VAUXHALL HOLIDAY PARK LIMITED DIRECTORS' REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 29 FEBRUARY 2000

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KERSHEN ~ **FAIRFAX Chartered Accountants**

COMPANY INFORMATION

Directors S G Biss J S Biss

J S Biss W S Biss

M B Kershen (Non-executive)

Secretary Hamlyn Consultants

Company number 651467

Registered office 11 Kingsway

London WC2B 6XE

Auditors Kershen Fairfax

11 Kingsway London WC2B 6XE

Business address Acle New Road

Great Yarmouth

Norfolk NR30 1TB

Bankers HSBC

Howardsgate

Welwyn Garden City

Herts AL8 6BH

Solicitors Longmores

P.O Box 17 24 Castle Street

Hertford SG14 1HP

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DIRECTORS' REPORT FOR THE YEAR ENDED 29 FEBRUARY 2000

The directors present their report and the financial statements for the year ended 29 February 2000.

Principal activities and review of the business

The company continues to operate a holiday park with caravan and chalet accommodation at Great Yarmouth, Norfolk.

The directors are pleased to report a pretax profit of £450,948 for the year, as against £275,751 for 1998/9. Trading experience in the current year remains encouraging.

Results and dividends

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

The directors recommend payment of a dividend of £1.80 per ordinary share, totalling £45,000 for the year.

Preference dividends paid and payable total £ 27,000.

Directors

The following directors have held office during the year:

S G Biss

J S Biss

W S Biss

M B Kershen (Non-executive)

Directors' interests

The directors' beneficial interests in the shares of the company were as stated below:

	Ordinary shares of £ 1 each	
	29 February 2000	1 March 1999
S G Biss	8,334	8,334
J S Biss	8,333	8,333
W S Biss	8,333	8,333
M B Kershen (Non-executive)	-	-

	Preference shares of £ 1 each	
	29 February 2000	1 March 1999
S G Biss	275,000	275,000
J S Biss	-	-
W S Biss	-	-
M B Kershen (Non-executive)	-	-

Mr M B Kershen holds a non-beneficial interest in certain preference shares, being one of two trustees of the J S Biss Discretionary Settlement, which holds 125,000 preference shares, and of the W S Biss Discretionary Settlement, which holds 100,000 preference shares.

Charitable contributions

During the year the company made charitable donations of £358 (1999: £884).

Auditors

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

DIRECTORS' REPORT FOR THE YEAR ENDED 29 FEBRUARY 2000

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;
- 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.

By order of the board

Hamlyn Consultants

Secretary 20. (2.00

AUDITORS' REPORT TO THE SHAREHOLDERS OF VAUXHALL HOLIDAY PARK LIMITED

We have audited the financial statements on pages 4 to 16 which have been prepared under the historical cost convention and the accounting policies set out on page 8.

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 29 February 2000 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Kershen Fairfax

Chartered Accountants
Registered Auditor

Kenslen Fairfax

11 Kingsway London

20 December 2000

WC2B 6XE

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 29 FEBRUARY 2000

	Notes	2000 £	1999 £
Turnover	2	4,364,739	3,907,888
Cost of sales		(2,424,815)	(2,283,198)
Gross profit		1,939,924	1,624,690
Selling costs		(186,287)	(153,883)
Administrative and establishment expenses		(1,205,353)	(1,050,592)
Operating profit	3	548,284	420,215
Other interest receivable and similar			0.504
income Interest payable and similar charges	4	4,952 (102,288)	8,501 (152,965)
Profit on ordinary activities before taxation		450,948	275,751
Tax on profit on ordinary activities	5	(119,890)	(98,578)
Profit on ordinary activities after taxation		331,058	177,173
Dividends (including those in respect non-equity shares)	of 6	(72,000)	(72,500)
Retained profit for the year	15	259,058	104,673
			

The profit and loss account has been prepared on the basis that all operations are continuing operations.

There are no recognised gains and losses other than those passing through the profit and loss account.

BALANCE SHEET AS AT 29 FEBRUARY 2000

		. 20	100	19	99
•	Notes	£	£	£	£
Fixed assets					
Tangible assets	7		4,988,155		4,470,365
Current assets					
Stocks	8	48,499		34,057	
Debtors	9	183,942		228,290	
Cash at bank and in hand		33,430		679	
		265,871		263,026	
Creditors: amounts falling due within					
one year	10	(1,464,867)		(1,637,770)	
Net current liabilities			(1,198,996)		(1,374,744)
Total assets less current liabilities			3,789,159	-	3,095,621
Creditors: amounts falling due after					
more than one year	11		(1,216,419)		(852,029)
Provisions for liabilities and charges	12		(339,300)		(269,210)
			2,233,440		1,974,382
					5
Capital and reserves					
Called up share capital	14		525,000		525,000
Profit and loss account	15		1,708,440		1,449,382
Shareholders' funds	16		2,233,440		1,974,382
Equity interests			1,733,440		1,474,382
Non-equity interests			500,000		500,000
			2,233,440		1,974,382
					·

