

2395603

Buckinghamshire Golf Company Limited

Report and Accounts

31 December 1994



Buckinghamshire Golf Company Limited

DIRECTORS' REPORT

The directors present their report and accounts for the year ended 31 December 1994.

RESULTS AND DIVIDENDS

The trading loss for the year, after taxation, amounted to £2,037,659 (1993 - £2,017,932). The directors do not recommend the payment of a dividend (1993 - £nil).

PRINCIPAL ACTIVITY AND REVIEW OF THE BUSINESS

The company's principal activity during the year continued to be the operation of a golf club.

The directors expect the Golf Club, which was officially opened on 15 September 1992, to be profitable in the future.

FIXED ASSETS

The changes in fixed assets during the year are summarised in note 8 to the accounts.

DIRECTORS AND THEIR INTERESTS

The directors who served during the year were as follows:

T Yoneyama
H Hotta
T Iwasaki
N Matsui (resigned 15 March 1994)
M Sudo

The directors have no interests in the shares of the company requiring disclosure under the Companies Act 1985.

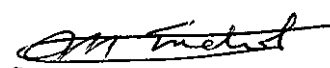
CHARITABLE AND POLITICAL CONTRIBUTIONS

The company made no charitable or political contributions during the year.

AUDITORS

A resolution to re-appoint Ernst & Young as auditors will be put to the members at the Annual General Meeting.

By order of the board

X 
Secretary

- 4 AUG 1995

Buckinghamshire Golf Company Limited

Registered No. 2395603

DIRECTORS

T Yoneyama

H Hotta

T Iwasaki

M Sudo

SECRETARY

M Sudo

AUDITORS

Ernst & Young

Rolls House

7 Rolls Buildings

Fetter Lane

London EC4A 1NH

BANKERS

Sumitomo Bank Limited

Temple Court

11 Queen Victoria Street

London EC4N 4TA

REGISTERED OFFICE

Denham Court

Denham Court Drive

Denham

Buckinghamshire UB9 5BG

Buckinghamshire Golf Company Limited

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE ACCOUNTS

Company law requires the directors to prepare accounts for each financial year which 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 those accounts, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the accounts;
- prepare the accounts 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 which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the accounts 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.

REPORT OF THE AUDITORS

to the members of Buckinghamshire Golf Company Limited

We have audited the accounts on pages 5 to 13 which have been prepared under the historical cost convention and on the basis of the accounting policies set out on page 8.

Respective responsibilities of directors and auditors

As described on page 3 the company's directors are responsible for the preparation of the accounts. It is our responsibility to form an independent opinion, based on our audit, on those accounts and to report our opinion to you.

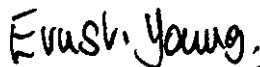
Basis of opinion

We conducted our audit in accordance with Auditing Standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the accounts. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the accounts, 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 accounts 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 accounts.

Opinion

In our opinion the accounts give a true and fair view of the state of the company's affairs at 31 December 1994 and of its loss for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



Ernst & Young
Chartered Accountants
Registered Auditor
London

- 4 AUG 1995

Buckinghamshire Golf Company Limited

PROFIT AND LOSS ACCOUNT

for the year ended 31 December 1994

	Notes	1994 £	1993 £
TURNOVER	2	1,753,649	1,614,261
Cost of sales		(332,300)	(280,925)
GROSS PROFIT		1,421,349	1,333,336
Administrative expenses		(1,796,291)	(1,829,782)
OPERATING LOSS	3	(374,942)	(496,446)
Interest receivable		573	4,646
Interest payable	6	(1,663,290)	(1,526,132)
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION		(2,037,659)	(2,017,932)
Tax on loss on ordinary activities	7	-	-
RETAINED LOSS FOR THE YEAR	16	(2,037,659)	(2,017,932)

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES

There are no recognised gains or losses other than the loss attributable to the shareholders of the company of £2,037,659 in the year ended 31 December 1994 and £2,017,932 in the year ended 31 December 1993.

