Cornwall Hideaways Limited

Report and Financial Statements

Year ended

31 December 2019



Annual report and financial statements for the year ended 31 December 2019

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Directors

GD Baber (Chairman) JC Boyce RG Boyce

TC Grimsted

RSJ Seager

Registered office

HPB House, Old Station Road, Newmarket, Suffolk, CB8 8EH

Company number

03514233

Auditor

RSM UK Audit LLP, Abbotsgate House, Hollow Road, Bury St Edmunds, Suffolk, IP32 7FA

Report of the directors for the year ended 31 December 2019

The directors present their report together with the financial statements for the year ended 31 December 2019.

Principal activities

The company's principal activity during the year was that of the provision of luxury short term self-catering holidays, mainly to individuals.

Directors

The directors of the company during the year were:

GD Baber JC Boyce

RG Boyce

RSJ Seager

(appointed 24 May 2019)

In addition, TC Grimsted was appointed as a director on 5 January 2021.

Directors' indemnity insurance

Qualifying third party indemnity provision is in place for the benefit of all directors of the company.

Statement of disclosure to auditor

So far as each director is aware, there is no relevant audit information of which the company's auditor is unaware. Additionally, each director has taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditor is aware of that information.

Auditor

The auditor, RSM UK Audit LLP, is deemed to be reappointed under section 487(2) of the Companies Act 2006.

This report has been prepared in accordance with the provisions applicable to companies entitled to small companies exemption.

On behalf of the Board

GD Baber Chairman

Directors' responsibilities statement

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 those financial statements, the directors are required to:

- a. select suitable accounting policies and then apply them consistently;
- b. make judgements and accounting estimates that are reasonable and prudent;
- c. prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping 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. The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Independent auditor's report to the member of Cornwall Hideaways Limited

Opinion

We have audited the financial statements of Cornwall Hideaways Limited (the 'company') for the year ended 31 December 2019 which comprise the statement of comprehensive income, the statement of financial position, the statement of changes in equity and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2019 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may
 cast significant doubt about the company's ability to continue to adopt the going concern basis of
 accounting for a period of at least twelve months from the date when the financial statements are
 authorised for issue.

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report has been prepared in accordance with applicable legal requirements.

Independent auditor's report to the member of Cornwall Hideaways Limited (continued)

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the directors' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, 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; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies
 regime and take advantage of the small companies exemption from the requirement to prepare a strategic
 report or in preparing the directors' report.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement set out on page 3, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: http://www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Use of our report

This report is made solely to the company's member, 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 member those matters we are required to state to the member 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 member, for our audit work, for this report, or for the opinions we have formed.

RSM UK Audut Uf

CLAIRE SUTHERLAND (Senior Statutory Auditor)
For and on behalf of RSM UK Audit LLP, Statutory Auditor
Chartered Accountants
Abbotsgate House
Hollow Road
Bury St Edmunds
Suffolk
IP32 7FA

22 february 2021

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Statement of comprehensive income for the year ended 31 December 2019

	Note	2019 £	2018 £
Turnover		330,245	351,820
Cost of sales		(148,049)	(144,680)
Gross profit		182,196	207,140
Administrative expenses	•	(299,080)	(139,689)
(Loss)/profit on ordinary activities before taxation	2	(116,884)	67,451
Taxation on (loss)/profit on ordinary activities	3	22,168	(2,173)
(Loss)/profit on ordinary activities after taxation and total comprehensive income for the financial period		(94,716)	65,278

The notes on pages 9 to 15 form part of these financial statements.

Statement of financial position at 31 December 2019

Company No 03514233

		2	019		2018
	Note	£	£	£	£
Fixed assets					
Tangible assets	4		27,815		8,762
Investments	5		1,243,260		
			1,271,075		8,762
Current assets					
Debtors	6	22,390		22,832	
Cash at bank and in hand		81,307		39,551	
		103,697		62,383	
Creditors: amounts falling due					
within one year	7	(1,397,667)		(51,658)	
Net current liabilities			(1,293,970)		10,725
Total assets less current liabilities			(22,895)		19,487
Creditors: amounts falling due after					
more than one year	8		(50,000)		-
Provisions for liabilities		•			
Deferred taxation	9		(3,520)		(1,186)
Net (liabilities)/assets			(76,415)	-	18,301
Capital and reserves					
Called up share capital	10		100		100
Profit and loss account			(76,515)		18,201
Total equity deficit			(76,415)		18,301

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime and section 1A of the FRS 102.

