

MANNINGS HEATH GOLF CLUB LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE PERIOD ENDED 30 MARCH 2016



MANNINGS HEATH GOLF CLUB LIMITED

COMPANY INFORMATION

Directors	G Pecorelli D L E Pecorelli J J Issa Ms M Issa
Company secretary	C Davies
Registered number	00321529
Registered office	Executive Office Pennyhill Park Hotel And Spa London Road Bagshot Surrey GU19 5EU
Independent auditors	BDO LLP 55 Baker Street London W1U 7EU
Solicitors	Neale Turk Bridge House 27 - 31 Reading Road South Fleet Hampshire GU13 9QP

MANNINGS HEATH GOLF CLUB LIMITED

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MANNINGS HEATH GOLF CLUB LIMITED

**DIRECTORS' REPORT
FOR THE PERIOD ENDED 30 MARCH 2016**

The directors present their report and the audited financial statements for the period ended 30 March 2016.

Principal activity

The principal activity of the company is the ownership and operation of Mannings Heath Golf Club, Horsham.

Results

The loss for the period, after taxation, amounted to £129,345 (2014 - loss £68,859).

Directors

The directors who served during the period were:

G Pecorelli
D L E Pecorelli
J J Issa
Ms M Issa

Disclosure of information to auditors

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 auditors are 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 relevant audit information and to establish that the company's auditors are aware of that information.

This report has been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

This report was approved by the board on 29th April 2016 and signed on its behalf.



D L E Pecorelli
Director

MANNINGS HEATH GOLF CLUB LIMITED

DIRECTORS' RESPONSIBILITIES

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 accounting estimates that are reasonable and prudent; and
- 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, to 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 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.

MANNINGS HEATH GOLF CLUB LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF MANNINGS HEATH GOLF CLUB LIMITED

We have audited the financial statements of Manning Heath Golf Club Limited for the period ended 30 March 2016 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 the Financial Reporting Standard for Smaller Entities (Effective January 2015) United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities.

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 Financial Reporting Council's (FRC'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 FRC's website at www.frc.org.uk/auditscopeukprivate.

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 30 March 2016 and of its loss for the period then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller entities; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matters prescribed by the Companies Act 2006

In our opinion the information given in the directors' report for the financial period for which the financial statements are prepared is consistent with the financial statements.

MANNINGS HEATH GOLF CLUB LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF MANNINGS HEATH GOLF CLUB 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 prepare the financial statements and the directors' report in accordance with the small companies regime and to the exemption from the requirement to prepare a strategic report.

BDO LLP

Stuart Collins (senior statutory auditor)
for and on behalf of BDO LLP, statutory auditor
London
United Kingdom

Date: **4 May 2016**

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

MANNINGS HEATH GOLF CLUB LIMITED

**PROFIT AND LOSS ACCOUNT
FOR THE PERIOD ENDED 30 MARCH 2016**

	Note	2016 £	2015 £
TURNOVER	2	1,687,560	1,859,861
Cost of sales		<u>(280,602)</u>	<u>(346,361)</u>
GROSS PROFIT		1,406,958	1,513,500
Administrative expenses		<u>(1,474,980)</u>	<u>(1,529,067)</u>
OPERATING LOSS	3	(68,022)	(15,567)
Interest payable and similar charges	4	<u>(61,323)</u>	<u>(53,292)</u>
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION		(129,345)	(68,859)
Tax on loss on ordinary activities		<u>-</u>	<u>-</u>
LOSS FOR THE FINANCIAL PERIOD	12	<u>(129,345)</u>	<u>(68,859)</u>