Buckinghamshire Golf Company Limited

BALANCE SHEET

at 31 December 1994

	Notes	1994 £	1993 £
FIXED ASSETS			
Tangible assets	8	24,383,169	24,569,490
Investments	9	46,000	46,000
		<u>24,429,169</u>	<u>24,615,490</u>
CURRENT ASSETS			
Stocks	10	100,714	64,674
Debtors	11	184,943	317,050
Cash at bank and in hand	12	16,121	77,948
		<u>301,778</u>	<u>459,672</u>
CREDITORS: amounts falling due within one year	13	8,947,560	7,416,116
NET CURRENT LIABILITIES		<u>(8,645,782)</u>	<u>(6,956,444)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		15,783,387	17,659,046
CREDITORS: amounts falling due after more than one year	14	19,621,000	19,459,000
		<u>(3,837,613)</u>	<u>(1,799,954)</u>
CAPITAL AND RESERVES			
Called up share capital	15	2,100,000	2,100,000
Profit and loss account	16	(5,937,613)	(3,899,954)
		<u>(3,837,613)</u>	<u>(1,799,954)</u>

Director

X 

- 4 AUG 1995

Buckinghamshire Golf Company Limited

STATEMENT OF CASH FLOWS

for the year ended 31 December 1994

	Notes	1994 £	1993 £
NET CASH INFLOW/(OUTFLOW) FROM OPERATING ACTIVITIES	3(b)	<u>23,517</u>	<u>(509,523)</u>
RETURNS ON INVESTMENTS AND SERVICING OF FINANCE			
Interest received		573	4,646
Interest paid		<u>(1,712,620)</u>	<u>(1,417,744)</u>
NET CASH OUTFLOW FROM RETURNS ON INVESTMENTS AND SERVICING OF FINANCE		<u>(1,712,047)</u>	<u>(1,413,098)</u>
INVESTING ACTIVITIES			
Payments to acquire tangible fixed assets		<u>(419,678)</u>	<u>(290,189)</u>
NET CASH OUTFLOW FROM INVESTING ACTIVITIES		<u>(419,678)</u>	<u>(290,189)</u>
NET CASH OUTFLOW BEFORE FINANCING		<u>(2,108,208)</u>	<u>(2,212,810)</u>
FINANCING			
Corporate membership deposits		(324,000)	(1,439,000)
New short term loan		-	(3,000,000)
Repayment of short term loan		-	3,000,000
Increase in rolling twelve month loan facility	13	<u>(1,722,381)</u>	<u>(465,565)</u>
NET CASH INFLOW FROM FINANCING		<u>(2,046,381)</u>	<u>(1,904,565)</u>
DECREASE IN CASH AND CASH EQUIVALENTS	12	<u>(61,827)</u>	<u>(308,245)</u>
		<u>(2,108,208)</u>	<u>(2,212,810)</u>

Buckinghamshire Golf Company Limited

NOTES TO THE ACCOUNTS

at 31 December 1994

1. ACCOUNTING POLICIES

Fundamental accounting concept

The accounts have been prepared under the going concern concept because the parent undertaking has agreed to provide adequate funds for the company to meet its liabilities as they fall due.

Accounting convention

The accounts are prepared under the historical cost convention in accordance with applicable accounting standards.

Depreciation

Prior to the official opening of the company's golf club on 15 September 1992 depreciation was not provided on the accumulated cost associated with the development of the club on the basis that the asset was not in use.

Since that date and in respect of other assets in use before the opening of the club depreciation has been provided at rates calculated to write off the cost, less estimated residual value, of each asset evenly over its expected useful life as follows:

Long leasehold property	- 75 years
Fixtures and fittings	- 10 years
Plant and machinery	- 10 years
Computer hardware and software	- 4 years
Motor vehicles	- 4 years

Interest capitalised

Interest has been capitalised to the extent that it accrued during the period of development of the company's golf course.

Stocks

Stocks are stated at the lower of cost and net realisable value. Cost includes an appropriate portion for inward freight and insurance and is determined on a first-in, first-out basis. Net realisable value is based on estimated selling price less further costs expected to be incurred to disposal.

Deferred taxation

Deferred taxation is provided on the liability method on all timing differences which are expected to reverse in the future without being replaced, calculated at the rate at which it is anticipated the timing differences will reverse.

Leasing and hire purchase commitments

Rentals paid under operating leases are charged to income on a straight line basis over the term of the lease.

