

Stoke Park Limited

Directors' report and financial statements

31 December 1994

Registered number 2732069



Stoke Park Limited

Directors' report and financial statements

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Stoke Park Limited

Directors' report

The directors present their annual report and the audited financial statements for the year ended 31 December 1994.

Principal activities

The company holds the leasehold on Stoke Poges golf course which it operates together with the associated bar and catering facilities.

Business review

The results for the year are set out in the profit and loss account on page 5.

Proposed dividend

The directors do not recommend the payment of a dividend (1993: *£nil*).

Significant changes in fixed assets

Changes in fixed assets are detailed in note 6 to the financial statements.

Directors and directors' interests

The directors who held office during the year were as follows:

RM King (Chairman)
HM King
WM King

None of the directors who held office at the end of the financial year had any disclosable interest in the shares of the company.

Stoke Park Limited

Directors' report *(continued)*

Auditors

On 6 February 1995 our auditors changed the name under which they practise to KPMG and, accordingly, have signed their report in their new name. In accordance with Section 384 of the Companies Act 1985 a resolution for the re-appointment of KPMG as auditors of the company is to be proposed at the forthcoming Annual General Meeting.

By order of the board



RG Menon
Secretary

Stoke Park
Stoke Poges
Slough
SL2 4NS

Stoke Park Limited

Statement of directors' responsibilities in respect of the preparation of financial statements

Company law requires the directors to prepare financial statements 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 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;
- 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 which 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 1985. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.



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Auditors' report to the members of Stoke Park Limited

We have audited the financial statements on pages 5 to 12.

Respective responsibilities of directors and auditors

As described on page 3 the company's directors are responsible for the preparation of financial statements. It is our responsibility to form an independent opinion, based on our audit, on those statements 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 financial statements. It also includes an assessment of the significant estimates and judgements 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.

Opinion

In our opinion the financial statements give a true and fair view of the state of the company's affairs as 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.

KPMG
Chartered Accountants
Registered Auditors

15 September 1995

Stoke Park Limited

Profit and loss account for the year ended 31 December 1994

	<i>Note</i>	12 months ended 31 December 1994 £	5 months ended 31 December 1993 £
Turnover	2	1,601,963	497,395
Cost of sales		(851,312)	(222,146)
Gross profit		750,651	275,249
Administrative expenses		(1,452,724)	(826,622)
Other operating income		1,172	9,848
Loss on ordinary activities before and after tax	3-5	(700,901)	(541,525)

There are no gains or losses other than those recognised above.

The above results were derived solely from continuing operations.

Stoke Park Limited

Balance sheet at 31 December 1994

	Note	1994		1993	
		£	£	£	£
Fixed assets					
Tangible assets	6		1,641,992		258,620
Current assets					
Stocks	7	118,981		59,586	
Debtors	8	154,829		500,253	
Cash in hand		1,161		1,000	
Creditors: amounts falling due within one year	9	<u>(3,158,389)</u>		<u>(1,359,984)</u>	
Net current liabilities			<u>(2,883,418)</u>		<u>(799,145)</u>
Net liabilities			<u>(1,241,426)</u>		<u>(540,525)</u>
Capital and reserves					
Called up share capital	10		1,000		1,000
Profit and loss account			<u>(1,242,426)</u>		<u>(541,525)</u>
Shareholder's funds	11		<u>(1,241,426)</u>		<u>(540,525)</u>

These financial statements were approved by the board of directors on 15 September 1995 and were signed on its behalf by:

H. M. King
HM King
Director

Stoke Park Limited

Notes

(forming part of the financial statements)

1 Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the company's financial statements.

Basis of preparation

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

Notwithstanding the company's net liabilities, the financial statements have been prepared on a going concern basis as a third party has undertaken to continue to provide the financial support necessary to allow the company to trade as a going concern.

If the company were unable to continue to trade, adjustments would have to be made to reduce the value of the assets to their recoverable amounts and to provide for any further liabilities that may arise.

Cash flow statement

Under Financial Reporting Standard 1 the company is exempt from the requirement to prepare a cash flow statement on the grounds of its size.

Fixed assets and depreciation

Depreciation is provided by the company to write off the cost less the estimated residual value of tangible fixed assets by equal instalments over their estimated useful economic lives of five years.

Foreign currencies

Transactions in foreign currencies are recorded using the rate of exchange ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated using the rate of exchange ruling at the balance sheet date and the gains or losses on translation are included in the profit and loss account.

Stocks

Stocks are stated at the lower of cost and net realisable value. In determining the cost of consumables and goods purchased for resale, the weighted average purchase price is used.

Deferred tax

Deferred tax is provided in respect of tax effects arising from all timing differences to the extent that it is probable that a liability will crystallise in the foreseeable future.

Turnover

Turnover represents the amounts (excluding value added tax) derived from membership fees and the provision of services to the golf club members and associated activities during the period. Annual membership fees are recognised evenly over the membership year.