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

MANNINGS HEATH GOLF CLUB LIMITED
REGISTERED NUMBER: 00321529

BALANCE SHEET
AS AT 30 MARCH 2016

	Note	£	30 March 2016 £	£	1 April 2015 £
FIXED ASSETS					
Tangible assets	5		3,741,820		3,802,810
CURRENT ASSETS					
Stocks	6	52,337		60,435	
Debtors	7	71,567		28,433	
Cash in hand		3,035		2,966	
		<u>126,939</u>		<u>91,834</u>	
CREDITORS: amounts falling due within one year	8	<u>(2,122,564)</u>		<u>(1,982,532)</u>	
NET CURRENT LIABILITIES			<u>(1,995,625)</u>		<u>(1,890,698)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			1,746,195		1,912,112
CREDITORS: amounts falling due after more than one year	9		<u>(46,947)</u>		<u>(83,519)</u>
NET ASSETS			<u>1,699,248</u>		<u>1,828,593</u>
CAPITAL AND RESERVES					
Called up share capital	11		2,980,974		2,980,974
Profit and loss account	12		<u>(1,281,726)</u>		<u>(1,152,381)</u>
SHAREHOLDERS' FUNDS			<u>1,699,248</u>		<u>1,828,593</u>

The financial statements have been prepared in accordance with the special provisions applicable to small companies within Part 15 of the Companies Act 2006 and in accordance with the Financial Reporting Standard for Smaller Entities (effective January 2015).

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

29 April 2016.


B L E Pecorelli
 Director

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

MANNINGS HEATH GOLF CLUB LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 MARCH 2016

1. ACCOUNTING POLICIES

1.1 Basis of preparation of financial statements and going concern

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective January 2015).

The company records net current liabilities of £1,995,625 (2014: £1,890,698). The company is dependent on the continuing support of its bankers and shareholders. The directors are confident that the existing banking facilities and shareholder support will continue to be available for the foreseeable future and, on this basis, are satisfied that it is appropriate to prepare these accounts on a going concern basis.

1.2 Turnover

Membership subscriptions paid in advance are held as deferred income and are recognised over the period to which they relate. Food and beverage sales provided in the normal course of business are recognised net of trade discounts, VAT and other sales related taxes at the point at which goods and services are delivered to the customer. All turnover arises in the United Kingdom.

1.3 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is not charged on freehold land. Depreciation on other tangible fixed assets is provided at rates calculated to write off the cost of those assets, less their estimated residual value, over their expected useful lives on the following bases:

Plant & machinery	-	12.5% reducing balance
Fixtures, fittings & equipment	-	20% straight line

Freehold buildings are maintained to ensure that their value does not diminish over time, and maintenance costs are charged to the profit and loss account in the period incurred. In the directors' opinion, the high level of maintenance ensures that the residual value of the buildings is such that depreciation would be immaterial and consequently has not been charged. The buildings are reviewed for impairment at the end of each reporting period.

1.4 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 substantially 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.

1.5 Stocks

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

MANNINGS HEATH GOLF CLUB LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 MARCH 2016

1. ACCOUNTING POLICIES (continued)

1.6 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 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 assets and liabilities are not discounted.

2. TURNOVER

The whole of the turnover is attributable to the one principal activity of the company.

All turnover arose within the United Kingdom.

3. OPERATING LOSS

The operating loss is stated after charging:

	2016 £	2015 £
Depreciation of tangible fixed assets:		
- owned by the company	95,816	115,757
Auditors' remuneration	7,500	3,600
Pension costs	14,113	12,524
	<hr/>	<hr/>

During the period, no director received any emoluments (2015 - £NIL).

4. INTEREST PAYABLE

	2016 £	2015 £
On bank loans and overdrafts	57,798	50,328
On finance leases and hire purchase contracts	3,525	2,964
	<hr/>	<hr/>
	61,323	53,292
	<hr/>	<hr/>

MANNINGS HEATH GOLF CLUB LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 30 MARCH 2016**

5. TANGIBLE FIXED ASSETS

	Freehold property £	Plant & machinery £	Fixtures, fittings and equipment £	Total £
Cost				
At 2 April 2015	3,255,324	1,672,065	925,198	5,852,587
Additions	9,930	41,848	21,548	73,326
Disposals	(38,500)	-	-	(38,500)
At 30 March 2016	<u>3,226,754</u>	<u>1,713,913</u>	<u>946,746</u>	<u>5,887,413</u>
Depreciation				
At 2 April 2015	-	1,164,000	885,777	2,049,777
Charge for the period	-	79,554	16,262	95,816
At 30 March 2016	<u>-</u>	<u>1,243,554</u>	<u>902,039</u>	<u>2,145,593</u>
Net book value				
At 30 March 2016	<u>3,226,754</u>	<u>470,359</u>	<u>44,707</u>	<u>3,741,820</u>
At 1 April 2015	<u>3,255,324</u>	<u>508,065</u>	<u>39,421</u>	<u>3,802,810</u>

Included within plant and machinery above are assets held under finance leases with a net book value of £75,891 (2015 - £64,378) and depreciation charge of £23,067 (2015 - £18,753).

