Report and Financial Statements

29 November 2018



ETTINGTON PARK GROUP LIMITED Company Information

Directors

K Arkley

S Fairs

Secretary

Vistra Company Secretaries Limited

Auditor

BDO LLP 55 Baker Street London W1U 7EU

Registered office

The Old Library
The Drive
Sevenoaks
Kent
TN13 3AB

Registered number 01786119

ETTINGTON PARK GROUP LIMITED Report and Financial Statements Contents

	Page
Directors' Report	1 - 2
Independent Auditor's Report	3 - 5
Statement of Comprehensive Income	6
Statement of Financial Position	. 7
Statement of Changes in Equity	8
Notes to the Financial Statements	9 - 17

Registered number: 01786119

Directors' Report

The directors present their report and financial statement for the 52 week period ended 29 November 2018 (2017: 53 week period).

Principal activities

The company's principal activity during the period continued to be that of the ownership of the Ettington Park Hotel leasehold.

Business review

The performance of the company is satisfactory and the financial position of the company is relatively unchanged with the statement of comprehensive income continuing to show principally the depreciation of the company's assets, along with company secretarial charges incurred in the period and interest payable.

Dividends

No dividends were paid during the period ended 29 November 2018 (2017: £nil). The holders of the redeemable preference shares have waived their rights to dividends.

Directors

The following persons served as directors during the period:

- K Arkley
- J Hands (resigned 9 March 2018)
- S Fairs (appointed 9 March 2018)

Directors' responsibilities

The directors are responsible for preparing the Strategic Report, 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 year. Under that law the directors have elected to prepare the financial statements in accordance with 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 Ireland". 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 UK Accounting Standards 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.

Registered number: 01786119

Directors' Report

Directors' Report (continued)

Provision of information to auditor

Each person who was a director at the time when this report was approved has confirmed that:

- . so far as that director is aware, there is no relevant audit information of which the company's auditor is unaware;
- that directors have taken all the steps that ought to have been taken as a director in order to be aware of any information needed by the company's auditor in connection with preparing their report and to establish that the company's auditor is aware of that information.

This report has been prepared in accordance with the provisions in Part 15 of the Companies Act 2006 applicable to companies subject to the small companies.

This report was approved by the board on 29 August 2019 and signed on its behalf.

K Arkley Director

Independent Auditor's Report to the members of ETTINGTON PARK GROUP LIMITED

Opinion

We have audited the financial statements of Ettington Park Group Limited (the 'Company') for the period ended 29 November 2018 which comprise the Statement of Comprehensive Income, the Statement of Financial Position, the Statement of Changes in Equity and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the company's affairs as at 29 November 2018 and of its loss for the period then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

Other information

The other information comprises the information included in the report and financial statements, other than the financial statements and our Auditor's Report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Independent Auditor's Report to the members of ETTINGTON PARK GROUP LIMITED

Opinion on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Directors' Report for the financial period for which the financial statements are prepared is consistent with the financial statements; and
- · the Directors' Report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the Directors' Report.

We have nothing to report in respect of the following matters in relation to which 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; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the Directors' Report and from the requirement to prepare a Strategic Report.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement set out on page 2, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an Auditor's Report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our Auditor's Report.

ETTINGTON PARK GROUP LIMITED Independent Auditor's Report to the members of ETTINGTON PARK GROUP LIMITED

Use of our report

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 an Auditor's Report 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.

BPO US

lan Clayden (Senior Statutory Auditor)
For and on behalf of BDO LLP, Statutory Auditor
London

Date: 36 August 2019

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

ETTINGTON PARK GROUP LIMITED Statement of Comprehensive Income for the period ended 29 November 2018

	Notes	Period ended 29 November 2018 £	Period ended 30 November 2017 £
Administrative expenses		(85,614)	(85,524)
Operating loss	3	(85,614)	(85,524)
Interest payable	5	(18,502)	(17,619)
Loss on ordinary activities before taxation		(104,116)	(103,143)
Tax on loss on ordinary activities	6	-	-
Loss for the period		(104,116)	(103,143)
Other comprehensive income for the period		, -	-
Total comprehensive loss for the period		(104,116)	(103,143)

All amounts relate to continuing operations.

The notes on pages 9 to 17 form part of these financial statements.