The financial statements on pages 6 to 15 were approved by the Board and authorised for issue on and are signed on its behalf by:

GD Baber Chairman

The notes on pages 9 to 15 form part of these financial statements.

Statement of changes in equity for the year ended 31 December 2019

	Share capital £	Profit and loss account	Total £
Balance at 1 January 2018	100	304,636	304,736
Profit and total comprehensive income for the year	-	65,278	65,278
Dividends	-	(351,713)	(351,713)
Balance at 31 December 2018	100	18,201	18,301
Profit and total comprehensive income for the year	-	(94,716)	(94,716)
Dividends	-	-	•
Balance at 31 December 2019	100	(76,515)	(76,415)

Accounting policies for the year ended 31 December 2019

General information

Cornwall Hideaways Limited ("the Company") is a private company limited by shares incorporated in England and Wales.

The registered office address of the Company is HPB House, Old Station Road, Newmarket, Suffolk, CB8 8FH

Basis of accounting

These financial statements have been prepared in accordance with FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' ('FRS 102'), the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime, and under the historical cost convention. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

The company has taken advantage of the exemption in section 401 of the Companies Act 2006 from the requirement to prepare consolidated financial statements. Consequently, these financial statements present the financial position and financial performance of the company as a single entity. Group financial statements of the parent are held at its registered office shown in note 14.

Going concern

As at 31 December 2019 the going concern basis of accounting was considered to be appropriate as no material uncertainties existed. The outbreak of Covid-19 in the early part of 2020 has caused severe disruption for the travel and tourism industry of which the company and the wider group to which it belongs are exposed to. The company has performed financial modelling for the period to 28 February 2022 to consider the impact of the Covid-19 outbreak on the forecast position. As explained in note 13 the company is part of an omnibus banking arrangement and given the current economic uncertainty the ultimate parent company, Quality Holidays Assured Limited, has provided a letter of support for the period covering at least 12 months from the date of approval of the financial statements. The directors have evaluated the ability of Quality Holidays Assured Limited to provide this support in the context of the group structure and activities of fellow subsidiaries and have not identified any material uncertainties in this regard. Accordingly, the financial statements have been prepared on a going concern basis.

Functional and presentational currencies

The financial statements are presented in sterling which is also the functional currency of the company.

Turnover

Turnover represents rental commissions and services receivable, excluding value added tax. The company recognises commissions and booking fees in the statement of comprehensive income on deposits when received and balances when the holiday is taken.

Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost, net of depreciation and any impairment losses. Depreciation is provided on all tangible fixed assets at rates calculated to write off the cost of each asset to its estimated residual value over its expected useful life, as follows:-

Property improvements - 6 years straight line
Computer equipment - 4 years straight line
Fixtures and equipment - 5 years straight line
Plant and machinery - 10 years straight line

Residual value is calculated on prices prevailing at the reporting date, after estimated costs of disposal, for the asset as if it were at the age and in the condition expected at the end of its useful life.

Accounting policies for the year ended 31 December 2019 (continued)

Fixed asset investments

Interests in subsidiaries are initially measured at cost, including directly attributable transaction costs and subsequently measured at cost less any accumulated impairment losses.

Interests in subsidiaries are assessed for impairment at each reporting date. Any impairment losses or reversals of impairment losses are recognised immediately in profit or loss.

Taxation

The tax expense represents the sum of the current tax expense and deferred tax expense. Current tax assets are recognised when tax paid exceeds the tax payable.

Current tax is based on taxable (loss)/profit for the year. Taxable (loss)/profit differs from the (loss)/profit on ordinary activities because it excludes items of income or expense that are taxable or deductible in other periods. Current tax assets and liabilities are measured using tax rates that have been enacted or substantively enacted by the reporting date.

Deferred tax is calculated at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled based on tax rates that have been enacted or substantively enacted by the reporting date. Deferred tax is not discounted.

