Report and Accounts

29 November 2012

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# EARLYSERVICES LIMITED Report and accounts Contents

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# **EARLYSERVICES LIMITED Company Information**

# **Directors**

K Arkley J Hands

# Secretary

Jordans Company Secretaries Limited

# **Auditor**

PKF (UK) LLP Farringdon Place 20 Farringdon Road London UK EC1M 3AP

# Registered office

The Old Library The Drive Sevenoaks Kent TN13 3AB

# Registered number

3819484

Registered number:

3819484

**Directors' Report** 

The directors present their report and accounts for the period ended 29 November 2012

#### Principal activities

The company did not trade during the period

#### **Business review**

The financial position of the company is as shown in the annexed financial statements

#### Dividends

A dividend of £736,682 was paid during the period (2011 £6,256,860)

#### Directors

The following persons served as directors during the period

K Arkley

J Hands

#### 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 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,
- 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, to disclose with reasonable accuracy at any time the financial position of the company and to 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.

Registered number:

3819484

**Directors' Report** 

# 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 has been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies

This report was approved by the board on <sup>2</sup>9 April 2013

J Hands Director

July Hands

# Independent auditor's report to the members of EARLYSERVICES LIMITED

We have audited the financial statements of Earlyservices Limited for the period ended 29 November 2012 which comprise the Profit and Loss Account, the Balance Sheet and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice)

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed

#### Respective responsibilities of directors and auditor

As explained more fully in the directors' responsibilities statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

#### Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error This includes an assessment of whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the directors, and the overall presentation of the financial statements

In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

### Opinion on the financial statements

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 29 November 2012 and of its profit 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 matters prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report for the financial year for which the accounts 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, 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
- the directors were not entitled to take advantage of small companies exemption in preparing the directors' report

PK=(UF) LLP

Stuart Collins (Senior Statutory Auditor) for and on behalf of PKF (UK) LLP, Statutory Auditor London, UK

30 April 2013

# EARLYSERVICES LIMITED Profit and Loss Account for the period from 25 November 2011 to 29 November 2012

	Notes	2012 £	2011 £
Administrative expenses		-	12,453
Operating profit		-	12,453
Income from fixed asset investments		-	724,229
Profit on ordinary activities before taxation			736,682
Tax on profit on ordinary activities	2	-	-
Profit for the period		<u> </u>	736,682

# Continuing operations

All results are derived from continuing operations

# Statement of total recognised gains and losses

The company has no recognised gains or losses other than the profit for the above two periods

# EARLYSERVICES LIMITED Balance Sheet as at 29 November 2012

Notes		2012 £		2011 £
		-		~
3		10		10
4	-		736,682	
_		-		736,682
			-	
		10		736,692
			_	
		10	_	736,692
5		10		10
7		-		736,682
9		10	_	736,692
	3 4 — 5 7	3 4 <u>-</u> 5 7	£ 3 10 4 10 10 5 10 7 -	£ 3 10 4 - 736,682 - 10 10 5 10 7 - 10 7 - 10

The financial statements were approved and authorised for issue by the board and were signed on its behalf on  $^{29}$  April 2013

J Hands Director

#### **Notes to the Accounts**

# for the period from 25 November 2011 to 29 November 2012

# 1 Accounting policies

The principal accounting policies are summarised below. They have all been applied consistently throughout the period and preceding period.

#### Basis of accounting

The financial statements have been prepared under the historical cost convention, and in accordance with applicable United Kingdom accounting standards

# Cash flow statement

Under the provisions of FRS 1 (Revised) Cash Flow Statements, the Company has not prepared a cash flow statement because its parent company, Hand Picked Hotels Limited, prepares consolidated accounts. The cash flows of the Company are included in the consolidated cash flow statement.

