REGISTERED NUMBER 3126731

First Motorway Services Limited

REPORTS AND FINANCIAL STATEMENTS

FOR THE PERIOD ENDED 6 JANUARY 2015

First Motorway Services Limited

COMPANY INFORMATION

DIRECTORS	S Turl I McKay R Tindale J Muirhead
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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STRATEGIC REPORT
FOR THE PERIOD ENDED 6 JANUARY 2015

The directors present their Strategic Report for the 53 week period ended 6 January 2015. The comparative period was the year ended 31 December 2013.

Review of the business

Principal activity

First Motorway Services Limited ("the Company") operated 2 Motorway Service Areas on 2 sides of the motorway in the United Kingdom for the period ended 6 January 2015. The Company also operated a 2 sided Service Area at Sutton Scotney on the A34. We do not anticipate the principal activities of the business to change in the foreseeable future.

The results for the Company show an operating profit of £77,000 (31 December 2013: £414,000) and a pre-tax profit of £35,000 (31 December 2013: £364,000). The period-on-period decrease in operating profit follows the addition of a double sided Service Area at Sutton Scotney to the existing estate which brought about some significant start-up costs. The board are satisfied with the results for the period.

Change in ownership

On 26 September 2014, 100% of the voting equity shares of the Company were acquired by Roadchef Newco 1 Limited.

On 30 September 2014, 100% of the voting equity shares of Roadchef Limited, an intermediate parent company, were acquired by Roadchef Bidco Limited. As a result, on 30 September 2014 the ultimate controlling party of the Company changed from Delek Group Limited to Antin Infrastructure Partners S.A.S and Antin Infrastructure Partners UK Limited.

Business environment and strategy

The following narrative relates to the underlying trade of the Roadchef Group ("the Group") which the directors consider to be the primary drivers of the business. The Group includes all companies owned directly and indirectly by Roadchef Limited.

The UK Motorway Service Area market is concentrated in the hands of three major operators and several smaller operators, of which Roadchef is the third largest with a market share of approximately 21% (31 December 2013: 21%).

Management believe that there are approximately 46 million visits to the Group's sites in a year and 78% of these visits result in the visitor being converted to a customer. The Group's objective is to increase the conversion rate and the amount each customer spends. Recent investment in the catering offering at key sites has proven to reduce the level of non-conversion by between 10-15%.

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

- Service our customers in as friendly and efficient a manner as possible;
- Ensure that the brand and services that the 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;
- 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 2014, the Group continued with its multi-million pound development plan of the Motorway Service Areas. In addition to the five installed during 2013, the Group has installed McDonald's at two Motorway Service Areas during 2014, which has proved successful with significant sales growth. In addition the Group continued to invest in new seating areas and revitalising the Costa units at the same sites. Also during 2014, the Group acquired a vacant double sided site on the A34 at Sutton Scotney and has succesfully installed the Group's key franchise offerings at this site. Finally, the Group continues to convert existing in-house branded catering outlets to the Group's new in-house brand, Fresh Food Café. Fresh Food Café combines a contemporary branded food servery with the latest back of house cooking equipment, which improves food quality, speed of service and continues to deliver value to customers.

The next few years should see the completion of the Group's catering upgrade, providing a much-improved offer for our customers. Management look forward to exploring new development opportunities in 2015 including the trial run of grocery offerings at select sites.

Review of the business (continued)

The board monitors progress on the Company strategy and the individual strategic elements by reference to the following KPIs (based upon the first 52 weeks of each period):

	6 January 2015	31 December 2013	Definition, method of calculation and analysis
Growth in amenity building sales (%)	**129.7%**	28.5%	Year-on-year sales growth expressed as a percentage, which includes the benefit of Annandale Water being transferred into the Company during the year and the acquisition of service areas at Sutton Scotney. Year-on-year sales growth excluding Annandale Water and Sutton Scotney is 8.6%, which reflects the continued popularity of the franchise partner offerings in place.
Gross margin in the amenity building (%)	**61.0%**	61.3%	The amenity building gross margin is the ratio of operating profit before wages and overheads to sales expressed as a percentage. The gross margin is comparable year-on-year and is judged to be at a satisfactory level.
Amenity building transactions (m)	**2.5**	1.1	This is the actual number of transactions recorded in the main building in both the retail and catering outlets. Excluding Annandale Water and Sutton Scotney, the number of transactions for the period is 1.1m.
Spend per transaction (£)	**£4.70**	£4.45	This is the sales in the amenity building (excluding hotel offerings and other income) divided by the number of transactions. The directors closely monitor this at an outlet level where the labour content of each transaction can vary significantly. The spend per transaction has increased during the period and is driven by the strength in popularity of the franchise partner offerings in place.