Deferred tax liabilities are recognised in respect of all timing differences that exist at the reporting date. Timing differences are differences between taxable (losses)/profits and the (loss)/profit on ordinary activities that arise from the inclusion of income and expenses in tax assessments in different periods from their recognition in the financial statements. Deferred tax assets are recognised only to the extent that it is probable that they will be recovered by the reversal of deferred tax liabilities or other future taxable profits.

Current and deferred tax is charged or credited in profit or loss, except when it relates to items charged or credited to other comprehensive income or equity, when the tax follows the transaction or event it relates to and is also charged or credited to other comprehensive income, or equity.

Current tax assets and current tax liabilities and deferred tax assets and deferred tax liabilities are offset, if and only if, there is a legally enforceable right to set off the amounts and the entity intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

Leases

Operating lease annual rentals are charged to profit or loss on a straight line basis over the lease term.

Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense.

The holiday year for Cornwall Hideaways Limited ends at the reporting date.

Employees are not entitled to carry forward any unused holiday entitlement at the reporting date, unless there are exceptional circumstances.

Retirement benefits

Pension contributions are charged to profit or loss in the year in which they become payable.

Accounting policies for the year ended 31 December 2019 (continued)

Financial instruments

The Company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102, in full, to all of its financial instruments. Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument, and are offset only when the Company currently has a legally enforceable right to set off the recognised amounts and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Debtors

Debtors which are receivable within one year and which do not constitute a financing transaction are initially measured at the transaction price. Debtors are subsequently measured at amortised cost, being the transaction price less any amounts settled and any impairment losses.

Creditors

Creditors payable within one year that do not constitute a financing transaction are initially measured at the transaction price and subsequently measured at amortised cost, being the transaction price less any amounts settled.

Notes forming part of the financial statements for the year ended 31 December 2019

1	Employees	2019	2018
	Staff costs (including directors) consist of:	£	£
	Wages and salaries	87,975	61,729
	Social security costs	8,289	4,870
	Pension costs	2,449	1,974
		98,713	68,573
	No directors' emoluments were paid during the year or the previous year.		-
	The average number of employees of the company during the year, including	ig directors, was	as follows:
		2019	2018
		Number	Number
	Administration	6	6
	Administration		
2	(Loss)/profit on ordinary activities before taxation		
_	(Loss/profit off ordinary activities before taxation	2019	2018
	(Loss)/profit on ordinary activities before taxation is stated after		
	charging:	£	£
	Depreciation		•
	- owned assets	6,055	1,568
	Operating leases	·	
	- land and buildings	31,500	33,340
	- other	-	4,239
3	Taxation		
	,	2019	2018
		£	£
	Current tax:	(24 502)	987
	UK corporation tax on (loss)/profit for year	(24,502)	907
	Deferred tax (note 9):		
	Origination and reversal of timing differences	2,334	1,186
	Taxation on (loss)/profit on ordinary activities	(22,168)	2,173
	raxation on (loss)/profit on ordinary activities	(22,100)	2,173
	The tax assessed for the year is different to that calculated at the applicable tax in the UK. The differences are explained below:	e standard rate o	of corporation
	tant in the one the anti-three are explained select.	2019	2018
		£	£
	(Loss)/profit on ordinary activities before tax	(116,884)	67,451
	Tax on (loss)/profit on ordinary activities multiplied by standard rate of		
	corporation tax in the UK of 19% (2018 – 19%)	(22,208)	12,816
		, -,,	
	Effects of:	_	465
	Expenses not deductible for tax purposes	5 472	138
	Group relief Tax rate and other differences	172 (137)	(10,861) 80
	Tax Tate and other differences		
	Taxation on (loss)/profit for the year	(22,168)	2,173
	·		

Notes forming part of the financial statements for the year ended 31 December 2019 (Continued)

