# FINANCIAL STATEMENTS 31 January 2003

# Company Registration No. 480214

CONTENTS	PAGE
Company Information	1
Directors' Report	2-3
Auditors' Report	4-5
Profit and Loss Account	6
Balance Sheet	7
Cash Flow Statement	8
Notes to the Financial Statements	9-16

\*AQ7CEM50\* 0525
COMPANIES HOUSE 27/06/03

## **COMPANY INFORMATION**

## **DIRECTORS**

The Hon. S.B.G. Howard (Chairman) The Hon. N.P.G. Howard

## **SECRETARY**

D.N. Peake

#### **AUDITORS**

Barron & Barron, Chartered Accountants and Registered Auditor, Bathurst House, 86 Micklegate, York.

#### **BANKERS**

Coutts & Co., 8 Park Square East, Leeds. LS1 2LH

## **SOLICITORS**

Forsters, London.

Denison Till, York.

#### **REGISTERED OFFICE**

The Estate Office, Castle Howard, York.

#### DIRECTORS' REPORT

The Directors present their Annual Report and the audited financial statements of the company for the year ended 31st January 2003.

#### PRINCIPAL ACTIVITIES

The activities of the company are those of an Estate Company carrying on activities related to land ownership.

#### RESULTS AND DIVIDENDS

The profit on ordinary activities for the year amounted to £298,192 before net expenditure on property of £676,222, leaving losses of £378,030 to be added to accumulated losses brought forward. Accumulated losses carried forward at 31st January 2003 are £1,338,761.

The Directors do not recommend the payment of a dividend.

#### MARKET VALUE OF LAND AND BUILDINGS

In the opinion of the Directors, the value of the freehold property is in excess of any liabilities that the Company has incurred. However, in the absence of a professional valuation an accurate figure cannot be expressed.

#### **FIXED ASSETS**

The movement in tangible fixed assets during the year is set out in note 8 to the financial statements.

#### **DIRECTORS AND THEIR INTERESTS**

The Directors in office throughout the year and their beneficial and trustee interest in the shares of the company were as follows:

		7.5% NON-CUMULATIVORDINARY SHARES PREFERENCE SHARE OF £1 EACH As at 31st January As at 31st January			SHARES E1 EACH
As Trustees -		2002	2003	2002	2003
The Hon. N.P.G. Howard The Hon. S.B.G. Howard	) )	10,000	10,000		
As Beneficiaries under a Sett	tlement -				
The Hon. N.P.G. Howard The Hon. S.B.G. Howard				37,000 37,000	37,000 37,000

#### **DIRECTORS' REPORT**

#### **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.

#### **AUDITORS**

A resolution to re-appoint Barron & Barron, as Auditors will be put to the members at the Annual General Meeting.

By Order of the Board

D.N. PEAKE

Secretary

# CASTLE HOWARD ESTATE LIMITED INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS For the year ended 31 January 2003

We have audited the financial statements on page 6 to 16 which have been prepared under the historical cost convention and the accounting policies set out on page 9.

This report is made soley to the company's members, as a body, in accordance with Section 235 of the Companies Act 1985. 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 purposes. 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 THE DIRECTORS AND THE AUDITORS

As described on page 3, the company's directors are responsible for the preparation of the financial statements in accordance with applicable law and United Kingdom Accounting Standards. It is our responsibility to audit the financial statements in accordance with the relevant legal and regulatory requirements and United Kingdom Auditing Standards.

We report to you our opinion as to whether the financial statements give true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you if, in our opinion, the directors' report is not constant with the financial statements, if the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions with the company is not disclosed.

We read the directors' report and consider the implications for our report if we become aware of any apparent misstatements within it.

#### BASIS OF AUDIT OPINION

We conducted our audit in accordance with United Kingdom 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.

