REGISTERED NUMBER 3126731

First Motorway Services Limited

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE PERIOD ENDED 3 JANUARY 2012

First Motorway Services Limited

COMPANY INFORMATION

DIRECTORS	S Turl I McKay R Tindale L Dafna
SECRETARY	M Hedditch
REGISTERED OFFICE	RoadChef House Norton Canes MSA Betty's Lane Norton Canes Cannock Staffordshire WS11 9UX
AUDITORS	Ernst & Young LLP 1 Colmore Square Birmingham B4 6HQ
BANKERS	Lloyds TSB plc 42 Commercial Street Newport NP20 1WX

First Motorway Services Limited

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DIRECTORS' REPORT
FOR THE PERIOD ENDED 3 JANUARY 2012

The directors present their anual report on the affairs of the Company together with the financial statements and independent auditors' report, for the 9 month period ended 3 January 2012 The comparative period was the year ended 31 March 2011

Business review and principal activity
The Company operated a motorway service area on 1 side of the motorway and a trunk road service area in the United Kingdom for the period ended 3 January 2012 We do not anticipate the principal activities of the business to change in the foreseeable future

The results for the Company show an operating loss of £683 000 (31 March 2011 operating profit of £494,000) and a pre-tax loss of £708 000 (31 March 2011 pre-tax profit of £425 000) The Board looks at the comparable results as a meaningful comparison of performance and accept the level of earnings for the period

On 10 August 2011, 100% of the voting equity shares of the Company were acquired by Roadchef Limited During the period the Company changed its year end to 31 December in order to be co-terminus with its parent company Roadchef Limited

Business environment and strategy
The following narrative relates to the underlying trade of the Roadchef Group which the directors consider to be the primary drivers of the business The Roadchef Group includes all companies owned directly and indirectly by Roadchef Limited

The UK Motorway Service Area market is concentrated in the hands of three operators, of which Roadchef is the third largest with a market share of about 21% (2010 21%)

Management believe that there are about 60 million visits to the Roadchef Group's sites in a year and 36% of these visits do not result in the visitor being converted to a customer The Roadchef Group s objective is to increase the conversion rate and the amount each customer spends Recent investment in the catering offer at key sites has proven to reduce the instance of non-conversion by between 10-15%

The Roadchef Group's strategies to achieve this objective are as follows -

- service our customer in as friendly and efficient a manner as possible
- ensure that the brand and services that the Roadchef Group offers are what our customers want and that the standards are what they expect or better,
- ensure that products, staff and tills are available to serve customers
- through close management of key performance indicators, such as growth in amenity building sales and
- competitively price within the motorway service industry

Investing in brands and services aligned to customer wants
Management believes that the consistency and quality offered by well known high street brands drives sales growth

During 2011 the Roadchef Group continued with its £10 5m development plan of the Motorway Service Areas The Roadchef Group have replaced Wimpy with our own in-house brand 'The Burger Company' across the estate At five other Motorway Service Areas the Group replaced Wimpy with McDonald's during 2011, which has proved very successful with sales growth of up to 350% Following the aquisition of the Company by the Roadchef Group a complete site redevelopment of the Magor site was undertaken in 2011 installing Costa, WH Smiths and upgrading existing amenities This site development programme will continue to run through 2012 at Magor where McDonalds's is expected to be installed The Roadchef Group has continued to develop the Days Inn hotels on all sites, including Magor following it s conversion from Travelodge in 2011

The management of the business and the execution of the Company s strategy are subject to a number of risks

Minimum Wage The Company employs many of its staff at wage rates that are close to the national minimum wage In past years significant increases in the minimum wage announced by the UK Government has resulted in the Group having to award above inflation pay increases

Legislative Change Current restrictions prevent the building of new service areas within 28 miles or 30 minutes travel time of an existing site which greatly restricts new competition If this ruling were to change then additional competition could enter the market

Road Pricing There has been much discussion in the press concerning the implementation of a road pricing regime aimed at reducing the use of motor vehicles The Company s management regard the implementation of such a UK Government policy to be remote at present though consider it to be a potential long term issue

