REGISTERED NUMBER: 01326672 (England and Wales)

# STRATEGIC REPORT, REPORT OF THE DIRECTORS AND AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016

**FOR** 

THE GOODWOOD HOTEL LIMITED

REGISTRAR OF COMPANIES

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# **COMPANY INFORMATION**FOR THE YEAR ENDED 31 DECEMBER 2016

**DIRECTORS:** 

Earl of March

**Tracey Greaves** 

**SECRETARY:** 

Katharine Anne Palka

**REGISTERED OFFICE:** 

Goodwood House

Goodwood Chichester West Sussex PO18 0PX

**REGISTERED NUMBER:** 

01326672 (England and Wales)

**SENIOR STATUTORY AUDITOR:** 

P R Collins

**AUDITORS:** 

Hartley Fowler LLP Statutory Auditors Chartered Accountants 44 Springfield Road

Horsham West Sussex RH12 2PD

# STRATEGIC REPORT FOR THE YEAR ENDED 31 DECEMBER 2016

The directors present their strategic report for the year ended 31 December 2016.

#### **OUR OBJECTIVE AND MISSION - 2015**

The Goodwood Hotel is part of the Goodwood Group. Goodwood's objective is to be the world's leading luxury experience brand and deliver consistently strong financial performance to enable continued investment in the fabric of the Goodwood Estate.

Our mission is to build a progressive customer focussed business and develop Goodwood as a global brand whilst preserving authenticity, creating unique moments and delivering sustainable commercial performance in an exciting and rewarding place.

#### **BUSINESS MODEL**

The Company operates The Goodwood Hotel, a 91 bedroom Hotel incorporating two restaurants, meeting and event facilities and a Health Club. Set in the Goodwood Estate on the Sussex Downs, the Hotel offers award-winning dining, stylish refurbished bedrooms and stunning surroundings.

#### **REVIEW OF BUSINESS**

The Goodwood Hotel delivered an improved financial performance in 2016. This is reflective of a focus on a better yielding of the Hotel's rooms along with a focus on Leisure and Beauty products.

The Goodwood Hotel increased revenue by 2.5% to £8.0m in 2016 (2015: £7.8m). The increased revenue, all being high margin, led to an improvement in Operating Profit of £0.3m to £0.4m. The Hotel enjoyed good demand for rooms in 2016 due to both the high standard of rooms and its location within the wider Estate and the attraction that that has for Corporate customers. As a result, average room rate improve markedly to £127 from £115 in 2015 but occupancy declined from 76% in 2015 to 73.5% in 2016.

Food and beverage revenues remained static against 2015 at £2.9m, which represented a strong performance as the flagship restaurant at the Hotel underwent a significant refurbishment programme in Quarter 4, meaning it was shut for 10 weeks. The Health Club had a solid year with revenue marginally up on 2015 despite a competitive local market whilst income from the Beauty operations improved 13% versus prior year as the minor refurbishment completed in 2015 delivered strong returns.

The Company remains committed to investing in the fabric of the Hotel with significant investment made in the flagship Hotel restaurant in 2016 with a new, Estate-led concept, based on the Group's organic farming principles delivered in the renamed facility Farmer, Butcher, Chef with that being supported with heavy investment in the kitchen equipment across the Hotel. Initial plans were also initiated for significant investment across the Hotel over the coming 5-6 years with further planning work commissioned for 2017 under the guidance of expert hospitality architects Reardon Smith Associates.

Trading conditions in the rural UK hotel market are expected to remain positive, albeit with growth at a slow rate and with a reduced lead time on large bookings, which should couple with good demand for our product coming from other businesses in the Group. Our focus on service and quality, against the backdrop of the Goodwood Estate, along with a clear investment plan puts us in a strong position to continue to develop during 2017 and for the longer term.

#### STRATEGIC REPORT FOR THE YEAR ENDED 31 DECEMBER 2016

#### PRINCIPAL RISKS AND UNCERTAINTIES

#### Risk

#### **Mitigation controls**

Health & safety risk

The Company operates leisure facilities, including a swimming pool and gym and two restaurants. The Company ensures it complies with all of the relevant standards and carries out frequent checks to ensure its food and beverage operations are operated to the highest possible standards.