J S'Biss

Director

W S Biss

Director

CASH FLOW STATEMENT FOR THE YEAR ENDED 29 FEBRUARY 2000

Net cash inflow from operating activities 1,158,402	982,272
Returns on investments and servicing of finance	
Interest received 4,952 8,501	
Interest paid (102,288) (152,965)	
Non equity dividends paid (27,000) (26,000)	
Net cash outflow for returns on investments	
and servicing of finance (124,336)	(170,464)
Taxation (60,028)	(29,500)
Capital expenditure	
Payments to acquire tangible assets (1,073,924) (476,503)	
Receipts from sales of tangible assets 12,231 28,748	
Net cash outflow for capital expenditure (1,061,693)	(447,755)
Equity dividends paid (90,000)	-
Net cash (outflow)/inflow before management	
of liquid resources and financing (177,655)	334,553
Financing	
Repayment of long term bank loan (104,960) (102,400)
Capital element of hire purchase contracts 429,486 (127,603)
Net cash outflow from financing 324,526	(230,003)
Increase in cash in the year 146,871	104,550

NOTES TO THE CASH FLOW STATEMENT FOR THE YEAR ENDED 29 FEBRUARY 2000

1	Reconciliation of operating profit to net activities	cash inflow from op	erating	2000	1999
				£	£
	Operating profit			548,284	420,215
	Depreciation of tangible assets			550,989	538,501
	Profit on disposal of tangible assets			(7,086)	(17,308)
	(Increase)/decrease in stocks Decrease in debtors			(14,442)	7,693
	Increase/(decrease) in creditors within one	year		44,348 36,309	40,571 (7,400)
	Net cash inflow from operating activities	s		1,158,402	982,272
2	Analysis of net debt	1 March 1999	Cash flow	Other non-	29 February 2000
		£	£	£	£
	Net cash:				
	Cash at bank and in hand	679	32,751		33,430
	Bank overdrafts	(646,059)	114,120		(531,939)
		(645,380)	146,871		(498,509)
	Debt:				
	Finance leases	(171,968)	(429,486)		(601,454)
	Debts falling due within one year	(104,960)	30,560	-	(74,400)
	Debts falling due after one year	(845,000)	74,400	•	(770,600)
		(1,121,928)	(324,526)		(1,446,454)
	Net debt	(1,767,308)	(177,655)	-	(1,944,963)
3	Reconciliation of net cash flow to mov	ement in net debt		2000 £	1999 £
	Increase in cash in the year			146,871	104,550
	Cash (inflow)/outflow from (increase)/dec	rease in debt and lea	se financing	(324,526)	230,163
	Movement in net debt in the year			(177,655)	334,713
	Opening net debt			(1,767,308)	(2,102,021)
	Closing net debt			(1,944,963)	(1,767,308)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 29 FEBRUARY 2000

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention.

1.2 Turnover

Turnover represents amounts receivable for goods and services net of VAT.

1.3 Tangible fixed assets and depreciation

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

Site installations and buildings

4% Straight line

Caravans & chalets

10-15% Straight line (5% Chalets)

Fixtures, fittings & equipment

10%-30% Straight line

Motor vehicles

20% Straight line

No depreciation is provided in respect of freehold land.

1.4 Leasing and hire purchase commitments

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible assets and depreciated over their useful economic lives. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods.

Rentals payable under operating leases are charged against income on a straight line basis over the lease term.

1.5 Stock

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

1.6 Pensions

The pension costs charged in the financial statements represent the contributions payable by the company during the year to a defined contribution scheme.

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 crystalise.

2 Turnover

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

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 29 FEBRUARY 2000

3 (Operating profit	2000	1999
,	On eventions in restated after above incr	£	£
	Operating profit is stated after charging:	EE0 090	E 47 11C
	Depreciation of tangible assets	550,989	547,116
	Operating lease rentals	40.000	44 500
	- Equipment	42,923	41,500
	Premises	21,500	26,885
•	Auditors' remuneration	11,000	10,500
;	and after crediting:		
	Profit on sale of tangible assets	7,086	17,308
4	Interest payable	2000	1999
		£	£
	On bank overdrafts	22,470	42,025
	On bank loans repayable after 5 years	72,998	86,597
	Hire purchase interest	6,820	24,343
		102,288	152,965
5	Taxation	2000	1999
_		£	£
	U.K. current year taxation		
	U.K. corporation tax at 20% (1999 - 21%)	49,800	58,000
	Deferred taxation	70,090	40,578
		119,890	98,578 ====
6	Dividende	2000	1999
U	Dividends	£	£
	Dividends on equity shares:		~
	Ordinary final proposed	45,000	45,000
	Dividends on non-equity shares:	40,000	40,000
	Preference interim paid	13,500	14,000
	Preference final payable	13,500	13,500
	Freierence IIIIai payable	10,000	
		27,000	27,500
		72,000	72,500

