Registered number 3131133

Cheval Acceptances PLC
Report and Consolidated Accounts
For the year ended
30 June 2000



A02 COMPANIES HOUSE 0336 13/01/01



2nd Floor Stanmore House, 15/19 Church Road, Stanmore, Middlesex HA7 4AR

### Cheval Acceptances PLC Report and accounts Contents

	Page
Company information	1
Directors' report	2
Statement of directors' responsibilities	4
Auditors' report	5
Consolidated profit and loss account	6
Consolidated balance sheet	7
Company Balance sheet	8
Consolidated cash flow statement	9
Notes to the accounts	10

## Cheval Acceptances PLC Company Information

#### **Directors**

N C Epstein J H Margolis B S Hersch A H Kay A S Margolis

#### Secretary

N C Epstein

#### **Auditors**

Anthony Cowen Stanmore House 15/19 Church Road Stanmore Middlesex HA7 4AR

#### Registered office

2nd Floor, Stanmore House 15/19 Church Road Stanmore Middlesex HA7 4AR

#### Registered number

3131133

## Cheval Acceptances PLC Directors' Report

The directors present their report and group accounts for the year ended 30 June 2000.

The group comprises Cheval Acceptances plc and its 100% subsidiary, Cheval Finance Limited.

#### Principal activities and review of the business

The company's and group's principal activity during the year continued to be the granting of short term loans secured by legal charges held over land and buildings.

The directors are satisfied with the results for the year.

#### Results and dividends

The group profit for the year, after taxation, amounted to £49,893. An interim dividend of £110,000 was paid during the year and the directors do not recommend that a final dividend be paid for the year ended 30 June 2000.

#### **Future developments**

It is not the intention of the directors to grant new loans from the company, although existing loans will continue to be serviced until they are redeemed. All new loans are bring granted by Cheval Property Finance plc, a company sharing common directors and a similar shareholding structure, and Cheval Finance Limited. The directors are currently considering the sale of Cheval Finance Limited to Cheval Property Finance plc.

#### Year 2000

The directors are satisfied that all the company's computer systems are compliant with the year 2000.

#### Payment of creditors

It is the company's policy to settle its invoices within 30 days of receipt. At 30 June 2000 there were no trade creditors as defined by the Companies Act and therefore no calculation of the creditor payment period is necessary.

#### **Directors**

The directors who served during the year and their interests in the share capital of the company were as follows:

	£1 Ordinary 'A' shares	
	2000	1999
N C Epstein	14,500	15,000
J H Margolis	14,500	15,000
B S Hersch	-	-
A H Kay	-	-
A S Margolis	-	-
D K Gammond (resigned 23 July 1999)	-	-

### Cheval Acceptances PLC Directors' Report

The directors do not have an interest in the shares of the parent company nor do they have an interest in any other class of shares.

Cheval Finance Limited is a 100% subsidiary.

#### **Auditors**

A resolution to reappoint Anthony Cowen as auditors will be put to the members at the Annual General Meeting.

This report was approved by the board on 12 January 2001.

N C Epstein

Director and secretary

### Cheval Acceptances PLC Statement of Directors' Responsibilities

Company law requires the directors to prepare accounts 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 for that period. In preparing those accounts, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent; and
- follow applicable accounting standards, subject to any material departures disclosed and explained in the accounts; and
- prepare the accounts on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for maintaining proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the accounts comply with the Companies Act 1985. 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.

### Cheval Acceptances PLC Auditors' Report

### Report of the auditors to the shareholders of Cheval Acceptances PLC

We have audited the accounts on pages 6 to 20 which have been prepared under the historical cost convention and the accounting policies set out on page 10.

#### Respective responsibilities of directors and auditors

As described on page 4, the company's directors are responsible for the preparation of the accounts. It is our responsibility to form an independent opinion, based on our audit, on those accounts and to report our opinion to you.

#### Basis of opinion

We conducted our audit in accordance with Auditing Standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the accounts. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the accounts 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 accounts are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the accounts.

#### Fundamental Uncertainty - recoverability of debtors and going concern

In forming our opinion we have considered the adequacy of the disclosures made in note 11 of the accounts concerning the recoverability of certain amounts due from borrowers which are subject to the outcome of litigation. We have also considered the adequacy of the disclosures in note 27 concerning the future trading of the company. In view of the significance of the uncertainty surrounding the recoverability of the amounts due from borrowers and also the going concern of the company we consider that these notes should be drawn to your attention but our opinion is not qualified in these respects.