Competition In the current economic climate a government programme of new road building is not on the agenda Government policy is now leaning towards road widening and the use of the hard shoulder As this policy will not result in additional motorway service stations being built there is not the competition risk associated with new roads

Key Performance Indicators

The Board monitors progress on the overall Company strategy and the individual strategic elements by reference to a series of KPI's, including growth in amenity building sales, gross margin, number of transactions and spend per transaction

Charitable and political contributions

During the period the Company made charitable and political donations of £nil (31 March 2011 £nil)

Results and dividends

The results for the period are set out on page 6 The directors do not recommend the payment of a final dividend An interim dividend of £0 60 per share was paid during the period (31 March 2011 £3 00 per share)

Going concern

The Company's business activities, together with the factors likely to affect its future development performance and position are set out above The Company s key sensitivity is the level of trading it achieves which is dependant on a number of factors outside the Company s control including the wider economy and also the weather Trading is actively monitored by the Board of directors through the use of daily and weekly sales statistics This level and frequency of information ensures that the Board is able to make quick short-term decisions to drive volume growth or to formulate more long-term strategic decisions

The Company meets its day to day working capital requirements through an overdraft facility which is renewed annually

The Company's forecasts and projections taking account of reasonable possible changes in trading performance, show that the Company expects to operate within the level of its current facilities

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

Directors

Details of the directors who held office since 1 April 2011 are given below

R Millar (resigned 10 August 2011)
N Richards (resigned 10 August 2011)
G Ward (resigned 10 August 2011)
S Turl *(appointed 10 August 2011)*
I McKay (appointed 10 August 2011)
R Tindale (appointed 10 August 2011)
L Dafna (appointed 1 February 2012)

Directors' liability insurance and indemnity
MSA Acquisitions Co Limited the ultimate parent company in the United Kingdom, has granted an indemnity to one or more of its directors against its liability in respect of proceedings brought by third parties subject to the conditions set out in the Companies Act 2006 Such qualifying third party indemnity provision remains the same as at the date of approving the Directors Report

Directors' statement as to disclosure of information to the auditors
The directors who were members of the Board at the time of approving the directors' report are listed on page 2 Having made enquiries of fellow directors and of the Company's auditors each of these directors confirms that

• to the best of each directors' knowledge and belief, there is no information (that is, information needed by the Company's auditors in connection with preparing their report) of which the Company's auditors are unaware and

• each director had taken all the steps a director might reasonably be expected to have taken to be aware of relevant audit information and to establish that the Company's auditors were aware of that information

Auditors

Ernst & Young LLP were appointed as auditors during the period In accordance with section 485 of the Companies Act 2006, a resolution proposing that Ernst & Young LLP be reappointed auditors of the Company will be put to the Annual General Meeting

On behalf of the Board

L Dafna
Director

Date 28 June 2012

STATEMENT OF DIRECTORS' RESPONSIBILITIES
FOR THE PERIOD ENDED 3 JANUARY 2012

Statement of directors' responsibilities
The directors are responsible for preparing the Directors' 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,
- 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 a going concern basis unless it is inappropriate to presume that the Company will remain in business

The directors are responsible for keeping proper 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

INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF FIRST MOTORWAY SERVICES LIMITED

We have audited the financial statements of First Motorway Services Limited for the period ended 3 January 2012 which comprise the Profit and Loss Account, the Statement of Total Recognised Gains and Losses, the Note of Historical Cost Profits and Losses the Balance Sheet and the related notes 1 to 21 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 set out on page 4, 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 and Financial Statements 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 3 January 2012 and of its loss 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 by the parent company, 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

Ernst & Young LLP

Simon O Neill (Senior statutory auditor)
for and on behalf of Ernst & Young LLP, Statutory Auditor
Birmingham