Registered number: 01786119 Statement of Financial Position

as at 29 November 2018

as at 25 November 2010	Notes	2	29 November 2018 £	30 November 2017 £
Fixed assets Tangible assets	7		5,113,430	5,198,511
rangible assets	•		0,110,400	0,100,011
Current assets				
Debtors	8	244,240	•	244,240
Creditors: amounts falling due				
within one year	9	(546,783)		(527,748)
Net current liabilities			(302,543)	(283,508)
Total assets less current liabilities		-	4,810,887	4,915,003
Creditors: amounts falling due after more than one year	10		(316,987)	(316,987)
Net assets		-	4,493,900	4,598,016
Capital and reserves				
Called up share capital	11		1,563,433	1,563,433
Revaluation reserve	12		2,707,970	2,741,682
Capital contribution reserve	12		83,013	83,013
Profit and loss account	12		139,484	209,888
Total equity		_	4,493,900	4,598,016

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 29 Acost 2019

K Arkley Director

The notes on pages 9 to 17 form part of these financial statements.

ETTINGTON PARK GROUP LIMITED Statement of Changes in Equity for the period ended 29 November 2018

	Share capital	Revaluation reserve	Capital contribution reserve	Profit and loss account	Total equity
	£	£	£	£	£
At 30 November 2017	1,563,433	2,741,682	83,013	209,888	4,598,016
Loss for the period Reserves transfer	-	(33,712)	-	(104,116) 33,712	(104,116)
At 29 November 2018	1,563,433	2,707,970	83,013	139,484	4,493,900
			00.040	070.040	4 704 450
At 24 November 2016	1,563,433	2,775,394	83,013	279,319	4,701,159
Loss for the period Reserves transfer	-	(33,712)	-	(103,143) 33,712	(103,143) -
At 30 November 2017	1,563,433	2,741,682	83,013	209,888	4,598,016

The notes on pages 9 to 17 form part of these financial statements.

Notes to the Financial Statements for the period ended 29 November 2018

General information

1 Accounting policies

Ettington Park Group Limited is a private limited company incorporated in England & Wales under the Companies Act. The address of the registered office is given on the company information page and the nature of the company's operations and its principal activities are set out in the Directors' Report.

Basis of preparation

The current year financial statements are prepared on a 52 week financial period (2017: 53 week period).

The financial statements have been prepared under the historical cost convention and in accordance with FRS 102, The Financial Reporting Standard applicable in the UK and Republic of Ireland and the Companies Act 2006.

The following principal accounting policies have been applied consistently throughout the preceding and current periods.

Financial reporting standard 102 - reduced disclosure exemptions

The Company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by the FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d);
- the requirements of Section 11 Financial Instruments paragraphs 11.39 to 11.48A;
- the requirements of Section 12 Other Financial Instruments paragraphs 12.26 to 12.29;
- the requirements of Section 33 Related Party Disclosures paragraph 33.7.

This information is included in the consolidated financial statements of Hand Picked Hotels Limited as at 29 November 2018 and these financial statements may be obtained from Companies House.

Going concern

The Company reports net current liabilities and losses for the period. The parent company, Hand Picked Hotels Limited, has indicated that it will continue to provide financial support as necessary for the foreseeable future to ensure the Company can meet all liabilities as they fall due. On this basis, and having made appropriate enquiries at the parent company, the directors are satisfied that it is appropriate to prepare these accounts on a going concern basis.

Interest

Interest income and expense is recognised in the income statement using the effective interest method

Accounting policies (continued)

Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical or deemed cost less accumulated depreciation and any accumulated impairment losses. Historical or deemed cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

At each reporting date the company assesses whether there is any indication of impairment. If such indication exists, the recoverable amount of the asset is determined which is the higher of its fair value less costs to sell and its value in use. An impairment loss is recognised where the carrying amount exceeds the recoverable amount.

The company adds to the carrying amount of an item of fixed assets the cost of replacing part of such an item when that cost is incurred, if the replacement part is expected to provide incremental future benefits to the company. The carrying amount of the replaced part is derecognised. Repairs and maintenance are charged to the statement of comprehensive income during the period in which they are incurred.

Depreciation

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method. Depreciation is provided on the following basis:

Leasehold land and buildings Fixtures and fittings

over the period of the lease 4 to 25 years

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the statement of comprehensive income.