#### **Opinion**

In our opinion the accounts give a true and fair view of the state of the company's and group's affairs as at 30 June 2000 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

**Anthony Cowen** 

Chartered Accountants and Registered Auditors

Stanmore House 15/19 Church Road Stanmore Middlesex HA7 4AR

Anthony Cover Ch

12 January 2001

# Cheval Acceptances PLC Consolidated Profit and Loss Account for the year ended 30 June 2000

	Notes	2000 £	1999 £
Turnover	2	1,102,105	1,276,972
Cost of sales	2	(663,019)	(350,860)
Gross profit		439,086	926,112
Administrative expenses Other operating income	31	(518,532) 160,088	(980,820) 108,679
Group Operating profit	3	80,642	53,971
Interest receivable Interest payable	6	8,284 (6,359)	13,390 (5,767)
Profit on ordinary activities before taxation		82,567	61,594
Tax on profit on ordinary activities	7	(32,674)	(17,000)
Profit for the financial year attributable to members of the parent company		49,893	44,594
Dividends: ordinary dividend on equity 'C' shares	8	(110,000)	-
Retained (loss)/profit for the financial year	18	(60,107)	44,594

#### Continuing operations

None of the company's activities were acquired or discontinued during the above two financial years.

#### Statement of total recognised gains and losses

The company has no recognised gains or losses other than the profit for the above two financial years.

### Cheval Acceptances PLC Consolidated Balance Sheet as at 30 June 2000

	Notes		2000		1999
Fixed assets			£		£
Tangible assets	9		22,425		50,179
Current assets					
Debtors	10	5,034,155		6,138,466	
Cash at bank and in hand		42,185		558,496	
		5,076,340		6,696,962	
Creditors: amounts falling due					
within one year	12	(3,933,007)		(5,535,570)	
Net current assets			1,143,333		1,161,392
Total assets less current liabilities		-	1,165,758	-	1,211,571
Creditors: amounts falling due after more than one year	14		(14,294)		-
				-	4 044 574
			1,151,464	-	1,211,571
Capital and reserves					
Called up share capital	16		61,000		61,000
Share premium	17		989,000		989,000
Profit and loss account	18		101,464		161,571
Shareholders' funds:					
Equity			1,151,464		1,211,571
	20		1,151,464		1,211,571

B S Hersch Director

Approved by the board on 12 January 2001

### Cheval Acceptances PLC Balance Sheet as at 30 June 2000

N	otes		2000		1999
			£		£
Fixed assets					
Tangible assets	9		22,425		50,179
Investments	26		100	_	100
			22,525		50,279
Current assets					
Debtors	11	4,176,617		6,138,366	
Cash at bank and in hand		36,724		558,496	
•		4,213,341		6,696,862	
Creditors: amounts falling due					
within one year	13	(3,074,120)		(5,535,570)	
Net current assets			1,139,221		1,161,292
Total assets less current		_		_	
liabilities			1,161,746		1,211,571
Creditors: amounts falling due					
after more than one year	14		(14,294)		-
		_	1,147,452	_	1,211,571
		-		-	
Capital and reserves					
Called up share capital	16		61,000		61,000
Share premium	17		989,000		989,000
Profit and loss account	19		97,452		1 <del>6</del> 1,571
Shareholders' funds:					
Equity			1,147,452		1,211,571
	21	- -	1,147,452	- -	1,211,571

B S Hersch Director

Approved by the board on 12 January 2001

# Cheval Acceptances PLC Consolidated Cash Flow Statement for the year ended 30 June 2000

	Notes	2000 £	1999 £
Reconciliation of operating profit to net cash inflow from operating activities		-	_
Operating profit		80,642	53,971
Depreciation charges		7,161	21,440
Loss on sale of assets Decrease/(increase) in debtors		2,312 1,104,311	1,920
(Decrease)/increase in creditors		(1,996,553)	(1,686,528) 971,742
(See Succession Control of Succession Succes		(.,000,000)	
Net cash outflow from operating activities		(802,127)	(637,455)
CASH FLOW STATEMENT			
Net cash outflow from operating activities		(802,127)	(637,455)
Returns on investments and servicing of finance	22	1,925	7,623
Taxation		(17,043)	(43,600)
Capital expenditure	22	18,281	(19,100)
		(798,964)	(692,532)
Equity dividends paid		(110,000)	_
		(908,964)	(692,532)
Financing	22	(24,347)	1,007,102
		(27,077)	
(Decrease)/increase in cash		(933,311)	314,570
Reconciliation of net cash flow to movement in ne	et debt		
(Decrease)/increase in cash in the period		(933,311)	314,570
Decrease in debt and lease financing		622	11,898
New finance leases		(22,374)	(19,000)
Redemption of finance leases		46,099	
Change in net debt	23	(908,964)	307,468
Net funds at 1 July		512,397	204,929
(Net debt)/net funds at 30 June		(396,567)	512,397

