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Company No. 596765 (England and Wales)

Ring's Chalets Limited

Directors' Report and Financial Statements

for the year ended 31 January 1998



Company Information

Directors

H W King Esq (Resigned 16 March 1998)

Ecorps Managers Limited (Appointed 16 March 1998)

J G King Esq G I King Esq Mrs C B King R C Marson Esq T Carlton Esq

Secretary

R C Marson Esq

Company Number

596765 (England and Wales)

Registered Office

2 Mountview Court

310 Friern Barnet Lane

London N20 0YZ

Auditors

Harris Lipman

2 Mountview Court

310 Friern Barnet Lane

London N20 0YZ

Business Address

Kings Park

Canvey Island Essex SS8 8HE

Bankers

Barclays Bank plc

Cheriot House Baxter Avenue Southend-on-Sea Essex SS2 6HG

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Directors' Report for the year ended 31 January 1998

The directors present their report and the financial statements for the year ended 31 January 1998.

Principal Activities and Review of the Business

The principal activity of the company is that of operators of a caravan and chalet park.

The company is undertaking major refurbishment work on its chalet accommodation as well as refurbishing and improving the camp facilities. It is anticipated that revenues will increase as a result of this work.

The directors are satisfied with the performance of the company taking into account the difficult trading conditions and the current economic climate.

Results and Dividends

The results for the year are set out on page 4.

The directors do not recommend payment of a dividend.

It is proposed that the retained profit of £123,568 is transferred to reserves.

Fixed Assets

The significant changes in fixed assets during the year are explained in note 7 to the financial statements.

Future Developments

The company continues to improve the park with the aim of increasing profitability in the long term.

Directors and their Interests

The directors who served during the year and their interests in the company at the beginning and end of the year were as stated below.

	Class of share	Number of shares 1998 1997
H W King Esq	Ordinary shares	184,000 184,000
J G King Esq	Ordinary shares	4,000 4,000
G I King Esq	Ordinary shares	4,000 4,000
Mrs C B King	Ordinary shares	4,000 4,000
R C Marson Esq	Ordinary shares	
T Carlton Esq	Ordinary shares	<u>-</u> _

Political and Charitable Contributions

During the year the company contributed £2,517 to charities .

Auditors

In accordance with Section 385 of the Companies Act 1985, a resolution proposing that Harris Lipman be reappointed as auditors of the company will be put to the Annual General Meeting.

Directors' Report for the year ended 31 January 1998 (continued)

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.

This report was approved by the Board on 23th Octobr 1998

J G King Esq Director

Auditors' Report to the shareholders of King's Chalets Limited

We have audited the financial statements on pages 4 to 16 which have been prepared under the historical cost convention as modified by the revaluation of certain fixed assets and the accounting policies set out on page 9.

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 1998 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Date: 261 Derosm 1998

Harris Lipman

Registered Auditors

2 Mountview Court

310 Friern Barnet Lane

London N20 0YZ

King's Chalets Limited

Profit and Loss Account for the year ended 31 January 1998

	Notes	1998 £	1997 £
Turnover	2	4 001 4	_
Turnover	2	4,291,417	4,208,576
Cost of sales		(1,844,368)	(1,847,154)
Gross profit		2,447,049	2,361,422
Administrative expenses		(2,477,877)	(2,856,897)
Other operating income		134,829	127,164
Operating profit	3	104,001	(368,311)
Other interest receivable and			
similar income Interest payable and	4	49,112	42,447
similar charges	5	(19,966)	(13,471)
Profit on ordinary			
activities before taxation		133,147	(339,335)
Tax on profit on			
ordinary activities	6	(9,579)	-
Retained profit for the year	14	£ 123,568	£ (339,335)

There are no acquisitions or discontinued operations during the current or preceding year.

Statement of Total Recognised Gains and Losses for the year ended 31 January 1998

	1998 £	1997 £
Profit for the financial year Unrealised Loss on	123,568	(339,335)
revaluation of properties	<u>-</u>	(5,500)
Total recognised gains and losses		
relating to the year	£ 123,568	£ (344,835)

Balance Sheet as at 31 January 1998

		1998	В	1	997
	Notes	£	£	£	£
Fixed Assets					
Tangible assets	7		6,633,476		6,573,013
Current Assets					
Stocks Debtors Cash at bank and in hand	8 9	62,002 496,323 37,010		73,552 568,404 25,157	
		595,335		667,113	
Creditors: amounts falling due within one year	10 ((2,035,616)	ı	(1,860,241)
Net Current Liabilities		((1,440,281)	(1,193,128)
Total Assets less Current Liabilities			5,193,195		5,379,885
Creditors: amounts falling due after more than one year	11		-		(310,258)
		£	5,193,195	£	5,069,627
Capital and Reserves					
Called up share capital Revaluation reserve Profit and loss account	12 13 14	_	200,000 5,138,598 (145,403))	200,000 5,138,598 (268,971)
Shareholders' Funds	15	£	5,193,195	£	5,069,627
_		_		- 40 -	

