LEADERBOARD GOLF COURSES LIMITED AND ITS SUBSIDIARY

CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2010

SATURDAY



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COMPANY INFORMATION

Directors P Gibbons

Mrs J Gibbons

B E Cox (resigned 22/10/2010) D A D Colyer (appointed 12/11/2010)

Company number 04259839

Registered office Sandford Springs

Wolverton Hampshire RG26 5RT

Trading address Ticehurst

Wadhurst East Sussex TN5 7DQ

Auditors Creaseys LLP

Chartered Accountants & Statutory Auditors

12 Lonsdale Gardens Tunbridge Wells

Kent TN1 1PA

Bankers HSBC Plc

26-28 Broad Street

Reading Berkshire RG1 2BU

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DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2010

The directors present their report and the financial statements for the year ended

Principal activities and review of the business

The principal activity of the group continued to be that of the provision of golfing and associated recreational facilities

Business review

Dale Hill Hotel and Golf Limited (the trading subsidiary) had a disappointing first quarter and final month of the year as a result of the appalling weather. The results for the year were down on 2009, which was the norm throughout the group although a concerted effort to keep overheads down helped to mitigate some of the reduction in top line revenue. Membership retention was particularly successful which is very comforting in a time of recession. A considerable financial commitment has been made to provide free membership and coaching for juniors over a three-year period. This combined with the recently launched Leaderboard website, which is designed to be the authority for golf online, demonstrates the Directors commitment to driving the business forward.

We are conscious of the risk to our businesses from the level of competition from other clubs. Therefore we continue to invest in improvements to our golf courses, the hotel and the clubhouse in the knowledge that this policy stands us in good stead relative to our competitors in respect of membership recruitment and revenues, and also income from hotel and non-golf visitors. To this end, we remain committed to deliver to members and visitors what they require in terms of quality and value for money.

In summary, although our business is not yet producing a profit after depreciation, we are confident that our strategy will achieve that objective. To the extent that losses are incurred, and to meet all capital expenditure requirements of the businesses, our shareholder injects funds. We have a very strong balance sheet with no external debt, and a shareholder fully committed to further development of our existing businesses. The first quarter of 2011 has produced a close to budget performance. We remain determined to keep overhead costs low whilst maximising our market share with the single aim of providing a quality product. We are ever hopeful that weather permitting we may achieve a net profit in the near future.

Results and dividends

The loss for the year, after taxation, amounted to £524,100 (2009 - loss £450,230)

The directors do not recommend payment of an ordinary dividend

Directors

The directors who served during the year were

P Gibbons
Mrs J Gibbons
B E Cox (resigned 22/10/2010)
D A D Colyer (appointed 12/11/2010)

Auditors

The auditors, Creaseys LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006

Provision of information to auditors

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 and the group's auditors are 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 and the group's auditors in connection with preparing their
 report and to establish that the company and the group's auditors are aware of that information

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2010

Statement of directors' responsibilities

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 the group and of the profit or loss of the group for that period. In preparing these financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgments and estimates that are reasonable and prudent,
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the group 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 the group 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 the group and hence for taking reasonable statements.

P Gibbons Director ((08/2011

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF LEADERBOARD GOLF COURSES LIMITED

We have audited the financial statements of Leaderboard Golf Courses Limited for the year ended 31 December 2010, set out on pages 5 to 19. 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 auditors' 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 auditors

As explained more fully in the statement of directors' responsibilities, 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 group's and the parent 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.