#### 1 Accounting policies

#### Accounting convention

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

#### Basis of consolidation

The consolidated accounts include the results of Cheval Acceptances plc and its 100% subsidiary undertaking, Cheval Finance Limited. No individual profit and loss account has been presented for Cheval Acceptances plc as permitted by section 230 of the Companies Act 1985.

The profit after tax of Cheval Acceptances plc was £45,881.

#### Depreciation

Depreciation is provided on all tangible fixed assets, other than freehold land, at rates calculated to write off the cost, less estimated residual value, of each asset evenly over its expected useful life, as follows:

Motor vehicles
Fixtures and equipment

25% reducing balance method 20% reducing balance method

#### 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 directors, there is reasonable probability that the liability will not arise in the foreseeable future.

#### Foreign currencies

Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the balance sheet date. All differences are taken to the profit and loss account.

#### Leasing and hire purchase commitments

Assets held under finance leases and hire purchase contracts, which are those where substantially all the risks and rewards of ownership of the asset have passed to the company, are capitalised in the balance sheet and depreciated over their useful lives.

The interest element of the rental obligations is charged to the profit and loss account over the period of the lease.

Rentals paid under operating leases are charged to income on a straight line basis over the lease term.

#### **Pensions**

The company operates a defined contribution pension scheme. Contributions to directors' personal pension plans are charged to the profit and loss account.

#### 2 Turnover / Cost of sales

Turnover represents interest received and receivable after making due allowance for irrecoverable interest.

Turnover is attributable to the one continuing activity described in the directors' report and is 100% received in the United Kingdom.

Cost of sales represents interest paid and payable on funders loans together with direct costs.

3	Operating profit	2000 £	1999 £
	This is stated after charging:	-	~
	Depreciation of owned fixed assets  Depreciation of assets held under finance leases and hire	942	1,061
	purchase contracts	6,219	20,379
	Auditors' remuneration (Group)	5,816	5,875
	Auditors' remuneration - other services	1,134	1,227
	Exceptional item: bad debt provision less recovery	14,500	341,500

The bad debt provision comprises amounts written off the capital element of loans granted, as in the opinion of the directors these amounts are not recoverable. Included in the 2000 provision is £34,000 which has been provided on a loan to reflect the reduction in the realisable value of a property which has not yet been sold. This provision has been reduced by £19,500 recovered from the 1999 provision.

(Corporation tax relief in respect of exceptional item: £4,350)

4	Directors' emoluments	2000 £	1999 £
	Emoluments (including non cash benefits)	240,798	280,551
	Highest paid director: Emoluments (including non cash benefits)	82,222	89,055
	Number of directors in company pension schemes:	2000 Number	1999 Number
	Defined contribution schemes		1

5	Staff costs (including directors)	2000 £	1999 £
	Wages and salaries (including employers NIC)	323,833	368,034
	Other pension costs	550	6,600
		324,383	374,634
	•		
	Average number of employees during the year	Number	Number
	Administration	9	10
6	Interest payable (excluding cost of sales: see note 2)	2000	1999
		£	£
	Finance charges payable under finance leases and		
	hire purchase contracts	6,359	5,767
7	Taxation	2000	1999
	•	£	£
	UK corporation tax at 30%	25,069	17,000
	Prior year additional charge	7,605	
		32,674	17,000
8	Equity dividends	2000	1999
		£	£
	Equity dividends on 'C' ordinary shares - interim paid	110,000	· -

### 9 Tangible fixed assets (group and company)

		Motor vehicles £	Plant and machinery	Total £
		L	Z.	r.
	Cost	00.407		00.400
	At 1 July 1999 Additions	82,197	6,989 469	89,186 469
	Disposals	(37,500)		(37,500)
	·		7.450	
	At 30 June 2000	44,697	7,458	52,155
	Depreciation			
	At 1 July 1999	36,261	2,746	39,007
	Charge for the year	6,219	942	7,161
	On disposals	(16,438)		(16,438)
	At 30 June 2000	26,042	3,688	29,730
	Net book value			
	At 30 June 2000	18,655	3,770	22,425
	At 30 June 1999	45,936	4,243	50,179
			2000	1999
			£	£
	Net book value of motor vehicles included above in finance leases and hire purchase contracts	neia unaer	18,655	45,936
10	Debtors (group)		2000	1999
			£	£
	Due from borrowers		3,133,399	5,310,084
	Due from parent company		1,630,492	736,186
	Due from related companies		255,747	30,296
	Other debtors Prepayments		14,517	59,625 2,275
	richaimeire		5,034,155	6,138,466
			3,004,100	0,100,400

Refer to the commentary under note 11 below concerning group and company debtors.

