

**Report of the Director and  
Financial Statements for the Year Ended 30 November 2000  
for  
TILLIAN LTD**

2948772



# **TILLIAN LTD**

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**TILLIAN LTD**

**Company Information  
for the Year Ended 30 November 2000**

**DIRECTOR:** R C Felton

**SECRETARY:** Jordans Comapny Secretaries Limited

**REGISTERED OFFICE:** The Old Library  
The Drive  
Sevenoaks  
Kent  
TN13 3AB

**REGISTERED NUMBER:** 2948772

**AUDITORS:** Ernst & Young LLP  
Becket House  
1 Lambeth Palace Road  
London  
SE1 7EU

## TILLIAN LTD

### Report of the Director for the Year Ended 30 November 2000

The director presents his report with the financial statements of the company for the year ended 30 November 2000.

#### PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of the ownership and rental of part of the Haycock Hotel, Wansford.

#### REVIEW OF BUSINESS

The results for the year and financial position of the company are as shown in the annexed financial statements.

#### DIVIDENDS

No dividends will be distributed for the year ended 30 November 2000.

#### DIRECTORS

The directors who served during the period were:

R.C. Felton	- appointed	01.12.1999
M.T. Fitzgerald	- appointed	01.12.1999, resigned 06.12.2001
J. Bohlman	- resigned	01.12.1999
E.J. Blum	- resigned	01.12.1999
J.D. Carreker	- resigned	01.12.1999
M.L. Dunning	- resigned	01.12.1999
A. Raymond	- resigned	01.12.1999
R. Tutty	- resigned	01.12.1999
C.G. Upton	- resigned	01.12.1999

The directors holding office at 30th November 2000 did not hold any beneficial interest in the shares of the company or any other member of the group at date of appointment or 30th November 2000.

#### AUDITORS

Ernst & Young LLP a limited liability partnership incorporated under the Limited Liability Partnerships Act 2000, was appointed as company auditor during the period ended 30th November 2000. A resolution to reappoint Ernst & Young LLP as the company's auditor will be put to the forthcoming Annual General Meeting.

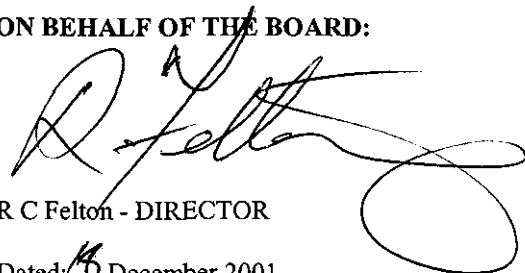
#### STATEMENT OF DIRECTOR'S RESPONSIBILITIES

Company law requires the director 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 director is 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 director is responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable him to ensure that the financial statements comply with the Companies Act 1985. He is 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.

#### ON BEHALF OF THE BOARD:



R C Felton - DIRECTOR

Dated: 16 December 2001

## **TILLIAN LIMITED**

### **INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF TILLIAN LIMITED**

We have audited the company's financial statements for the year ended 30 November 2000 which comprise Profit and Loss Account, Balance Sheet, Statement of Total Recognised Gains and Losses, and the related notes 1 to 9. These financial statements have been prepared on the basis of the accounting policies set out therein.

#### **Respective responsibilities of directors and auditors**

As described in the Statement of Directors' Responsibilities the company's directors are responsible for the preparation of the financial statements in accordance with applicable United Kingdom law and accounting standards.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards.

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 if, in our opinion, the Directors' Report is not consistent with the financial statements, if 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 the information specified by law regarding directors' remuneration and transactions with the company 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 United Kingdom 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 misstatements, 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 affairs of the company as at 30 November 2000 and of its loss for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

*Ernst & Young LLP*

Ernst & Young LLP

Registered Auditor

London

18 December 2001

**TILLIAN LTD**

**Profit and Loss Account  
for the Year Ended 30 November 2000**

		Year Ended 30.11.00	Period 1.1.99 to 30.11.99
	Notes	£	£
<b>TURNOVER</b>		-	438,901
Administrative expenses		<u>30,457</u>	<u>24,958</u>
<b>OPERATING (LOSS)/PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION</b>	3	(30,457)	413,943
Tax on (loss)/profit on ordinary activities	4	<u>-</u>	<u>-</u>
<b>(LOSS)/PROFIT FOR THE FINANCIAL YEAR AFTER TAXATION</b>		(30,457)	413,943
Deficit brought forward		<u>(2,148,651)</u>	<u>(2,562,594)</u>
<b>DEFICIT CARRIED FORWARD</b>		<u>£(2,179,108)</u>	<u>£(2,148,651)</u>

**CONTINUING OPERATIONS**

None of the company's activities were acquired or discontinued during the current year or previous period.

**TOTAL RECOGNISED GAINS AND LOSSES**

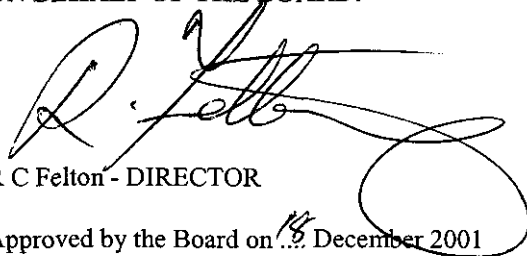
The company has no recognised gains or losses other than the loss for the current year and the profit for the previous period.