Included in the value of land and buildings above is freehold land of £891,500 (2015 - £930,000) which is not depreciated.

6. STOCKS

	30 March 2016 £	1 April 2015 £
Finished goods and goods for resale	<u>52,337</u>	<u>60,435</u>

7. DEBTORS

	30 March 2016 £	1 April 2015 £
Other debtors	<u>71,567</u>	<u>28,433</u>

MANNINGS HEATH GOLF CLUB LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 30 MARCH 2016**

8. CREDITORS:

Amounts falling due within one year

	30 March 2016 £	1 April 2015 £
Bank loans and overdrafts	1,431,402	1,337,567
Net obligations under finance leases and hire purchase contracts	21,277	21,836
Trade creditors	78,796	90,515
Amounts owed to related party (see note 14)	70,000	-
Other taxation and social security	31,109	56,539
Other creditors	489,980	476,075
	<u><u>2,122,564</u></u>	<u><u>1,982,532</u></u>

There is a debenture executed by the company over the property in relation to the overdraft facility which is secured over all the assets of the company. The obligations under finance leases are secured over the relevant assets.

9. CREDITORS:

Amounts falling due after more than one year

	30 March 2016 £	1 April 2015 £
Net obligations under finance leases and hire purchase contracts	46,947	45,019
Amounts owed to related party (see note 14)	-	38,500
	<u><u>46,947</u></u>	<u><u>83,519</u></u>

10. DEFERRED TAXATION

	30 March 2016 £	1 April 2015 £
At beginning and end of period	<u><u>-</u></u>	<u><u>-</u></u>

Deferred taxation of £179,000 (2015: £177,000) in relation to losses has not been recognised on the grounds that there is not currently sufficient evidence that the asset will be recoverable.

MANNINGS HEATH GOLF CLUB LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 MARCH 2016

11. SHARE CAPITAL

	30 March 2016 £	1 April 2015 £
Allotted, called up and fully paid		
2,980,974 Ordinary shares of £1 each	<u>2,980,974</u>	<u>2,980,974</u>

12. RESERVES

	Profit and loss account £
At 2 April 2015	(1,152,381)
Loss for the financial period	(129,345)
	<u>(1,281,726)</u>
At 30 March 2016	<u>(1,281,726)</u>

13. PENSION COMMITMENTS

The company contributes to the personal pension plans of some of its employees. Contributions paid in the period totalled £14,113 (2015: £12,524). No contributions were outstanding at the period end.

14. RELATED PARTY TRANSACTIONS

A management charge of £92,000 (2015: £43,000) was, in addition to a further amount of £84,000 (2015: £63,000) in respect of purchases of goods and services, paid to Pennyhill Park Limited in the period ended 30 March 2016. Pennyhill Park Limited is a subsidiary of The Manor House (Castle Combe) Limited.

In the period ended 30 March 2016, the company made sales of £30,000 (2015: £1,000) to South Lodge Limited. In the same period, the company was charged £36,000 (2015: £61,000) by South Lodge Limited in respect of purchases of goods and services. South Lodge Limited is a subsidiary of The Manor House (Castle Combe) Limited.

The balances owing to related parties at the end of the period were £70,000 (2015: £Nil) due to The Manor House Hotel (Castle Combe) Limited and £Nil (2015: £38,500) due to Slinger Limited, which has the same owners as the company.

15. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The company has joint parent companies, who each own 50% of the issued share capital of the company. The parent companies are the Manor House Hotel (Castle Combe) Limited, incorporated in England and Wales and Kids Limited, incorporated in the Cayman Islands. There is no ultimate controlling party.