

**THE VINEYARD AT STOCKCROSS LIMITED**

**DIRECTORS' REPORT AND FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 DECEMBER 2008**

**Felton Pumphrey**

**Chartered Accountants & Registered Auditors**

**12 Sheet Street**

**Windsor**

**SL4 1 BG**

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**THE VINEYARD AT STOCKCROSS LIMITED**

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**COMPANY INFORMATION**

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<b>DIRECTORS</b>	Malcolm Morris Margaret Morris Andrew McKenzie Peter Gubb
<b>COMPANY SECRETARY</b>	Margaret Morris
<b>COMPANY NUMBER</b>	02233431
<b>REGISTERED OFFICE</b>	12 Sheet Street Windsor Berkshire SL4 1BG
<b>AUDITORS</b>	Felton Pumphrey Chartered Accountants & Registered Auditors 12 Sheet Street Windsor Berkshire SL4 1BG
<b>BANKERS</b>	HSBC Bank Plc 28 High Street Uxbridge Middlesex UB8 1BY
<b>SOLICITORS</b>	Thomas Eggar Newbury House 20 King's Road West Newbury Berkshire RG14 5XR

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**THE VINEYARD AT STOCKCROSS LIMITED**

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## **THE VINEYARD AT STOCKCROSS LIMITED**

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### **DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2008**

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The Directors present their report and the financial statements for the Year ended 31 December 2008.

#### **STATEMENT OF DIRECTORS' RESPONSIBILITIES**

The Directors are responsible for preparing the Annual 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 United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). The financial statements are required by law to 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 judgments and 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;
- 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 that 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 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.

#### **PRINCIPAL ACTIVITIES**

The principal activity of the Company during the year was running a restaurant, hotel and other related activities.

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## THE VINEYARD AT STOCKCROSS LIMITED

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### DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2008

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#### BUSINESS REVIEW

The Company is a focused five star luxury boutique hotel with a 2 Michelin star restaurant. The hotel and restaurant target both the business and leisure traveller. The Company also operates a wine agent business selling exclusive Californian wines from small boutique estates.

During the year to 31st December 2008 the company has continued trading well in difficult trading conditions. Turnover has fallen by some 4.5% when compared with the previous year and additional costs have meant that the company reports a loss before interest and tax for the year of £77,929 (2007 - Profit £421,522). While the Directors believe the Company has operated well in the trading circumstances, they are reviewing the Company's operations to seek to identify cost savings for the future.

#### FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The company uses various financial instruments including cash, loans and items such as trade debtors and trade creditors that arise directly from its operations. The purpose of these financial instruments is to raise finance for the company's operations.

The risks arising from the company's financial instruments are currency risk, liquidity risk, interest rate risk and credit risk. The directors review and agree policies for managing each of these risks and these policies have remained unchanged from previous years.

##### Currency risk

The principal trading currency of the company is sterling. Certain purchases are made in US dollars and to minimise foreign exchange risk, the company operates a US bank account and prices the sale based on the US cost of purchase.

##### Liquidity risk

The company manages financial risk by ensuring sufficient liquidity is available to meet foreseeable needs and to invest cash assets safely and profitably.

##### Interest rate risk

The company uses loans to finance the expansion and improvement of the facilities which in the long term improve profitability. Any interest rate risk is manageable through the cash assets. No interest is payable on inter company balances. The company's cash assets are all held in floating rate deposit accounts. Trade debtors and creditors do not attract interest.

##### Credit risk

The company's principal financial assets are cash and trade debtors. To manage trade debtor credit risk the directors set limits for customers based on a combination of payment history and third party credit references. Credit limits are reviewed on a regular basis in conjunction with debt ageing and collection history.

#### RESULTS

The loss for the Year, after taxation, amounted to £240,441 (2007 - profit £200,653).

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**THE VINEYARD AT STOCKCROSS LIMITED**

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**DIRECTORS' REPORT  
FOR THE YEAR ENDED 31 DECEMBER 2008**

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**DIRECTORS**

The Directors who served during the Year were:

Malcolm Morris  
Margaret Morris  
Andrew McKenzie  
Peter Gubb

**PROVISION OF INFORMATION TO AUDITORS**


Each of the persons who are Directors at the time when this Directors' report is approved has confirmed that:

- so far as that Director is aware, there is no relevant audit information of which the Company's auditors are unaware, and
- that Director has 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 auditors in connection with preparing their report and to establish that the Company's auditors are aware of that information.