The financial statements were approved by the Board on 23 to October 1999

Ų G King EŠĄ

Director

G I King Esq

Director

Cash Flow Statement for the year ended 31 January 1998

	19	98	19	97
	£	£	£	£
Net cash inflow from operating activities		640,366		(169,069)
Returns on investments and servicing of finance				
Interest received Interest paid	49,112 (19,966)		42,447 (13,471)	
Net cash inflow from returns on investments and servicing of finance		29,146		28,976
Taxation				
Corporation tax paid (including advance corporation tax)	(1,817)		(4,089)	
Tax paid		(1,817)		(4,089)
Capital expenditure				
Payments to acquire tangible assets Receipts from sales of tangible assets	(145,497) 5,450		(251,279)	
Net cash outflow from capital expenditure		(140,047)		(251,279)
Net cash inflow before management of liquid resources and financing		527,648		(395,461)
Financing		,		
Other new long term loans	_		310,258	
Net cash outflow from financing		-		(310,258)
Increase in cash	f	527,648	, t	(85,203)

Notes to the Cash Flow Statement for the year ended 31 January 1998

1.	Reconciliation of operating	profit to			1998	1997
	net cash inflow from operating activities				£	£
	Operating profit					
	Depreciation of tangible assets				104,001	(368,311)
	Loss on disposal of tangible				75,102 4,483	295,005
	Decrease in stocks	c abbets			11,550	12,219
	Decrease in debtors				72,081	(22,528)
	Increase in creditors due w	ithin one ye	ear	•	373,149	(85,454)
	Not good inflor from	•			-	
	Net cash inflow from operat:	ing activit	165	;	£ 640,366	£(169,069)
2	Analysis of net funds		Ca	sh flow	Other	
		1997			non-cash	1998
		_			changes	
	Net cash:	£		£	£	£
	Cash at bank and in hand	25,157		11,853		25 44 4
	Bank overdrafts	(642,186)		515,794	<u>-</u>	37,010
		(012,100)	_			(126,392) ————
		(617,029)		527,647	-	(89,382)
	Debt:	(212.050)				
	Debt due after one year	(310,258)	_		310,258	-
	Net funds	£(927,287)	£	527,647	£ 310,258	£ (89,382)
			=			
3	Reconciliation of net cash f	low to			1998	1997
	movement in net debt				£	£
	Increase in cash in the year	•			505 c.s	(
	Transfer of long term debt t		,		527,647	(85,203)
	or rong corm dobe to	O CIECILOIS	>		310,258	(310,258)
	Movement in net funds in the	e year			837,905	(395,461)
	Opening net debt			•	(927,287)	(531,826)
	Closing net funds				(89,382)	(927,287)

Notes to the Financial Statements for the year ended 31 January 1998

1. Accounting Policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention modified to include the revaluation of freehold land and buildings and include the results of the company's operations as indicated in the directors' report.

The company meets its day to day working capital requirements through its bank overdraft facility and borrowings from related companies.

The directors consider that the bank will continue to provide facilities on the basis of significant asset cover and furthermore the related companies will continue to provide their support. In this way the directors consider that the company will continue to operate and have therefore prepared the financial statements on the going concern basis.

1.2 Compliance with accounting standards

The financial statements have been prepared in accordance with applicable accounting standards.

1.3 Turnover

Turnover represents amounts receivable for goods and services provided in the UK net of VAT and trade discounts.

1.4 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost or valuation less depreciation. Depreciation is provided at rates calculated to write off the cost or valuation less estimated residual value of each asset over its expected useful life, as follows:

Buildings - 2% Straight line

Plant and machinery - 25% Straight line/Reducing balance method

Fixtures, fittings

and equipment - 25% Straight line

Motor vehicles - 25% / 10% Straight line

Investment properties are revalued annually. See note 7 for details.

1.5 Stock

Stock is valued at the lower of cost and net realisable value.

1.6 Pensions

The company operates a defined contribution pension scheme. Contributions are charged to the profit and loss account as they fall due for payment.

1.7 Deferred taxation

Provision is made for deferred taxation using the liability method to take account of timing differences between the incidence of income and expenditure for taxation and accounting purposes except to the extent that the directors consider that a liability to taxation is unlikely to crystallise.

Notes to the Financial Statements for the year ended 31 January 1998

2. Turnover

The total turnover of the company for the year has been derived from its principal activity wholly undertaken in the U.K.