Principal risks and uncertainties

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.

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, management considers a government programme of new road building not to be on the agenda, with 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.

Financial risk management policies

The Company's financial instruments comprise trade debtors, other debtors, trade creditors and other creditors.

The treasury function is provided centrally for the Group as a whole, this includes Roadchef Limited and all of its subsidiaries. The treasury objective is to ensure that market risks and price risks are reduced to a minimum. The Group does not use complex financial instruments in the management of these exposures. The exposures and measures taken by the Group to mitigate them are reviewed by the board of the Group on a regular basis. The Group does not enter into transactions of a speculative nature, nor trades in financial instruments.

Currency risk

The Company is not exposed to currency risk as it operates solely within the United Kingdom.

Principal risks and uncertainties (continued)

Credit risk

The Company's principal financial assets are trade debtors of £84,000 (31 December 2013: £nil), which represent the Company's maximum exposure to credit risk in relation to financial assets.

The trade debtors included in the balance sheet of £84,000 (31 December 2013: £nil) are net of allowances for doubtful debts. A provision for impairment is made where there is an identified loss event which, based on previous experience, is evidence of a reduction in the recoverability of the cash flows. The Company's business is principally cash based and the trade debtor balances represent rebates due from suppliers and debts from fuel and credit cards. The credit risk relating to the supplier rebates is considered to be low due to historic experience. The fuel and credit card debts are not considered to have significant credit risk attached to them as they are held with blue-chip companies.

On behalf of the board

James Muirhead

J Muirhead
Director

Date: 1 May 2015

DIRECTORS' REPORT
FOR THE PERIOD ENDED 6 JANUARY 2015

The directors present their report for the period ended 6 January 2015.

Directors
Details of all the directors who have held office since 31 December 2013 are given below:

S Turl
I McKay
R Tindale
J Muirhead (appointed 30 October 2014)
L Dafna (resigned 31 December 2014)

Results and dividends
The results for the period are set out on page 8. The directors do not recommend the payment of a dividend (31 December 2013: £nil).

Disabled employees
Applications for employment by disabled persons are always fully considered, bearing in mind the aptitudes of the applicant concerned. In the event of members of staff becoming disabled, every effort is made to ensure that their employment with the Company continues and that appropriate training is arranged. It is the policy of the Company that the training, career development and promotion of disabled persons should, as far as possible, be identical with that of other employees.

Equal opportunities
The Company is an equal opportunities employer. Its policy is to ensure that recruitment, selection, training, development and promotion procedures result in no applicant or employee receiving less favourable and discriminatory treatment on the grounds of sex, age, race, nationality, creed, ethnic origin, disability, sexual orientation, marital status or by conditions or requirements which cannot be shown to be justifiable.

Employee involvement
The Company places considerable value on the involvement of its employees and continues to keep them informed on matters affecting them as employees and on the various factors affecting the performance of the Company.

Going concern
The Company's business activities, financial risk policies and exposures, together with the factors likely to affect its future development, performance and position are set out in the Strategic Report. The key sensitivity is the level of trading it achieves which is dependant on a number of factors outside the Group's control, including fuel prices, 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.

Overall the Group meets its day-to-day working capital requirements through an overdraft facility which is renewed annually. In addition the Group has various secured and unsecured loan notes and bank debt which it uses to finance the Group's activities. The Company is party to the Group arrangements or the recipient of the on-lending of these borrowings.

The Group's forecasts and projections, taking account of reasonable possible changes in trading performance, show that the Group expects to operate within the level of its current facilities and to meet the required covenant tests.

The Company has net current liabilities of £7,390,000 (31 December 2013: £12,363,000). The directors are of the opinion that, having regard to the funding available from Roadchef Bidco Limited group and other Roadchef Group companies, the Company has sufficient funds to continue in operational existence for at least 12 months from the date of approval of the financial statements. For this reason, they continue to adopt the going concern basis in preparing the financial statements.

