

Rocco Forte & Family (Germany) Limited

Report and Financial Statements

Year ended

30 April 2019

Company Number 3710232



Rocco Forte & Family (Germany) Limited

Report and financial statements for the year ended 30 April 2019

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Directors

The Hon Sir Rocco J V Forte
The Hon Mrs Olga M L A Polizzi Di Sorrentino
Rachel Ellen (Appointed on 19 October 2018)

Registered office

70 Jermyn Street, London, SW1Y 6NY

Auditor

BDO LLP, 55 Baker Street, London, W1U 7EU

Bankers

Bank of Scotland, The Mound, Edinburgh, EH1 1YZ

Solicitors

Forsters LLP, 31 Hill Street, London, W1J 5LS

Rocco Forte & Family (Germany) Limited

Strategic report for the year ended 30 April 2019

The Directors present their strategic report and the audited financial statements for the year ended 30 April 2019.

Review of operations

The principal activity of the Company is to hold an investment in a subsidiary company which leases the Hotel de Rome in Berlin. On 30 April 2018 the subsidiary Company acquired the entire share capital of Rocco Forte & Family (Luxury Hotels) GmbH, which leases the Villa Kennedy Hotel in Frankfurt and owns the entire share capital of Rocco Forte & Family (Munich) GmbH which leases The Charles Hotel in Munich. The Directors are optimistic regarding the future performance of these properties.

The profit for the year after taxation was £2,000 (2018 – (loss) £5,000).

In addition to regular review of the financial performance of the company, the Directors closely monitor a number of performance indicators alongside the financial results in the underlying hotel investments. These include the rate and occupancy performance of the hotels compared to local competitive sets, independent assessments of service quality against operational service standards, employment engagement surveys with staff, direct research with customers, comment cards and online feedback direct to the hotels or through the feedback website.

Future developments

The Company and its subsidiaries continue to invest in the hotels through on-going capital investment programmes, in both rooms and public areas, so as to support, maintain and strengthen their respective positions in the local market as well as help maintain the brand's position as one of the leading luxury hotel companies in the world.

Funding arrangements

The Company is funded through internal Group funding arrangements via a long term loan with floating rates of interest. The Group has core financial facilities to which the Company is party with Bank of Scotland and ICICI Bank.

Principal risks and uncertainties

The Directors consider the following to be the principal risks and uncertainties facing the Company and its underlying investment:

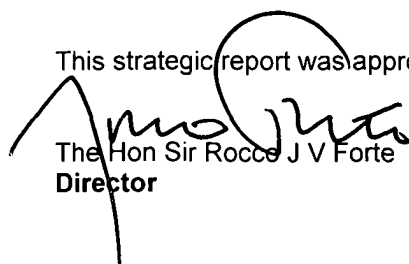
- Increased competition and supply in the luxury hotel market in Germany;
- Further terrorist activities that could deter international travel;
- Global issues such as conflicts and pandemics that could affect international travel;
- Possible economic downturn and the associated impact on domestic and international travel; and
- Exchange and interest rate movements.

The Directors take measures to minimise the exposure of the Company and its investments to these risks on an ongoing basis.

Other matters

The Company and its investments are committed to minimising the impact of its hotel on the environment. Rocco Forte Hotels maintain various energy-saving initiatives and recycling programmes at the hotels.

This strategic report was approved on behalf of the Board on 15 August 2019 by:



The Hon Sir Rocco J V Forte
Director

Rocco Forte & Family (Germany) Limited

Directors' report for the year ended 30 April 2019

The Directors present their annual report and the audited financial statements for the year ended 30 April 2019.

Directors

The Directors of the Company, all of whom served throughout the year, except as noted were:

The Hon Sir Rocco J V Forte
The Hon Mrs Olga M L A Polizzi Di Sorrentino
Rachel Ellen (Appointed on 19 October 2018)

Results and dividends

The principal activity of the Company is to hold an investment in a subsidiaries which lease Hotel de Rome in Berlin, Villa Kennedy Hotel in Frankfurt and The Charles Hotel in Munich.

During the prior financial year the Company issued 1,900,000 shares to its immediate and ultimate parent company, Rocco Forte Hotels Limited for consideration of £1 per share. The proceeds from the share issue were used to fund the investment activities undertaken by its subsidiary company.

The profit for the year after taxation was £2,000 (2018 – (loss) £5,000). The Directors do not propose the payment of a dividend (2018 - £Nil).

