

ELLERSLIE UK LIMITED

Report and Financial Statements

Year ended 31 December 2014

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ELLERSLIE UK LIMITED

REPORT AND FINANCIAL STATEMENTS 2014

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ELLERSLIE UK LIMITED

REPORT AND FINANCIAL STATEMENTS 2014

OFFICERS AND PROFESSIONAL ADVISERS

DIRECTORS

J Jinnah
S Jinnah
T Watson

SECRETARY

T Watson

REGISTERED OFFICE

Discovery Inn
Bishopgate Street
Leeds
LS1 5DY

BANKERS

The Royal Bank of Scotland plc
Manchester Business Centre
P O Box 356
38 Mosley Street
Manchester
M60 2BE

SOLICITORS

Davidson Webber LLP
Royal House
110 Station Parade
Harrogate
North Yorkshire
HG1 1EP

AUDITOR

Deloitte LLP
Chartered Accountants and Statutory Auditor
1 City Square
Leeds
West Yorkshire
LS1 2AL

ELLERSLIE UK LIMITED

DIRECTORS' REPORT

The directors present their annual report on the affairs of the company together with the audited financial statements and auditor's report for the year ended 31 December 2014.

The directors present their annual report and the audited financial statements for the year ended 31 December 2014. The Directors' report has been prepared in accordance with the special provisions relating to small companies under section 415A of the Companies Act 2006, as a result no strategic report has been prepared.

ACTIVITIES

The principal activity of the company is to act as collecting agent of its parent company, Ellerslie Investments Limited, in respect of a lease of land and buildings.

DIRECTORS

The directors who served during the year and subsequently are listed on page 1.

RESULTS

The audited financial statements for the year ended 31 December 2014 are set out on pages 5 to 10.

DISCLOSURE OF INFORMATION TO AUDITORS

Each of the persons who is a director at the date of approval of this report, confirm that:

- so 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 provisions of s418 of the Companies Act 2006.

AUDITORS

Deloitte LLP have expressed their willingness to continue in office as auditor and a resolution to reappoint them will be proposed at the forthcoming Annual General Meeting.

Approved by the Board of Directors
and Signed on behalf of the Board



T Watson
Director

17 September 2015

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 year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent; 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 to 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.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ELLERSLIE UK LIMITED

We have audited the financial statements of Ellerslie UK Limited for the year ended 31 December 2014; which comprise the profit and loss account, the statement of total recognised gains and losses, the balance sheet and the related notes 1 to 12. 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 and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. 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 December 2014 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

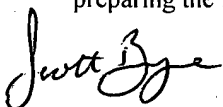
Opinion on other matter prescribed by the Companies Act 2006

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

Matters on which we are required to report by exception

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

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; 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 exemption from preparing a Strategic Report or in preparing the Directors' Report.



Scott Bayne BSc ACA (Senior Statutory Auditor)

for and on behalf of Deloitte LLP

Chartered Accountants and Statutory Auditor

Leeds, United Kingdom

17 September 2015

ELLERSLIE UK LIMITED

PROFIT AND LOSS ACCOUNT Year ended 31 December 2014

	Note	2014 £	2013 £
TURNOVER	2	72,367	67,019
Administrative expenses		(68,420)	(61,128)
OPERATING PROFIT	4	3,947	5,891
Interest receivable/(payable)		217	(16)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		4,164	5,875
Tax credit / (charge) on profit ordinary activities	6	342	(1,175)
RETAINED PROFIT FOR THE FINANCIAL YEAR	10	4,506	4,700
Retained profit brought forward		157,934	153,234
Retained profit carried forward		162,440	157,934

All the results shown above relate to continuing operations.

There are no recognised gains and losses for the current financial year and previous financial year other than as stated in the profit and loss account. Accordingly no Statement of Total Recognised Gains and Losses has been prepared.

ELLERSLIE UK LIMITED

BALANCE SHEET 31 December 2014

	Note	2014 £	2013 £
CURRENT ASSETS			
Debtors	7	91,466	91,466
Cash at bank and in hand		466,406	540,307
		<u>557,872</u>	<u>631,773</u>
CREDITORS: amounts falling due within one year	8	<u>(395,430)</u>	<u>(473,837)</u>
NET ASSETS		<u>162,442</u>	<u>157,936</u>
CAPITAL AND RESERVES			
Called up share capital	9	2	2
Profit and loss account		162,440	157,934
TOTAL SHAREHOLDER'S FUNDS	10	<u>162,442</u>	<u>157,936</u>

The accounts have been prepared in accordance with the special provisions applicable to companies subject to the small companies regime.

These financial statements of Ellerslie UK Limited, registered number 2461910, were approved by the Board of Directors on 17 September 2015.

Signed on behalf of the Board of Directors



T Watson
Director

NOTES TO THE ACCOUNTS
Year ended 31 December 2014

1. ACCOUNTING POLICIES

The principal accounting policies are summarised below. They have all been applied consistently throughout the year and the preceding year.

Basis of accounting

The financial statements have been prepared under the historical cost convention and in accordance with applicable United Kingdom accounting standards.

Preparation of accounts – Going concern basis

The company is cash generative and has no reliance on external finance. As a consequence, the directors believe that the company is well placed to manage its business risks successfully despite the current uncertain economic outlook.

After making enquiries, the directors 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 annual report and accounts.

Turnover

Turnover from the supply of services represents the value of services provided under contracts to the extent that there is a right to consideration and is recorded at the value of consideration due. Turnover is stated net of VAT.

Taxation

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

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessment in periods different from those in which they are recognised in the financial statements.