In addition, as part of the Goodwood Group, the Company benefits from the investment being made in the Group Health & Safety function This will support the future growth of the Company's operations.

Market risk: Improvement in competitor operations results in reduced business activity

The Company effectively operates three principal businesses: a Hotel accommodation business; a food and beverage business, and a leisure and spa business.

The Company has focussed on ensuring that each of its businesses is competitive in their respective markets. The Company has invested heavily in its bedrooms stock since 2010, to ensure its room offering is at the required standard.

In food and beverage, we have recruited a team of high quality chefs that are passionate about using food produced by Home Farm, the Estate's organic farm, thus differentiating the restaurants from local competitors.

In leisure, the Company offers it members' good facilities, a highly personalised service and an innovative programme of fitness activities that take place across the Estate.

Market risk: Deterioration in the UK economy

The Company is exposed to both the UK leisure and corporate markets and therefore is likely to be impacted by wider economic conditions. However, the Company's leisure business from the local market is perceived to be relatively affluent and therefore somewhat insulated from wider economic issues. In terms of its corporate business, the Company is able to access the corporate client base of the Group and so has a more diverse potential client base that a normal UK regional hotel. This is expected to lend a degree of resilience to trading.

Operational risk: Inability to attract and retain key employees

The Company's success is dependent on attracting and retaining the best employees. The Company uses the Group HR function and this conducts regular benchmarking to ensure that staff pay and benefits are in line or better than comparable companies. The Group also invests in staff training and this ensures that Hotel employees get access to the right support and development.

Information systems risk: failure of Hotel booking system

The Group has continued to invest in improving its information systems. In particular, the Group completed the upgrade of its network infrastructure during the year and has continued to invest in improving the functionality of its Hotel booking system.

ON BEHALF OF THE BOARD:

Earl of March - Director

Date:

# REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31 DECEMBER 2016

The directors present their report with the financial statements of the company for the year ended 31 December 2016.

#### **DIVIDENDS**

No dividends will be distributed for the year ended 31 December 2016.

#### DIRECTORS

The directors shown below have held office during the whole of the period from 1 January 2016 to the date of this report.

Earl of March Tracey Greaves

Other changes in directors holding office are as follows:

Alexander Patrick Williamson ceased to be a director after 31 December 2016 but prior to the date of this report.

#### THIRD PARTY INDEMNITY PROVISION FOR DIRECTORS

There is a third party indemnity provision in place for the benefit of all directors of the company.

#### STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Strategic Report, the Report of the Directors and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). 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;
- 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.

#### STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditors are unaware, and each director has taken all the steps that he or she ought to have taken as a director in order to make himself or herself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

#### **AUDITORS**

Hartley Fowler LLP have indicated their willingness to be appointed for another term and appropriate arrangements have been put in place for them to be appointed as auditors in the absence of an Annual General Meeting.

ON BEHALF OF THE BOARD:

Earl of March - Director

Date:

### REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF THE GOODWOOD HOTEL LIMITED

We have audited the financial statements of The Goodwood Hotel Limited for the year ended 31 December 2016 on pages six to nineteen. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. 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 a Report of the Auditors and for no other purpose. 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 directors and auditors

As explained more fully in the Statement of Directors' Responsibilities set out on page four, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's (APB's) Ethical Standards for Auditors.

#### Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the FRC's website at www.frc.org.uk/apb/scope/private.cfm.

#### **Opinion on financial statements**

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2016 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

#### Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Strategic Report and the Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements.

### Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us: or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or

we have not received all the information and explanations we require for our audit.

P R Collins (Senior Statutory Auditor) for and on behalf of Hartley Fowler LLP

Statutory Auditors Chartered Accountants

44 Springfield Road

Horsham West Sussex

RH12 2PD

and The sold Date: .....

# STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER 2016

|   | Notes | 2016<br>£ | 2015<br>£ |
|---|-------|-----------|-----------|
| TURNOVER  | 3     | 8,100,294 | 7,782,460 |
| Cost of sales   |       | 1,257,138 | 1,325,981 |
| GROSS PROFIT  | •     | 6,843,156 | 6,456,479 |
| Administrative expenses   |       | 6,382,755 | 6,397,986 |
|   |       | 460,401   | 58,493    |
| Other operating income  |       | 39,864    | 42,348    |
| OPERATING PROFIT  | 5     | 500,265   | 100,841   |
| Interest payable and similar expenses   | 6     | 505       | 2,221     |
| PROFIT BEFORE TAXATION  |       | 499,760   | 98,620    |
| Tax on profit   | 7     | 100,128   | 2,266     |
| PROFIT FOR THE FINANCIAL YEAR   |       | 399,632   | 96,354    |
| OTHER COMPREHENSIVE INCOME<br>Unrealised gains on property revaluation<br>Income tax relating to other comprehens | ive   | 10,275    | 99,573    |
| income  | ive   | 55,000    | 35,000    |
| OTHER COMPREHENSIVE INCOME F<br>THE YEAR, NET OF INCOME TAX   | OR    | 65,275    | 134,573   |
| TOTAL COMPREHENSIVE INCOME FO<br>THE YEAR   | OR    | 464,907   | 230,927   |

# THE GOODWOOD HOTEL LIMITED (REGISTERED NUMBER: 01326672)

### **BALANCE SHEET 31 DECEMBER 2016**

|  |             | 20:               |             | 201       |               |
|--|-------------|-------------------|-------------|-----------|---------------|
|  | Notes       | £                 | £           | £         | £             |
| FIXED ASSETS   | •           |                   | 16 414 004  |           | 16 242 022    |
| Tangible assets  | 8           |                   | 16,414,084  |           | 16,243,822    |
| CURRENT ASSETS   |             |                   |             |           |               |
| Stocks   | 9           | 75,547            |             | 81,804    |               |
| Debtors  | 10          | 731,850           |             | 527,461   |               |
| Cash in hand   |             | 4,000             |             | 4,000     |               |
|  |             | 811,397           |             | 613,265   |               |
| CREDITORS  | 11          | 4 306 346         |             | 4 211 406 |               |
| mounts falling due within one year                       | 11          | 4,306,246         |             | 4,311,406 |               |
| NET CURRENT LIABILITIES                                  |             |                   | (3,494,849) |           | (3,698,141    |
| OTAL ACCETC LECC CURRENT                                 |             |                   | <del></del> |           |               |
| TOTAL ASSETS LESS CURRENT LIABILITIES                    |             |                   | 12,919,235  |           | 12,545,681    |
|  |             |                   | ,,          |           | ,             |
| CREDITORS  Amounts falling due after more than one       |             |                   |             |           |               |
| rear   | 12          |                   | (17,235)    |           | _             |
| cu.  | ••          |                   | (17,255)    |           |               |
| PROVISIONS FOR LIABILITIES                               | 16          |                   | (573,859)   |           | (682,447)     |
| NET ASSETS   |             |                   | 12,328,141  |           | 11,863,234    |
|  |             |                   |             | •         |               |
| APITAL AND RESERVES                                      |             |                   |             |           |               |
| Called up share capital                                  | 17          |                   | 100,000     |           | 100,000       |
| Revaluation reserve                                      |             |                   | 6,156,295   |           | 6,091,020     |
| Retained earnings  |             |                   | 6,071,846   |           | 5,672,214     |
| SHAREHOLDERS' FUNDS                                      |             |                   | 12,328,141  |           | 11,863,234    |
|  |             |                   | ====        | . /       | ====          |
| he financial statements were approved ben its behalf by: | y the Board | d of Directors on | 19/6        | 117       | and were sign |

Earl of March - Director

# STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2016

| Called up<br>share<br>capital<br>£ | Retained<br>earnings<br>£ | Revaluation reserve £   | Total<br>equity<br>£  |
|------------------------------------|---------------------------|---|---|
| 100,000                            | 5,575,860                 | 5,956,447   | 11,632,307  |
| <u> </u>                           | 96,354                    | 134,573   | 230,927   |
| 100,000                            | 5,672,214                 | 6,091,020   | 11,863,234  |
|                                    | 399,632                   | 65,275  | 464,907   |
| 100,000                            | 6,071,846                 | 6,156,295   | 12,328,141  |
|                                    | share capital £ 100,000   | share capital earnings £ £  100,000 5,575,860  - 96,354  100,000 5,672,214  - 399,632 | share capital capital         Retained earnings         Revaluation reserve £           100,000         5,575,860         5,956,447           -         96,354         134,573           100,000         5,672,214         6,091,020           -         399,632         65,275 |

