

RANK OVERSEAS FINANCE LIMITED

Registered No. 00784032

DIRECTORS' REPORT

AND

FINANCIAL STATEMENTS

30 JUNE 2013



RANK OVERSEAS FINANCE LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 30 JUNE 2013

The directors present their report and financial statements for the year ended 30 June 2013. The comparative period covers the 18 months ended 30 June 2012.

On 21 October 2011, the Company changed its accounting reference date to 30 June. This extended the comparative accounting period to 18 months to cover the period from 1 January 2011 to 30 June 2012. The current accounting period covers the 12 months to 30 June 2013. The change was made to bring the Company's accounting reference date into line with its ultimate parent company.

Business review and principal activities

The Company did not trade in the year and the directors do not expect the Company to trade in the future.

The directors do not recommend the payment of a dividend (2012: £nil).

Directors

The following were directors of the Company during the year and up to the date of these accounts -

Mr C A R Jennings
Mr M I Burke

Statement of 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 period. Under that law the directors have prepared the financial statements in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union. 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 judgements and accounting estimates that are reasonable and prudent,
- state whether applicable International Financial Reporting Standards (IFRSs) as adopted by the European Union have been followed, subject to any material departures disclosed and explained in the financial statements, 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 and disclose with reasonable accuracy at any time the financial position of the Company and 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.

The directors confirm that they have complied with the above requirements in preparing the financial statements.

By order of the board



Mr C A R Jennings
Director

Date: 24 February 2014

Registered Office: Statesman House, Stafferton Way, Maidenhead, Berkshire, SL6 1AY
Registered Number: 00784032

RANK OVERSEAS FINANCE LIMITED
BALANCE SHEET AT 30 JUNE 2013

	Note	At 30 June 2013 £'000	At 30 June 2012 £'000
Assets			
Current assets			
Other receivables	2	8,095	8,095
Net assets		8,095	8,095
Shareholders' equity			
Ordinary share capital	4	5,000	5,000
Other reserves		3,095	3,095
Total equity		8,095	8,095

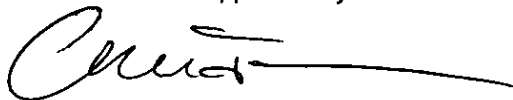
The notes on pages 3 to 4 are an integral part of these financial statements

For the year ended 30 June 2013, the Company was entitled to exemption from audit under section 480 of the Companies Act 2006, and no notice has been deposited under section 476

The directors acknowledge their responsibility for

- ensuring that the Company keeps proper accounting records which comply with section 386 of the Act, and
- preparing financial statements which give a true and fair view of the state of affairs of the Company as at the end of the financial period and of its profit or loss for the financial period in accordance with the requirements of sections 394 and 395 and which otherwise comply with the requirements of the Companies Act 2006 relating to financial statements, so far as applicable to the Company

These accounts were approved by the board on 24 February 2014 and signed on its behalf by



Mr C A R Jennings
Director

RANK OVERSEAS FINANCE LIMITED

NOTES TO THE FINANCIAL STATEMENTS

1. Accounting policies

A Basis of preparation

The Company's financial statements are prepared in accordance with International Financial Reporting

The financial statements have been prepared in accordance with EU Endorsed International Accounting and Financial Reporting Standards ('IFRS') and IFRIC interpretations and with those parts of the Companies Act 2006 applicable to companies reporting under IFRS

The financial statements have been prepared under the historic cost convention

The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the accounting policies. The best estimate of the director may differ from the actual results.

2. Other receivables

	At 30 June 2013 £'000	At 30 June 2012 £'000
Amounts owed by fellow subsidiaries	<u>8,095</u>	<u>8,095</u>

Other receivables do not contain impaired assets. Amounts owed by fellow subsidiary undertakings are unsecured and repayable on demand. The maximum exposure to credit risk at the reporting date is the fair value of the receivable disclosed above. The Company does not hold any collateral as security.

3. Financial assets

The accounting policies for financial assets have been applied to the line items below

	At 30 June 2013 £'000	At 30 June 2012 £'000
Amounts owed by fellow subsidiaries	<u>8,095</u>	<u>8,095</u>

4. Ordinary share capital

	At 30 June 2013 £	At 30 June 2012 £
Authorised, issued and fully paid 5,000,000 ordinary shares of £1 each	<u>5,000,000</u>	<u>5,000,000</u>

5. Director and employees

The directors received no remuneration in the period in respect of their services to the Company which were of negligible value (2012: nil). There were no employees of the Company during the period (2012: nil).

6. Parent undertakings and related party transactions

Throughout the year ended 30 June 2013 and to the date of signing these financial statements, the Company's immediate parent company was Rank Overseas Holdings Limited. Both the Company and Rank Overseas Holdings Limited are incorporated and registered in England and Wales.

Until 6 June 2011, the ultimate parent undertaking was The Rank Group Plc. On 7 June 2011, Guoco Group Limited (Guoco), a company incorporated in Bermuda, and listed on the Hong Kong stock exchange, acquired a controlling interest in The Rank Group Plc. The ultimate parent undertaking of Guoco, and consequently the ultimate parent undertaking of the Company from 7 June 2011, is Hong Leong Company (Malaysia) Berhad (Hong Leong), which is incorporated in Malaysia.

RANK OVERSEAS FINANCE LIMITED
NOTES TO THE FINANCIAL STATEMENTS

6 Parent undertakings and related party transactions (continued)

The Rank Group Plc was the parent undertaking of the smallest group to consolidate these financial statements. Copies of The Rank Group Plc consolidated financial statements can be obtained from http://rank.com/downloads/annual_reports/2013/annual_report_and_financial_statements_2013.pdf or by written request to the Company Secretary at Statesman House, Stafferton Way, Maidenhead, Berkshire, SL6 1AY. Hong Leong is the parent undertaking of the largest group to consolidate these financial statements (from the date Hong Leong became the ultimate parent undertaking).

As at 30 June 2013, the Company was owed £7,063,127 (2012: £7,063,127) by Rank Leisure Holdings Limited and £1,031,774 (2012: £1,031,774) by Rank Overseas Holdings Limited, its parent company.

The balances are unsecured, interest free and repayable on demand. The Company has expressed that it does not intend to call in the loans in the next 12 months.