

Rider Holdings Limited

Report and Financial Statements

31 March 2012



Rider Holdings Limited

Report and financial statements 2012

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Rider Holdings Limited

Directors' report

The directors have pleasure in submitting their annual report and financial statements for the 53 week period ended 31 March 2012

Principal activities

The company's principal activity is as a property holding company. The company receives income for services supplied to other group companies.

Business review

As shown in the company's profit and loss account on page 5, the company has £1.1 million operating profit in the current period (2011: £1.1 million). Profit after tax is also stable at £0.8 million (2011: £0.8 million).

The balance sheet on page 6 of the financial statements shows the company's financial position at the period-end. Net assets have increased from £10.8 million to £11.5 million due to the profit made for the year.

Due to the nature of the company, the company's directors believe that further key performance indicators for the company are not necessary or appropriate for an understanding of the development, performance or position of the business.

Going Concern

The directors have considered the going concern assumption given the current uncertainty of the economic climate and have formed the conclusion that there is a reasonable expectation that the company will continue to operate in the foreseeable future. The directors have considered the company forecasts, uncertainties and the financial commitment from the parent company in forming this judgement.

The parent company has provided the directors of the company with a letter confirming that it will make available such funds as may be required to enable the company to meet its obligations for a period of at least 12 months from signing the financial statements. The directors have made enquiries and understand that the parent company has adequate resources to be able to provide this financial support.

After making enquiries and considering the above facts, the directors therefore have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the financial statements.

Financial matters

The results for the financial period are given in the profit and loss account on page 5.

No dividends were paid during the period (2011: £nil).

Directors

The directors who held office throughout the period and subsequently are as follows:

D B Alexander	
G Jenkins	(Resigned 18 April 2011)
D Liston	(Resigned 16 May 2011)
T M Broxton	(Appointed 18 April 2011)
A J Pike	(Appointed 6 June 2011, resigned 13 February 2012)

Rider Holdings Limited

Directors' report (continued)

Risks and uncertainties

There are a number of potential risks and uncertainties that could have an impact on the company's long-term performance. The directors have established an ongoing process for identifying, evaluating and managing the significant risks and uncertainties faced by the company and continue to assess these on a regular basis in the light of internal and external events.

Specific business risks faced by the company include the property market affecting the valuation of the company's property portfolio. The company is also affected by the general uncertainties over the economic outlook which may affect demand for the company's properties in the medium term. The directors are aware of the continual change in laws and other regulations. The directors conduct regular reviews of safety and environmental procedures along with other areas to ensure that they are appropriate and operating effectively. Finally, the promotion of a 'Safety First' culture at all levels throughout the business minimises insurance premiums and other related claims.

Audit information

Each of the persons who is a director at the date of approval of this report confirms that

- as far as the director is aware, there is no relevant audit information of which the company's auditor is unaware, and
- the director has taken all the steps that he/she ought to have taken as a director in order to make himself/herself aware of any relevant audit information and to establish that the company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provision of S418 of the Companies Act 2006.

Auditor

Deloitte LLP have indicated their willingness to be reappointed for another term and appropriate arrangements are being made for them to be deemed reappointed as auditor in the absence of an Annual General Meeting.

Approved by the Board of Directors
And signed by order of the board



T M Broxton
Director

29 August 2012

Rider Holdings Limited

Directors' responsibilities statement

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 period. 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 judgments 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.

Rider Holdings Limited

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF RIDER HOLDINGS LIMITED

We have audited the financial statements of Rider Holdings Limited for the 53 week period ended 31 March 2012 which comprise the profit and loss account, the balance sheet, the reconciliation of movement in shareholders' funds, the note of historical cost profits and losses and the related notes 1 to 18. 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).

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.

Respective responsibilities of directors and auditor

As explained more fully in the Directors' Responsibilities Statement, 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 Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the directors, and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

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 March 2012 and of its profit for the period 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.

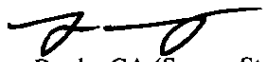
Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report for the financial period 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.