A net deferred tax asset is regarded as recoverable and therefore recognised only to the extent that, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

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 tax rates and laws that have been enacted or substantively enacted by the balance sheet date. Deferred tax is measured on a non-discounted basis.

2. TURNOVER AND PROFIT

The whole of the turnover and pre-tax profit, all of which arises in the United Kingdom, are attributable to the company's principal activity.

3. INFORMATION REGARDING DIRECTORS

The directors did not receive any remuneration in the current or prior year.

ELLERSLIE UK LIMITED

NOTES TO THE ACCOUNTS Year ended 31 December 2014

4. OPERATING PROFIT

	2014 £	2013 £
Operating profit is after charging:		
Fees payable to the company's auditors for the audit of the company's annual accounts	1,500	1,500

5. INFORMATION REGARDING DIRECTORS AND EMPLOYEES

	2014 No	2013 No
Average number of persons employed		
Maintenance	1	1

	2014 £	2013 £
Staff costs during the year		
Wages and salaries	46,195	49,763
Bonus	17,832	8,916
	64,027	58,679

6. TAX ON PROFIT ON ORDINARY ACTIVITIES

	2014 £	2013 £
United Kingdom corporation tax	833	1,175
Adjustments in respect of prior years	(1,175)	-
Current tax (credit)/charge	(342)	2,275

The rate of current tax for the year, based on UK small rate of corporation tax for the year ended 31 December 2014 is 20% (2013: 20%).

	2014 £	2013 £
Profit on ordinary activities before tax	4,164	5,875
Expected tax charge at 20% (2013: 20%)	833	1,175
Factors affecting charge for the year:		
Adjustments in respect of prior years	(1,175)	-
	(342)	1,175

ELLERSLIE UK LIMITED

NOTES TO THE ACCOUNTS Year ended 31 December 2014

7. DEBTORS

	2014 £	2013 £
Loan to Discovery Hotels Limited	91,466	91,466

All amounts are due within one year. The loan is interest free and repayable on demand.

8. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2014 £	2013 £
Amounts owed to parent undertaking	387,625	458,196
Accruals and deferred income	6,972	14,466
Corporation tax	833	1,175
	395,430	473,837

Amounts owed to parent undertaking are repayable on demand and interest free.

9. CALLED UP SHARE CAPITAL

	2014 £	2013 £
Called up, allotted and fully paid 2 ordinary shares of £1 each	2	2

10. RECONCILIATION OF MOVEMENTS IN SHAREHOLDER'S FUNDS

	2014 £	2013 £
Profit attributable to members of the company	4,506	4,700
Opening shareholder's funds	157,936	153,236
Closing shareholder's funds	162,442	157,936

11. ULTIMATE PARENT COMPANY

In the opinion of the directors, the company's ultimate parent company and controlling party is Ellerslie Investments Limited, this company is the smallest and largest group in which the results of the company are consolidated and is a company incorporated in Gibraltar, whose accounts are available from Suite E, Regal House, Queens Way, PO Box 246, Gibraltar.

NOTES TO THE ACCOUNTS

Year ended 31 December 2014

12. RELATED PARTY TRANSACTIONS

The company acts as collecting agent of its parent company, Ellerslie Investments Limited, in respect of a lease of land and buildings between the company and its fellow subsidiary, Discovery Hotels Limited. The annual rent, set at £120,000 for the year ended 31 December 2014 (2013: £135,833) is on normal commercial terms and subject to a triennial review. Management fees and commissions charged to the parent company are disclosed as turnover in the profit and loss account.

Included within debtors is an amount due from Discovery Hotels Limited. The balance at 31 December 2014 was £91,466 (2013: £91,466). This loan is interest free and there are no set repayment terms.

Included within creditors due within one year is an amount due to Ellerslie Investments Limited. The balance at 31 December 2014 was £387,625 (2013: £458,196). This loan is interest free and there are no set repayment terms.

Included within wages and salaries is an amount of £64,027 (2013: £58,679) paid to Mr Watson, an employee of the company who is remunerated for his services to Ellerslie UK Limited. Mr Watson is a close family member of Mrs Watson, a director. An amount of £nil (2013: £8,916) was outstanding at year end and is included within accruals and deferred income.

ADDITIONAL FINANCIAL INFORMATION

The additional financial information, which comprises of the trading profit and loss account and the related notes 1 to 3, has been prepared from the accounting records of the company. While it is unaudited and does not form part of the statutory financial statements, it should be read in conjunction with them and the independent auditor's report thereon.

ELLERSLIE UK LIMITED

TRADING PROFIT AND LOSS ACCOUNT Year ended 31 December 2014

		2014 £	2013 £
TURNOVER	1	72,367	67,019
Less: Overhead expenses			
General expenses	2	(68,420)	(61,128)
NET TRADING PROFIT FOR THE YEAR		3,947	5,891
Interest receivable/(payable) and similar income	3	217	(16)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		4,164	5,875

ELLERSLIE UK LIMITED

NOTES TO THE TRADING PROFIT AND LOSS ACCOUNT Year ended 31 December 2014

	2014 £	2013 £
1. SALES		
Annual retainer	5,000	5,000
Rent collection	3,340	3,340
Salary recharge	64,027	58,679
	<u>72,367</u>	<u>67,019</u>
2. GENERAL EXPENSES		
Professional fees	4,393	2,196
Sundry expenses	-	253
Salary costs	64,027	58,679
	<u>68,420</u>	<u>61,128</u>
3. INTEREST RECEIVABLE AND SIMILAR INCOME		
Bank interest	<u>217</u>	<u>(16)</u>