# CASTLE HOWARD ESTATE LIMITED INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS For the year ended 31 January 2003

## QUALIFIED OPINION FROM DISAGREEMENT ABOUT ACCOUNTING TREATMENT.

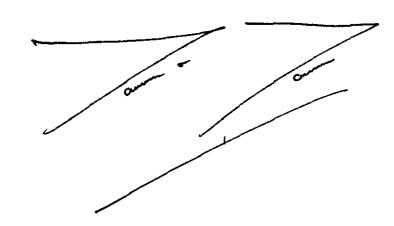
The company owns various freehold land and buildings which have been included at a nominal value of £1 with sales and purchases included in the Profit and Loss Account. The company also owns various exhibits and costumes which are included at cost. Both the above do not comply with the requirements of the Companies Act 1985 and FRS 15 in relation to the reflection of fixed assets at a fair value. In our opinion these assets are worth substantially more than the accounts value but without a professional valuation it is not possible to quantify the exact values. It should also be noted that no depreciation has been provided on the above assets in accordance with FRS 15. The financial statements do not include an explanation for this departure from applicable accounting standards as required by the Companies Act 1985.

Except for the failure to account for the fair value of fixed assets and related depreciation in accordance with FRS 15, in our opinion the financial statements give a true and fair view of the state of the company's affairs as at 31 January 2003 and of its profit and cash flow for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

BARRON & BARRON Chartered Accountants

Bathurst House 86 Micklegate York YO1 6LQ

25 June 2003



## PROFIT AND LOSS ACCOUNT For the year ended 31st January 2003

	Note	2003	2002
TURNOVER	2	4,701,086	3,614,080
Cost of sales		4,135,946	3,241,648
GROSS PROFIT		565,140	372,432
Administrative expenses		546,961	502,671
		18,179	(130,239)
Other operating income	3	457,869	376,558
OPERATING PROFIT		476,048	246,319
Interest payable	5	111,856	73,714
PROFIT ON ORDINARY ACTIVITIES BEFORE TA	XATION	364,192	172,605
Tax on profit on ordinary activities	6	66,000	17,786
PROFIT ON ORDINARY A AFTER TAXATION	CTIVITIES	298,192	154,819
Net proceeds (expenditure) on freehold property	7	(676,222)	(33,900)
PROFIT/(LOSS) FOR THE	YEAR 15	£(378,030)	£120,919

There were no recognised gains or losses either in the current or preceding year other than those recorded in the profit and loss account.

All of the activities undertaken by the company during the year are continuing activities.

BALANCE SHEET 31st January 2003					
•	Note		2003		2002
FIXED ASSETS					
Tangible assets	8				
Land and buildings		1		1	
Plant and machinery		269,483		286,249	
Exhibits		455,875		455,875	
Plant acquired under		45.405		570	
finance leases		45,407	770 777	572	742 (07
Investments	9		770,766 3,159		742,697 2,840
			773,925		745,537
CURRENT ASSETS	4.0	<b>5</b> 10.4 <b>0</b> 0		co	
Stock	10	718,420		681,584	
Debtors	11	391,072		728,830	
Cash at bank and in hand		112,668		368,794	
		1,222,160		1,779,208	
CREDITORS: AMOUNTS FAI					
DUE WITHIN ONE YEAR	12	923,851		1,179,604	
NET CURRENT ASSETS			298,309		599,604
TOTAL ASSETS LESS CURR LIABILITIES CREDITORS: AMOUNTS FAI			1,072,234		1,345,141
DUE AFTER MORE THAN O					
Loans	13		1,872,895		1,767,772
			£(880,661)		£(422,631)
CAPITAL AND RESERVES					
Called up share capital	14		90,000		90,000
Share Premium account	17		448,100		448,100
Profit and loss account	15		(1,338,761)		(960,731)
SHAREHOLDERS' FUNDS	16		£(880,661)		£(422,631)

The financial statements were approved by the Board of Directors on 25 June 2003 and are signed on its behalf by:

N.P.G. HOWARD

Director

S.B.G. HOWARD

Director

Sixt. Dimon h

# CASH FLOW STATEMENT For the year ended 31st January 2003

	Note		2003		2002
Reconciliation of operating profit	t				
to net cash inflow (outflow) from	n				
operating activities					
Operating profit			476,048		246,319
Depreciation			119,552		107,695
(Profit) loss on sale of tangible fixed	d assets		(14,499)		(7,144)
Stocks			(36,836)		(72,524)
Debtors			(12,242)		(84,715)
Creditors			(365,252)		(1,200)
Net cash inflow (outflow) from					
operating activities			£166,771		£188,431
CASH FLOW STATEMENT					
Net cash (outflow) inflow from					
operating activities			166,771		188,431
Returns on investments and					
servicing of finance	20		(115,724)		(65,556)
Taxation	20		(17,786)		(126)
Capital expenditure	20		(459,663)		(500,412)
			(426,402)		(377,663)
			(420,402)		(377,003)
Management of liquid resources	20				-
Financing	20		97,662		432,947
Increase (decrease) in cash			£(328,740)		£55,284
5					
Reconciliation of net cash flow	0.1				
to movement in net debt	21	(220 740)		55 004	
Increase (decrease) in cash		(328,740)		55,284	
Cash repaying(increased) debt		(97,662)		(432,947)	
			(426,402)	<del></del>	(377,663)
Change in net debt			(4 =0.5 (0.0)		(1.000.005)
Net debt at 1st February 2002			(1,586,698)		(1,209,035)
Not dobt at 21st Innuary 2002			£(2 013 100)		£(1 586 608)
Net debt at 31st January 2003			£(2,013,100)		£(1,586,698)

#### NOTES TO THE FINANCIAL STATEMENTS

#### 1. ACCOUNTING POLICIES

## ACCOUNTING CONVENTION

The financial statements have been prepared in accordance with the historical cost convention as modified to include freehold property at a nominal value of £1.00.

#### **DEPRECIATION**

No depreciation has been provided on freehold property, costume gallery exhibits or castle opening exhibits.

All other tangible fixed assets are depreciated to write off the cost or valuation evenly over their expected useful lives as follows:-

Motor vehicles	4 years
Plant and machinery	5 years
Other assets	20 years
Leased assets	over the term of primary lease

#### **GOVERNMENT GRANTS**

Government grants on capital expenditure have been deducted from the cost of the relevant asset. Grants of a revenue nature are credited to income in the period to which they relate.

### PENSION COSTS

The company operates a defined contribution pension scheme for employees. The assets of the scheme are held separately from those of the company. The annual contributions payable are charged to the profit and loss account.

#### **STOCKS**

All stocks are stated at the lower of cost or net realisable value.

#### 2. TURNOVER

Turnover represents the amount of fees received and goods and produce sold (stated net of value added tax). The turnover and pre-tax profit is attributable to the following activities:

	2003	2002	2003 PRE-TA	2002 X PROFIT
	T	URNOVER	(LOSS)	
Castle opening including			, ,	
filming and facility fees	2,258,993	1,983,582	60,181	(2,900)
Farm	1,040,432	827,598	299,670	208,771
Caravan site	625,419	126,882	118,079	64,654
Woodlands	293,452	193,394	15,134	23,612
Plant centre	482,790	482,624	72,076	78,295
	£4,701,086	£3,614,080	£565,140	£372,432

## NOTES TO THE FINANCIAL STATEMENTS

			2003	2002
3.	OTHER OPERATI	NG INCOME		
	Rental income less o	utgoings	£457,869	£376,558
4.	OPERATING PRO	FIT		
	a. This is stated af	ter charging		
	Directors remun		150,000	-
	Auditors' remun	eration	25,650	27,945
	Depreciation of	tangible fixed		
	assets		113,935	104,030
	Depreciation of	assets held		
	under finance l	eases	5,617	3,665
	(Profit) loss on s	sale of fixed assets	(4,499)	(7,144)
	held under fina	ince leases	(10,000)	-
			<del></del>	<del></del>
	b. Staff costs during amounted to	g the year		
	Wages and salar	ries	1,580,359	1,296,897
	Social Security		119,201	84,841
	Other pension c	osts	76,308	53,949
			£1,775,868	£1,435,687

The average weekly number of employees, excluding Directors, retained by the Company throughout the year was 178 (2002: 147), including 103 (2002: 80) part-time employees.