**AUDITORS**

The auditors, Felton Pumphrey, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

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



.....  
**Malcolm Morris**  
Director

Date: 16 September 2009

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## **THE VINEYARD AT STOCKCROSS LIMITED**

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### **INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF THE VINEYARD AT STOCKCROSS LIMITED**

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We have audited the financial statements of The Vineyard at Stockcross Limited for the Year ended 31 December 2008, set out on pages 6 to 16. These financial statements have been prepared under the accounting policies set out therein.

#### **RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITORS**

The Directors' responsibilities for preparing the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the Statement of Directors' responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you whether in our opinion the information given in the Directors' report is consistent with the financial statements.

In addition we report to you if, in our opinion, the Company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding Directors' remuneration and other transactions is not disclosed.

We read the Directors' report and consider the implications for our report if we become aware of any apparent misstatements within it.

#### **BASIS OF AUDIT OPINION**

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) 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 judgments 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.

#### **GOING CONCERN**

In forming our opinion we have considered the adequacy of the disclosures made in the financial statements with regard to the going concern basis of preparing the financial statements. The continuance of the company is largely dependent on the continued support of the company's ultimate parent company as described in the accounting policies in the financial statements. Our opinion is not qualified in this respect.

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**THE VINEYARD AT STOCKCROSS LIMITED**

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**INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF THE VINEYARD AT STOCKCROSS LIMITED**


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**OPINION**

In our opinion:

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the Company's affairs as at 31 December 2008 and of its loss, for the Year then ended;
- the financial statements have been properly prepared in accordance with the Companies Act 1985; and
- the information given in the Directors' report is consistent with the financial statements.

**FELTON PUMPHREY**  
Chartered Accountants & Registered Auditors  
12 Sheet Street  
Windsor  
Berkshire  
SL4 1BG



Date: 29th September 2009



**THE VINEYARD AT STOCKCROSS LIMITED**

**PROFIT AND LOSS ACCOUNT  
FOR THE YEAR ENDED 31 DECEMBER 2008**

	Note	2008 £	2007 £
<b>TURNOVER</b>	1,2	<b>6,205,986</b>	<b>6,501,269</b>
Cost of sales		<u>(1,432,825)</u>	<u>(1,415,499)</u>
<b>GROSS PROFIT</b>		<b>4,773,161</b>	<b>5,085,770</b>
Administrative expenses		<u>(5,471,287)</u>	<u>(5,188,201)</u>
Other operating income	3	<u>620,197</u>	<u>523,953</u>
<b>OPERATING (LOSS)/PROFIT</b>	4	<b>(77,929)</b>	<b>421,522</b>
Interest receivable		<b>5,434</b>	<b>8,739</b>
Interest payable	8	<u>(167,946)</u>	<u>(229,608)</u>
<b>(LOSS)/PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION</b>		<b>(240,441)</b>	<b>200,653</b>
Tax on (loss)/profit on ordinary activities	9	<u>-</u>	<u>-</u>
<b>(LOSS)/PROFIT FOR THE FINANCIAL YEAR</b>	16	<b><u>(240,441)</u></b>	<b><u>200,653</u></b>

All amounts relate to continuing operations.

There were no recognised gains and losses for 2008 or 2007 other than those included in the Profit and loss account.


The notes on pages 8 to 16 form part of these financial statements.

**THE VINEYARD AT STOCKCROSS LIMITED**

**BALANCE SHEET  
AS AT 31 DECEMBER 2008**

	Note	£	2008 £	£	2007 £
<b>FIXED ASSETS</b>					
Tangible fixed assets	10		11,081,459		11,267,474
Fixed asset investments			-		-
			<u>11,081,459</u>		<u>11,267,474</u>
<b>CURRENT ASSETS</b>					
Stocks	11	912,811		920,017	
Debtors	12	325,342		901,091	
Cash at bank and in hand		427,575		293,305	
		<u>1,665,728</u>		<u>2,114,413</u>	
<b>CREDITORS: amounts falling due within one year</b>	13	<u>(1,895,524)</u>		<u>(1,774,569)</u>	
<b>NET CURRENT (LIABILITIES)/ASSETS</b>			<u>(229,796)</u>		<u>339,844</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>			<u>10,851,663</u>		<u>11,607,318</u>
<b>CREDITORS: amounts falling due after more than one year</b>					
	14		20,444,698		20,959,912
<b>CAPITAL AND RESERVES</b>					
Called up share capital	15	2,867,895		2,867,895	
Share premium account	16	20,587		20,587	
Profit and loss account	16	<u>(12,481,517)</u>		<u>(12,241,076)</u>	
	17		<u>(9,593,035)</u>		<u>(9,352,594)</u>
			<u>10,851,663</u>		<u>11,607,318</u>

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

  
.....  
**Malcolm Morris**  
Director

Date: 16 September 2009.

