Assurance Society. Contributions to the scheme are charged to the profit and loss account so as to spread the cost of pensions over employees' working lives with the company.

Stocks

Stocks are stated at the lower of cost and net realisable value.

Taxation

The charge for taxation is based on the profit for the year and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes. Provision is made for deferred tax only to the extent that it is probable that an actual liability will crystallise within the foreseeable future, taking into account future capital investment as currently anticipated.

Turnover

Turnover represents the amounts (excluding value added tax) derived from the provision of goods and services to customers during the year.

2 Analysis of turnover

	1993	1992
	£	£
By activity	*	
Railway operating	1,354,332	1,299,443
Retailing	231,987	218,503
Catering	216,819	222,370
	1,803,138	1,740,316
Other operating income comprises:		
Bank interest receivable	9,913	20,857
Rent receivable	2,429	845
	12,342	21,702

Notes (continued)

3 Profit on ordinary activities before taxation

		1993 £	1992 £
	Profit on ordinary activities before taxation is stated		
	after charging		
	Auditors' remuneration	5,750	6,000
	Depreciation	49,592	48,797
	Hire of plant and machinery - rentals	0.000	10.010
	payable under operating leases	9,839	10,219
4	Remuneration of directors		
		1993	1992
		£	£
	Directors' emoluments		
	- As directors (inclusive of pension contributions)	46,112	45,254
	Pension to past directors	708	623
		46,820	45,877
			

The emoluments, excluding pension contributions but including the scale value of benefits in kind, of the chairman were £8,248 (1992:£7,971), and those of the highest paid director were £28,262 (1992:£28,053).

The emoluments, excluding pension contributions, of the directors (including the chairman and highest paid director) were within the following ranges:

			Number of directors	
			1993	1992
£0	_	£5,000	3	3
£ 5,001	-	£10,000	2	2
£25,001	_	£30,000	1	1

Notes (continued)

5 Staff numbers and costs

The average number of persons employed (including directors) during the year, analysed by category, was as follows:

		Number of	employees
		1993	1992
	Management and administration	5	5
	Railway operations	48	45
	Railway services		22
		75	72
	The aggregate payroll costs of these persons were as follows:		
		1993	1992
		£	£
	we Ladada	843,775	805,376
	Wages and salaries	72,803	67,672
	Social security costs Other pension costs (see note 22)	21,448	21,351
		938,026	894,399
6	Interest payable and similar charges		*
		1993	1992
		£	£
	On bank loans, overdrafts and other loans		
	wholly repayable within five years	26,600	34,808
	On convertible loan stock	3,681	4,261
	Finance charges payable in respect of hire purchase contracts		126
		30,281	39,195

Notes (continued)

7	Taxation		
		1993	1992
		£	£
	UK corporation tax at 25% (1992: 25%) on the profit for the year		
	- current year	17,000	19,262
	- previous years	(3,809)	(89)
	Deferred taxation	_	10,000
		13,191	29,173
8	Extraordinary items	,	
		1993	1992
		£	£
	Reduction in value of intra-group loan account to the amount realisable on disposal of shareholding	_	5,314
	amount teamsable on disposal of shareholding	p.,	
9	Dividends		
		1993	1992
		£	£
	Final proposed dividend	37,470	37,268

Notes (continued)

10 Tangible fixed assets

	Land and buildings	Plant and machinery	Fixtures and fittings	Total
	£	£	£	£
Cost				
At beginning of year	198,613	1,259,714	51,471	1,509,798
Additions	13,638	32,157	1,936	47,731
Disposals	• •	-	-	-
At end of year	212,251	1,291,871	53,407	1,557,529
Depreciation and diminution in value	 			*************************************
At beginning of year	27,501	125,624	34,772	187,897
Charge for year	3,284	42,581	3,727	49,592
On disposals	<u></u>		-	-
At end of year	30,785	163,205	38,499	237,489
Net book value				*
At 31 December 1993	181,466	1,123,666	14,908	1,320,040
At 31 December 1992	171,112	1,134,090	16,699	1,321,901
				\$ #
The net book value of land	and buildings com	prises:		
			1993	1992
			£	£
Freehold			163,879	153,507
Long leasehold			17,587	17,605
			181,466	171,112

The gross book value of plant and machinery includes £1,135,497 (1992:£1,103,340) of depreciable assets.