Opinion on financial statements

In our opinion the financial statements

- give a true and fair view of the state of the group's and the parent company's affairs as at 31 December 2010 and of the group's loss 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

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF LEADERBOARD GOLF COURSES LIMITED

Matters on which we are required to report by exception

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

- adequate accounting records have not been kept by the parent company, or returns adequate for our audit have not been received from branches not visited by us, or
- the parent company 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

Robert Blundell BSc FCA (Senior statutory auditor)

for and on behalf of Creaseys LLP

Chartered Accountants Statutory Auditors

12 Lonsdale Gardens Tunbridge Wells Kent TN1 1PA

18 August 2011

CONSOLIDATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2010

	Note	2010 £	2009 £
Turnover	1,2	2,099,299	2,593,293
Cost of sales		(716,408)	(541,257)
Gross profit		1,382,891	2,052,036
Administrative expenses		(1,906,991)	(2,502,266)
Loss on ordinary activities before taxation		(524,100)	(450,230)
Tax on loss on ordinary activities	5	<u>-</u>	
Loss for the financial year	15	(524,100)	(450,230)

All amounts relate to continuing operations

There were no recognised gains and losses for 2010 or 2009 other than those included in the profit and loss account

REGISTERED NUMBER: 04259839

CONSOLIDATED BALANCE SHEET AS AT 31 DECEMBER 2010

	Note	£	2010 £	£	2009 £
Fixed assets					
Intangible assets	6		-		1,000
Tangible assets	7		11,299,698		11,491,749
			11,299,698		11,492,749
Current assets					
Stocks	10	105,296		100,966	
Debtors	11	117,272		107,251	
Cash at bank and in hand		1,786,708		1,632,280	
		2,009,276		1,840,497	
Creditors: amounts falling due within one year	12	(3,614,919)		(3,082,942)	
Net current liabilities			(1,605,643)		(1,242,445)
Total assets less current liabilities			9,694,055		10,250,304
Creditors: amounts falling due after more than one year	13		(2,440,783)		(2,472,932)
Net assets			7,253,272		7,777,372
Capital and reserves					
Called up share capital	14		11,337,100		11,337,100
Profit and loss account	15		(4,083,828)		(3,559,728)
Shareholders' funds	16		7,253,272		7,777,372

The financial statements were approved and authorised for issue by the board and were signed on its behalf on ///08/2011

P. Gibbons

Director

D A.D Colye

Director

COMPANY BALANCE SHEET AS AT 31 DECEMBER 2010

	Note	£	2010 £	£	2009 £
Fixed assets					
Tangible assets	7		11,091,465		11,240,549
Investments	8		1		1
			11,091,466		11,240,550
Current assets Debtors amounts falling due after more than					
one year	11	1,145,631		1,191,094	
Debtors amounts falling due within one year	11	15,065		-	
Cash at bank		1,780,253		1,625,825	
		2,940,949		2,816,919	
Creditors: amounts falling due within one year	12	(23,188)		(22,313)	
Net current assets			2,917,761		2,794,606
Total assets less current liabilities			14,009,227		14,035,156
Creditors. amounts falling due after more than one year	13		(2,440,783)		(2,472,932)
Net assets			11,568,444		11,562,224
Capital and Reserves					
Called up share capital	14		11,337,100		11,337,100
Profit and loss account	15		231,344		225,124
Shareholders' funds	16		11,568,444		11,562,224

The financial/statements were approved and authorised for issue by the board and were signed on its behalf on #1/08/201/.

P. Gibbons
Director

D A.D Colver Director

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2010

	Note	2010 £	2009 £
Net cash flow from operating activities	22	(252,317)	(269,713)
Capital expenditure and financial investment	23	(37,268)	(86,927)
Cash outflow before financing		(289,585)	(356,640)
Financing	23	(32,149)	(90,200)
Decrease in cash in the year		(321,734)	(446,840)

RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN NET FUNDS/DEBT FOR THE YEAR ENDED 31 DECEMBER 2010

	2010 £	2009 £
Decrease in cash in the year	(321,734)	(446,840)
Cash outflow from decrease in debt and lease financing	32,149	90,200
Movement in net debt in the year	(289,585)	(356,640)
Net debt at 1 January 2010	(3,595,525)	(3,238,885)
Net debt at 31 December 2010	(3,885,110)	(3,595,525)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2010

1. Accounting policies

1 1 Basis of preparation of financial statements

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

The accounts have been prepared on a going concern basis based upon the continual support provided to the group by P Gibbons

12 Basis of consolidation

The financial statements consolidate the accounts of Leaderboard Golf Courses Limited and all of its subsidiary undertakings ('subsidiaries')