# Related party transactions

The company has taken advantage of the exemptions in FRS 8 in connection with the disclosure of transactions with other wholly owned group undertakings

#### Exemption from preparation of consolidated accounts

The Company has taken advantage of section 400 of the Companies Act 2006 and elected not to prepare consolidated accounts as it is included in the consolidated accounts of a larger group Accordingly these financial statements show company only results and not group

# **Notes to the Accounts**

# for the period from 25 November 2011 to 29 November 2012

2 Taxation	2012	2011
	£	£
Analysis of charge in period		
Current tax		
UK corporation tax on profits of the period	-	-
Adjustments in respect of previous periods	<u> </u>	
	<del>-</del>	
Deferred tax		
Origination and reversal of timing differences	-	-
Effect of increased tax rate on opening liability	-	-
Decrease in discount	-	-
	-	•
Tax on profit on ordinary activities	<u>-</u> _	_
are explained as follows		
	2012	2011
	£	£
Profit on ordinary activities before tax	_	736,682
Total of Grantery download action and	<del></del> .	100,002
Standard rate of corporation tax in the UK	24 7%	26 7%
	£	£
Profit on ordinary activities multiplied by the standard rate of		_
corporation tax	-	196,664
Effects of		
Non-taxable income	-	(193,340)
Income adjustment for tax purposes	12,872	18,193
Group relief claimed	(12,872)	(21,517)
Current tax charge for period	<u></u> _	

# EARLYSERVICES LIMITED Notes to the Accounts for the period from 25 November 2011 to 29 November 2012

# 3 Investments

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				Shares in subsidiary undertakings
			2012	2011 £
Cost			1 071 550	0.750.007
At 24 November 2011 Distribution following capital reduce	tion		1,871,552	6,756,997 (4,885,445)
At 29 November 2012			1,871,552	1,871,552
Provision At 24 November 2011			1,871,542	1,871,542
At 25 November 2011 and 29 Nov	rember 2012		1,871,542	1,871,542
	rember 2012		1,871,542	
Net book value At 29 November 2012			10	10
At 24 November 2011			10	4,885,455
Company  Doubleitem Limited	Country of incorporation England and Wales		Shares held Class Ordinary	<b>%</b> 100
			2012	2011
Aggregate capital and reserves			<b>£</b> 10	<b>£</b> 10
Loss for the period				
Debtors			2012	2011
			£	£
Amounts due from parent underta	kıng		-	736,682
Share capital	2012 Number	2011 Number	2012 £	2011, £
Allotted, called up and fully paid Ordinary shares of £1 each	10	10	10	10