James Boyle, CA (Senior Statutory Auditor)
for and on behalf of Deloitte LLP
Chartered Accountants and Statutory Auditor
Edinburgh, United Kingdom
3 September 2012

Rider Holdings Limited

Profit and loss account

53 weeks ended 31 March 2012

		53 weeks ended 31 March 2012 £000	52 weeks ended 26 March 2011 £000
	Notes		
Turnover	2	1,068	1,068
Operating costs	3	-	-
Operating profit and profit on ordinary activities before taxation	5	1,068	1,068
Tax on profit on ordinary activities	6	(284)	(314)
Profit for the period, transferred to reserves	14	784	754

All activities relate to continuing operations

There are no recognised gains or losses in either the current or previous financial period other than the profit for that period and accordingly no statement of total recognised gains and losses has been prepared

The accompanying notes are an integral part of this profit and loss account

Rider Holdings Limited

Balance Sheet At 31 March 2012

	Notes	£000	31 March 2012 £000	£000	26 March 2011 £000
Assets employed:					
Fixed assets					
Tangible assets	7		15,412		15,696
Investments	8		300		300
			<u>15,712</u>		<u>15,996</u>
Current assets					
Debtors	9	29,850		29,690	
Creditors amounts falling due within one year	10	<u>(33,626)</u>		<u>(34,552)</u>	
Net current liabilities			<u>(3,776)</u>		<u>(4,862)</u>
Total assets less current liabilities			11,936		11,134
Provisions for liabilities					
	11		<u>(394)</u>		<u>(376)</u>
Net assets			<u>11,542</u>		<u>10,758</u>
Financed by:					
Capital and reserves					
Called up share capital	13		500		500
Revaluation reserve	14		558		563
Profit and loss account	14		10,484		9,695
Shareholders' funds			<u>11,542</u>		<u>10,758</u>

The accompanying notes are an integral part of this balance sheet

These financial statements (Company Registration Number 2272577) were approved by the Board of directors on 29 August 2012 and were signed on its behalf by



T M Broxton
Director

Rider Holdings Limited

Reconciliation of movements in shareholders' funds 53 weeks ended 31 March 2012

	53 weeks ended 31 March 2012 £000	52 weeks ended 26 March 2011 £000
Profit for the financial period	784	754
Opening shareholders' funds	<u>10,758</u>	<u>10,004</u>
Closing shareholders' funds	<u><u>11,542</u></u>	<u><u>10,758</u></u>

Rider Holdings Limited

Note of historical cost profits and losses 53 weeks ended 31 March 2012

	53 weeks ended 31 March 2012 £000	52 weeks ended 26 March 2011 £000
Profit before taxation for the financial period	1,068	1,068
Difference between the historical cost depreciation charge for the period calculated on the revalued amount	5	5
Historical cost profit on ordinary activities before taxation	<u>1,073</u>	<u>1,073</u>
Historical cost profit for the period retained after taxation	<u>789</u>	<u>759</u>

Rider Holdings Limited

Notes to the financial statements 53 weeks ended 31 March 2012

1. Principal accounting policies

The accounting policies have been applied consistently throughout the current and preceding period

(a) Basis of preparation

The financial statements have been prepared under the historical cost convention, modified to include the revaluation of land and buildings, and in accordance with applicable United Kingdom accounting standards. The financial statements are made up to the Saturday nearest to the year end for each financial period.

(b) Going concern

The directors have considered the going concern assumption given the current economic climate and have formed the conclusion that there is a reasonable expectation that the company will continue to operate in the foreseeable future. The directors have considered the company forecasts, uncertainties and the financial commitment from the parent company in forming this judgement.

The parent company has provided the directors of the company with a letter confirming that it will make available such funds as may be required to enable the company to meet its obligations for a period of at least 12 months from signing the financial statements. The directors have made enquiries and understand that the parent company has adequate resources to be able to provide this financial support.

After making enquiries and considering the above facts, the directors therefore have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the financial statements.

(c) Group financial statements

Under the provisions of section 401 of the Companies Act 2006, and in accordance with paragraphs 21b and 21c of Financial Reporting Standard 2, the company is exempt from preparing consolidated financial statements by virtue of the fact that the company is a subsidiary of another company which prepares Group financial statements. The financial statements therefore present information about the company as an individual undertaking and not as a group.

(d) Cash flow statement

The company is a wholly owned subsidiary of FirstGroup plc, a company registered in Scotland. Accordingly, the company has taken advantage of the exemption offered by Financial Reporting Standard 1 enabling it not to produce a cash flow statement as the parent company has included a consolidated cash flow statement within its Group financial statements.

(e) Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost or valuation, net of depreciation and any provision for impairment.

Depreciation is provided to write off the cost or valuation less residual value of tangible fixed assets over their estimated useful economic lives as follows:

Freehold buildings	-	50 years straight line
Long leasehold properties	-	50 years straight line
Short leasehold properties	-	period of lease
Other plant and equipment	-	3 to 8 years straight line

No depreciation is provided on freehold land or the land element of long leasehold properties.