13 Turnover

Turnover comprises revenue recognised by the company in respect of goods and services supplied, exclusive of Value Added Tax and trade discounts

Golf membership subscription income is recognised in the profit and loss account in the accounting period in which they relate

Joining fees are recognised on their receipt from new members

Bar and restaurant income is recognised at the point of sale

Hotel income is recognised once the guest has completed each night's stay

1.4 Intangible fixed assets and amortisation

Goodwill is the difference between amounts paid on the acquisition of a business and the fair value of the identifiable assets and liabilities. It is amortised to the consolidated profit and loss account over its estimated economic life.

Amortisation is provided at the following rates

Goodwill - 10% Straight line

LEADERBOARD GOLF COURSES LIMITED NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2010

1. Accounting policies (continued)

15 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation Depreciation is provided at rates calculated to write off the cost of fixed assets, less their estimated residual value, over their expected useful lives on the following bases

Freehold buildings and course development

Over 50 years (see below)

Plant & machinery Fixtures, fittings and equipment Straight line over 5 years Straight line over 5, 10 or 15 years as appropriate

Construction of tees, paths etc

Straight line over 5 years

Course irrigation and drainage

Straight line over 20 years

equipment

The cost of freehold buildings and course development is depreciated at variable annual rates over 50 years, 1% for the first 15 years, 2% for the next 15 years and 2 75% for the final 20 years

No depreciation is charged in respect of land

16 Operating leases

Rentals under operating leases are charged to the profit and loss account on a straight line basis over the lease term

Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight line basis over the period until the date the rent is expected to be adjusted to the prevailing market rate

17 investments

Investments in subsidiaries are valued at cost less provision for impairment

18 Stocks

Stocks are valued at the lower of cost and net realisable value after making due allowance for obsolete and slow-moving stocks. Cost includes all direct costs and an appropriate proportion of fixed and variable overheads

19 Deferred taxation

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax

A net deferred tax asset is recognised only if it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted

Deferred tax assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse

Deferred tax assets and liabilities are not discounted

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2010

2	Turnover		
	The total turnover of the group for the year has been derived from its p	rincipal activity	
	All turnover arose within the United Kingdom		
3	Loss		
	The loss is stated after charging		
		2010 £	2009 £
	Amortisation - intangible fixed assets	1,000	1,000
	Depreciation of tangible fixed assets - owned by the group Auditors' remuneration Auditors' remuneration - non-audit Golf buggy hire Hire of other assets Auditors fees for the company were £2,205 (2009 - £2,105)	229,319 6,860 1,920 59,764 31,496	225,162 6,760 1,675 47,126 34,162
4.	Directors' remuneration		
	Emoluments	2010 £ 5,093	2009 £
5	Taxation	2010	2009
	UK corporation tax charge on loss for the year	£ 	£ -

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2010

5 Taxation (continued)

Factors affecting tax charge for the year

The tax assessed for the year is higher than (2009 - higher than) the standard rate of corporation tax in the UK of 28% (2009 - 28%) The differences are explained below

	2010 £	2009 £
Loss on ordinary activities before tax	(524,100)	(450,230)
Loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 28% (2009 - 28%)	(146,748)	(126,064)
Effects of:		
Capital allowances for year in excess of depreciation Tax losses carried forward	36,137 110,611	25,330 100,734
Current tax charge for the year (see note above)	-	

The company has estimated losses of £nil (2009 £nil) available for carry forward against future trading profits

The group has estimated losses of £2,606,597 (2009 £2,211,555) available for carry forward against future trading profits

On the basis of these financial statements no provision has been made for corporation tax