Financial risk management

The main financial risks faced by the Company relate to interest rates and foreign currency. These risks are managed at a Group level, under the control of the Group Finance Director and within policies approved by the Board. The Group's financial risk management objective is broadly to seek to make neither profit nor loss from exposure to these risks.

Provision of information to auditor

Each of the persons who are Directors at the time when this Directors' report is approved has confirmed that:

- so far as that Director is aware, there is no relevant audit information of which the Company's auditor is unaware; and
- that Director has taken all the steps that ought to have been taken as a director in order to be aware of any information needed by the Company's auditor in connection with preparing their report and to establish that the Company's auditor is aware of that information.

This report of the Directors was approved on behalf of the Board by:



The Hon Sir Rocco J V Forte
Director

15 August 2019

Rocco Forte & Family (Germany) Limited

Directors' responsibilities statement for the year ended 30 April 2019

The directors are responsible for preparing the strategic report, the directors' report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period.

In preparing these financial statements the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- 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.

Rocco Forte & Family (Germany) Limited

Independent auditor's report

INDEPENDENT AUDITOR'S REPORT TO MEMBERS OF ROCCO FORTE & FAMILY (GERMANY) LIMITED

Opinion

We have audited the financial statements of Rocco Forte & Family (Germany) Limited ("the Company") for the year ended 30 April 2019 which comprise the profit and loss statement, the balance sheet, 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 Financial Reporting Standard 101 *Reduced Disclosure Framework* (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 30 April 2019 and of its profit for the year 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.

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.

Rocco Forte & Family (Germany) Limited

Independent auditor's report (*continued*)

Other information

The Directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. 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 Strategic report and Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic report and Directors' report have been prepared in accordance with applicable legal requirements.

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 Strategic report and 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.

Rocco Forte & Family (Germany) Limited

Independent auditor's report (*continued*)

Responsibilities of Directors

As explained more fully in the Directors' responsibilities statement, 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 at the Financial Reporting Council's website at: <https://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 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.



Mark RA Edwards (Senior Statutory Auditor)
For and on behalf of BDO LLP, statutory auditor
London

15 August 2019

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

Rocco Forte & Family (Germany) Limited

Profit and loss statement for the year ended 30 April 2019

	Note	2019 £'000	2018 £'000
Foreign exchange gain / (loss)		2	(5)
Profit / (loss) on ordinary activities before taxation	2	2	(5)
Tax on profit / (loss) on ordinary activities	3	-	-
Profit / (loss) and total comprehensive profit / (loss) for the year		2	(5)

All activities are in respect of continuing operations.

The notes on pages 10 to 14 form part of these financial statements.

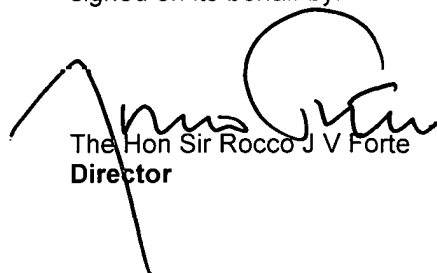
Rocco Forte & Family (Germany) Limited

Company number 3710232

Balance sheet at 30 April 2019

	Note	2019 £'000	2018 £'000
Fixed assets			
Investments	4	3,976	3,976
Creditors: amounts falling due within one year	5	(132)	(134)
Net assets		<u>3,844</u>	<u>3,842</u>
Capital and reserves			
Called up share capital	6	3,976	3,976
Capital contribution	6	3,800	3,800
Profit and loss account	6	(3,932)	(3,934)
Shareholder's funds		<u>3,844</u>	<u>3,842</u>

The financial statements were approved by the Board and authorised for issue on 15 August 2019. They were signed on its behalf by:



The Hon Sir Rocco J V Forte
Director

The notes on pages 10 to 14 form part of these financial statements.