28/6/2012

First Motorway Services Limited

PROFIT AND LOSS ACCOUNT
FOR THE PERIOD ENDED 3 JANUARY 2012

	Note	Period ended 3 January 2012 £'000	Year ended 31 March 2011 Restated £'000
Turnover		**2,810**	3 734
Cost of sales		**(995)**	(1 136)
Gross profit		**1,815**	2,598
Administrative expenses			
Before exceptional items		**(2,457)**	(2,104)
Exceptional items	2	**(41)**	-
		(2,498)	(2 104)
Operating (loss)/ profit	6	**(683)**	494
Interest payable and similar charges	5	**(25)**	(69)
(Loss)/ profit on ordinary activities before taxation		**(708)**	425
Taxation	8	**136**	(102)
(Loss)/ profit for the financial period	16	**(572)**	323

The profit and loss account has been prepared on the basis that all operations are continuing operations

First Motorway Services Limited

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES
FOR THE PERIOD ENDED 3 JANUARY 2012

	Note	Period ended 3 January 2012 £'000	Year ended 31 March 2011 £'000
(Loss)/ profit for the financial period	16	(572)	323
Unrealised surplus on revaluation of land and buildings	9	2,351	-
Total recognised gains for the period		**1,779**	323

NOTE OF HISTORICAL COST PROFITS AND LOSSES
FOR THE PERIOD ENDED 3 JANUARY 2012

	Note	Period ended 3 January 2012 £'000	Year ended 31 March 2011 £'000
Reported (loss)/ profit on ordinary activities before taxation		(708)	425
Difference between the historical cost depreciation charge and the actual depreciation charge for the period	16	125	125
Historical cost (loss)/ profit on ordinary activities before taxation		**(583)**	550
Historical cost (loss)/ profit on ordinary activities after taxation		**(447)**	448

First Motorway Services Limited

BALANCE SHEET
AS AT 3 JANUARY 2012

	Note	3 January 2012 £'000	31 March 2011 £'000
Fixed assets			
Tangible fixed assets	9	**11,281**	8 757
Current assets			
Stocks	10	**184**	189
Debtors amounts falling due within one year	11	**135**	157
Cash at bank and in hand		**222**	660
		541	1 006
Creditors amounts falling due within one year	12	**(238)**	(918)
Net current assets		**303**	88
Total assets less current liabilities		**11,584**	8 845
Creditors amounts falling due after more than one year	13	**(4,556)**	(3 447)
Provisions for liabilities and charges	14	**(672)**	(761)
Net assets		**6,356**	4 637
Capital and reserves			
Called up share capital	15	**101**	101
Revaluation reserve	16	**5,425**	3 199
Profit and loss account	16	**830**	1,337
Equity shareholder's funds	17	**6,356**	4,637

The financial statements were approved by the Board and authorised for issue on 28 June 2012

L Dafna
Director

1 Accounting policies

Basis of accounting

The financial statements have been prepared under the historical cost convention, as modified by the revaluation of certain tangible fixed assets and in accordance with the Companies Act 2006 and applicable accounting standards (UK GAAP) which have been consistently applied The principal accounting policies are set out below

Going concern

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

Cash flow statement

The Company qualifies under Financial Reporting Standard 1 "Cash Flow Statements", for exemption from preparing a cash flow statement as it is a wholly owned subsidiary of a UK company which publishes consolidated accounts which include the company

Prior year adjustment

During the period, the Company was acquired by the Roadchef Group and as a result has aligned accounting policies with that of the group with respect to classification of items within the profit and loss account The impact of this is a reallocation of amounts between turnover cost of sales administrative expenses and other operating income In order to provide a meaningful comparison of results, the results to 31 March 2011 have been restated resulting in an increase to turnover and gross profit of £289 000 and £1 012 000 respectively There is no impact on operating profit profit for the period or the balance sheet as a result of the prior year adjustment

Had no change in accounting policy been implemented turnover and gross profit for the period to 3 January 2012 would be reduced by £223,000 and £798,000, respectively There would be no impact on operating loss loss for the period or the balance sheet had no change in accounting policy been implemented

Turnover

Turnover consists of the amounts receivable from customers in the UK from the Company s continuing activity excluding Value Added Tax Turnover on retail sales is recognised when goods are sold to the customer

