

**FORTE HOTELS AND RESORTS LIMITED**  
**(Formerly Forte Grand Limited)**

**(Registered No: 339238)**

**REPORT AND ACCOUNTS**

**YEAR ENDED 31 JANUARY 1996**



**FORTE HOTELS AND RESORTS LIMITED**  
**(formerly Forte Grand Limited)**

**DIRECTORS' REPORT**

The Directors present their Report and Accounts for the year ended 31 January 1996.

**PRINCIPAL ACTIVITY**

The operation of a sales office in Singapore, through a branch of the Company, registered in that country.

The Company has changed its name from Forte Grand Limited to Forte Hotels and Resorts Limited by written resolution dated 14 June 1995.

**TRADING RESULTS**

The profit on ordinary activities before taxation for the year was £4,898 (1995: £21,512).

**DIVIDEND**

The Directors do not recommend payment of a dividend for the year (1995: £nil).

**DIRECTORS**

The Directors of the Company as at 31 January 1996 were as follows:

JM Mills  
DJ Stevens  
HJ Tautz

JG Edis-Bates and JM Mills resigned as Directors of the Company on 6 November 1995 and 14 May 1996 respectively. DJ Stevens was appointed as a Director of the Company on 6 November 1995 and resigned on 31 March 1996. Forte (UK) Limited was appointed as Director of the Company on 8 July 1996. HJ Tautz resigned as Director of the Company on 22 July 1996.

**DIRECTORS' INTERESTS**

None of the Directors had a direct interest in the issued share capital of the Company.

The beneficial interests of the Directors in the issued share capital of Forte Plc were as follows:

	At 31 January 1996	At 1 February 1995 (or date of appointment where later)
JM Mills	-	330
DJ Stevens	-	-
HJ Tautz	-	-

The following Directors held share options under the Forte Plc Executive and Savings-Related Share Option Schemes:

**FORTE HOTELS AND RESORTS LIMITED**  
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**DIRECTORS' REPORT (CONTINUED)**

**DIRECTOR'S INTERESTS (CONTINUED)**

	At 31 January 1996	At 1 February 1995 (or date of appointment where later)	Granted	Exercised
JM Mills	15,581	35,330	-	19,749
DJ Stevens	-	169,750	169,750	169,750
HJ Tautz	618	17,118	-	16,500

No director had any interest in the issued share capital of Granada Group PLC.

**STATEMENT OF DIRECTORS' RESPONSIBILITIES**

It is the responsibility of the Directors to prepare accounts for each financial year which give a true and fair view of the state of affairs of the Company as at the end of the financial year and of the profit or loss for that period.

The Directors consider that, in preparing the accounts on pages 4 to 7, the Company has used appropriate accounting policies, consistently applied and supported by reasonable and prudent judgements and estimates, that all accounting standards which they consider to be applicable have been followed and that it is appropriate to use a going concern basis.

The Directors have responsibility for ensuring that the Company keeps accounting records which disclose with reasonable accuracy the financial position of the Company and which enable them to ensure that the accounts comply with the Companies Act 1985.

The Directors have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

**ELECTIVE RESOLUTIONS**

The Company has passed Elective Resolutions to dispense with the laying of the Annual Report and Accounts before the Company in General Meeting, the appointment of auditors annually and the holding of Annual General Meetings, pursuant to Sections 252, 386 and 366A respectively of the Companies Act 1985.

By Order of the Board

  
Forte Nominees Limited  
Secretary

30 August 1996

Registered office:  
166 High Holborn  
London  
WC1V 6TT

*Price Waterhouse*



## **AUDITORS' REPORT TO THE SHAREHOLDERS OF FORTE HOTELS AND RESORTS LIMITED**

We have audited the financial statements on pages 4 to 7 which have been prepared under the historical cost convention and the accounting policies set out on page 6.

### **Respective responsibilities of directors and auditors**

As described on page 2 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 January 1996 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

*Price Waterhouse*

PRICE WATERHOUSE  
Chartered Accountants  
and Registered Auditors

*30 August*

1996

**FORTE HOTELS AND RESORTS LIMITED**  
**(formerly Forte Grand Limited)**

**PROFIT AND LOSS ACCOUNT**  
**FOR THE YEAR ENDED 31 JANUARY 1996**

	<u>1996</u>	<u>1995</u>
	£	£
<b>TURNOVER</b> (Note 2)	102,862	451,716
<b>OPERATING COSTS</b> (Note 3)	<u>(97,964)</u>	<u>(430,204)</u>
<b>PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION</b>	4,898	21,512
Taxation (Note 5)	<u>(1,616)</u>	<u>(7,099)</u>
<b>RETAINED PROFIT</b> (Notes 2 and 7)	<u><u>3,282</u></u>	<u><u>14,413</u></u>

**STATEMENT OF TOTAL RECOGNISED GAINS OR LOSSES**  
**FOR THE YEAR ENDED 31 JANUARY 1996**

The Company had no recognised gains or profits during the year other than those reflected in the above profit and loss account.