The notes on pages 8 to 16 form part of these financial statements.

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## THE VINEYARD AT STOCKCROSS LIMITED

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### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2008

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#### 1. ACCOUNTING POLICIES

##### 1.1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS

The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards. Certain comparative amounts within the profit and loss account have been reclassified in order for the financial statements to show a true and fair view, consistent with the treatment in the current period.

The Company is itself a subsidiary company and is exempt from the requirement to prepare group accounts by virtue of section 228 of the Companies Act 1985. These financial statements therefore present information about the Company as an individual undertaking and not about its group.

##### 1.2 CASH FLOW

The Company, being a subsidiary undertaking where 90% or more of the voting rights are controlled within the group whose consolidated financial statements are publicly available, is exempt from the requirement to draw up a cash flow statement in accordance with FRS 1.

##### 1.3 TURNOVER

Turnover comprises revenue recognised by the Company in respect of goods and services supplied, exclusive of Value Added Tax and trade discounts.

##### 1.4 TANGIBLE FIXED ASSETS AND DEPRECIATION

Tangible fixed assets are stated at cost less depreciation. Depreciation is not charged on freehold land. Depreciation on other tangible fixed assets is provided at rates calculated to write off the cost of those assets, less their estimated residual value, over their expected useful lives on the following bases:

Freehold property	-	1% straight line
Plant & machinery	-	20% - 33% straight line
Motor vehicles	-	25% straight line
Fixtures & fittings	-	20% straight line
Assets under construction	-	0% straight line

Within the category of freehold land and buildings the freehold land element is not depreciated.

It is the company's policy to continually refurbish and maintain the property to ensure that the building is maintained to the highest standards. The company depreciates the building over its useful economic life which is deemed to be 100 years. Any permanent diminution in value is charged to the profit and loss account as it arises.

In addition, as per GAAP (Generally Accepted Accounting Practice), the assets under construction do not begin to be depreciated until they come into use. Once the assets under construction come into use they are transferred to the relevant categories and commence being depreciated.

##### 1.5 INVESTMENTS

Investments held as fixed assets are shown at cost less provision for impairment.

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## THE VINEYARD AT STOCKCROSS LIMITED

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### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2008

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#### 1. ACCOUNTING POLICIES (continued)

##### 1.6 LEASING AND HIRE PURCHASE

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible fixed assets. Assets acquired by finance lease are depreciated over the shorter of the lease term and their useful lives. Assets acquired by hire purchase are depreciated over their useful lives. Finance leases are those where substantially all of the benefits and risks of ownership are assumed by the Company. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to the Profit and loss account so as to produce a constant periodic rate of charge on the net obligation outstanding in each period.

##### 1.7 STOCKS

Stocks are valued at the lower of cost and net realisable value after making due allowance for obsolete and slow-moving stocks. Cost includes all direct costs.

##### 1.8 FOREIGN CURRENCIES

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at rates of exchange ruling at the balance sheet date.

Transactions in foreign currencies are translated into sterling at the rate ruling on the date of the transaction.

Exchange gains and losses are recognised in the Profit and loss account.

##### 1.9 PENSIONS

The Company operates a defined contribution pension scheme and the pension charge represents the amounts payable by the Company to the fund in respect of the year.

##### 1.10 FINANCE COSTS

Finance costs that are directly attributable to the construction of tangible fixed assets are capitalised as part of the cost of those assets. Capitalisation begins when the finance costs are being incurred, expenditures for the asset are being incurred, and activities that are necessary to get the asset ready for use are in progress. Capitalisation of finance costs ceases when substantially all the activities that are necessary to get the tangible fixed asset ready for use are complete.

##### 1.11 GOING CONCERN

Undertakings to provide sufficient financial support to the company to enable it to meet its liabilities as they fall due have been given and accordingly the financial statements have been prepared on a going concern basis.

#### 2. TURNOVER

The whole of the turnover is attributable to the one principle activity of the Company.

All turnover arose within the United Kingdom.

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THE VINEYARD AT STOCKCROSS LIMITED

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NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2008

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3. OTHER OPERATING INCOME

	2008 £	2007 £
Other operating income	620,197	523,953

This relates to management fees charged to its sister company, Donnington Valley Group Limited.