Under the terms of certain fuel supply arrangements the Company acts as an agent for the sale of fuel and fuel products on behalf of the petroleum companies The amounts included within turnover represent the commission earned on these transactions Commission is recognised upon the sale of the relevant fuel and fuel products on behalf of the petroleum companies to the customer

Interest and finance costs

Interest on loans drawn specifically for new developments, incurred up to the date of practical completion is capitalised as part of the cost of construction Financing costs associated with new borrowings are recognised in the profit and loss account over the term of the borrowings at a constant rate on the carrying amount Finance costs represent the difference between the total amount of the payments that will have to be made in respect of the borrowing instrument and the fair value of the consideration received on the issue of the instrument after deduction of costs that have been incurred and which are directly associated with the issue of that instrument and which would not have arisen had the instrument not been issued

Vendor allowances

The Company receives various types of vendor allowances These take the form of up-front payments such as lump sum payments or prepaid amounts rebates in the form of cash or credits, and other forms of payments These amounts are shown as a reduction in the cost of sales as the Company becomes entitled to them

Development costs and pre-opening expenses

External development costs are carried forward and capitalised if and when sites are developed, and when its future recoverability can be reasonably regarded as assured Otherwise they are written off to the profit and loss account as incurred

Pre-opening expenses incurred prior to the opening of new motorway service areas are written off in the period in which they arise

Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost or valuation, net of depreciation and any provision for impairment and are written off over their expected useful lives on the following basis

Short leasehold land and buildings	Over the term of the lease on a straight line basis

The cost of other tangible fixed assets comprises fixtures, fittings and computer equipment and is written off over their expected useful lives on the following basis

Fixtures and fittings	10% reducing balance
Computer equipment	33% reducing balance

Assets in the course of construction are not depreciated and are transferred to their appropriate categories once completed

Revaluation of properties
Short leasehold properties are professionally valued at least every five years and internally valued on the third year following the professional valuation The surplus or deficit on book value is transferred to the revaluation reserve, except that a deficit which is in excess of any previously recognised surplus over depreciated cost relating to the same property, or the reversal of such deficit is charged (or credited) to the profit and loss account

Where depreciation charges are increased following a revaluation, an amount equal to the increase is transferred annually from the revaluation reserve to the profit and loss account as a transfer of reserves On the disposal or recognition of a provision for impairment of a revalued fixed asset any related balance remaining in the revaluation reserve is also transferred to the profit and loss account as a movement on reserves

Impairment of tangible fixed assets
At each balance sheet date, the Company reviews the carrying amounts of its tangible fixed assets to determine whether there is any indication that those assets have suffered an impairment loss If any such indication exists the impairment is calculated as the difference between the carrying value and the recoverable value of income-generating units Recoverable value is the higher of net realisable value and estimated value in use at the date the impairment loss is recognised Value in use represents the present value of expected future discounted cash flows For other fixed assets if incurred impairment is recognised immediately within the profit and loss account For properties that have been previously revalued, impairment is initially recognised through the revaluation reserve with any excess impairment over previous increase in revaluation taken to the profit and loss account

Stocks
Stocks are stated at the lower of cost and net realisable value Cost is based on the cost of purchase on a first in first out basis There is no inclusion of overheads in stocks

Deferred tax
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 have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more tax with the following exceptions

• Provision is made for tax on gains arising from the revaluation of fixed assets, and gains on disposal of fixed assets that have been rolled over into replacement assets, only to the extent that, at the balance sheet date, there is a binding agreement to dispose of the assets concerned However no provision is made where on the basis of all available evidence at the balance sheet date, it is more likely than not that the taxable gain will be rolled over into replacement assets and charged to tax only where the replacement asset is sold

• Deferred tax assets are recognised only to the extent that the directors consider that it is 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 on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date

Loans and borrowings
Debt is initially stated at the amount of the net proceeds after deduction of issue costs The carrying amount is increased by the finance cost in respect of the accounting period and reduced by payments made in the period