**NOTE OF HISTORICAL COST PROFITS AND LOSSES**  
**FOR THE YEAR ENDED 31 JANUARY 1996**

There is no difference between the reported profits for the year and those that would be reported under the historical cost convention.

**FORTE HOTELS AND RESORTS LIMITED**  
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**BALANCE SHEET - AS AT 31 JANUARY 1996**

	<u>1996</u> £	<u>1995</u> £
<b>CURRENT ASSETS</b>		
Amount due from parent undertaking	<u>116,941</u>	<u>113,659</u>
	<u>116,941</u>	<u>113,659</u>
<b>CAPITAL AND RESERVES</b>		
Called up share capital (Note 6)	1,000	1,000
Profit and loss reserve (Note 7)	<u>115,941</u>	<u>112,659</u>
<b>TOTAL AMOUNT OF SHAREHOLDERS' FUNDS</b>	<u>116,941</u>	<u>113,659</u>

APPROVED BY THE BOARD ON 30 August 1996



DIRECTOR

**FORTE HOTELS AND RESORTS LIMITED**  
**(formerly Forte Grand Limited)**

**NOTES TO THE ACCOUNTS - 31 JANUARY 1996**

**1 ACCOUNTING POLICIES**

**Accounting convention**

The accounts have been prepared under the historical cost convention and in accordance with the Companies Act 1985, as amended by the Companies Act 1989, and applicable Accounting Standards.

**2 SEGMENT INFORMATION**

The turnover and trading results are attributable to the Company's business of running the sales office in Singapore. All of the Company's turnover and profit before taxation relates to continuing operations.

**3 OPERATING COSTS**

	<u>1996</u> £	<u>1995</u> £
Operating costs comprise:		
Other external charges	45,084	236,053
Staff costs:		
Wages and salaries	44,606	178,351
Social security costs	226	377
Other pension costs	<u>8,048</u>	<u>15,423</u>
	97,964	430,204

Auditors' remuneration has been dealt with in the accounts of Forte Limited (formerly Forte Plc). No amounts were paid in respect of non-audit services.

**4 EMOLUMENTS OF DIRECTORS**

The salaries of the Chairman and other Directors were paid by another Forte group undertaking. None of the Directors received any emoluments in respect of their services to the Company (1995: £nil).

**5 TAXATION**

	<u>1996</u> £	<u>1995</u> £
UK Corporation tax at 33%	1,616	7,099
Double tax relief	(1,322)	(5,808)
Overseas tax	<u>1,322</u>	<u>5,808</u>
	1,616	7,099

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**NOTES TO THE ACCOUNTS - 31 JANUARY 1996 (CONTINUED)**

**6 CALLED UP SHARE CAPITAL**

	<u>1996</u> and <u>1995</u> £
<b>Authorised</b>	
2,000 ordinary shares of £1 each	2,000
500 5% cumulative preference shares of £1 each	<u>500</u>
	2,500
	<u>=====</u>
<b>Issued, allotted and fully paid</b>	
500 ordinary shares of £1 each	500
500 5% cumulative preference shares of £1 each	<u>500</u>
	1,000
	<u>=====</u>

The preference shareholders have irrevocably waived their rights to all outstanding dividends.

**7 PROFIT AND LOSS RESERVE**

	£
At 31 January 1995	
Profit for the year	112,659
	<u>3,282</u>
At 31 January 1996	115,941
	<u>=====</u>

**8 ULTIMATE PARENT UNDERTAKING**

The ultimate parent undertaking is Granada Group PLC, a company registered in England. Copies of the group accounts can be obtained at the following address: Stornoway House, 13 Cleveland Row, London, SW1A 1GG

The Company's immediate parent undertaking is Forte Limited (formerly Forte Plc). Copies of the group accounts of Forte Limited (formerly Forte Plc) can be obtained at the following address: 166 High Holborn, London, WC1V 6TT.