Directors' liability insurance and indemnity
Roadchef Limited, a 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 above. 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 auditors were aware of that information.

Auditors
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

James Muirhead

J Muirhead
Director

Date: 1 May 2015

STATEMENT OF DIRECTORS' RESPONSIBILITIES
FOR THE PERIOD ENDED 6 JANUARY 2015

Statement of directors' responsibilities
The directors are responsible for preparing the Strategic Report, 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; and
- State whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements.

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 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 FIRST MOTORWAY SERVICES LIMITED

We have audited the financial statements of First Motorway Services Limited for the 53 week period ended 6 January 2015 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 Statement of Directors' Responsibilities set out on page 6, 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 Reports and Financial Statements 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 6 January 2015 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 Strategic Report and 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 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

Adrian Roberts (Senior Statutory Auditor)
for and on behalf of Ernst & Young LLP, Statutory auditor
Birmingham

Date: 1 May 2015

First Motorway Services Limited

PROFIT AND LOSS ACCOUNT
FOR THE PERIOD ENDED 6 JANUARY 2015

	Note	Period ended 6 January 2015 £'000	Year ended 31 December 2013 £'000
Turnover		**13,563**	6,955
Cost of sales		**(4,852)**	(2,907)
Gross profit		**8,711**	4,048
Administrative expenses:			
Before exceptional items		**(7,546)**	(3,534)
Property revaluation loss	9	**(464)**	-
Exceptional items	2	**(624)**	(100)
		(8,634)	(3,634)
Operating profit	6	**77**	414
Loss on disposal of tangible fixed assets	6	**-**	(16)
Interest payable and similar charges	5	**(42)**	(34)
Profit on ordinary activities before taxation		**35**	364
Taxation on profit on ordinary activities	7	**(225)**	(65)
(Loss)/ profit for the financial period	16	**(190)**	299

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

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES
FOR THE PERIOD ENDED 6 JANUARY 2015

	Note	Period ended 6 January 2015 £'000	Year ended 31 December 2013 £'000
(Loss)/ profit for the financial period	16	**(190)**	299
Unrealised surplus on revaluation of land and buildings	9	**2,739**	2,332
Total recognised gains for the period		**2,549**	2,631

NOTE OF HISTORICAL COST PROFITS AND LOSSES
FOR THE PERIOD ENDED 6 JANUARY 2015

	Note	Period ended 6 January 2015 £'000	Year ended 31 December 2013 £'000
Reported profit on ordinary activities before taxation		**35**	364
Difference between the historical cost depreciation charge and the actual depreciation charge for the period	16	**279**	216
Historical cost profit on ordinary activities before taxation		**314**	580
Historical cost profit on ordinary activities after taxation		**89**	515

First Motorway Services Limited

BALANCE SHEET
AS AT 6 JANUARY 2015

	Note	6 January 2015 £'000	31 December 2013 £'000
Fixed assets			
Intangible fixed assets	8	23	30
Tangible fixed assets	9	27,400	22,700
		27,423	22,730
Current assets			
Stocks	10	267	191
Debtors: amounts falling due within one year	11	248	20,479
Cash at bank and in hand		887	-
		1,402	20,670
Creditors: amounts falling due within one year	12	(8,792)	(33,033)
Net current liabilities		(7,390)	(12,363)
Total assets less current liabilities		20,033	10,367
Creditors: amounts falling due after more than one year	13	(7,130)	-
Provisions for liabilities and charges	14	(466)	(479)
Net assets		12,437	9,888
Capital and reserves			
Called up share capital	15	101	101
Revaluation reserve	16	10,842	8,382
Profit and loss account	16	1,494	1,405
Equity shareholder's funds	17	12,437	9,888

The financial statements were approved by the board and authorised for issue on 1 May 2015.

James Muirhead

J Muirhead
Director

First Motorway Services Limited

1 Accounting policies

Basis of accounting

The financial statements have been prepared for the 53 week period ended 6 January 2015. The comparative period was the year ended 31 December 2013.

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 Company's business activities, financial risk policies and exposures, together with the factors likely to affect its future development, performance and position are set out in the Strategic Report. The key sensitivity is the level of trading it achieves which is dependant on a number of factors outside the Roadchef Group's control, including fuel prices, 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.