11	Debtors (company)	2000 £	1999 £
	Due from borrowers	2,289,557	5,310,084
	Due from parent company	1,630,492	736,186
	Due from related companies	242,051	30,296
	Other debtors	14,517	59,525
	Prepayments		2,275
		4,176,617	6,138,366

Included in amounts due from borrowers is an amount of 3,133,399 (company: £2,289,557) (1999: £5,310,084) which is secured by legal charges held over land and buildings. The group granted the right of assignment of these charges to its lenders excluding £162,580 (1999:£188,792) funded by Cheval Acceptances plc.

The nature of the business is such that recoverability of amounts due from borrowers is ultimately reliant upon realisation of legal charges held as security. The company places reliance on its professional advisors to ensure that the legal charge is correctly and properly obtained and that the property is properly valued.

Included in amounts due from borrowers in both the company and group accounts are amounts of £652,000 which have been written down to their expected realisable values and in the opinion of the directors are fully recoverable. However the outcome is uncertain.

12 Creditors: amounts falling due within one year (group)	2000 £	1999 £
Bank overdrafts	417,000	-
Due to parent company	2,764,769	5,216,062
Obligations under finance lease and hire purchase contracts	7,458	46,099
Corporation tax	32,631	17,000
Other taxes and social security costs	9,800	13,097
Other creditors	60,000	191,797
Accruals	641,349	<u>5</u> 1,515
	3,933,007	5,535,570

#### 12 Creditors: amounts failing due within one year (group)

The parent company loan is secured by assignments (refer to note 11 above).

The bank overdraft is secured by a debenture held over the assets of Cheval Finance Limited together with a guarantee by Cheval Acceptances plc. The overdraft is repayable on demand and interest is charged at 2% above bank base rate.

13	Creditors: amounts falling due within one year (company)	2000 £	1999 £
	Due to parent company	2,327,817	5,216,062
	Obligations under finance lease and hire purchase contracts	7,458	46,099
	Corporation tax	30,805	17,000
	Other taxes and social security costs	9,800	13,097
	Other creditors	60,000	191,797
	Accruals	638,240	51,515
		3,074,120	5,535,570
	The parent company loan is secured by assignments (refer to note 1	1 43575).	
14	Creditors: amounts falling due after one year	2000	1999
	(group and company)	£	£
	Obligations under finance lease and hire purchase contracts	14,294	
15	Obligations under finance leases and hire purchase	2000	1999
	contracts (group and company)	£	£
	Amounts payable:		
	Within one year	7,458	46,099
	Within two to five years	14,294	
		21,752	46,099

16	Share capital (company)			2000 £	1999 £
	Authorised:			_	_
	Ordinary shares of £1 each			61,000	61,000
		2000	1999	2000	1999
	Allotted, called up and fully paid:	No	No	£	£
	Ordinary shares of £1 each	61,000	61,000	61,000	61,000
	Movement in share capital			2000	1999
				£	£
	At 1 July			61,000	50,000
	Shares issued			-	11,000
	At 30 June			61,000	61,000

On 4 December 1998 the company increased its authorised share capital to £61,000 by the creation of 11,000 'C' ordinary shares of £1 each which were allotted and fully paid up together with a premium of £89.91 per share. The total increase in capitalisation being £1,000,000.

The authorised and issued share capital of the company now comprises of 30,000 'A' ordinary shares of £1 each, 20,000 'B' ordinary shares of £1 each and 11,000 'C' ordinary shares of £1 each. The 'B' shares confer the right of 2 votes per share whilst the 'A' and 'C' shares confer 1 vote per share.