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 29 FEBRUARY 2000

Tangible fixed assets	Freehold	Site installations and buildings	Caravans & chalets	Fixtures, fittings & equipment	Motor vehicles	Tota
	£	£	£	£	£	4
Cost						
At 1 March 1999	50,018	3,372,548	3,338,448	1,743,580	393,754	8,898,34
Additions	-	195,741	662,716	204,295	11,175	1,073,92
Disposals	٠	-	(54,770)	(23,750)	(15,975)	(94,49
At 29 February 2000	50,018	3,568,289	3,946,394	1,924,125	388,954	9,877,78
Depreciation						
At 1 March 1999		739,345	2,673,920	765,699	249,022	4,427,98
On disposals	-	-	(54,770)	(22,301)	(12,279)	(89,35
Charge for the year	•	142,731	122,538	234,894	50,826	550,98
At 29 February 2000	-	882,076	2,741,688	978,292	287,569	4,889,62
Net book value						
At 29 February 2000	50,018	2,686,213	1,204,706	945,833	101,385	4,988,1
At 28 February 1999	50,018	2,633,203	664,529	977,881	144,734	4,470,3
Included above are as		= ===				
		= ===				
Included above are as Net book values At 29 February 2000		= ===		hase contracts Caravans & chalets	as follows: Motor vehicles	To
Net book values		= ===		hase contracts Caravans & chalets £	as follows: Motor vehicles £	To 856,5
Net book values At 29 February 2000	ssets held unde	= ===		hase contracts Caravans & chalets £ 847,602	as follows: Motor vehicles £ 8,997	To 856,5
Net book values At 29 February 2000 At 28 February 1999	ssets held unde	= ===		hase contracts Caravans & chalets £ 847,602	as follows: Motor vehicles £ 8,997	856,5 381,6
Net book values At 29 February 2000 At 28 February 1999 Depreciation charge	ssets held unde	= ===		hase contracts Caravans & chalets £ 847,602	as follows: Motor vehicles £ 8,997 57,578	856,5 381,6
Net book values At 29 February 2000 At 28 February 1999 Depreciation charge 29 February 2000	ssets held unde	= ===		hase contracts Caravans & chalets £ 847,602 324,070 70,894	as follows: Motor vehicles £ 8,997 57,578	856,5 381,6
Net book values At 29 February 2000 At 28 February 1999 Depreciation charge 29 February 2000	ssets held unde	= ===		hase contracts Caravans & chalets £ 847,602 324,070 70,894	as follows: Motor vehicles £ 8,997 57,578 2,999 16,393	73,8 87,2
Net book values At 29 February 2000 At 28 February 1999 Depreciation charge 29 February 2000 28 February 1999	ssets held unde	= ===		hase contracts Caravans & chalets £ 847,602 324,070 70,894	as follows: Motor vehicles £ 8,997 57,578 2,999 16,393	73,8 87,2

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 29 FEBRUARY 2000

9	Debtors	2000 £	1999 £
	Trade debtors	45,339	52,986
	Other debtors	63,427	57,587
	Prepayments and accrued income	75,176	117,717
		183,942	228,290
10	Creditors: amounts falling due within one year	2000 £	1999 £
	Bank loans and overdrafts	606,339	751,019
	Net obligations under finance lease and hire purchase contracts	155,635	164,939
	Trade creditors	154,676	185,627
	Corporation tax	23,335	33,563
	Other taxes and social security costs	22,768	44,041
	Directors' current accounts	27,184	-
	Other creditors	45,840	45,840
	Accruals and deferred income	415,590	354,241
	Dividend payable	13,500	58,500
		1,464,867	1,637,770

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 29 FEBRUARY 2000

11	Creditors: amounts falling due after more than one year	2000 £	1999 £
	Bank loans	770,600	845,000
	Net obligations under finance leases and hire purchase agreements	445,819	7,029
		1,216,419	852,029
	Analysis of loans		
	Not wholly repayable within five years by instalments:	399,000	473,000
	Wholly repayable within five years	446,000	476,960
		845,000	949,960
	Included in current liabilities	(74,400)	(104,960)
		770,600	845,000
	Loan maturity analysis		
	In five years or more	845,000	845,000

A bank business development loan amounting to £845,000 (£74,400 included in current liabilities) is repayable by the year 2011 in monthly instalments of £6,200. The attached interest rate is 2% over base.

The loan and overdrafts are secured by a legal mortgage on the company's freehold land and buildings, a fixed charge over book debts and a floating charge over the remaining company assets.