Overall the Roadchef Group meets its day-to-day working capital requirements through an overdraft facility which is renewed annually. In addition the Roadchef Group has various secured and unsecured loan notes and bank debt which it uses to finance the Roadchef Group's activities. The Company is party to the Roadchef Group arrangements or the recipient of the on-lending of these borrowings.

The Roadchef Group's forecasts and projections, taking account of reasonable possible changes in trading performance, show that the Roadchef Group expects to operate within the level of its current facilities and to meet the required covenant tests.

The Company has net current liabilities of £7,390,000 (31 December 2013: £12,363,000). The directors are of the opinion that, having regard to the funding available from Roadchef Bidco Limited group and other Roadchef Group companies, the Company has sufficient funds to continue in operational existence for at least 12 months from the date of approval of the financial statements. For this reason, they continue to adopt the going concern basis in preparing the financial statements.

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.

Turnover

Turnover consists of the amounts receivable from customers in the UK from the Company's continuing activity, excluding Value Added Tax. Turnover on catering, retail, fuel, and hotel sales is recognised when goods or services are provided 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.

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.

Intangible fixed assets

Intangible fixed assets are stated at cost less any accumulated amortisation and any provision for impairment, and are written off over their expected useful lives on a straight line basis as follows:

Licences	Over the period of the licence

1 Accounting policies (continued)

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:

Long leasehold buildings	50 years
Long leasehold land	Over the term of the lease
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 a straight line basis as follows:

Fixtures and fittings	5 - 25 years
Computer equipment	3 - 5 years

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

Revaluation of properties
Individual long leasehold and short leasehold properties are professionally valued at least every five years. 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 intangible and tangible fixed assets
At each balance sheet date, the Company reviews the carrying amounts of its 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 properties that have been previously revalued, any impairment is initially recognised through the revaluation reserve with any excess impairment over previous increases in valuation being taken to the profit and loss account. For other fixed assets if incurred, impairment is recognised immediately within 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.

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 with other wholly owned subsidiaries of Roadchef Topco Limited, an intermediate parent company.

2 Exceptional items

	Period ended 6 January 2015 £'000	Year ended 31 December 2013 £'000
Restructuring costs	62	-
Pre-opening expenses	562	-
Exceptional VAT	-	54
Other	-	46
	624	100

The restructuring costs relate to redundancy costs of employees and other fees incurred following a group reorganisation.

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

The other items relate to exceptional write offs.

Exceptional VAT

During the period ended 1 January 2013 the Company received refunds, net of third party professional fees, totalling £54,000 from HMRC. This followed hearings involving The Rank Group plc which concluded that there had been a breach of fiscal neutrality in the treatment of gaming machine income as liable to VAT. HMRC appealed the decision and issued protective assessments to recover the repayment in the event of a successful appeal. On 30 October 2013 the Court of Appeal found in favour of HMRC. Whilst The Rank Group plc has applied for leave to appeal to the Supreme Court, HMRC is enforcing the protective assessments and recovering the VAT with interest. As a result an exceptional operating charge of £nil (31 December 2013 - £54,000) and associated finance costs of £5,000 (31 December 2013 - £17,000) (note 5) have been recognised in the current period. The net refund of £54,000 was recognised in turnover in the period ended 1 January 2013.

The tax impact of these items has been to reduce the current tax charge by £134,000 (31 December 2013: £23,000).

3 Employee costs

The average number of employees during the period was made up as follows:

	Period ended 6 January 2015 Number	Year ended 31 December 2013 Number
Operational	283	112
Management and administration	28	20
	311	132

Their payroll costs comprised:

	£'000	£'000
Wages and salaries	3,203	1,429
Social security costs	177	73
Other pension costs	34	9
	3,414	1,511

4 Directors' remuneration

	Period ended 6 January 2015 £'000	Year ended 31 December 2013 £'000
Aggregate emoluments is respect of qualifying services	436	102
Aggregate of company contributions paid in respect of money purchase schemes	22	12
Number of directors accruing benefits under money purchase schemes	4	4
In respect of the highest paid director:		
Aggregate remuneration	178	41
Company contributions paid in respect of money purchase schemes	8	5

There were no directors (31 December 2013: none) who were members of a defined benefit pension scheme.