3.	Operating Profit	1998 £	1997 £
	Operating profit is stated after charging:		~
	Depreciation of tangible assets Hire of plant and machinery Auditors' remuneration	75,102 35,638 7,500	295,005 18,735 7,500
	and after crediting:		
	Refund of overpaid rates Amount due in respect of overdeclared output	(30,829)	(23,164)
	VAT on caravan site charges	(98,814)	-
4.	Other Interest Receivable and Similar Income	1998 £	1997 £
	Other interest received	49,112	42,447
		49,112	42,447

Other interest for the year ended 31 January 1998 includes £44,683 in respect of interest charged to customers for late payment. In the previous year this source of income had been disclosed as turnover. Comparatives have been reclassified resulting in a decrease in turnover and an increase in other interest receivable of £37,170 for the previous year.

5.	Interest Payable		1998 £	1997 £
	On bank loans and overdrafts		19,966	13,471
		£	19,966 £	13,471
6.	Taxation Prior years		1998 £	1997 £
	U.K. Corporation tax		9,579	-
		£	9,579 £	_

Notes to the Financial Statements for the year ended 31 January 1998

7. Tangible Assets

•			Fixtures, fittings & equipment	Motor vehicles	Total
	£	£	£	£	£
Cost or valuation					
At 1 February 1997	6,385,800	818,991	341,161	87,752	7,633,704
Additions	18,190	87,329	31,045	· -	136,564
Reclassification	(33,630)	33,630	-	_	-
Disposals		(1,000)		-	(1,000)
At 31 January 1998	6,370,360	938,950	372,206	87,752	7,769,268
Depreciation					
At 1 February 1997	127,716	562,281	318,657	52,036	1,060,690
Charge for year	(65,282)	139,558	18,291	(17,465)	75,102
At 31 January 1998	62,434	701,839	336,948	34,571	1,135,792
Net book value					
At 31 January 1998	£6,307,926 £	237,111	£ 35,258 £	53,181 £	6,633,476
At 31 January 1997	£6,258,084 £	256,709 ————	£ 22,504 £	35,716 £	6,573,013

One freehold investment property was revalued at £52,500 on 26 September 1994 and the other two at £37,000 each on 17 June 1997 on the basis of an open market valuation for existing use by Fisk-Hyde, Chartered Surveyors. In the opinion of the directors' a total valuation of £126,500 (historical cost - £113,000) is applicable at 31 January 1998.

Land and buildings used by the company for its business activities were revalued at £6,200,000 (historical cost £1,249,568) on 28 June 1996 on the basis of an open market valuation for existing use by Countrywide Surveyors Limited. In the opinion of the company's directors a total valuation of £6,259,300 (including additions during the year amounting to £59,300) is applicable at 31 January 1998. The buildings element of £1,569,947 is depreciated over 50 years. As a result of an overcharge of depreciation in the previous year, an adjustment has been made resulting in a credit of £65,282.

In accordance with SSAP 19, 'Accounting for investment properties', the company's investment properties are revalued annually and the aggregate surplus or deficit is transferred to the revaluation reserve. No depreciation is provided in respect of investment properties, which is not in accordance with the Companies Act 1985. However, the requirement to depreciate conflicts with the generally accepted accounting principle set out in SSAP 19. The directors consider that, as these properties are not held for consumption, but for their investment potential, to depreciate them would not give a true and fair view, and that it is necessary to adopt SSAP 19 in order to give a true and fair view.

Notes to the Financial Statements for the year ended 31 January 1998

7. Tangible Assets (continued)

If this departure from the Act had not been made, the profit before tax for the financial year would have been reduced by £2,530 on a revalued basis (£2,260 on a historical cost basis), had a depreciation rate of 2% been applied. However, the amount of depreciation cannot reasonably be quantified because depreciation is only one of many factors reflected in the annual valuation and the amount which might otherwise have been shown cannot be separately identified or quantified.

As a result of a change in the rate of depreciation for motor vehicles there is credit in the current year.

8.	Stocks	1998 £	1997 £
	Finished goods and goods for resale	62,002	73,552
9.	Debtors	1998 £	1997 £
	Trade debtors Amounts owed by related companies Other debtors Prepayments and accrued income	171,122 - 294,689 30,512 - £ 496,323	349,257 37,554 44,598
10.	Creditors: amounts falling due within one year	1998 £	1997 £
	Bank loans and overdrafts Trade creditors Corporation tax Other taxes and social security costs Directors' current accounts Amounts owed to related companies Other creditors Accruals and deferred income	126,392 183,760 106,217 148,944 48,190 918,732 153,947 349,434	194,786 98,455 133,196 127,770 108,800 153,550
		£2,035,616	£1,860,241