Net obligations under finance leases and hire purchase contracts		
Repayable within one year	179,189	172,344
Repayable between one and five years	512,223	8,564
	691,412	180,908
Finance charges and interest allocated to future accounting periods	(89,958)	(8,941)
	601,454	171,967
Included in liabilities falling due within one year	(155,635)	(164,939)
	445,819	7,028

Net obligations under hire purchase contracts are secured by charges on the assets concerned.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 29 FEBRUARY 2000

12	Provisions for liabilities and charges	
		Deferred
		taxation
		£

Balance at 1 March 1999
Profit and loss account
70,090

Balance at 29 February 2000 339,300

Deferred tax is provided at 20% (1999 - 21%) analysed over the following timing differences:

	Not provided		Provided	
	2000	1999	2000	1999
	£	£	£	£
Accelerated capital allowances	118,600	117,866	339,300	269,210
				

13 Pension costs

The company operates a defined contribution scheme and the related pension cost is charged to the profit and loss account on the basis of contributions payable.

14	Share capital	2000	1999
	Authorised	£	£
	25,000 Ordinary shares of £ 1 each	25,000	25,000
	500,000 Preference shares of £ 1 each	500,000	500,000
		525,000	525,000
			
	Allotted, called up and fully paid		
	25,000 Ordinary shares of £ 1 each	25,000	25,000
	500,000 Preference shares of £ 1 each	500,000	500,000
		525,000	525,000
			

The preference shares carry the right to a fixed cumulative dividend at a rate 1% below base rate. On a winding up, they carry the right to a payment of dividend arrears and repayment of capital in priority to the ordinary shareholders. The shares confer no right to vote or other rights.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 29 FEBRUARY 2000

15 Statement of movements on profit and loss account

		1	Profit and oss account
	Balance at 1 March 1999		1,449,382
	Retained profit for the year		259,058
	Balance at 29 February 2000		1,708,440
16	Reconciliation of movements in shareholders' funds	2000 £	1999 £
	Profit for the financial year	331,058	177,173
	Dividends	(72,000)	(72,500)
	Net addition to shareholders' funds	259,058	104,673
	Opening shareholders' funds	1,974,382	1,869,709
	Closing shareholders' funds	2,233,440	1,974,382

17 Financial commitments

At 29 February 2000 the company had annual commitments under non-cancellable operating leases as follows:

		Land and buildings	
		2000	1999
		£	£
	Expiry date:		
	In over five years	21,500	21,500
		===	=====
18	Capital commitments	2000	1999
		£	£
	At 29 February 2000 the company had capital commitments as follows:		
	Contracted for but not provided in the financial statements	126,000	62,000
	•		

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 29 FEBRUARY 2000

19	Directors' emoluments	2000 £	1999 £
	Emoluments for qualifying services	242,334	211,445
	Company pension contributions to money purchase schemes	22,008	7,004
		264,342	218,449
			
	The number of directors for whom retirement benefits are accruing under money purchase pension schemes amounted to 2 (1999 - 2).		
	Emoluments disclosed above include the following amounts paid to the highest paid director:		
	Emoluments for qualifying services	85,294	73,403
	Company pension contributions to money purchase schemes	18,504	19,504
		====	

20 Transactions with directors

The following director had an interest free loan during the year. The movements on this loan are as follows:

10/10/10	Amount	Amount outstanding	
	2000	1999	in year
	£	£	£
J S Biss	26,212	20,173	58,131
	=====	=======================================	====

There were no specific repayment terms. This loan was in contravention of the Companies Act 1985.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 29 FEBRUARY 2000

21 Employees

Number of employees

The average monthly number of employees (including directors) during the year was:

•	2000 Number	1999 Number
Site service	86	69
Office and management	16	16
	400	
	102	85
Employment costs		
Employment costs	£	£
Wages and salaries	1,148,683	996,773
Social security costs	91,736	86,976
Other pension costs	34,169	19,762
	1,274,588	1,103,511

22 Control

No one individual party has sole direct or indirect control over the company.

23 Related party transactions

The company grants concessions for various service outlets on the site, some of which are operated by members of the Biss family.

During the year, a loan existed to a member of the family, Mrs J. S. Reid. The amount outstanding at the year end was £33,188 (1999-£32,865). Interest is charged at commercial rates.

In addition, there was an amount due to the company of £27,532 at the year end (1999-£27,532) for concession charges to Mrs M Biss, the ex-wife of Mr J.S Biss, who has now taken on responsibility to repay the company.

During the year the company incurred consultancy fees of £24,606 (1999-£20,450), payable to Hamlyn Consultants, a company controlled by a non-executive director of Vauxhall Holiday Park.

At 29th February 2000 the company owed £45,840 to Waxham Holiday Park Limited (1999: £45,840), a company controlled by the executive directors of Vauxhall Holiday Park Limited.