Pensions
The amount charged to the profit and loss account in respect of personal money purchase pension schemes is the contributions payable in the period Differences between contributions payable in the period and contributions actually paid are shown as either accruals or prepayments in the balance sheet

Exceptional items
Exceptional items comprise events or transactions which by virtue of their size and incidence the directors consider to be exceptional in nature and have been disclosed separately in order to improve a reader's understanding of the financial statements

Leases
Rentals paid under operating leases are charged in the profit and loss account on a straight line basis over each lease term

Related party transactions
The Company has taken advantage of the exemption in Financial Reporting Standard 8 "Related Party Disclosures" from the requirement to disclose transactions between wholly owned Group companies on the grounds that consolidated financial statements are prepared by the ultimate parent Company at 3 January 2012 Delek Group Limited

First Motorway Services Limited

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE PERIOD ENDED 3 JANUARY 2012

2 Exceptional items

	Period ended 3 January 2012 £'000	Year ended 31 March 2011 £'000
Pre-opening expenses	**41**	-

Pre-opening expenses relate to costs associated with McDonald's openings

3 Employee costs

	Period ended 3 January 2012 Number	Year ended 31 March 2011 Number
Operational	**84**	65
Management and administration	**10**	11
	94	76

Their payroll costs comprised

	£'000	£'000
Wages and salaries	**709**	873
Social security costs	**39**	56
Other pension costs	**19**	50
	767	979

4 Directors' remuneration

	Period ended 3 January 2012 £'000	Year ended 31 March 2011 £'000
Aggregate emoluments is respect of qualifying services	**72**	99
Aggregate of company contributions paid in respect of money purchase schemes	**24**	39
Number of directors accruing benefits under money purchase schemes	**6**	3

There were no directors (31 March 2011 none) who were members of a defined benefit pension scheme

5 Interest payable and similar charges

	Period ended 3 January 2012 £'000	Year ended 31 March 2011 £000
On bank loans and overdrafts	25	69

6 Operating (loss)/ profit

	Period ended 3 January 2012 £'000	Year ended 31 March 2011 £000
Operating (loss)/ profit is stated after charging/ (crediting)		
Depreciation of tangible fixed assets		
- owned assets	48	27
- leased assets	269	316
Loss on disposal of tangible fixed assets	4	1
Operating lease rentals		
- land and buildings	37	50
- plant and machinery	5	12
Previous auditors' remuneration		
- audit of the financial statements	-	9
- taxation services	-	1
- other services	10	1
Current auditors remuneration		
- audit of the financial statements	15	-

The Company's audit fee of £15 000 (31 March 2011 £nil) was borne by Roadchef Motorways Limited a fellow group company in the United Kingdom

7 Dividends

	Period ended 3 January 2012 £'000	Year ended 31 March 2011 £'000
Ordinary shares		
Interim paid of £0 60 (31 March 2011 - £3 00) per share	60	300

First Motorway Services Limited

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE PERIOD ENDED 3 JANUARY 2012

8 Taxation

	Period ended 3 January 2012 £'000	Year ended 31 March 2011 £'000
Corporation tax		
Group relief payable	(47)	-
Current tax on profits	-	164
Total current tax	(47)	164
Deferred tax		
Origination and reversal of timing differences	(89)	(62)
Taxation on (loss)/ profit on ordinary activities	(136)	102

The total current tax charge is different to the standard rate of corporation tax in the United Kingdom of 26% (31 March 2011 28%) The material differences are reconciled below

(Loss)/ profit on ordinary activities before taxation	(708)	425
(Loss)/ profit on ordinary activities before taxation multiplied by the UK tax rate of 26% (31 March 2011 28%)	(184)	119
Depreciation in excess of capital allowances	18	3
Expenses not deductible for tax purposes	75	57
Unrelieved tax losses carried forward	44	-
Marginal relief	-	(15)
Current tax charge	(47)	164

The Company has surrendered group relief relating to the current period from other group companies for £47,000 (31 March 2011 £nil) consideration