Notes (continued)

11	Stocks	
11	ついいい	

11	Stocks				
			19	93 £	1992 £
	Raw materials and consumables Goods for resale		85,9 23,0	258	99,415 25,721
			109,0	039	125,136
12	Debtors				
			19	993 £	1992 £
	Other debtors Prepayments and accrued income			079 235	17,201 18,624
			59,	314	35,825
13	Creditors: amounts falling due within	one year			
		1993		199)2
		£	£	£	£
	Finance loans (see note 14) Bank loans (see note 14) Trade creditors Other creditors including taxation		88,035 4,714 63,340		80,937 15,445 53,847
	and social security: Corporation tax Advance corporation tax	6,180 20,188		7,102 22,980	
	Other taxes and social security	39,116		40,769	
	Taxation and social security Other creditors	65,484 22,151	87,635	70,851 22,003	92,854
	Accruals and deferred income Dividend proposed		57,760 37,470		51,821 37,268
	• •		338,954		332,172

Notes (continued)

14 Creditors: amounts falling due after more than one year

	1993 £	1992 £
Finance loans Bank loans 3% convertible unsecured loan stock 1997	165,937	253,625 4,664 125,713
	284,476	384,002

Creditors payable by instalments

		Instalments payable within five years
	1993 £	1992 £
Finance loans Bank loan	253,972 4,714	334,562 20,109

The bank loan is secured by a fixed and floating charge over the assets and undertaking of the company.

Finance loans are secured on the assets to which they relate.

Notes (continued)

15 Provisions for liabilities and charges

	Deferred taxation	Recoverable ACT on proposed dividend	Total
	£	£	£
At beginning of year Transfer current taxation On proposed dividends Charge for the year	44,775 - - -	(10,820) 10,820 (9,368)	33,955 10,820 (9,368)
At end of year	44,775	(9,368)	35,407

The amounts provided for deferred taxation and the amounts not provided are set out below:

			1993	19	1992	
		Provided	Unprovided	Provided £	Unprovided £	
		£	£	L	r	
	Difference between accumulated		140.750	43,404	130,944	
	depreciation and capital allowances	44,628	149,750 (4,985)	1,371	(4,345)	
	Other timing differences	147	(4,96 <i>3)</i>			
		44,775	144,765	44,775	126,599	
16	Called up share capital			1993 £	1992 £	
	Authorised Ordinary shares of 10p each			200,000	200,000	
	Allotted, called up and fully paid Ordinary shares of 10p each			166,533	165,636	

During the year, 8,966 shares were allotted on conversion of £6,277 of convertible loan stock. Conversion in full of the remainder of the loan stock on or before the final specified date of 31 July 1996 would result in the issue of 148,174 additional shares at 80 pence per share.

Notes (continued)

17 Reserves

		Share premium account	Profit and loss account
	As beginning of	640 107	150 140
	At beginning of year Profit for the year	648,197	159,140
	Premium on loan stock conversion	6,277	82,910
	Tremum on road stock conversion		
	At end of year	654,474	242,050
		Pare - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 -	***************************************
18	Reconciliation of operating profit to net cash in	flow from operating activ	ities
		1993	1992
		£	£
	Operating profit	151,510	168,627
	Depreciation charge	49,592	48,797
	Loss on sale of tangible fixed assets	47,572	1,496
	Decrease/increase in stocks	16,097	(35,071)
	Increase in debtors	(23,489)	(8,150)
	Increase in creditors	13,927	42,431
	Rent receivable	2,429	845
	Net cash inflow from operating activities	210,066	218,975
19	Analysis of changes in cash		
			£
	Balance at 31 December 1991		220,315
	Net cash inflow		19,925
	Balance at 31 December 1992		240,240
	Net cash outflow		(6,739)
	Balance at 31 December 1993		233,501
			-

Notes (continued)

20 Analysis of changes in financing during the year

	Share capital (including premium) £	Lonns and finance lease obligations
Balance at 31 December 1991	785,851	368,784
Cash inflow from financing	-	139,582
Conversion of loan stock	27,982	(27,982)

Balance at 31 December 1992	813,833	480,384
Cash outflow from financing	•	(95,985)
Conversion of loan stock	7,174	(7,174)
Balance at 31 December 1993	821,007	377,225

21 Commitments

(i) Capital commitments at the end of the financial year for which no provision has been made.

	1993		1992
	£		£
		€9	
Contracted	120,000		-
Authorised but not contracted	•		-

(ii) Annual commitments under non-cancellable operating leases are as follows:

	19	1993		2
	Land and buildings	Other	Land and buildings	Other
	£	£	£	£
Operating leases which expire:				
Within one year In the second to	•	•	-	-
fifth years inclusive	-	4,304		4,304
		4,304	-	4,304
	-			

Notes (continued)

22 Pension scheme

As explained in the accounting policies set out on page 10, the company operates a pension scheme providing benefits based on final pensionable pay, contributions being charged to the profit and loss account so as to spread the cost of pensions over employees' working lives with the company. The contributions are determined by a qualified actuary on the basis of triennial valuations using the projected unit method. The most recent valuation was at 6 April 1993. The assumptions which have the most significant effect on the results of the valuation are that the rate of investment return would exceed future salary increases by 1% per annum.