4	Tangible fixed assets	Property Improvements	Computer Equipment £	Fixtures and Equipment £	Total £
	Cost At 1 January 2019 Additions	- 13,042	22,241 8,066	9,945 4,000	32,186 25,108
	At 31 December 2019	13,042	30,307	13,945	57,294
	Depreciation At 1 January 2019 Charge for the year	- 1,275	21,503 1,140	1,921 3,640	23,424 6,055
	At 31 December 2019	1,275	22,643	5,561	29,479
	Net book value At 31 December 2019	11,767	7,664	8,384	27,815
	At 31 December 2018	-	738	8,024	8,762
5	Investments			2019 £	2018 £
	Investment in subsidiary undertaking: At 1 January 2019 Addition			- 1,243,260	-
	At 31 December 2019			1,243,260	-
	On 30 October 2019 the company acquire Limited, whose registered office is HPB H				
6	Debtors			2019 £	2018 £
	Trade debtors Other debtors Prepayments and accrued income			18,125 3,063 1,202	15,421 1,000 6,411
				22,390	22,832
7	Creditors: amounts falling due within o	ne year		2019 £	2018 £
	Trade creditors Amounts owed to group undertakings Corporation tax Other taxation and social security Other creditors Accruals and deferred income Deferred consideration (note 8)			24,631 1,205,921 987 577 - 28,051 137,500	15,100 6,500 987 9,622 127 19,322

1,397,667

51,658

Notes forming part of the financial statements for the year ended 31 December 2019 (Continued)

8	Creditors: amounts falling due after more than one year		
	,	2019	2018
	•	£	£
	Deferred consideration	50,000	_

Deferred consideration, of which £50,000 is due on 30 April 2021, relates to the acquisition of Pure Cornwall Limited on 30 October 2019.

9 Deferred taxation

	£
At 1 January 2019 Movement in the year	1,186 2,334
At 31 December 2019	3,520

The provision for deferred taxation consists of accelerated capital allowances.

10 Share capital

•	Allotted, e	
	2019 £	2018 £
Ordinary shares of £1 each	100	100

11 Commitments under operating leases

As at 31 December 2019, the total future minimum lease payments under non-cancellable operating leases for land and buildings were as set out below:

	2019 £	2018 £
Amounts due - within one year	28,200	36,000
- in two to five years	141,000	111,000
		=

12 Post balance sheet events

Subsequent to the year end, the Covid-19 pandemic caused widespread uncertainty in the global economy and particularly the travel industry. The directors consider the emergence and spread of Covid-19 to be a non-adjusting post balance sheet event and consequently no adjustments have been reflected in the financial statements.

On 1 January 2020 the assets and activities of Pure Cornwall Limited, a fellow group company, were transferred into Cornwall Hideaways Limited.

Notes forming part of the financial statements for the year ended 31 December 2019 (Continued)

13 Contingent liabilities

A deed of accession was made on 5 June 2020 supplemental to an omnibus guarantee and set-off arrangement registered on 25 September 2014 in favour of Lloyds Bank plc (the bank), encompassing the company, its ultimate parent company Quality Holidays Assured Limited, its parent company HPB Holdings Limited and fellow subsidiary companies HPB Travel Club Holdings plc (until 7 December 2020), HPB Travel Club Limited (until 7 December 2020), Conker Interiors Limited, Cotswolds Hideaways Limited, HPB Loans Limited, HPB Tenancies Limited, Lantern & Larks Limited, Newmarketing Campaign Limited, Rural Retreats Holidays Limited, Signature Holidays Limited and Hideaways Holidays Group Limited.

Each company guarantees payment of liabilities due to the bank by any or all of these companies. The arrangement also permits the bank to combine or consolidate all or any of the companies' accounts held with the bank with all or any of the companies' liabilities due to the bank and to set-off or transfer any credit balance held, in or towards satisfaction of any such liabilities. At 31 December 2019 total liabilities due to the bank by the companies were £3,147,905 (2018: £3,820,187).

14 Ultimate parent company

On 30 November 2018 the company was acquired by Quality Holidays Assured Limited, a company incorporated in the Isle of Man.

Following an internal group restructure on 14 November 2019, the company's immediate parent undertaking is Hideaways Holidays Group Limited, a company incorporated in England and Wales.

The ultimate parent company remains Quality Holidays Assured Limited, which is the parent of the largest and smallest group for which consolidated financial statements are drawn up and of which the company is a member.

The address of the ultimate parent's registered office is: Bank Chambers

15-19, Athol Street Douglas

Isle of Man

Until 30 November 2018 the immediate parent company was The UK Great Travel Company Limited and the ultimate parent company was The Great Travel Company Limited.