Factors that may affect future tax charges

A number of changes to the UK Corporation tax system were announced in the 2011 and 2012 Budget Statements At the Balance Sheet date a rate of 25% (effective from 1 April 2012) had been substantively enacted, and this has therefore been reflected in the closing deferred tax calculations A further reduction to 24% from 1 April 2012 was substantively enacted on 26 March 2012 and further reductions to the main rate are proposed to reduce the rate by 1% per annum to 22% by 1 April 2014 These further changes had not been substantively enacted at the Balance Sheet date and therefore are not included in these financial statements The proposed changes will lead to a reduction in unprovided deferred tax assets and liabilities From the information available at the balance sheet date it is anticipated that the unprovided deferred tax asset of £61,000 on tax losses would reduce to £54 000 and the unprovided deferred tax liability of £1 529 000 on property revluations would reduce to £1 346,000 if the deferred tax balance all reversed at 22%

Deferred taxation	3 January 2012 Amount provided £'000	3 January 2012 Not provided £'000	31 March 2011 Amount provided £000	31 March 2011 Not provided £'000
Accelerated capital allowances	714	-	761	-
Other timing differences	-	-	-	-
Tax losses	(42)	(61)	-	(63)
Property revaluations	-	1,529	-	978
	672	1,468	761	915

	£000
At 31 March 2011 potential deferred tax liability	915
Movement in unprovided deferred tax	553
At 3 January 2012 potential deferred tax liability	1,468

9 Tangible fixed assets

	Short leasehold land and buildings £'000	Other £'000	Total £'000
Cost or valuation			
At 1 April 2011	9 009	1,803	10,812
Additions	-	500	500
Disposals	-	(12)	(12)
Revaluation adjustment	1 699	-	1,699
At 3 January 2012	10,708	2,291	12,999
Depreciation			
At 1 April 2011	633	1 422	2 055
Charge for period	269	48	317
Disposals	-	(2)	(2)
Revaluation adjustment	(652)	-	(652)
At 3 January 2012	250	1,468	1,718
Net book value			
At 3 January 2012	10,458	823	11,281
At 31 March 2011	8 376	381	8 757

The short leasehold land and buildings were professionally valued by external valuers DTZ Debenham Tie Leung, as at 15 July 2011, on an open market for existing use basis in accordance with the Royal Institution of Chartered Surveyors Appraisal and Valuation manual

If short leasehold land and buildings had not been revalued they would have been included at the following amounts

	3 January 2012 £'000	31 March 2011 £'000
Cost	5,507	5 507
Depreciation	(1,188)	(1 044)
Net book value	4,319	4,463

At 3 January 2012, the Company had unprovided capital commitments of £914,000 (31 March 2011 £nil)

10 Stocks

	3 January 2012 £'000	31 March 2011 £'000
Goods for resale	184	189
	184	189

The replacement value of stock is not materially different than cost

11 Debtors amounts falling due within one year

	3 January 2012 £'000	31 March 2011 £000
Trade debtors	**36**	44
Amounts owed by group companies	**48**	-
Prepayments and accrued income	**51**	113
	135	157

12 Creditors amounts falling due within one year

	3 January 2012 £'000	31 March 2011 £'000
Secured bank loan (see note 13)	-	360
Unsecured loans	**3**	-
Trade creditors	**65**	192
Corporation tax	-	164
Other taxes and social security	**3**	103
Other creditors	**2**	26
Accruals	**165**	73
	238	918

13 Creditors amounts falling due after more than one year

	3 January 2012 £'000	31 March 2011 £'000
Secured bank loan	-	3,447
Unsecured loans	**4**	-
Amounts owed to group companies	**4,552**	-
	4,556	3,447

	3 January 2012 £'000	31 March 2011 £'000
Secured bank loan maturity		
Repayable in more than one year but not more than two years	-	366
Repayable in more than two years but not more than five years	-	1 127
Repayable in more than five years	-	1,954
	-	3 447
Repayable in one year or less	-	360
	-	3,807