6 Intangible fixed assets

Goodwill £
10,000
9,000
1,000
10,000
-
1,000

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2010

7	Tangible fixed assets					
	Group	Freehold buildings and course development £	Plant & machinery £	Fixtures & fittings	Office equipment £	Total £
	Cost					
	At 1 January 2010 Additions Disposals	10,861,534 - -	1,087,445 35,071 (2,852)	1,588,597 - -	278,897 2,197 -	13,816,473 37,268 (2,852)
	At 31 December 2010	10,861,534	1,119,664	1,588,597	281,094	13,850,889
	Depreciation					
	At 1 January 2010 Charge for the year On disposals	249,153 35,374 -	719,088 68,456 (2,852)	1,133,901 109,359 -	222,582 16,130 -	2,324,724 229,319 (2,852)
	At 31 December 2010	284,527	784,692	1,243,260	238,712	2,551,191
	Net book value					
	At 31 December 2010	10,577,007	334,972	345,337	42,382	11,299,698
	At 31 December 2009	10,612,381	368,357	454,696	56,315	11,491,749
	Company		Freehold buildings and course development £	Plant & machinery £	Fixtures & fittings £	Total £
	Cost					
	At 1 January 2010 and 31 December 2010		10,861,534	404,043	1,039,241	12,304,818
	Depreciation		_			
	At 1 January 2010 Charge for the year		249,153 35,374	196,068 17,905	619,048 95,805	1,064,269 149,084
	At 31 December 2010		284,527	213,973	714,853	1,213,353
	Net book value					
	At 31 December 2010		10,577,007	190,070	324,388	11,091,465
	At 31 December 2009		10,612,381	207,975	420,193	11,240,549

8. Fixed asset investments

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2010

					Investments in subsidiary companies
	Company				£
	Cost or valuation				
	At 1 January 2010 and 31 December 2010				1
	Net book value				
	At 31 December 2010				1
	At 31 December 2009				1
9	Principal subsidiaries		Percentage		
	Company name Country		Shareholding	Description	
	Dale Hill Hotel and Golf Limited England		100%	Provision of golf recreational fa	ing and other cilities
10.	Stocks				
	-		Group		Company
		2010 £	2009 £	2010 £	2009 £
	Raw materials	105,296	100,966	-	-
11	Debtors				
	_		Group		Company
		2010	2009	2010	2009
	Due offer many then are user	£	£	£	£
	Due after more than one year Amounts owed by group undertakings	-	-	1,145,631	1,191,094
	_		Group		Company
		2010 £	2009 £		2009 £
	Due within one year	~	~	~	-
	Trade debtors Prepayments and accrued income	25,766 91,506	27,017 80,234	15,065 -	-
	-	117,272	107,251	15,065	

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2010

12 Creditors Amounts falling due within one year

		Group		Company
	2010 £	2009 £	2010 £	2009 £
Bank loans and overdrafts	3,231,035	2,754,873	-	-
Trade creditors	127,733	122,640	1,709	1,709
Social security and other taxes	57,416	58,405	5,105	4,382
Other creditors	118,128	89,426	1	1
Accruals and deferred income	80,607	57,598	16,373	16,221
	3,614,919	3,082,942	23,188	22,313
Social security and other taxes Other creditors	57,416 118,128 80,607	58,405 89,426 57,598	5,105 1 16,373	4,5 16,5

Bank loans and overdrafts are secured by a multilateral company guarantee where the overdrafts of the Leaderboard group companies are secured over the group cash balances. This is detailed in note 16

13 Creditors: Amounts falling due after more than one year

	Group			Company
	2010 £	2009 £	2010 £	2009 £
Shareholder's loan account	2,440,783	2,472,932	2,440,783	2,472,932
Creditors include amounts not wholly rep	payable within 5 ye	ars as follows Group		Company
	2010 £	2009 £	2010 £	2009 £
Repayable other than by instalments	2,440,783	2,472,932	2,440,783	2,472,932

The amounts due to the shareholder are unsecured, interest free, and are not due for repayment by instalments and not due for repayment before 31 December 2015