2. TURNOVER

Turnover represents the amount derived from the provision of goods and services which fall within the company's ordinary activities, stated net of value added tax, and are all in respect of continuing operations. Included in turnover are corporate affiliation fees and enrolment fees which are recorded in full in the first year of membership of the golf club. Turnover is derived almost entirely from within the United Kingdom and relates solely to the running of the golf club.

Buckinghamshire Golf Company Limited

NOTES TO THE ACCOUNTS

at 31 December 1994

3. OPERATING LOSS

(a) This is stated after charging:

	1994	1993
	£	£
Auditors' remuneration	6,300	6,000
Depreciation of owned fixed assets	482,014	473,171

(b) Reconciliation of operating loss to net cash inflow/(outflow) from operating activities

	1994	1993
	£	£
Operating loss	(374,942)	(496,446)
Depreciation	482,014	473,171
Decrease/(increase) in debtors	132,107	(166,988)
(Increase)/decrease in stocks	(36,040)	12,674
Increase/(decrease) in creditors	378	(431,934)
Accrued corporate membership deposits	(180,000)	100,000
Net cash inflow/(outflow) from operating activities	23,517	(509,523)

4. DIRECTORS' REMUNERATION

	1994	1993
	£	£
Salary including estimated money value of benefits in kind	55,590	60,257
Remuneration of chairman	—	—
Remuneration of highest paid director	31,790	46,774

The remuneration of the remaining directors fell within the following ranges:

	No.	No.
£nil - £5,000	2	4
£5,001 - £10,000	2	—
£10,001 - £15,000	—	1

5. STAFF COSTS

	1994	1993
	£	£
Wages and salaries	463,428	471,468
Social security costs	44,805	46,031
	508,233	517,499

Buckinghamshire Golf Company Limited

NOTES TO THE ACCOUNTS

at 31 December 1994

5. STAFF COSTS (continued)

	1994 No.	1993 No.
The average weekly number of employees during the year was as follows:		
Course	11	11
Bar, catering and cleaning	10	8
Administration and finance	14	11
	<u>35</u>	<u>30</u>

6. INTEREST PAYABLE

	1994 £	1993 £
Bank loans	<u>1,663,290</u>	<u>1,526,132</u>

7. TAX ON LOSS ON ORDINARY ACTIVITIES

There is no corporation tax charge on the results for the year because the company has incurred losses which are available for offset against future trading profits.

8. TANGIBLE FIXED ASSETS

	Land and buildings long leasehold £	Plant and machinery £	Fixtures, fittings and computer hardware and software £	Motor vehicles £	Total £
Cost:					
At 1 January 1994	22,320,925	2,609,189	285,745	43,000	25,258,859
Additions	260,676	18,859	16,158	-	295,693
At 31 December 1994	<u>22,581,601</u>	<u>2,628,048</u>	<u>301,903</u>	<u>43,000</u>	<u>25,554,552</u>
Depreciation:					
At 1 January 1994	193,154	400,907	71,356	23,952	689,369
Charge for the year	155,615	262,805	52,844	10,750	482,014
At 31 December 1994	<u>348,769</u>	<u>663,712</u>	<u>124,200</u>	<u>34,702</u>	<u>1,171,383</u>
Net book value:					
At 31 December 1994	<u>22,232,832</u>	<u>1,964,336</u>	<u>177,703</u>	<u>8,298</u>	<u>24,383,169</u>
At 1 January 1994	<u>22,127,771</u>	<u>2,208,282</u>	<u>214,389</u>	<u>19,048</u>	<u>24,569,490</u>

As at 31 December 1994, total interest capitalised amounted to £3,604,592 (1993 - £3,604,592) and is included in the cost of the long leasehold property.

Buckinghamshire Golf Company Limited

NOTES TO THE ACCOUNTS

at 31 December 1994

9. INVESTMENTS

	£
Cost:	
At 1 January 1994 and 31 December 1994	<u>46,000</u>

The investment represents a long term refundable deposit which is held by a country club.

10. STOCKS

	1994 £	1993 £
Finished goods and goods for resale	<u>100,714</u>	<u>64,674</u>

The difference between purchase price of stocks and their replacement cost is not material. Also included in stocks is equipment available for hire by members of the golf club. These items are valued at cost less a 20% allowance for diminution in value.