Financial liabilities and equity

Financial liabilities and equity are classified according to the substance of the financial instrument's contractual obligations, rather than the financial instrument's legal form. Financial liabilities, excluding convertible debt and derivatives, are initially measured at transaction price (including transaction costs) and subsequently held at amortised cost. Financial liabilities that carry no interest rate and are repayable within one year are measured at an undiscounted amount. Similar amounts repayable after one year are discounted at a market rate for a similar instrument.

Debtors

Short term debtors are measured at transaction price, less any impairment. Loans and other financial assets are initially recognised at transaction price including any transaction costs and subsequently measured at amortised cost determined using the effective interest method, less any impairment.

Accounting policies (continued)

Creditors

Short term creditors are measured at the transaction price. Loans and other financial liabilities are initially recognised at transaction price net of any transaction costs and subsequently measured at amortised cost determined using the effective interest method.

Financial instruments

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade payables or receivables, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or financed at a rate of interest that is not a market rate or in case of an out-right short-term loan not at market rate, the financial asset or liability is measured, initially, at the present value of the future cash flow discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the statement of comprehensive income.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate of the recoverable amount, which is an approximation of the amount that the group would receive for the asset if it were to be sold at the reporting date.

Financial assets and liabilities are offset and the net amount reported in the statement of financial position when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Notes to the Financial Statements for the period ended 29 November 2018

Accounting policies (continued)

Current and deferred taxation

The tax expense for the period comprises current and deferred tax. Tax is recognised in profit or loss, except that a change attributable to an item of income or expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the country where the company operates and generates taxable income.

Deferred balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date, except:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred income tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

Related party transactions

The company has taken advantage of the exemption under paragraph 33.1A of the Financial Reporting Standard 102 not to disclose transactions with other wholly owned members of the group.

Investment property

Investment property whose fair value can be measured reliably without undue cost and effort shall be measured at fair value at each reporting date with changes in fair value recognised in profit or loss. All other investment property is accounted for as property, plant and equipment using the cost model.

2 Judgements in applying accounting policies and key sources of estimation uncertainty

In preparing these financial statements, the directors have made the following judgements:

- Determine whether leases entered into by the company either as a lessor or a lessee are operating or finance leases. These decisions depend on an assessment of whether the risks and rewards of ownership have been transferred from the lessor to the lessee on a lease by lease basis
- Determine whether there are indicators of impairment of the company's fixed assets. Factors taken into consideration in reaching such a decision include the economic viability and expected future financial performance of the asset.

Other key sources of estimation uncertainty

Tangible fixed assets (see note 7)

Tangible fixed assets are depreciated over their useful lives taking into account residual values, where appropriate. The actual lives of the assets and residual values are assessed annually and may vary depending on a number of factors. In re-assessing asset lives, factors such as technological innovation, product life cycles and maintenance programmes are taken into account. Residual value assessments consider issues such as future market conditions, the remaining life of the asset and projected disposal values.

3	Operating loss	.2018 £	2017 £
	This is stated after charging:	L	•
	Depreciation of tangible fixed assets	85,081	85,081
	The auditor's remuneration for the period ended 29 November 201 group company.	8 has been born	e by another
4	Staff costs		
	The average number of employees, including the directors, during the	ne period was as	follows:
		2018 Number	2017 Number
	Administration	2	2
	There were no staff costs for the period ended 29 November 2018 (2017: £nil).	
	None of the directors received any remuneration for the period (201)	7: £nil)	

5	Interest payable	2018 £	2017 £
	Interest payable	18,502	17,619
6	Taxation	2018 £	2017 £
	Current tax		-
	UK corporation tax at 19% (2017: 19.35%)	-	•
	Deferred tax		
	Origination and reversal of timing differences	-	•
	Tax on profit on ordinary activities	_	
	Movement in deferred tax provision Provision at start of period Deferred tax charged in the statement of comprehensive income for the period	-	
	Provision at end of period	•	
	Reconciliation of tax charge Loss on ordinary activities before tax	(104,116)	(103,143)
	Loss on ordinary activities multiplied by the standard rate of corporation tax at 19% (2017: 19.35%) Effects of:	(19,782)	(19,956)
	Expenses not deductible for tax purposes	16,164	16,462
	Transfer pricing adjustments	97,280	99,061
	Group relief claimed	(93,662)	(95,567)
	Tax charge for the period	-	-
	- •		

The company has an unrecognised deferred tax asset of £22,000 (2017: £22,000) in respect of depreciation charged in excess of capital allowances at the end of the period.