Notes to the Financial Statements for the year ended 31 January 1998

11.	Creditors: amounts falling due after more than one year		1998 £	1997 £
	Loans			
	Wholly repayable within five years			310,258
	Loans comprise amounts due to related companies	s (se	e note 1	.9)
12.	Share Capital		1998 £	1997 £
	Authorised			
	200,000 Ordinary shares of £1 each		200,000	200,000
	Allotted, called up and fully paid			
	200,000 Ordinary shares of £1 each		200,000	200,000
13.	Revaluation Reserve		1998	1997
			£	£
	Balance brought forward at 1 February 1997 Revaluation during the year	5,1	38,598	5,144,098 (5,500)
	Balance carried forward at 31 January 1998	£5,1	38,598	£5,138,598
14.	Profit and Loss Account		1998 £	1997 £
	Accumulated losses at 1 February 1997 Retained profit for the year		268,971) 123,568	70,364 (339,335)
	Accumulated losses at 31 January 1998	£ (:	145,403)	£ (268,971)

Notes to the Financial Statements for the year ended 31 January 1998

15. Reconciliation of Movements in Shareholders' Funds

	1998	1997
	£	£
Profit for the financial year	123,568	(339,335)
Other recognised gains and losses	-	(5,500)
Net addition to shareholders' funds	123,568	(344,835)
Opening shareholders' funds	5,069,627	5,414,462
Closing shareholders' funds	£5,193,195	£5,069,627

16. Contingent Liabilities

There were no contingent liabilities except for a cross guarantee dated 1 February 1996 in favour of Barclays Bank plc in respect of the related companies overdrafts amounting to £547,276 (1996 - £403,165) as at 31 January 1998.

17.	Directors' Emoluments	1998 £	1997 £
	Remuneration	179,095	239,028

Emoluments disclosed above (excluding pension contributions) include amounts paid to:

The highest-paid director £ 100,000 £ 100,000

The chairman received no emoluments during the year.

Other directors' emoluments (excluding pension contributions) were in the following ranges:

£Nil	-	£5,000	2	2
£25,001	-	£30,000	1	1
£30,001	-	£35,000	1	1
£60,001	-	£65,000	1	1

Number

Number

Notes to the Financial Statements for the year ended 31 January 1998

18. Employees

Number of employees

The average monthly number of employees (including directors) during the year was:	1998	1997
Directors and employees	Number 68	Number 68
Employment costs	==	===
Wages and salaries Social security costs Other pension costs	£ 830,533 65,444 33,017	£ 793,657 62,067 23,788
£	928,994	£ 879,512
· · · · · · · · · · · · · · · · · · ·		

19. Transactions with Directors (continued)

The following directors had interest free loans during the year. The movements on these loans were as follows:

	Amount	Outstanding	Maximum
	1998	1997	in year
	£	£	£
J G King Esq	-	-	61,218
G I King Esq		-	20,592

At the year end H W King Esq was owed £48,190 (1997- £127,770)

The financial statements include the following transactions with companies and other organisations in which the directors have beneficial interests:

				Balance due (to)/from organisation
Organisation	Type of transaction	Amount	Amount	as at
	(in Kings Chalets Limited)	1998	1997	31 January
		£	£	£
Autoclassic	Sales	107,862	80,636	
Limited	Management charges receivable	50,000	50,000	
	Fixed assets acquired	47,013	28,300	
•	Amount outstanding - 1998			(20,487)
	- 1997			226,674
Kings	Services acquired	26,122	6,181	
Aviation	Amount outstanding - 1998			(13,323)
Limited	- 1997			(5,982)
York	Sales	65,341	88,586	
Leisure	Management charges receivable	54,000	54,000	
Limited	Amount outstanding - 1998		•	(150,930)
	- 1997			89,766

Notes to the Financial Statements for the year ended 31 January 1998

19. Transactions with Directors (continued)

Organisation	Type of transaction (in Kings Chalets Limited)	Amount 1998 £	Amount 1997 £	Balance due (to)/from organisation as at 31 January £
Design 2 Print Limited	Services acquired Amount outstanding - 1998 Amount outstanding - 1997	32,372	19,196	(13,703) (11,682)
Pemican Limited	Amount outstanding - 1998 Amount outstanding - 1997			(140,538) (140,538)
Yorkcastle Limited	Amount outstanding - 1998 Amount outstanding - 1997			(577,220) (169,720)
Steve's Radio Cars	Services acquired Services supplied Amount outstanding - 1998 Amount outstanding - 1997	9,672 9,508	6,950 -	(2,531) (7,322)
The Jack King Charity	Rent received Amount outstanding - 1998 Amount outstanding - 1997	2,400	2,000	(350) 884

J G King and G I King are directors of and have beneficial interests in all of the above incorporated companies. Mrs S Palmer is a director of and has a beneficial interest in all of the above incorporated companies except Kings Aviation Limited and Design 2 Print Limited.

21. Disclosure of Controlling Interests

The ultimate controlling party is H W King, a former director of the company and a close family member of three directors.

J G King and G I King are partners in Steve's Radio Cars. H W King and Mrs C B King are trustees of The Jack King Charity.