The secured bank loan is repayable as follows

	3 January 2012 £'000	31 March 2011 £'000
Loans repayable January 2006 to December 2021	-	3,807

The bank loans were secured by first legal charge over the company's property assets

Interest on bank loans was charged at 2% above base rate

The secured bank loan was repaid in full during the period following funds being made available by other group companies

Amounts owed to group companies

The amounts owed to group companies are unsecured, non-interest bearing and have no fixed repayment dates The fellow group companies have indicated that they will not require repayment before twelve months from the date of signature of these financial statements

14 Provisions for liabilities

	Deferred taxation £'000
At 1 April 2011	**761**
Credited to profit and loss account	**(89)**
At 3 January 2012	**672**

Deferred taxation	3 January 2012 £'000	31 March 2011 £'000
Accelerated capital allowances	**714**	761
Tax losses	**(42)**	-
	672	761

15 Share capital

	3 January 2012 £'000	31 March 2011 £'000
Allotted, called up and fully paid		
2 special ordinary shares of £1 each	**-**	-
100 000 ordinary share of £1 each	**100**	100
50,000 'B' ordinary shares of £0 01 each	**1**	1
	101	101

The ordinary shares have voting rights of one vote per share and on winding up, the holders are entitled to £1 per share

The special ordinary shares have no voting rights and carry no rights to dividends On winding up, the holders are entitled to £1 per share

The B ordinary shares have voting rights of one vote per share The B ordinary shares carry no right to dividends and, on winding up, the holders are entitled to £0 01 per share

16 Reserves

	Revaluation reserve £'000	Profit and loss account £'000	Total £'000
At 1 April 2011	3 199	1,337	**4,536**
Loss for the financial period	-	(572)	**(572)**
Dividends	-	(60)	**(60)**
Revaluation of fixed assets	2,351	-	**2,351**
Reserve transfer	(125)	125	**-**
At 3 January 2012	5,425	830	**6,255**

The historic cost net book value of the leasehold property in note 9 is £4 319,000 (31 March 2011 £4,463,000)

The difference between the historic cost net book value plus the revaluation reserve balance as above and the net book value of short leasehold land and buildings is £714,000 This difference relates to a repurchase of own shares during the year ended 31 March 2006

17 Reconciliation of movement in shareholder's funds

	3 January 2012 £'000	31 March 2011 £'000
At 1 April 2011	**4,637**	4 614
(Loss)/ profit for the financial period	**(572)**	323
Dividends	**(60)**	(300)
Revaluation of fixed assets	**2,351**	-
At 3 January 2012	**6,356**	4,637

18 Pension schemes

The Company operates a defined contribution pension scheme The assets of that scheme are held seperately from those of the Company in an in an independently administered fund The pension charge for the period amounted to £19 000 (31 March 2011 £50 000)

Following the acquisition by Roadchef Limited the pension scheme remained in place for those employees who continue to be employed by the company directly

19 Financial commitments

The Company had annual commitments under non-cancellable operating leases as follows

	3 January 2012		31 March 2011	
	Land and buildings £'000	**Plant and machinery £'000**	Land and buildings £'000	Plant and machinery £'000
Expiry date				
Within one year	**-**	**-**	-	12
After more than five years	**50**	**-**	50	-
	50	**-**	50	12

20 Contingent liabilities

There are fixed and floating charges over the assets of the Company to secure bank loans held by a fellow group company amounting to £8 100 000 (31 March 2011 £nil)

21 Control

The immediate parent company is Roadchef Limited a company registered in England and Wales Copies of these financial statements can be obtained from Companies House Crown Way, Maindy, Cardiff, CF14 3UZ

As at 3 January 2012 Delek Group Limited was considered to be the ultimate parent undertaking Yitzhak Tshuva has a controlling shareholding in Delek Group Limited

The largest group for which group results are drawn up is that headed by Delek Group Limited, and the smallest is that headed by Roadchef Limited

The registered office of Delek Group Limited is 8464 Bet Adar Building 7 Giborei Israel Street, Netanya South, 42504 Israel