The pension charge for the period amounted to £21,448 (1992:£21,351).

The most recent actuarial valuation showed that actuarial value of the scheme represented 104% of the benefits that had accrued to members, after allowing for expected future increases in earnings. The contributions of the company and employees will remain at 5.3% and 3% of earnings respectively.

Trading and Profit and Loss Account for the year ended 31 December 1993

The following information does not form part of the audited statutory accounts and is included solely for the information of management.

Detailed profit and loss account for the year ended 31 December 1993

for the year ended 31 December 1993	1993		19	1992	
	£	£	£	£	
Profits from Revenue Accounts					
Railway operating department		450,765		455,944	
Station cafe		(2,351)		8,036	
Station shop		26,594		22,036	
Summit cafe		8,655		10,921	
Summit shop		9,812		6,613	
		493,475		503,550	
Less:		•		•	
Directors' remuneration	42,038		40,633		
Office salaries	68,609		62,609		
Employers' national insurance	72,803		67,672		
Pension scheme contributions	21,448		21,351		
Rent and rates	22,228		21,094		
Insurance	35,685		29,928		
Leasing charges	7,791		8,171		
General expenses	1,569		1,128		
Advertising	17,994	н	9,467		
Printing, postage and stationery	4,350		3,753		
Telephone	5,765		4,905		
Travelling and motor expenses	8,099		5,968		
Staff training	2,216		722		
Bank charges	11,473		14,450		
Professional charges	8,626		30,330		
Auditors' remuneration	5,500		6,500		
Bank interest	1,642		8,064		
Loan interest	24,958		26,744		
Loan stock interest	3,681		4,261		
Hire purchase interest	444		126		
Sundries	2,904		1,308		
Depreciation: Freehold land and buildings	3,266		3,109		
Leasehold land and buildings	18		13		
Motor vehicles	1,544		1,930		
Furniture and fittings	3,727		4,175		
Loss on disposal of fixed assets		(<u>377,934</u>)	<u>1,496</u>	(<u>379,912</u>)	
		115,541		123,638	
Add:					
DSS incentive payments	5,688		5,794		
Bank interest received	9,913		20,857		
Rent received	2,429	<u> 18,030</u>	<u>845</u>	27,496	
Net profit for the year before tax		133,571		151,134	
		Company of the Compan			

Revenue accounts

for the year ended 31 December 1993	1002		1992	
	1993 £	£	£	£
Railway Operating Department Takings Parking fees Postal service Compensation for loss of revenue	10,	530 919 556	1,283,3. 4,9. 9,1 2,0 1,299,4	42 46 000
Less: Salaries and wages Fuel and light Loco running Loco and carriage repairs Permanent way repairs Building and general repairs Railway telephone Depreciation of plant and machinery Miscellaneous expenses Postal service	595,323 65,849 11,117 68,653 54,344 38,967 3,514 41,037 17,985 6,778	44,9 36, 35, 3, 39,	928 690	499)
Profit transferred to profit and loss account	45	0,765	455,	

Revenue accounts (continued) for the year ended 31 December 1993

for the year ended 31 December 1993	199	1993		1992	
	£	£	£	£	
Station Cafe Takings		99,552		100,681	
Less: Purchases Wages Miscellaneous expenses	56,364 43,121 2,418		49,737 40,186 2,722		
		(101,903)		(92,645)	
Loss/profit transferred to profit and loss account		(2,351)		8,036	
Station shop Takings		149,169		142,256	
Less: Purchases Wages Miscellaneous expenses	90,217 31,832 526		89,440 30,730 50		
		(122,575)		(120,220)	
Profit transferred to profit and loss account		26,594		22,036	

Revenue accounts (continued) for the year ended 31 December 1993

for the year ended 31 December 1993	1993		1992	
	£	£	£	£
Summit Cafe Takings		117,267		121,689
Less: Rent Purchases Wages Light and heat Miscellaneous expenses	8,795 53,557 43,599 1,798 863		9,127 54,834 43,249 1,830 1,728	
		(108,612)		(110,768)
Profit transferred to profit and loss account		8,655		10,921
Summit Shop Takings		82,818		76,247
Less: Rent Purchases Wages Miscellaneous expenses	6,219 47,110 19,253 424	(73,006)	5,711 47,009 16,821 93	(69,634)
Profit transferred to profit and loss account		9,812		6,613