		2003	2002
5.	INTEREST PAYABLE		
	FII	(1,315)	(1,224)
	Interest received	(3,711)	(16,832)
	Bank overdraft	2,844	2,626
	Other loans wholly repayable		
	within five years	15,009	16,182
	Other loans not wholly repayable within five years	97,379	71,997
	Finance charges in respect of		
	finance leases	1,650	965
		<del></del>	
		£111,856	£73,714

## NOTES TO THE FINANCIAL STATEMENTS

		2003	2002
6.	TAXATION		
	Based on the result for the year:		
	Corporation tax at 30% (2002 20%)	£66,000	£17,786
7.	PROFITS ON REALISATION OF FREEHOLD		
	PROPERTY		
	Net proceeds on sales	-	370,667
	Property improvements	(676,222)	(404,567)
			, ———
		£(676,222)	£(33,900)

# 8. TANGIBLE FIXED ASSETS

# a. LAND AND BUILDINGS

The freehold properties are stated at a nominal value £1.00. No depreciation has been provided.

			PLANT AND IACHINERY	EXHIBITS
TA	NGIBLE FIXED ASSETS			
b.	COST OR VALUATION			
	At 31st January 2002	302,237	1,143,178	455,875
	Additions	50,452	97,170	-
	Disposals	(72,361)	(20,000)	
	At 31st January 2003	280,328	1,220,348	455,875
	DEPRECIATION	<del></del>		
	At 31st January 2002	301,665	856,929	-
	Provided during the year	5,617	113,935	-
	Disposals	(72,361)	(19,999)	<u>-</u>
	At 31st January 2003	234,921	950,865	-
	NET BOOK VALUE			
	AT 31ST JANUARY 2003	£45,407	£269,483	£455,875
	NET BOOK VALUE			
	AT 31ST JANUARY 2002	£572	£286,249	£455,875

# NOTES TO THE FINANCIAL STATEMENTS

9.	INVESTMENTS These are unquested investments	2003	2002
	These are unquoted investments as follows		
	Grange Farm (Bulmer) Limited		
	1000 'A' Ord. voting shares		
	of £1 each at cost	1,000	1,000
	The Company owns 100% of the		
	issued 'A' Ord. voting shares		4.040
	Trade investments	2,159	
		£3,159	£ 2,840
			<del>=</del>
10.	STOCKS		
	Materials and consumables	35,650	13,021
	Goods for resale	332,742	234,355
	Farm livestock, produce, stores		
	and workings in land	350,028	434,208
		<del></del>	
		£718,420	£681,584
11.	DEBTORS	<del></del>	
	Trade debtors	248,168	206,289
	Other debtors	44,494	420,387
	Prepayments and accrued income	98,410	102,154
		£391,072	£728,830
12.	CREDITORS: amounts falling due	<del></del>	
	within one year		
	Bank overdraft	72,614	- 107.140
	Current instalments on loans	170,169	187,148
	Current obligations under finance leases	10,090	572
	Trade creditors	231,748	675,376
	Corporation tax	66,000	17,786
	Other taxes and social security	118,749	2,600
	Other creditors	68,535	79,338
	Accruals	185,946	216,784
		£923,851	£1,179,604
	The bank overdraft is unsecured.	<del></del>	