# CASH FLOW STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2016

| Makas  | 2016                | 2015            |
|--|---------------------|-----------------|
| Notes  | £                   | £               |
| Cash flows from operating activities  Cash generated from operations  Interest element of hire purchase payments | 700,569             | (2,691,383)     |
| paid<br>Fax paid   | (505)<br>(73,300)   | (2,221)         |
| en Para  |                     | <del></del>     |
| Net cash from operating activities   | 626,764             | (2,693,604)     |
| Cash flows from investing activities   |                     |                 |
| Purchase of tangible fixed assets<br>Gale of tangible fixed assets   | (718,340)<br>10,400 | (88,471)<br>400 |
| let cash from investing activities   | (707,940)           | (88,071)        |
| Cash flows from financing activities   |                     |                 |
| Capital repayments in year   | (14,040)            | (22,195)        |
| let cash from financing activities   | (14,040)            | (22,195)        |
|  |                     |                 |
| Decrease in cash and cash equivalents Cash and cash equivalents at beginning                                     | (95,216)            | (2,803,870)     |
| f year 2   | (2,659,185)         | 144,685         |
| ach and each equivalents at and of   | <del></del>         |                 |
| Cash and cash equivalents at end of rear 2   | (2,754,401)         | (2,659,185)     |

# NOTES TO THE CASH FLOW STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2016

| 1 | ECONCILIATION OF PROFIT BEFORE TAXATION TO CASH GENERATED FROM OPERATIONS |  |
|---|---|--|
|   |   |  |

|  | 2016        | 2015        |
|--|-------------|-------------|
|  | £           | £           |
| Profit before taxation                         | 499,760     | 98,620      |
| Depreciation charges                           | 582,870     | 512,450     |
| Loss on disposal of fixed assets               | 6,447       | 446         |
| Finance costs                                  | 505         | 2,221       |
|  | 1,089,582   | 613,737     |
| Decrease/(increase) in stocks                  | 6,257       | (7,572)     |
| (Increase)/decrease in trade and other debtors | (204,389)   | 545,905     |
| Decrease in trade and other creditors          | (190,881)   | (3,843,453) |
| Cash generated from operations                 | 700,569     | (2,691,383) |
|  | <del></del> |             |

### 2. CASH AND CASH EQUIVALENTS

The amounts disclosed on the Cash Flow Statement in respect of cash and cash equivalents are in respect of these Balance Sheet amounts:

| Year en | ded 31 | December | 2016 |
|---------|--------|----------|------|
|---------|--------|----------|------|

| Cash and cash equivalents Bank overdrafts    | 31/12/16<br>£<br>4,000<br>(2,758,401) | 1/1/16<br>£<br>4,000<br>(2,663,185) |
|--|---------------------------------------|-------------------------------------|
|  | (2,754,401)                           | (2,659,185)                         |
| Year ended 31 December 2015                  | 31/12/15                              | 1/1/15                              |
| Cash and cash equivalents<br>Bank overdrafts | 4,000<br>(2,663,185)                  | 144,685                             |
|  | (2,659,185)                           | 144,685                             |

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016

#### 1. STATUTORY INFORMATION

The Goodwood Hotel Limited is a private company, limited by shares, registered in England and Wales. The company's registered number and registered office address can be found on the Company Information page.

The presentation currency of the financial statements is the Pound Sterling (£).

The Company's principle activites are that of Hotels and similar accommodation.

Monetary amounts in these financial statements are rounded to the nearest whole £1. The financial statements are presented in sterling which is also the functional currency of the Company.

#### 2. ACCOUNTING POLICIES

#### Basis of preparing the financial statements

These financial statements have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention as modified by the revaluation of certain assets.