5 Interest payable and similar charges

	Period ended 6 January 2015 £'000	Year ended 31 December 2013 £'000
Interest payable and similar charges		
Bank loans and overdrafts	8	10
Interest on exceptional VAT (note 2)	5	17
Other interest	29	7
	42	34

6 Operating profit

	Period ended 6 January 2015 £'000	Year ended 31 December 2013 £'000
Operating profit is stated after charging:		
Depreciation of tangible fixed assets:		
- owned assets	575	261
- leased assets	756	499
Amortisation of intangible fixed assets	7	3
Property revaluation impairment	464	-
Operating lease rentals:		
- land and buildings	62	14
- plant and machinery	37	23
Auditors' remuneration - audit of the financial statements	20	10

The Company's audit fee of £20,000 (31 December 2013: £10,000) was borne by Roadchef Limited, a fellow group company in the United Kingdom, and recharged to the Company.

Fees paid to the Company's auditor for services other than the statutory audit of the Company are not disclosed since the consolidated accounts of Roadchef Limited, an intermediate parent company, are required to disclose non-audit fees on a consolidated basis.

	Period ended 6 January 2015 £'000	Year ended 31 December 2013 £'000
In line with FRS 3, the following item has been charged after operating profit:		
Loss on disposal of tangible fixed assets	-	16

7 Taxation

	Period ended 6 January 2015 £'000	Year ended 31 December 2013 £'000
Corporation tax		
Group relief payable	238	185
Adjustments in respect of prior periods	-	(74)
Total current tax	238	111
Deferred tax		
Origination and reversal of timing differences	30	9
Adjustments in respect of prior periods	(43)	17
Effect of decreased tax rate on deferred tax balance	-	(72)
Taxation on profit on ordinary activities	225	65

The total current tax charge is different to the standard rate of corporation tax in the United Kingdom of 21.49% (31 December 2013: 23.25%). The material differences are reconciled below:

Profit on ordinary activities before taxation	35	364
Profit on ordinary activities before taxation multiplied by the UK tax rate of 21.49% (31 December 2013: 23.25%)	8	85
Capital allowances in excess of depreciation	(32)	(9)
Expenses not deductible for tax purposes	262	109
Adjustments in relation to prior periods	-	(74)
Current tax charge	238	111

The Company has claimed group relief relating to the current period from other group companies for £238,000 (31 December 2013: £111,000) consideration.

Factors that may affect future tax charges

Decrease in the rate of UK corporation tax to 20%, effective from 1 April 2015, has been reflected in the Company's financial statements.

	6 January 2015		31 December 2013	
Deferred taxation	Amount provided £'000	Not provided £'000	Amount provided £'000	Not provided £'000
Accelerated capital allowances	466	-	479	-
Tax losses	-	(49)	-	(49)
Property revaluations	-	2,305	-	1,850
	466	2,256	479	1,801

In accordance with the Company's accounting policies (note 1) no provision has been made for potential deferred tax liabilities in respect of property revalution as there are no binding agreements to dispose of the assets concerned as at 6 January 2015.

8 Intangible fixed assets

	Licences £'000
Cost	
At 1 January 2014 and 6 January 2015	**33**
Amortisation	
At 1 January 2014	3
Charge for year	7
At 6 January 2015	**10**
Net book value	
At 6 January 2015	**23**
At 31 December 2013	30

The Company has made upfront payments to purchase licences relevant to the operation activities of the Company. Licences have been granted for a period of five years, and this has been used as the expected useful life for the purpose of amortisation.

9 Tangible fixed assets

		Long leasehold land and buildings £'000	Short leasehold land and buildings £'000	Fixtures fittings and equipment £'000	Total £'000
Cost or valuation					
At 1 January 2014		7,969	12,207	3,306	23,482
Additions		-	773	2,983	3,756
Revaluation adjustment	2,275	928	703	-	1,631
At 6 January 2015		**8,897**	**13,683**	**6,289**	**28,869**
Depreciation					
At 1 January 2014		-	-	782	782
Charge for period		169	475	687	1,331
Revaluation adjustment		(169)	(475)	-	(644)
At 6 January 2015		**-**	**-**	**1,469**	**1,469**
Net book value					
At 6 January 2015		**8,897**	**13,683**	**4,820**	**27,400**
At 31 December 2013		7,969	12,207	2,524	22,700

Fixtures, fittings and equipment includes assets with a cost of £800,000 (31 December 2013: £800,000) and accumulated depreciation of £251,000 (31 December 2013: £139,000) subject to finance leases. The finance lease under which these amounts are leased is held in Roadchef Motorways Limited.