4. OPERATING (LOSS)/PROFIT

The operating (loss)/profit is stated after charging:

	2008 £	2007 £
Depreciation of tangible fixed assets:		
- owned by the company	381,187	389,537
- held under finance leases	1,454	3,245

5. AUDITORS' REMUNERATION

	2008 £	2007 £
Fees payable to the company's auditor for the audit of the company's annual accounts	12,000	11,500
Fees payable to the company's auditor and its associates in respect of:		
Other services relating to taxation	3,250	2,117

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**THE VINEYARD AT STOCKCROSS LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2008**

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**6. STAFF COSTS**

Staff costs, including Directors' remuneration, were as follows:

	2008 £	2007 £
Wages and salaries	2,585,371	2,462,876
Social security costs	222,780	214,308
Other pension costs	34,248	34,227
	<u>2,842,399</u>	<u>2,711,411</u>

The average monthly number of employees, including the Directors, during the Year was as follows:

	2008 No.	2007 No.
Management and Administration staff	17	21
Sales and Marketing staff	7	7
Operational staff	104	112
	<u>128</u>	<u>140</u>

**7. DIRECTORS' REMUNERATION**

	2008 £	2007 £
Emoluments	<u>251,405</u>	<u>218,523</u>
Company pension contributions to money purchase pension schemes	<u>12,039</u>	<u>10,484</u>

During the Year retirement benefits were accruing to 1 Director (2007 - 1) in respect of money purchase pension schemes.

The highest paid Director received remuneration of £245,405 (2007 - £212,523).

The value of the company's contributions paid to a money purchase pension scheme in respect of the highest paid Director amounted to £12,039 (2007 - £10,484).

**8. INTEREST PAYABLE**

	2008 £	2007 £
On bank loans and overdrafts	167,946	229,538
On finance leases and hire purchase contracts	-	70
	<u>167,946</u>	<u>229,608</u>

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**THE VINEYARD AT STOCKCROSS LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2008**

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**9. TAXATION**

	2008 £	2007 £
UK corporation tax charge on (loss)/profit for the year	-	-

**FACTORS AFFECTING TAX CHARGE FOR THE YEAR**

The tax assessed for the year is higher than *(2007 - lower than)* the standard rate of corporation tax in the UK (28%). The differences are explained below:

	2008 £	2007 £
(Loss)/profit on ordinary activities before tax	<b>(240,441)</b>	<b>200,653</b>
(Loss)/profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 28.5% <i>(2007 - 30%)</i>	<b>(68,526)</b>	<b>60,196</b>
<b>EFFECTS OF:</b>		
Expenses not deductible for tax purposes	<b>19,901</b>	<b>2,595</b>
Capital allowances for year in excess of depreciation	<b>(121,862)</b>	<b>-</b>
Utilisation of tax losses	<b>-</b>	<b>(14,932)</b>
Depreciation in excess of capital allowances	<b>-</b>	<b>7,060</b>
Other short term timing differences	<b>1,957</b>	<b>(52,297)</b>
Group relief surrendered / (claimed) before payment	<b>131,809</b>	<b>(2,622)</b>
Unrelieved tax losses and other deductions	<b>36,721</b>	<b>-</b>
<b>CURRENT TAX CHARGE FOR THE YEAR</b> (see note above)	<b>-</b>	<b>-</b>

**FACTORS THAT MAY AFFECT FUTURE TAX CHARGES**

There were no factors that may affect future tax charges.

**THE VINEYARD AT STOCKCROSS LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2008**

**10. TANGIBLE FIXED ASSETS**

	Freehold land and buildings £	Plant and machinery £	Motor vehicles £	Furniture and fittings £	Assets under constructio n £	Total £
<b>COST</b>						
At 1 January 2008	10,721,083	982,374	39,444	830,515	4,659	12,578,075
Additions	-	103,191	31,164	2,719	245,151	382,225
Disposals	-	-	(7,626)	(2,962)	-	(10,588)
Transfers	-	715	-	71,918	(249,810)	(177,177)
At 31 December 2008	10,721,083	1,086,280	62,982	902,190	-	12,772,535
<b>DEPRECIATION</b>						
At 1 January 2008	205,422	642,017	29,039	434,123	-	1,310,601
Charge for the Year	102,711	197,097	9,227	73,606	-	382,641
On disposals	-	-	(2,166)	-	-	(2,166)
At 31 December 2008	308,133	839,114	36,100	507,729	-	1,691,076
<b>NET BOOK VALUE</b>						
At 31 December 2008	10,412,950	247,166	26,882	394,461	-	11,081,459
At 31 December 2007	10,515,661	340,357	10,405	396,392	4,659	11,267,474

The net book value of freehold land and buildings comprises freehold land of £450,000 and hotel construction and fittings of £9,962,950. Freehold land is not depreciated.