**TILLIAN LTD**

**Balance Sheet  
30 November 2000**

		<u>30.11.00</u>		<u>30.11.99</u>	
	Notes	£	£	£	£
<b>FIXED ASSETS:</b>					
Tangible assets	5		1,522,752		1,553,209
<b>CURRENT ASSETS:</b>					
Debtors	6	<u>373,722</u>		<u>373,722</u>	
<b>NET CURRENT ASSETS:</b>			<u>373,722</u>		<u>373,722</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES:</b>			<u>£1,896,474</u>		<u>£1,926,931</u>
<b>CAPITAL AND RESERVES:</b>					
Called up share capital	7		4,075,582		4,075,582
Profit and loss account			<u>(2,179,108)</u>		<u>(2,148,651)</u>
<b>SHAREHOLDERS' FUNDS:</b>	9		<u>£1,896,474</u>		<u>£1,926,931</u>

**ON BEHALF OF THE BOARD:**

  
R C Felton - DIRECTOR  
Approved by the Board on 18 December 2001

# TILLIAN LTD

## Notes to the Financial Statements for the Year Ended 30 November 2000

### 1. ACCOUNTING POLICIES

#### Accounting convention

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

#### Financial Reporting Standard Number 1

Exemption has been taken from preparing a cash flow statement on the grounds that the company is a wholly owned subsidiary undertaking.

#### Turnover

Turnover represents net invoiced sales, excluding value added tax, all of which is generated within the United Kingdom in respect of the rental of the hotel.

#### Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off the cost of each asset over it's estimated useful life.

Leasehold property - over the life of the lease

#### Deferred taxation

Provision is made at current rates for taxation deferred in respect of all material timing differences except to the extent that, in the opinion of the director, there is reasonable probability that the liability will not arise in the foreseeable future.

#### Related party transactions

The company has taken advantage of the exemptions in FRS 8 in connection with the disclosure of transactions with other group undertakings.

### 2. STAFF COSTS

There were no staff costs for the year ended 30 November 2000 nor for the period ended 30 November 1999.

The average monthly number of employees during the year was as follows:

	Year Ended 30.11.00	Period 1.1.99 to 30.11.99
Management	<u>2</u>	<u>5</u>

### 3. OPERATING (LOSS)/PROFIT

The operating loss (1999 - operating profit) is stated after charging:

	Year Ended 30.11.00 £	Period 1.1.99 to 30.11.99 £
Depreciation - owned assets	<u>30,457</u>	<u>24,959</u>
Directors' emoluments	<u>-</u>	<u>-</u>



# TILLIAN LTD

## Notes to the Financial Statements for the Year Ended 30 November 2000

### 4. TAXATION

No liability to UK corporation tax arose on ordinary activities for the year ended 30 November 2000 nor for the period ended 30 November 1999 due to availability of losses within the group.

### 5. TANGIBLE FIXED ASSETS

	<u>Leasehold property</u>
	£
<b>COST:</b>	
At 1 December 1999	
and 30 November 2000	<u>1,660,668</u>
<b>DEPRECIATION:</b>	
At 1 December 1999	107,459
Charge for year	<u>30,457</u>
At 30 November 2000	<u>137,916</u>
<b>NET BOOK VALUE:</b>	
At 30 November 2000	<u><u>1,522,752</u></u>
At 30 November 1999	<u><u>1,553,209</u></u>

### 6. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	30.11.00 £	30.11.99 £
Amounts due from group undertaking	<u>373,722</u>	<u>373,722</u>
	<u><u>373,722</u></u>	<u><u>373,722</u></u>

### 7. CALLED UP SHARE CAPITAL

Authorised:				
Number:	Class:	Nominal value:	30.11.00 £	30.11.99 £
7,076,580	Ordinary	£1	<u>7,076,580</u>	<u>7,076,580</u>
Allotted, issued and fully paid:				
Number:	Class:	Nominal value:	30.11.00 £	30.11.99 £
4,075,582	Ordinary	£1	<u>4,075,582</u>	<u>4,075,582</u>

# TILLIAN LTD

## Notes to the Financial Statements for the Year Ended 30 November 2000

### 8. ULTIMATE PARENT COMPANY

The company's ultimate parent undertaking is Benfica Limited, which is registered in the Isle of Man. The company's immediate parent is Wy (The Haycock) Limited which is registered in England and Wales. The largest and smallest group, in whose financial statements the results of the company will be consolidated is Hand Picked Hotels Limited, which is registered in England and Wales. The consolidated accounts of Hand Picked Hotels Limited will be available to the public and will be obtainable in due course from the Registrar of Companies, Companies House, Crown Way, Cardiff.

### 9. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	30.11.00	30.11.99
	£	£
(Loss)/Profit for the financial year	(30,457)	413,943
Shares issued	-	4,075,582
<b>Net (reduction)/addition to shareholders' funds</b>	<b>(30,457)</b>	<b>4,489,525</b>
Opening shareholders' funds	<u>1,926,931</u>	<u>(2,562,594)</u>
<b>Closing shareholders' funds</b>	<b><u>1,896,474</u></b>	<b><u>1,926,931</u></b>
Equity interests	<u>1,896,474</u>	<u>1,926,931</u>