Rider Holdings Limited

Notes to the Financial Statements (continued) **53 weeks ended 31 March 2012**

1 Principal accounting policies (continued)

(e) Tangible fixed assets and depreciation (continued)

The company has taken advantage of the transitional provisions of FRS 15 "Tangible Fixed Assets" and retained the book amounts of certain freehold properties which were revalued prior to implementation of that standard. The properties were last revalued at 1 March 1994 and the valuations have not subsequently been updated.

On a subsequent disposal of a revalued asset, the revaluation surplus or deficit relating to this asset is transferred to the profit and loss account reserve.

(f) Investments

Fixed asset investments are shown at cost less provision for impairment.

(g) Taxation

UK corporation tax is provided at amounts expected to be paid (or recovered) using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

The taxation liability is reduced wholly or in part by the surrender of losses by group undertakings. The tax benefits arising from group relief are recognised in the financial statements of the surrendering undertaking.

The charge for taxation is based on the profit for the period and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes. Deferred taxation is not provided on timing differences arising from the revaluation of fixed assets where there is no commitment to sell the asset. Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered. Deferred tax assets and liabilities are not discounted.

Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse, based on the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

2. Turnover and profit on ordinary activities before taxation

Turnover represents the amounts receivable for services supplied to other group companies during the period, including rental income. Turnover is recognised in the period in which the service is provided.

The whole of the turnover and profit on ordinary activities before taxation derives from the company's principal activities within the United Kingdom.

3. Employee numbers and costs

Employee costs during the period were £nil (2011: £nil) as the company has no employees during the period or the previous period other than the directors.

4. Directors' remuneration

None of the directors received emoluments from the Company in either period. The directors are employees of other group companies. The directors received total emoluments of £488,000 (2011: £772,000) during the period, but it is not practicable to allocate their services between the subsidiaries of FirstGroup plc.

Rider Holdings Limited

Notes to the Financial Statements (continued) 53 weeks ended 31 March 2012

5. Profit on ordinary activities before taxation

	53 weeks ended 31 March 2012 £000	52 weeks ended 26 March 2011 £000
Profit on ordinary activities before taxation is stated after charging / (crediting)		
Depreciation and other amounts written off tangible fixed assets – owned	284	280
Recharge of depreciation to other group companies	(284)	(280)

Auditor remuneration in respect of the audit of the statutory accounts of £2,000 (2011 £2,000) is borne by a fellow group company, First West Yorkshire Limited, in both the current and preceding period and is not recharged

6. Tax charge on profit on ordinary activities

	53 weeks ended 31 March 2012 £000	52 weeks ended 26 March 2011 £000
Current taxation		
- Group relief payable	278	263
- Adjustments in respect of prior periods	(12)	(14)
Total current taxation	266	249
Deferred taxation		
- Origination and reversal of timing differences	60	83
- Adjustment in respect of prior periods	-	(7)
- Effect of change in tax rate on opening deferred tax balance	(42)	(11)
Total deferred taxation	18	65
Total tax charge on profit on ordinary activities	284	314

The standard rate of taxation for the period, based on the UK standard rate of corporation tax, is 26% (2011 28%)
The actual current tax charge for the current and previous period differed from the standard rate for the reasons set out in the following reconciliation

	53 weeks ended 31 March 2012 %	52 weeks ended 26 March 2011 %
Standard rate of taxation	26.0	28.0
Factors affecting charge		
- Capital allowances in excess of depreciation	-	(3.4)
- Prior periods' tax charge	(1.1)	(1.3)
Current taxation rate for the period	24.9	23.3

Rider Holdings Limited

Notes to the Financial Statements (continued) 53 weeks ended 31 March 2012

6. Tax charge on profit on ordinary activities (continued)

During the year the UK government enacted legislation to reduce the main rate of UK corporation tax to 26% with effect from 1 April 2011

Subsequently a resolution passed by Parliament on 26 March 2012 has reduced the main rate of UK corporation tax to 24% from 1 April 2012. The impact of this rate reduction has reduced the deferred tax liability on UK timing differences

Legislation to reduce the main rate of UK corporation tax from 24% to 23% from 1 April 2013 is expected to be included in Finance Bill 2012. Further reductions to the main rate of UK corporation tax are proposed to reduce the rate to 22% from 1 April 2014. None of these expected future rate reductions had been substantively enacted at the balance sheet date and, therefore, are not included in these financial statements

The effective tax rate for the period to 31 March 2013 and 31 March 2014 is expected to reduce accordingly