14 Share capital

2010 £	2009 £
11,337,100	11,337,100
	£

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2010

15.	Reserves		
			Profit and
	Group		loss account
	At 1 January 2010		(3,559,728)
	Loss for the year		(524,100)
	At 31 December 2010		(4,083,828)
			Profit and
	Company		loss account £
	At 1 January 2010		225,124
	Profit for the year		6,220
	At 31 December 2010		231,344
16.	Reconciliation of movement in shareholders' funds		
	Group	2010 £	2009 £
	Opening shareholders' funds	7,777,372	8,227,602
	Loss for the year	(524,100)	(450,230)
	Closing shareholders' funds	7,253,272	7,777,372
		2010	2009
	Company	£	£
	Opening shareholders' funds Profit for the year	11,562,224 6,220	11,555,521 6,703
	Closing shareholders' funds	11,568,444	11,562,224
			

The company has taken advantage of the exemption contained within section 408 of the Companies Act 2006 not to present its own profit and loss account

The profit for the year dealt with in the accounts of the company was £6,220 (2009 - £6,703)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2010

17 Contingent liabilities

The group, together with other companies wholly controlled by P Gibbons, namely Leaderboard Golf Limited, The Leaderboard Golf Centre Limited, Chart Hills Golf Club Limited, Sandford Springs Limited, Leaderboard Golf Courses (Oxfordshire) Limited, The Oxfordshire Golf Club Limited and Premier Golf Alliance Limited has signed a multilateral company guarantee in favour of HSBC Plc, to secure the overdrafts of any or all of the companies

Under the guarantee the company together with other group companies was securing overdrafts within the group of £9,979,104 (2009 £7,646,308) The total cash balance of the group of companies of £9,980,739 (2009 £8,255,284) was sufficient to cover the overdrafts at the balance sheet date

18 Operating lease commitments

At 31 December 2010 the Group had annual commitments under non-cancellable operating leases as follows

	Land and buil	Land and buildings		Other	
	2010	2009	2010	2009	
Group	£	£	£	£	
Expiry date:					
Within 1 year	-	-	3,854	1,668	
Between 2 and 5 years	-	-	65,435	65,435	
-					

19. Staff costs

Staff costs, including directors' remuneration, were as follows

	2010 £	2009 £
Wages and salaries Social security costs	902,527 137,814	1,156,191 105,049
	1,040,341	1,261,240

The average monthly number of employees, including the directors, during the year was as follows

	2010 No.	2009 No
Greenkeepers	24	26
Hotel staff	13	13
Bar and catering staff	21	23
Administration staff	6	6
Directors	3	3
	67	71
	 	

20. Controlling party

The ultimate controlling party is P Gibbons by virtue of his 100% shareholding in the company

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2010

21 Related party transactions

P Gibbons maintains a director's loan account with the company. The total amount of monies owing to him at 31 December 2010 was £2,440,783 (2009 £2,472,932)

22 Net cash flow from operating activities

	2010 £	2009 £
Operating loss	(524,100)	(450,230)
Amortisation of intangible fixed assets	1,000	1,000
Depreciation of tangible fixed assets	229,319	225,162
Increase in stocks	(4,330)	(18,890)
(Increase)/decrease in debtors	(10,021)	14,786
Increase/(decrease) in creditors	55,815	(41,541)
Net cash outflow from operating activities	(252,317)	(269,713)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2010

23	Analysis of cash flows for headings netted in cash flow statement				
				2010 £	2009 £
	Capital expenditure and financial	investment			
	Purchase of tangible fixed assets		:	(37,268)	(86,927)
				2010 £	2009 £
	Financing				
	Repayment of other loans Repayment of finance leases			(32,149) -	(6,960) (83,240)
	Net cash outflow from financing			(32,149)	(90,200)
24.	Analysis of changes in net debt				
		1 January	Cash flow	Other non-cash changes	31 December
		2010 £	£	£	2010
	Cook at book and in book	_	_	£	£
	Cash at bank and in hand Bank overdraft	1,632,280 (2,754,873)	154,428 (476,162)	-	1,786,708 (3,231,035)
		(1,122,593)	(321,734)		(1,444,327)
	Debt				
	Debts falling due after more than				
	one year	(2,472,932)	32,149	-	(2,440,783)
	Net debt	(3,595,525)	(289,585)		(3,885,110)