The net book value of assets held under finance leases or hire purchase contracts, included above, are as follows:

	2008 £	2007 £
Motor Vehicles	-	1,624

**11. STOCKS**

	2008 £	2007 £
Raw materials	32,759	25,171
Finished goods and goods for resale	880,052	894,846
	912,811	920,017



**THE VINEYARD AT STOCKCROSS LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2008**

**12. DEBTORS**

	2008 £	2007 £
Trade debtors	108,321	618,815
Amounts owed by group undertakings	80,648	147,037
Other debtors	27,408	21,974
Prepayments and accrued income	108,965	113,265
	<u>325,342</u>	<u>901,091</u>

**13. CREDITORS:  
AMOUNTS FALLING DUE WITHIN ONE YEAR**

	2008 £	2007 £
Bank loans and overdrafts	763,924	509,710
Trade creditors	342,879	385,196
Social security and other taxes	191,202	259,252
Other creditors	107,415	37,557
Accruals and deferred income	490,104	582,854
	<u>1,895,524</u>	<u>1,774,569</u>

The bank loan is secured by a mortgage over the freehold property and by fixed and floating charges over all of the company's assets.

**14. CREDITORS:  
AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR**

	2008 £	2007 £
Bank loans	2,044,547	2,541,529
Amounts owed to group undertakings	18,400,151	18,418,383
	<u>20,444,698</u>	<u>20,959,912</u>

Creditors include amounts not wholly repayable within 5 years as follows:

	2008 £	2007 £
Repayable by instalments	-	629,865
Repayable other than by instalments	18,400,151	18,418,383
	<u>18,400,151</u>	<u>19,048,248</u>

The bank loan is repayable quarterly at an interest rate of base rate plus 1%.

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**THE VINEYARD AT STOCKCROSS LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2008**

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**14. CREDITORS:  
AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR (continued)**

The bank loan is secured by a mortgage over the freehold property and by fixed and floating charges over all of the company's assets.

**15. SHARE CAPITAL**

	2008 £	2007 £
<b>AUTHORISED</b>		
4,800,000 Ordinary shares of £1 each	<u>4,800,000</u>	<u>4,800,000</u>
<b>ALLOTTED, CALLED UP AND FULLY PAID</b>		
2,867,895 Ordinary shares of £1 each	<u>2,867,895</u>	<u>2,867,895</u>

**16. RESERVES**

	Share premium account £	Profit and loss account £
At 1 January 2008	20,587	(12,241,076)
Loss for the Year		(240,441)
At 31 December 2008	<u>20,587</u>	<u>(12,481,517)</u>

**17. RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' DEFICIT**

	2008 £	2007 £
Opening shareholders' deficit	(9,352,594)	(9,553,247)
(Loss)/profit for the Year/year	(240,441)	200,653
Closing shareholders' deficit	<u>(9,593,035)</u>	<u>(9,352,594)</u>

**18. CAPITAL COMMITMENTS**

At 31 December 2008 the Company had capital commitments as follows:

	2008 £	2007 £
Contracted for but not provided in these financial statements	<u>-</u>	<u>233,500</u>

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## THE VINEYARD AT STOCKCROSS LIMITED

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### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2008

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#### 19. PENSION COMMITMENTS

The company operates a defined contributions pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The pension cost charge represents contributions payable by the company to the fund and amounted to £34,248 (2007: £34,227). Contributions totalling £Nil (2007: £Nil) were payable to the fund at the balance sheet date and are included in creditors.

#### 20. RELATED PARTY TRANSACTIONS

Amounts owed to group undertakings as at 31 December 2008 include £76,244 due to Sugarloaf Farming Corporation d.b.a. The Peter Michael Winery (2007: £Nil) and £18,400,804 due to Stockford Limited (2007: £18,418,604).

Amounts owed by group undertakings as at 31 December 2008 include £76,743 due from Donnington Valley Group Limited (2007: £145,165), and £4,060 due from Knights Valley Limited (2007: £1,872).

The company has taken advantage of the exemption in Financial Reporting Standard 8 regarding disclosure of related party transactions with fellow 90% subsidiaries as it is a wholly owned subsidiary. Its results and position are included in the consolidated financial statements of Stockford Limited which are publicly available from 12 Sheet Street, Windsor, Berkshire SL4 1BG.

The company considers KV Hotels Limited, a company registered in England, to be its immediate parent company.

The company considers Stockford Limited, a company registered in England, to be its ultimate parent company.

The company considers Sir Peter Michael CBE to be its ultimate controlling party throughout the current and previous years.