7. Tangible fixed assets

	Land and buildings £000	Other plant and equipment £000	Total £000
Cost or valuation			
At 27 March 2011 and 31 March 2012	17,578	185	17,763
Depreciation			
At 27 March 2011	1,973	94	2,067
Charge for period	248	36	284
At 31 March 2012	2,221	130	2,351
Net book value			
At 31 March 2012	15,357	55	15,412
At 26 March 2011	15,605	91	15,696

The net book value of land and buildings comprises

	31 March 2012 £000	26 March 2011 £000
Freehold	15,267	15,506
Short leasehold	69	78
Long leasehold	21	21
	15,357	15,605

Depreciation is not provided on the land element of freehold property which amounts to £6.4 million (2011: £6.4 million)

Rider Holdings Limited

Notes to the Financial Statements (continued) 53 weeks ended 31 March 2012

7. Tangible fixed assets (continued)

The assets which have been revalued comprise the following land and buildings

	31 March 2012 £000	26 March 2011 £000
At March 1994 professional revaluation	3,111	3,111
Aggregate depreciation thereon	(630)	(600)
Net book value	2,481	2,511
Historical cost of revalued asset	2,446	2,446
Aggregate depreciation based on historical cost	(512)	(487)
	1,934	1,959

Freehold and leasehold land and buildings were professionally valued by King Sturge & Co, Chartered Surveyors on the basis of open market value for existing use at 1 March 1994

8. Fixed asset investments

	Subsidiary Undertakings £000
Cost	
At 27 March 2011 and 31 March 2012	476
Provision for impairment	
At 27 March 2011 and 31 March 2012	(176)
Net book value	
At 26 March 2011 and 31 March 2012	300

The principal subsidiary undertakings at the end of the period, and the nature of their business are

Subsidiary undertakings	Country of incorporation	Principal activity	Holding	%
Rider Travel Limited	UK	Dormant	Ordinary shares	100
Sovereign Quay Limited	UK	Dormant	Ordinary shares	100
Reynard Buses Limited	UK	Dormant	Ordinary shares	100

Rider Holdings Limited

Notes to the Financial Statements (continued) 53 weeks ended 31 March 2012

9 Debtors

	31 March 2012 £000	26 March 2011 £000
Amounts due within one year		
Amounts owed by group undertakings	29,827	29,667
Other prepayments and accrued income	23	23
	<u>29,850</u>	<u>29,690</u>

10. Creditors

	31 March 2012 £000	26 March 2011 £000
Amounts falling due within one year		
Amounts owed to group undertakings	33,620	34,546
Corporation tax	1	1
Accruals and deferred income	5	5
	<u>33,626</u>	<u>34,552</u>

11. Provisions for liabilities

	Deferred tax £000
At 27 March 2011	376
Charge to profit and loss account (note 6)	18
	<u>394</u>
At 31 March 2012	<u>394</u>

12 Deferred taxation

Provision for deferred taxation consists of the following amounts

	31 March 2012 £000	26 March 2011 £000
Capital allowances in excess of depreciation	<u>394</u>	<u>376</u>

Rider Holdings Limited

Notes to the Financial Statements (continued) 53 weeks ended 31 March 2012

13. Called up share capital

	31 March 2012 £000	26 March 2011 £000
Allotted, called up and fully paid 10,000,000 ordinary shares of 5p each	500	500

14. Reserves

	Revaluation Reserve £000	Profit and loss account £000
At 27 March 2011	563	9,695
Difference between historical cost depreciation charge and the actual depreciation charge for the period on the revalued amount	(5)	5
Profit for the period	-	784
At 31 March 2012	558	10,484

15. Commitments

The company had no capital or similar commitments at 26 March 2011 or 31 March 2012

16. Other commitments

The company is a member of a Value Added Tax ("VAT") group covering a number of subsidiary undertakings. All members of the VAT group are jointly and severally liable in respect of any VAT owed to HMRC.

17. Related party transactions

The company is taking advantage of the exemption under FRS8 not to disclose transactions with wholly owned Group companies that are related parties.

18. Ultimate parent company

The directors regard FirstGroup plc, a company incorporated in Great Britain and registered in Scotland, as the ultimate parent and controlling company, which is the smallest and largest group that includes the company's results and for which Group financial statements are prepared.

The company's immediate controlling party is Badgerline Yorkshire Limited.

Copies of the accounts of FirstGroup plc can be obtained on request from Ground Floor, 50 Eastbourne Terrace, London, W2 6LX.