The Company's principal activities and nature of operations are disclosed under the Strategic Report.

The directors have considered whether the financial statements have been properly prepared on the going concern basis in the light of the deficit of net current assets over net current liabilities at the end of the year. The company is dependent on the continuing support of the holding company. The directors have received confirmation from the directors of the holding company that the holding company will continue its support of the company for a minimum period of twelve months from the date on which these accounts have been approved and therefore consider that the going concern basis is the appropriate basis for the preparation of the accounts.

### Significant judgements and estimates

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The Group makes estimates and assumptions concerning the future. The resulting accounting estimates and assumptions will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities within the next financial year have been considered.

#### **Turnover**

Turnover represents the value of services provided excluding VAT, including sales of accommodation, food and beverages, conference and other facility fees and gym membership fees. Hotel events income is recognised when the events take place. Hotel club membership income is recognised evenly over the term of the membership. All other income is recognised at the point of sale. Turnover is adjusted for accrued and deferred membership income.

#### **Tangible fixed assets**

Long leasehold land and buildings are stated at fair value at the balance sheet date. The impact of this change on opening equity and profit for the comparative year are explained in the statement of changes in equity.

Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses. Annual reviews are made of estimated useful lives and material residual values. Depreciation rates used to write off cost less residual value on a straight line basis are:

Fixtures, fittings and equipment

- Over 4 to 10 years

#### **Stocks**

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

# NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 DECEMBER 2016

# 2. ACCOUNTING POLICIES - continued

Taxation for the year comprises current and deferred tax. Tax is recognised in the Statement of Comprehensive Income, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current or deferred taxation assets and liabilities are not discounted.

Current tax is recognised at the amount of tax payable using the tax rates and laws that that have been enacted or substantively enacted by the balance sheet date.

#### **Deferred tax**

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

Timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements. Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the year end and that are expected to apply to the reversal of the timing difference.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

#### Hire purchase and leasing commitments

Assets obtained under hire purchase contracts or finance leases are capitalised in the balance sheet. Those held under hire purchase contracts are depreciated over their estimated useful lives. Those held under finance leases are depreciated over their estimated useful lives or the lease term, whichever is the shorter.

The interest element of these obligations is charged to the profit and loss account over the relevant period. The capital element of the future payments is treated as a liability.

Rentals paid under operating leases are charged to the profit and loss account on a straight line basis over the period of the lease.

### Pension costs and other post-retirement benefits

The company operates a defined contributions pension scheme. Contributions payable to the company's pension scheme are charged to the profit and loss account in the period to which they relate.

#### **Bank overdrafts**

Bank overdrafts are presented within creditors: amounts falling due within one year.

#### 3. TURNOVER

The turnover and profit before taxation are attributable to the one principal activity of the company.

An analysis of turnover by class of business is given below:

|                      | 2016      | 2015      |
|----------------------|-----------|-----------|
|                      | £         | £         |
| Hotel and restaurant | 8,060,430 | 7,740,112 |
| Rental               | 39,864    | 42,348    |
|                      | 0.100.204 | 7 702 460 |
|                      | 8,100,294 | 7,782,460 |
|                      |           |           |

# NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 DECEMBER 2016

| 4. | EMPLOYEES AND DIRECTORS   | 2016                   | 2015              |
|----|---|------------------------|-------------------|
|    |   | 2016<br>£              | 2015<br>£         |
|    | Wages and salaries  | 2,693,353              | 2,725,583         |
|    | Social security costs   | 191,416                | 199,651<br>38,354 |
|    | Other pension costs   | 34,822                 | 30,334            |
|    |   | 2,919,591              | 2,963,588         |
|    | The average monthly number of employees during the year was as follows:           |                        |                   |
|    | The dreade mentally number of employees defining the year mast as renewed         | 2016                   | 2015              |
|    | Management & Administration   | 8                      | 6                 |
|    | Operational   | 156                    | <u> 157</u>       |
|    |   | <u>164</u>             | <u>163</u>        |
|    |   | 2016                   | 2015              |
|    | Directors' remuneration   | £<br>                  | £                 |
| 5. | OPERATING PROFIT  |                        |                   |
|    | The operating profit is stated after charging:                                    |                        |                   |
|    |   | 2016                   | 2015              |
|    | Hira of plant and machinen.   | £                      | £ 000             |
|    | Hire of plant and machinery Other operating leases                                | 90,918<br>5,977        | 54,909<br>8,316   |
|    | Depreciation - owned assets   | 579,768                | 491,394           |
|    | Depreciation - assets on hire purchase contracts Loss on disposal of fixed assets | 3,102<br>6,447         | 21,056<br>446     |
|    | Auditors' remuneration  | 13,500                 | 13,750            |
|    | Auditors' remuneration for non audit work   | 952                    | 925               |
| 6. | INTEREST PAYABLE AND SIMILAR EXPENSES   |                        |                   |
|    |   | 2016 <sub>.</sub><br>£ | 2015<br>£         |
|    | Leasing   | 505<br>———             | <del>2,221</del>  |
| 7. | TAXATION  |                        |                   |
|    | Analysis of the tax charge  |                        |                   |
|    | The tax charge on the profit for the year was as follows:                         | 2016                   | 2017              |
|    |   | 2016<br>£              | 2015<br>£         |
|    | Current tax:  | 152.716                | 72 200            |
|    | UK corporation tax  | 153,716                | 73,300            |
|    | Deferred tax  | (53,588)               | (71,034)          |
|    | Tax on profit   | 100,128                | 2,266             |
|    | UK corporation tax has been charged at 20% (2015 - 20.25%).                       |                        |                   |

### **NOTES TO THE FINANCIAL STATEMENTS - continued** FOR THE YEAR ENDED 31 DECEMBER 2016

#### 7. **TAXATION - continued**

Reconciliation of total tax charge included in profit and loss

The tax assessed for the year is higher than the standard rate of corporation tax in the UK. The difference is explained below:

| Profit before tax   |                                | 2016<br>£<br>499,760                        | 2015<br>£<br>98,620                               |
|---|--------------------------------|---|---|
| Profit multiplied by the standard rate of corporation tax in (2015 - 20.250%)   | the UK of 20%                  | 99,952                                      | 19,971  |
| Effects of: Expenses not deductible for tax purposes Utilisation of tax losses Depreciation in excess of capital allowances Short term timing differences Other tax adjustments Deferred taxation |                                | 136<br>-<br>53,672<br>(47)<br>3<br>(53,588) | 401<br>(6,871)<br>59,639<br>134<br>26<br>(71,034) |
| Total tax charge  |                                | 100,128                                     | 2,266   |
| Tax effects relating to effects of other comprehens   | sive income                    |   |   |
| Unrealised gains on property revaluation  | Gross<br>£<br>10,275<br>10,275 | 2016<br>Tax<br>£<br>55,000<br>              | Net<br>£<br>65,275<br>65,275                      |
| Unrealised gains on property revaluation  | Gross<br>£<br>99,573<br>99,573 | 2015<br>Tax<br>£<br>35,000<br>35,000        | Net<br>£<br>134,573<br>134,573                    |

# NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 DECEMBER 2016

| 8. | TANGIBLE FIXED ASSETS  |              | Fi. 4     |            |
|----|------------------------|--------------|-----------|------------|
|    |                        |              | Fixtures  |            |
|    |                        | Long         | and       |            |
|    |                        | leasehold    | fittings  | Totals     |
|    |                        | £            | £         | £          |
|    | COST OR VALUATION      |              |           |            |
|    | At 1 January 2016      | 14,300,000   | 5,059,942 | 19,359,942 |
|    | Additions              | 289,725      | 469,979   | 759,704    |
|    | Disposals              | · <u>-</u>   | (156,123) | (156,123)  |
|    | Revaluations           | 10,275       | -         | 10,275     |
|    | At 31 December 2016    | 14,600,000   | 5,373,798 | 19,973,798 |
|    | DEPRECIATION           | <del></del>  |           |            |
|    | At 1 January 2016      | -            | 3,116,120 | 3,116,120  |
|    | Charge for year        | -            | 582,870   | 582,870    |
|    | Eliminated on disposal | -            | (139,276) | (139,276)  |
|    | At 31 December 2016    | <del>-</del> | 3,559,714 | 3,559,714  |
|    | NET BOOK VALUE         |              |           |            |
|    | At 31 December 2016    | 14,600,000   | 1,814,084 | 16,414,084 |
|    | At 31 December 2015    | 14,300,000   | 1,943,822 | 16,243,822 |