17 Share premium (group and company)	. 2000 £	1999 £
At 1 July Shares issued	989,000	989,000
At 30 June	989,000	989,000

18	Profit and loss account (group)	2000 £	1999 £
	At 1 July Retained (loss)/profit	161,571 (60,107)	116,977 44,594
	At 30 June	101,464	161,571
19	Profit and loss account (company)	2000 £	1999 £
	At 1 July Retained (loss)/profit	161,571 (64,119)	116,977 44,594
	At 30 June	97,452	161,571
20	Reconciliation of movement in shareholders' funds (group)  At 1 July	<b>2000</b> £ 1,211,571	1999 £ 166,977
	Profit for the financial year Dividends	49,893 (110,000)	44,594 -
	Shares issued (including share premium)	<u>-</u>	1,000,000
	At 30 June	1,151,464	1,211,571
21	Reconciliation of movement in shareholders' funds (company)	2000 £	1999 £
			400.057
	At 1 July Profit for the financial year Dividends	1,211,571 45,881 (110,000)	166,977 44,594 -
	Profit for the financial year	45,881	

22	Gross cash flows (group)			2000	1999
				£	£
	Datuma and increasing out and name	Inlant of finance	_		
	Returns on investments and servi	icing of financ	e	8,284	13,390
	Interest element of finance lease rer	ntal payments		(6,359)	(5,767)
				1,925	7,623
	,		·		
	Capital expenditure				
	Payments to acquire tangible fixed a	assets		(469)	(21,000)
	Payments to acquire investments Receipts from sales of tangible fixed	d assets		- 18,750	(100) 2,000
	<b>3</b>			18,281	(19,100)
				·	
	Planator				
	Financing Issue of share capital			-	1,000,000
	New loans raised (hire purchase)			22,374	19,000
	Capital element of finance lease rer	ntal payments		(46,721)	(11,898)
				(24,347)	1,007,102
	Augusta of changes in our dalet /	·			
23	Analysis of changes in net debt (	group) At 1 July	Cash flows	Non-cash	At 30 June
		1999		changes	2000
		£	£	£	£
	Cash at bank and in hand	558,496	(516,311)		42,185
	Overdrafts	-	(417,000)		(417,000)
			(933,311)		
					4- 4
	Finance leases	(46,099)	24,347		(21,752)
	Total	512,397	(908,964)		(396,567)

24	Non-cash transactions	2000	1999
		£	£
	Capital value of new finance lease arrangements	22,374	19,000

#### 25 Transactions with directors

The company provided an interest free loan of £4,125 to J H Margolis, director, which is repayable on demand. (1999: £4,125)

This was the maximum outstanding during the year.

#### 26 Investments

The investment represents a 100% investment at cost in Cheval Finance Limited, a company incorporated in the United Kingdom.

#### 27 Post balance sheet events - going concern

It is not the intention of the directors to grant new loans from the company, although existing loans will continue to be serviced until they are redeemed. All new loans are bring granted from Cheval Property Finance plc, a company sharing common directors and a similar shareholding structure, and Cheval Finance Limited. It is the intention of the parent company to continue to lend its support to the company until such a time as no more loans exist. On this basis the directors consider it appropriate to prepare the financial statements on the going concern basis.

#### 28 Controlling party

The company's parent company is Cheval Investment and Finance Limited which is incorporated in the British Virgin Islands.

The ultimate controlling party is Mr. Mark Sieff.

#### 29 Related party transactions

The current account loan to the parent company, included in debtors, is interest free.

The funding loan from the parent company is subject to interest payable at the rate of 15% per annum. Interest of £631,527 (1999: £102,442) has been provided in these accounts and will be paid within 9 months of the year end.

During the year the company recharged staff costs of £93,220 (1999: £108,679) to Bentley Agencies Limited, a company sharing common directors. This amount, included in other income, reflects the time expended by the company's staff, including directors, on Bentley Agencies Limited activities. Bentley Agencies Limited charged the company £54,000 (1999: £54,000) for office rent and the use of its office facilities.

The company has rendered a management charge of £64,842 (1999: nil) to Cheval Property Finance plc, a company sharing common directors and a similar shareholding structure, for rent, services and staff costs, including directors time.

During 1998 the parent company assumed responsibility for two separate amounts due from borrowers of £577,161 and £680,000. Cheval Acceptances PLC continues to collect these debts on behalf of its parent company. Cheval Acceptances PLC however is not responsible for any losses that may arise on recovery. Cheval Acceptances PLC has agreed to contribute 50% of ongoing legal costs, which are accounted for on an accruals basis.

#### 30 Inter-group transactions

Cheval Finance Limited has paid interest of £1,729 to Cheval Acceptances ptc.

Cheval Acceptances plc has rendered a management charge of £8,750 to Cheval Finance Limited.

31	Other operating income	2000 £	1999 £
	Management charges to related companies Commissions and fees receivable	158,062 2,026	108,679 -
		160,088	108,679