Stoke Park Limited

Notes (continued)

2 Turnover and loss on ordinary activities

In the opinion of the directors, the turnover and loss on ordinary activities before tax arose in both the same geographical market and class of business.

3 Loss on ordinary activities before and after tax

	12 months ended 31 December 1994 £	5 months ended 31 December 1993 £
<i>Loss on ordinary activities before and after tax is stated</i>		
<i>after charging</i>		
Directors' remuneration	-	-
Auditors' remuneration - audit services	8,500	8,000
Depreciation	116,553	16,441
Operating lease payments - land and buildings	153,425	93,750
	<u> </u>	<u> </u>

4 Staff numbers and costs

The average number of persons employed by the company (excluding directors) during the year, analysed by category, was as follows:

	1994	1993
Administration	10	7
Operational	12	7
	<u> </u>	<u> </u>
	22	14
	<u> </u>	<u> </u>

Stoke Park Limited

Notes (continued)

4 Staff numbers and costs (continued)

The aggregate payroll costs of these persons were as follows:

	12 months ended 31 December 1994 £	5 months ended 31 December 1993 £
Wages and salaries	278,074	80,196
Social security costs	28,628	8,177
Other pension costs	2,813	734
	<u>309,515</u>	<u>89,107</u>

5 Tax

No tax has been provided due to the availability of past and current year tax losses (1993: £nil).

6 Tangible fixed assets

	Leasehold improvements £	Plant and machinery £	Fixtures and fittings £	Total £
<i>Cost</i>				
At beginning of year	-	100,521	174,540	275,061
Additions	710,126	124,306	333,166	1,167,598
Transfer from parent	-	-	332,327	332,327
	<u>710,126</u>	<u>224,827</u>	<u>840,033</u>	<u>1,774,986</u>
At end of year	710,126	224,827	840,033	1,774,986
<i>Depreciation</i>				
At beginning of year	-	7,908	8,533	16,441
Charge for year	20,080	36,489	59,984	116,553
	<u>20,080</u>	<u>44,397</u>	<u>68,517</u>	<u>132,994</u>
At end of year	20,080	44,397	68,517	132,994
<i>Net book value</i>				
At 31 December 1994	<u>690,046</u>	<u>180,430</u>	<u>771,516</u>	<u>1,641,992</u>
At 31 December 1993	<u>-</u>	<u>93,065</u>	<u>165,555</u>	<u>258,620</u>

Stoke Park Limited

Notes (continued)

7 Stocks

	1994 £	1993 £
Finished goods and goods for resale	<u>118,981</u>	<u>59,586</u>

8 Debtors

	1994 £	1993 £
Trade debtors	49,424	16,899
Amounts owed by parent undertaking	-	432,956
Other debtors	103,188	46,781
Prepayments and accrued income	<u>2,217</u>	<u>3,617</u>
	<u>154,829</u>	<u>500,253</u>

Amounts owed by group undertakings relate solely to dealings with the parent undertaking.

9 Creditors: amounts falling due within one year

	1994 £	1993 £
Bank loans and overdrafts	65,293	6,979
Deferred income	397,272	344,161
Trade creditors	227,464	209,048
Amounts owed to parent undertaking	534,148	-
Other creditors including taxation and social security		
Other taxes and social security	19,860	18,882
Other creditors	<u>1,914,352</u>	<u>780,914</u>
	<u>1,934,212</u>	<u>799,796</u>
	<u>3,158,389</u>	<u>1,359,984</u>

Included within other creditors is £1,898,819 which is subordinated to the claims of other creditors such that these loans may be repaid, in full or in part, to the extent that the company remains solvent after such repayment and will be able to meet its debts as they fall due over the following twelve months.

Stoke Park Limited

Notes (continued)

10 Called up share capital

	1994 £	1993 £
<i>Authorised</i>		
Ordinary shares of £1 each	<u>1,000</u>	<u>1,000</u>
<i>Allotted, called up and fully paid</i>		
Ordinary shares of £1 each	<u>1,000</u>	<u>1,000</u>

11 Reconciliation of movements in shareholder's funds

	Share capital £	Profit and loss £	1994 Total shareholder's funds £	1993 Total shareholder's funds £
At beginning of period	1,000	(541,525)	(540,525)	-
Issue of share capital	-	-	-	1,000
Loss for the period	-	(700,901)	(700,901)	(541,525)
At end of period	<u>1,000</u>	<u>(1,242,426)</u>	<u>(1,241,426)</u>	<u>(540,525)</u>

Stoke Park Limited

Notes *(continued)*

12 **Commitments**

During the current year the lease agreement in respect of land and buildings was reviewed. The annual rental payable under the operating lease will, in future, be determined by the level of profitability of the company and the level of refurbishment costs in each year.

13 **Ultimate parent undertaking**

The company is a subsidiary undertaking of International Hotels Limited, a company incorporated in Great Britain and registered in England and Wales. A copy of the financial statements of International Hotels Limited can be obtained from Stoke Park, Stoke Poges, Slough SL2 4NS.