Rocco Forte & Family (Germany) Limited

Statement of Changes in Equity for the year ended 30 April 2019

	Share capital £'000	Capital contribution £'000	Profit and loss account £'000	Total £'000
Balance at 1 May 2018	3,976	3,800	(3,934)	3,842
Profit for the year	-	-	2	2
Shares issued	-	-	-	-
Balance at 30 April 2019	<u>3,976</u>	<u>3,800</u>	<u>(3,932)</u>	<u>3,844</u>

Statement of Changes in Equity for the year ended 30 April 2018

	Share capital £'000	Capital contribution £'000	Profit and loss account £'000	Total £'000
Balance at 1 May 2017	2,076	3,800	(3,929)	1,947
Loss for the year	-	-	(5)	(5)
Shares issued	1,900	-	-	1,900
Balance at 30 April 2018	<u>3,976</u>	<u>3,800</u>	<u>(3,934)</u>	<u>3,842</u>

The notes on pages 10 to 14 form part of these financial statements.

Rocco Forte & Family (Germany) Limited

Notes forming part of the financial statements for the year ended 30 April 2019

1 Accounting policies

Statement of preparation

The financial statements have been prepared in accordance with the Companies Act 2006 and Financial Reporting Standard 101 *Reduced Disclosure Framework* ("FRS 101"). The principal accounting policies adopted in the preparation of the financial statements are set out below. The policies have been consistently applied to all the years presented, unless otherwise stated.

The financial statements have been prepared on a historical cost basis. The presentation currency used is pound sterling and amounts have been presented in round thousands ("£000s").

The Company's ultimate parent company, Rocco Forte Hotels Limited, includes the Company in its consolidated financial statements. The consolidated financial statements of Rocco Forte Hotels Limited, which is incorporated in the UK, are prepared in accordance with International Financial Reporting Standards as adopted by the EU and are publically available.

In preparing the financial statements the company has taken advantage of all disclosure exemptions conferred by FRS 101. Therefore the following disclosures have not been provided:

- A statement of cash flows;
- Certain comparative information as otherwise required by EU endorsed IFRS;
- Disclosure of related party transactions with other wholly owned members of the group headed by Rocco Forte Hotels Limited;
- Certain financial instrument disclosures as provided in the consolidated financial statements of Rocco Forte Hotels Limited; and
- The effect of future accounting standards not yet adopted.

Exemption from preparation of group accounts

The financial statements contain information about Rocco Forte & Family (Germany) Limited as an individual company and do not contain consolidated financial information as the parent of a group. The company has taken advantage of the exemption conferred by section 401 of the Companies Act 2006 not to produce consolidated financial statements as it is included in the consolidated accounts of a larger group.

Investments

Investments in subsidiaries are carried at cost less impairment. The carrying amount is reviewed at each reporting date to determine whether there is any indication of impairment. If such impairment exists, then the asset's recoverable amount is estimated. An impairment loss is recognised if the carrying amount of an asset exceeds its estimated recoverable amount. Impairment losses are recognised in the profit and loss statement.

Going concern

The Company reports net current liabilities for the year and therefore relies on financial support from its parent company, Rocco Forte Hotels Limited. The parent company has indicated that it will not require repayment of intercompany loans before 30 April 2020 to ensure the Company can meet all liabilities as they fall due for the foreseeable future. Accordingly, the financial statements have been prepared on a going concern basis.

Amounts due from and amounts due to Group subsidiaries

Amounts due from and amounts due to Group subsidiaries are initially recognised at fair value. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses. The carrying value is reviewed at each reporting date to determine whether there is any indication of impairment. Impairment losses are recognised in the profit and loss statement.

Rocco Forte & Family (Germany) Limited

Notes forming part of the financial statements for the year ended 30 April 2019

1 Accounting policies (*continued*)

Foreign currency

Transactions in foreign currencies are translated to the Company's functional currency at the exchange rates ruling on the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies are retranslated to functional currency at the relevant rates of exchange ruling on the last day of the period. Foreign exchange differences arising on translation are recognised in the profit and loss statement. Non-monetary assets and liabilities that are measured in terms of historical cost in foreign currency are translated using the exchange rate at the date of transaction.

Taxation

Current tax

Current income tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the tax authorities including interest. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the end of the reporting period.

Deferred tax

Deferred tax assets and liabilities are recognised in respect of temporary differences between the tax base and carrying value of assets and liabilities. Deferred tax assets are recognised to the extent that it is regarded as probable that the deductible temporary differences can be realised. The recoverability of all deferred tax assets is re-assessed at the end of each reporting period. Deferred tax is calculated at the tax rates that are expected to apply in the periods in which the asset or liability will be settled, based on rates enacted or substantively enacted at the end of the reporting period.