7 Tangible fixed assets

•	Short leasehold land and buildings	Fixtures and fittings	Total £
Cost	£	£	L
At 1 December 2017	6,516,235	560,628	7,076,863
At 29 November 2018	6,516,235	560,628	7,076,863
Depreciation			
At 1 December 2017	1,447,205	431,147	1,878,352
Charge for the period	62,656	22,425	85,081
At 29 November 2018	1,509,861	453,572	1,963,433
Carrying amount			
At 29 November 2018	5,006,374	107,056	5,113,430
At 30 November 2017	5,069,030	129,481	5,198,511

Leasehold land and buildings are included at open market valuation at November 1999 by Weatherall Green & Smith Chartered Surveyors. It is not intended that the land and buildings will be subject to further periodic valuations.

If leasehold land and buildings had not been revalued they would have been included at the following historical cost:

		2018 £	2017 £
	Cost	3,014,947	3,014,947
	Aggregate depreciation	716,543	687,599
8	Debtors	2018 £	2017 £
	Amounts due from immediate parent undertaking Prepayments and accrued income	243,895 345	243,895 345
		244,240	244,240

9	Creditors: amounts falling due within one year	2018 £	2017 £
	Cumulative redeemable non-participating		
	preference shares of £1 each (note 10)	100,000	100,000
	Amounts due to intermediate parent undertaking	396,783	377,748
	Accruals	50,000	50,000
	,	546,783	527,748
10	Creditors: amounts falling due after one year	2018	2017
		£	£
	Cumulative redeemable non-participating		
	preference shares of £1 each	316,987	316,987

The preference shares carry dividend rights at 10%. The holder of the preference shares has waived its right to dividends. The preference shares are redeemable at par at the option of either the company or the shareholder subject to certain conditions and repayable in 5 annual instalments commencing 31 December following notice of redemption.

11	Share capital	2018 Number	2017 Number	2018 £	2017 £
	Allotted, called up and fully paid: Ordinary shares of £1 each	1,063,433	1,063,433	1.063.433	1.063.433
	B Ordinary shares of 75p each	666,666	666,666	500,000 1,563,433	500,000 1,563,433

The preference shares are non-voting, the A and B shares attract one vote per share held. On return of capital the assets of the company shall first be applied in repaying the preference shares, then the amounts paid up on ordinary shares then finally the balance among the A and B shareholders on the basis of £1 for each share held.

12 Reserves

Profit & loss account

This is cumulative profits or losses, net of dividends paid and other adjustments.

Revaluation reserve

This reserve represents the excess valuation of land and buildings above cost.

Capital contribution reserve

The capital contribution reserve comprises discounting adjustments to redeemable preference shares.

13 Contingent liabilities

The company has granted fixed and floating charges over its assets in respect of group borrowing facilities. The amount owed by the Hand Picked Hotels Limited group as at 29 November 2018 was £80,000,000 (2017: £80,000,000). However, subsequent to the period end this amount has reduced to £30,000,000.

14 Ultimate parent company and controlling party

On 7 March 2018, the entire share holdings of the Hand Picked Hotels Limited held by its ultimate parent, Alscot S.a.r.I, were transferred to Hand Picked Hotels Holdings (Guernsey) Limited resulting in Julian Holdings Limited becoming the ultimate parent of the company as of that date.

The company's immediate parent is Hand Picked Hotels Limited. The largest and smallest group in whose financial statements the results of the company will be consolidated is Hand Picked Hotels Limited. The consolidated accounts of Hand Picked Hotels Limited will be available to the public and will be obtainable in due course from the Registrar of Companies, Companies House, Crown Way, Cardiff.

The ultimate parent company is Julian Holdings Limited, and the ultimate controlling party is Mr G Hands.

Julian Holdings Limited is a company incorporated in Guernsey, whose registered office address is PO Box 286, Floor 2 Trafalgar Court, Les Banques, St Peter Port, Guernsey, GY1 4LY.