The long leasehold land and buildings were valued by Savills (UK) Limited, Chartered Surveyors at fair value of £14,200,000 at 31st December 2014. The fair value was established by considering various factors and applying appropriate index multiple. The directors reviewed the fair value at 31st December 2016 and taking into account the additions in 2016, considered this to be £14,600,000 (2015 £14,300,000).

Cost or valuation at 31 December 2016 is represented by:

|                   | Long<br>leasehold<br>£ | Fixtures<br>and<br>fittings<br>£ | Totals<br>£ |
|-------------------|------------------------|----------------------------------|-------------|
| Valuation in 2013 | 4,227,805              | -                                | 4,227,805   |
| Valuation in 2014 | 780,399                | -                                | 780,399     |
| Valuation in 2015 | 99,573                 | -                                | 99,573      |
| Valuation in 2016 | 10,275                 | -                                | 10,275      |
| Cost              | 9,481,948              | 5,373,798                        | 14,855,746  |
|                   | 14,600,000             | 5,373,798                        | 19,973,798  |

# NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 DECEMBER 2016

| 8.  | TANGIBLE FIXED ASSETS - continued   |   |  |
|-----|---|---|--|
|     | Fixed assets, included in the above, which are held under hire purchase contracts   | are as follows:   | Fixtures<br>and<br>fittings<br>£   |
|     | COST OR VALUATION At 1 January 2016 Additions Disposals   |   | 73,982<br>41,364<br>(73,982)   |
|     | At 31 December 2016   |   | 41,364   |
|     | DEPRECIATION At 1 January 2016 Charge for year Eliminated on disposal   |   | 47,428<br>3,102<br>(47,428)  |
|     | At 31 December 2016   |   | 3,102  |
|     | NET BOOK VALUE At 31 December 2016  |   | 38,262   |
|     | At 31 December 2015   |   | 26,554   |
| 9.  | STOCKS  | 2016<br>£   | 2015<br>£  |
|     | Stocks  | 75,547<br>———   | 81,804   |
| 10. | DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR  | 2016<br>£   | 2015<br>£  |
|     | Trade debtors Amounts owed by group undertakings Other debtors Prepayments and accrued income   | 322,125<br>170,528<br>3,838<br>235,359                                      | 319,504<br>63,708<br>1,703<br>142,546                                      |
|     |   | 731,850   | 527,461  |
| 11. | CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR  | 2016  | 2015   |
|     | Bank loans and overdrafts (see note 13) Hire purchase contracts (see note 14) Trade creditors Amounts owed to group undertakings Tax Social security and other taxes Other creditors Accruals and deferred income | £ 2,758,401 13,788 266,759 25,301 153,716 239,841 479,952 368,488 4,306,246 | £ 2,663,185 3,699 280,334 314,994 73,300 391,551 402,198 182,145 4,311,406 |

# NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 DECEMBER 2016

| 12. | CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR                       | 2016<br>£                | 2015<br>£                 |
|-----|---|--------------------------|---------------------------|
|     | Hire purchase contracts (see note 14)   | 17,235                   |                           |
| 13. | LOANS   |                          |                           |
|     | An analysis of the maturity of loans is given below:                          |                          |                           |
|     |   | 2016<br>£                | 2015<br>£                 |
|     | Amounts falling due within one year or on demand:<br>Bank overdrafts          | 2,758,401                | 2,663,185                 |
| 14. | LEASING AGREEMENTS  |                          |                           |
|     | Minimum lease payments fall due as follows:                                   |                          |                           |
|     |   | Hire purcha<br>2016<br>£ | se contracts<br>2015<br>£ |
|     | Gross obligations repayable:<br>Within one year<br>Between one and five years | 13,968<br>17,460         | 4,069                     |
|     |   | 31,428                   | 4,069                     |
|     | Finance charges repayable:<br>Within one year<br>Between one and five years   | 180<br>225               | 370                       |
|     |   | 405                      | 370                       |
|     | Net obligations repayable:<br>Within one year<br>Between one and five years   | 13,788<br>17,235         | 3,699                     |
|     |   | 31,023                   | 3,699                     |
|     |   |                          | able operating            |
|     |   | 2016<br>£                | 2015<br>£                 |
|     | Within one year Between one and five years                                    | 24,890<br>76,855         | 8,801<br>1,718            |
|     |   | 101,745                  | 10,519                    |

# NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 DECEMBER 2016

#### 15. SECURED DEBTS

The following secured debts are included within creditors:

|   | 2016<br>£           | 2015<br>£          |
|---|---------------------|--------------------|
| Bank overdrafts<br>Lease purchase contracts | 2,758,401<br>31,023 | 2,663,185<br>3,699 |
|   | 2,789,424           | 2,666,884          |

The bank overdraft is secured under the group loan arrangements by a fixed charge over certain freehold land, which includes the land occupied under long leasehold by the company.

Lease purchase contracts are secured on the assets concerned.

#### 16. PROVISIONS FOR LIABILITIES

| Deferred tax  | 2016<br>£<br>573,859 | 2015<br>£<br>682,447                                    |
|---|----------------------|---|
| Balance at 1 January 2016 Accelerated capital allowances Unrealised revaluation gains |                      | Deferred<br>tax<br>£<br>682,447<br>(53,588)<br>(55,000) |
| Balance at 31 December 2016   |                      | 573,859   |

#### 17. CALLED UP SHARE CAPITAL

| Allotted, issu | ed and fully paid: |         |         |         |
|----------------|--------------------|---------|---------|---------|
| Number:        | Class:             | Nominal | 2016    | 2015    |
|                |                    | value:  | £       | £       |
| 100,000        | Ordinary shares    | £1      | 100,000 | 100,000 |

#### **Ordinary share rights**

The company's ordinary shares, which carry no right to fixed income, each carry the right to one vote at general meetings of the company.

#### **Retained earnings**

Cumulative profit and loss net of distributions to owners.

### Revaluation reserve (in respect of the leasehold property per note 7)

Cumulative revaluation gains and losses in respect of the leasehold property, except revaluation gains and losses recognised in the profit and loss statement.

# NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 DECEMBER 2016

#### 18. PENSION COMMITMENTS

#### **Defined Contribution Pension Scheme**

The company operates a defined contribution pension scheme on behalf of current employees. Contributions of 6 - 10% are payable by the company and 4% by the employee and are charged to profit and loss account in the period to which they relate. For the year ended 31 December 2016 the company made total employer contributions of £63,690 (2015: £80,910). There were outstanding contributions of £5,084 as at 31 December 2016.

#### 19. ULTIMATE PARENT COMPANY

The ultimate parent company is The Goodwood Estate Company Limited, registered in England and Wales. The smallest and largest group in which the Company accounts are consolidated is that of The Goodwood Estate Limited, the consolidated company accounts are available from Goodwood House, Goodwood, Chichester, West Sussex, PO18 0PX.

#### 20. GUARANTEES AND FINANCIAL COMMITMENTS

The company has given an unlimited cross guarantee to the group's bankers in respect of the revolving credit facility and overdraft facility provided to the parent company, The Goodwood Estate Company Limited. The Group has a credit facility of £10,000,000 and an overdraft limit of £5,000,000. The group's overall potential liability at 31 December 2016 was £nil (2015: £4,243,346).

The company has used bank overdrafts of £2,848,619 (2015: £2,736,562) which is part of the group credit facility.

#### 21. RELATED PARTY DISCLOSURES

The company has taken advantage of exemption, under the terms of Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland', not to disclose related party transactions with wholly owned subsidiaries within the group.

#### 22. ULTIMATE CONTROLLING PARTY

The Directors regard the Trustees acting on behalf of Trusts for the Gordon-Lennox family to be the ultimate controlling party of the Group.