# **Notes to the Accounts**

# for the period from 25 November 2011 to 29 November 2012

Reduction in capital (note 5)	6	Capital reduction reserve	2012 £	2011 £
At 29 November 2012		Reduction in capital (note 5)	-	6,830,701
7 Profit and loss account  2012 2011 £ £  At 25 November 2011 736,682 (573,841) Profit for the period - 736,682 Transfer from capital reduction reserve (note 6) - 6,830,701 Dividends paid (note 8) (736,682) (6,256,860)  At 29 November 2012 - 736,682  8 Dividends A dividend of £736,682 was paid during the period (2011 £6,256,860)  9 Reconciliation of movement in shareholders' funds 2012 2011 £ £  At 25 November 736,692 6,256,870 Profit for the period (2011 £6,256,860)  Dividends paid (note 8) (736,682) (6,256,860)		Transfer to the profit and loss account (note 7)	•	(6,830,701)
At 25 November 2011 736,682 (573,841) Profit for the period - 736,682 Transfer from capital reduction reserve (note 6) - 6,830,701 Dividends paid (note 8) (736,682) (6,256,860)  At 29 November 2012 - 736,682  8 Dividends A dividend of £736,682 was paid during the period (2011 £6,256,860)  9 Reconciliation of movement in shareholders' funds 2012 £ £  At 25 November 736,692 6,256,870 Profit for the period 736,682 (736,682) (6,256,860)		At 29 November 2012		<u> </u>
At 25 November 2011 736,682 (573,841) Profit for the period - 736,682 Transfer from capital reduction reserve (note 6) - 6,830,701 Dividends paid (note 8) (736,682) (6,256,860)  At 29 November 2012 - 736,682  8 Dividends A dividend of £736,682 was paid during the period (2011 £6,256,860)  9 Reconciliation of movement in shareholders' funds £ £  At 25 November 736,692 6,256,870 Profit for the period 736,682 Dividends paid (note 8) (736,682) (6,256,860)	7	Profit and loss account		
Profit for the period			Z.	r.
Transfer from capital reduction reserve (note 6) Dividends paid (note 8)  At 29 November 2012  Total capital reduction reserve (note 6)  At 29 November 2012  Total capital reduction reserve (note 6)  Total capital reduction reserve (note 6)  (736,682)  (6,256,860)  Total capital reduction reserve (note 6)  (736,682)  Total capital reduction reserve (note 6)  (6,256,860)  Total capital reduction reserve (note 6)  Total capital reduction reserve (note 6)  (6,256,860)  Total capital reduction reserve (note 6)  Total capital reduction reserve (note 6)  (6,256,860)  Total capital reduction reserve (note 6)  Total ca		At 25 November 2011	736,682	(573,841)
Dividends paid (note 8) (736,682) (6,256,860)  At 29 November 2012 - 736,682  8 Dividends  A dividend of £736,682 was paid during the period (2011 £6,256,860)  9 Reconciliation of movement in shareholders' funds £ £  At 25 November 736,692 6,256,870  Profit for the period 736,682  Dividends paid (note 8) (736,682) (6,256,860)		•	-	
At 29 November 2012 - 736,682  8 Dividends  A dividend of £736,682 was paid during the period (2011 £6,256,860)  9 Reconciliation of movement in shareholders' funds £ £  At 25 November 736,692 6,256,870 Profit for the period - 736,682 Dividends paid (note 8) (736,682) (6,256,860)			-	· ·
8 Dividends  A dividend of £736,682 was paid during the period (2011 £6,256,860)  9 Reconciliation of movement in shareholders' funds  £  At 25 November  Profit for the period  Dividends paid (note 8)  736,692  (736,682)  (6,256,860)		Dividends paid (note 8)	(736,682)	(6,256,860)
A dividend of £736,682 was paid during the period (2011 £6,256,860)  9 Reconciliation of movement in shareholders' funds  2012 £  £  At 25 November Profit for the period Profit for the period Dividends paid (note 8)  736,682 (736,682) (6,256,860)		At 29 November 2012	•	736,682
9 Reconciliation of movement in shareholders' funds       2012 £       2011 £         At 25 November       736,692       6,256,870 Profit for the period - 736,682 Dividends paid (note 8)       - 736,682 (6,256,860)	8	Dividends		
£       £         At 25 November       736,692       6,256,870         Profit for the period       -       736,682         Dividends paid (note 8)       (736,682)       (6,256,860)		A dividend of £736,682 was paid during the period (2011 £6,256,860)		
At 25 November 736,692 6,256,870 Profit for the period - 736,682 Dividends paid (note 8) (736,682) (6,256,860)	9	Reconciliation of movement in shareholders' funds	2012	2011
Profit for the period - 736,682 Dividends paid (note 8) (736,682) (6,256,860)			£	£
Dividends paid (note 8) (736,682) (6,256,860)		At 25 November	736,692	6,256,870
		Profit for the period	-	736,682
At 29 November 2012 10 736,692		Dividends paid (note 8)	(736,682)	(6,256,860)
		At 29 November 2012	10	736,692

# 10 Contingent liabilities

The company has granted fixed and floating charges over its assets in respect of group borrowing facilities. The amount owed by the Hand Picked Hotels Limited group as at 29 November 2012 was £79,519,000 (2011 £97,111,500)

# 11 Ultimate parent company and controlling party

The company's ultimate parent company is Alscot Sarl, a company incorporated in Luxembourg The company's immediate parent undertaking is Hand Picked Hotels Limited. The largest and smallest group, in whose financial statements the results of the company will be consolidated is Hand Picked Hotels Limited. The consolidated accounts of Hand Picked Hotels Limited will be available to the public and will be obtainable in due course from the Registrar of Companies, Companies House, Crown Way, Cardiff

The controlling party is Mr G Hands