Critical accounting estimates and assumptions

The company makes certain estimates and assumptions regarding the future. Estimates and judgements are continually evaluated based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. In the future, actual experience may differ from these estimates and assumptions. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

Impairment testing

Investments are tested for impairment when events or circumstances indicate that their carrying value may not be recoverable. The recoverable amount is determined based on value in use calculations. The use of this method requires the estimation of future cash flows and the choice of a discount rate in order to calculate the present value of the cash flows. Information on the discount rates and key judgements are included in note 3 to the consolidated financial statements of Rocco Forte Hotels Limited. The investment in subsidiary has been previously impaired. No further impairment or reversal of impairment is deemed necessary as at 30 April 2019.

2 Profit on ordinary activities before taxation

Auditors remuneration for audit services of the Company for the year of £4,400 (2018 - £4,000) and £750 for taxation services (2018 - £750) have been borne by the parent company, Rocco Forte Hotels Limited.

The Company had no employees during the year and the prior year. The Directors received no remuneration in respect of services provided to the Company during the year (2018 - £Nil).

Rocco Forte & Family (Germany) Limited

Notes forming part of the financial statements for the year ended 30 April 2019 (continued)

3 Tax on profit / (loss) on ordinary activities

There is no tax payable in 2019 (2018 - £Nil). There are no deferred tax assets or liabilities as at 30 April 2019 (2018 - £Nil).

The difference between the total tax shown and the amount calculated by applying the standard rate of UK corporation tax to the profit / (loss) before tax is as follows:

	2019 £'000	2018 £'000
Profit / (loss) on ordinary activities before tax	2	(5)
Tax credit at 19% (2018 - 19%)	-	(1)
Effects of:		
Expenses not deductible for tax purposes	-	1
Total tax charge for the year	-	-

4 Investments

£'000

Cost

1 May 2018

7,697

Additions

-

30 April 2019

7,697

Impairment allowance

1 May 2018

(3,721)

Impairment

-

30 April 2019

(3,721)

Net book value

30 April 2019

3,976

30 April 2018

3,976

The Company has a 100% investment in Rocco Forte & Family (Deutschland) GmbH. The Company increased this investment by £1,900,000 during the prior year.

Rocco Forte & Family (Germany) Limited

Notes forming part of the financial statements
for the year ended 30 April 2019 (continued)

4 Investments (continued)

Subsidiary companies	Country of incorporation	Principal activity	Registered address	Holding and voting
				%
Rocco Forte & Family (Deutschland) GmbH *	Germany	Hotel operation	Behrenstraße 37, 10117 Berlin, Germany	100
Rocco Forte & Family (Luxury Hotels) GmbH	Germany	Hotel operation	Kennedyallee 70, 60596 Frankfurt, Germany	100
Rocco Forte & Family (Munich) GmbH	Germany	Hotel operation	Sophienstraße 28, 80333 Munich, Germany	100

* Held directly

Rocco Forte & Family (Germany) Limited

Notes forming part of the financial statements for the year ended 30 April 2019

5 Creditors: amounts falling due within one year

	2019 £'000	2018 £'000
Amounts due to a Group company	132	134

6 Called up share capital and reserves

The following describes the nature and purpose of each reserve within equity.

Share Capital - Nominal value of share capital subscribed for. The Company has 3,976,237 ordinary shares of £1 each.

In the prior year, the Company issued 1,900,000 shares to its immediate and ultimate parent company, Rocco Forte Hotels Limited for consideration of £1 per share.

Capital contribution - This relates to a capital contribution received in the previous years from Rocco Forte Hotels Limited, its immediate and ultimate parent company

Profit and loss account - All net gains and losses and transactions with owners (dividends).

7 Contingent liabilities

The Company is party to a group loan facility over which the Group's bankers have a cross guarantee secured by way of a fixed and floating charge on the assets of certain group companies. The amount outstanding on this facility at 30 April 2019 was £138,351,000 (2018 - £118,658,000).

8 Ultimate holding company and controlling party

The Directors regard Rocco Forte Hotels Limited as the immediate and ultimate parent company. This is also the largest and the smallest group in which the results of the Company are consolidated. Copies of the Group financial statements of Rocco Forte Hotels Limited are publicly available.

The Hon Sir Rocco J V Forte, a Director of Rocco Forte Hotels Limited, and members of his close family control the Company as a result of controlling directly or indirectly 75% of the issued share capital of Rocco Forte Hotels Limited (2018 - 75%).