The leasehold land and buildings were professionally valued by external valuers DTZ Debenham Tie Leung, as at 30 September 2014, on an open market for existing use basis, in accordance with the Royal Institution of Chartered Surveyors Appraisal and Valuation manual. The directors consider market conditions at 6 January 2015 to be comparable to those at 30 September 2014, and as such have used this valuation to update the value of fixed assets as at 6 January 2015.

The revaluation in the period gave rise to an overall gain in the period of £2,275,000 (31 December 2013: £2,332,000), of which a loss of £464,000 (31 December 2013: £nil) was recognised in the Profit and Loss Account and a gain of £2,739,0000 (31 December 2013: £2,332,000) was recognised in the Statement of Total Recognised Gains and Losses.

At 6 January 2015, the Company had unprovided capital commitments of £109,000 (31 December 2013: £nil).

10 Stocks

	6 January 2015 £'000	31 December 2013 £'000
Raw materials and consumables	66	52
Goods for resale	201	139
	267	191

The replacement value of stock is not materially different than cost.

11 Debtors: amounts falling due within one year

	6 January 2015 £'000	31 December 2013 £'000
Trade debtors	84	-
Amounts owed by group companies	-	20,428
Other debtors	4	-
Prepayments and accrued income	160	51
	248	20,479

12 Creditors: amounts falling due within one year

	6 January 2015 £'000	31 December 2013 £'000
Bank overdraft	-	28
Trade creditors	461	-
Amounts owed to group companies	7,301	32,428
Other taxes and social security	464	223
Other creditors	83	4
Accruals and deferred income	483	350
	8,792	33,033

13 Creditors: amounts falling due after more than one year

	6 January 2015 £'000	31 December 2013 £'000
Amounts owed to group companies	7,130	-
	7,130	-

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 January 2014	**479**
Credited to profit and loss account	**(13)**
At 6 January 2015	**466**

Deferred taxation	**6 January 2015 £'000**	31 December 2013 £'000
Accelerated capital allowances	**466**	479
	466	479

15 Share capital

	6 January 2015 £'000	31 December 2013 £'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 January 2014	8,382	1,405	**9,787**
Loss for the financial period	-	(190)	**(190)**
Revaluation of tangible fixed assets	2,739	-	**2,739**
Reserve transfer	(279)	279	**-**
At 6 January 2015	10,842	1,494	12,336

17 Reconciliation of movement in shareholder's funds

	6 January 2015 £'000	31 December 2013 £'000
At 1 January 2014	**9,888**	7,257
(Loss)/ profit for the financial period	**(190)**	299
Revaluation of tangible fixed assets	**2,739**	2,332
At 6 January 2015	**12,437**	9,888

18 Pension schemes

The Company operates defined contribution pension schemes. The assets of these schemes are held seperately from those of the Company in independently administered funds. The pension charge for the period amounted to £34,000 (31 December 2013: £9,000). An amount of £nil (31 December 2013: £nil) is owed to the pension schemes at the period end.

19 Financial commitments

The Company had annual commitments in respect of land and buildings under non-cancellable operating leases as follows:

	6 January 2015 £'000	31 December 2013 £'000
Expiry date:		
Within one year	**-**	-
Between two and five years	**18**	
After more than five years	**71**	-
	89	-

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 £15,000,000 (31 December 2013: £14,445,000). The directors consider the likelihood of any financial liability arising in respect of these to be remote.

21 Control

The immediate parent company is Roadchef Newco 1 Limited, a company registered in England and Wales.

As at 6 January 2015, Antin Infrastructure Partners S.A.S and Antin Infrastructure Partners UK Limited are considered to be the ultimate controlling parties as defined under Financial Reporting Standard 8 'Related Party Disclosures'.

The largest and smallest group for which group results for the reporting period are drawn up is that headed by Roadchef Limited. Copies of these financial statements can be obtained from Companies House, Crown Way, Maindy, Cardiff, CF14 3UZ.

The registered office of Roadchef Limited is Roadchef House, Norton Canes MSA, Betty's Lane, Norton Canes, Cannock, Staffordshire, WS11 9UX.