# NOTES TO THE FINANCIAL STATEMENTS

13	LOANS		2003		2002
a.	Loans repayable		366,209		222.010
	Within 1 - 2 years Within 2 - 5 years		26,527		333,019
	5 years or more		1,480,159		1,434,753
	5 years or more			-	
			£1,872,895	=	£1,767,772
b.	Details of loans repayable five years of By instalments	more are as fol	lows:		
	Agricultural Mortgage Corp. plc.				
	Loan at variable rate repayable by 4 <sup>th</sup>	October 2009	249,224		286,224
	Loan at 7.66% repayable by 4th Octob		258,915		292,111
	Loan at variable rate repayable by 1st		51,136		58,168
	Loan at 7.68% repayable by 1st Febru	ary 2010	53,040		59,292
	Loan at variable rate repayable by 31		34,797		39,376
	Loan at 7.45% repayable by 1st March		35,612		39,852
	Loan at 7.41% repayable by 2 <sup>nd</sup> May		36,288		40,483
	Loan at variable rate repayable by 1st		35,587		40,025
	Loan at 6.85% repayable by 4 <sup>th</sup> July 2		64,423		64,854
	Loan at variable rate repayable by 4 <sup>th</sup>		50,561		51,664
	Loan at variable rate repayable by 12 <sup>th</sup> April 2021 Loan at variable rate repayable by 30 <sup>th</sup> January 2012 Loan at 6.41% repayable by 30 <sup>th</sup> January 2012 Loan at variable rate repayable by 21 May 2012		12,573		12,704
			226,436		225,000
			230,100		225,000
			69,987		-
	Loan at 6.47% repayable by 21 May 2	2012	71,480		-
			£1,480,159		£1,434,753
		2002	2002	2002	2002
		2003	2002 Authorised	2003	2002 d Fully paid
14.	SHARE CAPITAL	A	Luthor 1860	Anotteu an	u runy panu
14.	SHARE CATHAL	No.	No.		
	Ordinary shares of £1 each	10,000	10,000	10,000	10,000
	7.5% non-cumulative preference	10,000	10,000	10,000	10,000
	shares of £1 each	80,000	80,000	80,000	80,000
		90,000	90,000	90,000	90,000
		<del></del>	<del></del>	==	

## NOTES TO THE FINANCIAL STATEMENTS

15.	PROFIT AND LOSS ACCOUNT	2003	2002
	At 1st February 2002 Retained profit(loss) for the year	(960,731) (378,030)	(1,081,650) 120,919
	At 31st January 2003	£(1,338,761)	£(960,731)
16.	SHAREHOLDERS' FUNDS		
	Reconciliation of movement in shareholders' funds	(402 (21)	(542,550)
	Opening shareholders' funds Increase(decrease) in shareholders' funds - retained profit(loss)	(422,631) (378,030)	(543,550) 120,919
	Closing shareholders' funds	£(800,661)	£(422,631)
	Closing shareholders funds	<del></del>	
17.	CAPITAL COMMITMENTS		
	Contracted	<del></del>	£84,000 
	Not contracted	£419,096	£441,150

## 18. SUBSIDIARY

Grange Farm (Bulmer) Limited has not been consolidated as it would not be material in giving a true and fair view.

## 19. RELATED PARTY DISCLOSURE

No transactions with related parties were undertaken such as are required to be disclosed under Financial Reporting Standard 8.

# NOTES TO THE FINANCIAL STATEMENTS

20. GROSS C	ASH FLOWS	2003	2002
Returns on FII Interest red Interest pa		1,315 3,711 (120,750) £(115,724)	1,224 16,832 (83,612) £(65,556)
Taxation Corporatio Income tax		(17,786)	(126)
		£(17,786)	£(126)
Payments 1	penditure  Tom sales of tangible fixed assets to acquire tangible fixed assets to acquire trade investments	364,500 (823,844) (319) £(459,663)	28,167 (528,336) (243) £(500,412)
Capital ele		150,000 (124,694) 43,270 29,086 	635,000 (88,275) (68,326) (45,452) £432,947

## NOTES TO THE FINANCIAL STATEMENTS

# 21. ANALYSIS OF CHANGES IN NET DEBT

	At	Cash	At
	1.2.02	Flows	31.1.03
Cash at bank and in hand	368,794	(256,126)	112,668
Overdraft	-	(72,614)	(72,614)
		£(328,740)	
Debt due within 1 year	(187,720)	7,461	(180,259)
Debt due after 1 year	(1,767,772)	(105,123)	(1,872,895)
	£(1,586,698)	£(426,402)	£(2,013,100)