11. DEBTORS

	1994 £	1993 £
Amount due from ultimate parent undertaking	10,932	33,648
Trade debtors	91,220	61,914
Other debtors	28,941	7,848
Prepayments and accrued income	53,850	213,640
	<u>184,943</u>	<u>317,050</u>

12. CASH AND CASH EQUIVALENTS

Cash at bank and in hand		
	1994 £	1993 £
At 1 January	77,948	386,193
Net cash outflow	(61,827)	(308,245)
At 31 December	<u>16,121</u>	<u>77,948</u>

13. CREDITORS: amounts falling due within one year

	1994 £	1993 £
Short term bank loan	8,631,000	6,908,619
Trade creditors	158,685	127,852
Accruals and deferred income	141,372	361,064
Other taxes and social security costs	16,503	18,581
	<u>8,947,560</u>	<u>7,416,116</u>

Buckinghamshire Golf Company Limited

NOTES TO THE ACCOUNTS

at 31 December 1994

13. CREDITORS: amounts falling due within one year (continued)

The short term bank loan, which is unsecured, is part of a rolling 12 month loan facility. Interest is charged on this loan at variable rates.

Analysis of changes in short term bank loan in the current and previous year:

	1994	1993
	£	£
At 1 January	6,908,619	6,443,054
Increase in loan	1,722,381	465,565
At 31 December	<u>8,631,000</u>	<u>6,908,619</u>

14. CREDITORS: amounts falling due after more than one year

	1994	1993
	£	£
Bank loans falling due between one and two years	10,000,000	10,000,000
Corporate membership deposits	9,621,000	9,459,000
	<u>19,621,000</u>	<u>19,459,000</u>

The company has two long term loan facilities of £5,000,000 each which are due for repayment on 29 November 1996. Both loans are unsecured and bear interest at 7.35% per annum and 7.40% per annum respectively.

The corporate membership deposits provide corporate membership facilities at the Buckinghamshire Golf Club. The deposits are interest free and are repayable on the later of:

- ten years commencing on the date the deposit was received
- the date that the member resigns.

Analysis of changes in corporate membership deposits in the current and previous year:

	1994	1993
	£	£
At 1 January	9,459,000	7,920,000
New corporate membership deposits received	162,000	1,539,000
At 31 December	<u>9,621,000</u>	<u>9,459,000</u>

15. SHARE CAPITAL

	1994	Authorised	Allotted, called up and fully paid	
	No.	No.	1994	1993
			£	£
Ordinary shares of £1 each	<u>2,100,000</u>	<u>2,100,000</u>	<u>2,100,000</u>	<u>2,100,000</u>

Buckinghamshire Golf Company Limited

NOTES TO THE ACCOUNTS

at 31 December 1994

16. RECONCILIATION OF SHAREHOLDERS' FUNDS AND MOVEMENTS ON RESERVES

	<i>Share capital</i> £	<i>Profit and loss account</i> £	<i>Total</i> £
At 1 January 1993	2,100,000	(1,882,022)	217,978
Loss for the year		(2,017,932)	(2,017,932)
At 1 January 1994	2,100,000	(3,899,954)	(1,799,954)
Loss for the year		(2,037,659)	(2,037,659)
At 31 December 1994	2,100,000	(5,937,613)	(3,837,613)

17. CAPITAL COMMITMENTS

	<i>1994</i> £	<i>1993</i> £
Contracted	—	—
Authorised by the directors but not contracted	226,500	—

18. ULTIMATE PARENT UNDERTAKING

In the opinion of the directors, the company's ultimate parent undertaking is Asahi Breweries Limited, a company incorporated in Japan. The parent undertaking of the largest group which includes the company and for which group accounts are prepared is Asahi Breweries Limited. The parent undertaking for the smallest such group is Colne Valley Investments BV, a company incorporated in the Netherlands. Copies of the group financial statements of Asahi Breweries Limited are available from 23 - 1 Azumabashi 1-Chome, Sumida-Ku, Tokyo. Copies of the group financial statements of Colne Valley Investments BV are available from Strawinskylaan 1347 WTC, 1077X Amsterdam, Netherlands.