

RAVEN MOUNT LIMITED

**DIRECTORS' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2013**



RAVEN MOUNT LIMITED

COMPANY INFORMATION

| | |
|----------------------------|--|
| DIRECTORS | C A Smith M Sinclair G L Rabbetts |
| COMPANY SECRETARY | Misereavere Limited |
| REGISTERED NUMBER | 04958934 |
| REGISTERED OFFICE | Coln Park Claydon Pike Lechlade Gloucestershire GL7 3DT |
| INDEPENDENT AUDITOR | Crowe Clark Whitehill LLP St Bride's House 10 Salisbury Square London EC4Y 8EH |

RAVEN MOUNT LIMITED

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RAVEN MOUNT LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2013

The directors present their report and the financial statements for the year ended 31 December 2013.

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 judgments 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.

RESULTS AND DIVIDENDS

The profit for the year, after taxation, amounted to £727k (2012 - loss £5,179k).

Dividends of £4,679k were paid during the year (2012 - £16,489k).

DIRECTORS

The directors who served during the year were:

C A Smith
M Sinclair
G L Rabbetts

RAVEN MOUNT LIMITED

**DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2013**

DISCLOSURE 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 relevant audit information and to establish that the company's auditor is aware of that information.

This report was approved by the board on

31 May 14

and signed on its behalf.



G L Rabbetts
Director

RAVEN MOUNT LIMITED

STRATEGIC REPORT FOR THE YEAR ENDED 31 DECEMBER 2013

The directors present their Strategic report for the year ended 31 December 2013.

BUSINESS REVIEW

The company acts as a holding company for its investment in various UK property companies. In the short to medium term the strategy is to realise the value of the current investments made by the various UK subsidiaries in order that it may distribute capital back to its parent

The group's subsidiaries performed above target during the year with sales generating surplus cashflow for the group. This enabled the company to make an investment in its joint venture operating business Resort Estate Management Limited whilst also distributing £4.7m to its parent.

PRINCIPAL RISKS AND UNCERTAINTIES

The timing and quantum of distributions to be made is the main risk for the company and these are dependent on the performance of the UK group as a whole and its ability to generate cash from its property portfolio.

KEY PERFORMANCE INDICATORS

The directors consider the current financial position of the company as its key performance indicator. The financial position of the company, as found on page 7 is £34,815k. The directors monitor the financial position on a monthly basis to ensure the company's strategy is achieved.

This report was approved by the board on 31 July 14

and signed on its behalf.



G L Rabbetts
Director

RAVEN MOUNT LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF RAVEN MOUNT LIMITED

We have audited the financial statements of Raven Mount Limited for the year ended 31 December 2013, set out on pages 6 to 14. 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 shareholders, 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 shareholders 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 shareholders 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 Strategic report and the Directors' report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

OPINION ON FINANCIAL STATEMENTS

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2013 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.

OPINION ON OTHER MATTER PRESCRIBED BY THE COMPANIES ACT 2006

In our opinion the information given in the Strategic report and the Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements.

RAVEN MOUNT LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF RAVEN MOUNT 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, 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.

Stacy Eden (Senior statutory auditor)

for and on behalf of

Crowe Clark Whitehill LLP

Statutory Auditor

St Bride's House
10 Salisbury Square
London
EC4Y 8EH
Date:

8 August 2014

RAVEN MOUNT LIMITED

**PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 DECEMBER 2013**

| | Note | 2013 £000 | 2012 £000 |
|---|------|--------------|--------------|
| Administrative expenses | | (69) | (158) |
| OPERATING LOSS | 2 | (69) | (158) |
| Income from other fixed asset investments | | 315 | 250 |
| Impairment of fixed asset investments | | - | (6,450) |
| Interest receivable and similar income | 5 | 597 | 1,191 |
| Interest payable and similar charges | 6 | - | (12) |
| PROFIT/(LOSS) ON ORDINARY ACTIVITIES BEFORE TAXATION | | 843 | (5,179) |
| Tax on profit/(loss) on ordinary activities | 7 | (116) | - |
| PROFIT/(LOSS) FOR THE FINANCIAL YEAR | 12 | 727 | (5,179) |

All amounts relate to continuing operations.

There were no recognised gains and losses for 2013 or 2012 other than those included in the Profit and loss account.

The notes on pages 8 to 14 form part of these financial statements.

RAVEN MOUNT LIMITED
REGISTERED NUMBER: 04958934

BALANCE SHEET
AS AT 31 DECEMBER 2013

| | Note | £000 | 2013 £000 | £000 | 2012 £000 |
|---|------|--------------|---------------|---------------|---------------|
| FIXED ASSETS | | | | | |
| Investments | 8 | | 27,550 | | 26,550 |
| CURRENT ASSETS | | | | | |
| Debtors: amounts falling due after more than one year | 9 | 3,726 | | - | |
| Debtors: amounts falling due within one year | 9 | 1,218 | | 12,578 | |
| Cash at bank | | 2,514 | | 187 | |
| | | <u>7,458</u> | | <u>12,765</u> | |
| CREDITORS: amounts falling due within one year | 10 | <u>(193)</u> | | <u>(548)</u> | |
| NET CURRENT ASSETS | | | <u>7,265</u> | | <u>12,217</u> |
| NET ASSETS | | | <u>34,815</u> | | <u>38,767</u> |
| CAPITAL AND RESERVES | | | | | |
| Called up share capital | 11 | | 114 | | 114 |
| Share premium account | 12 | | 2,421 | | 2,421 |
| Capital redemption reserve | 12 | | 50 | | 50 |
| Other reserves | 12 | | 24,399 | | 24,399 |
| Profit and loss account | 12 | | 7,831 | | 11,783 |
| SHAREHOLDERS' FUNDS | 13 | | <u>34,815</u> | | <u>38,767</u> |

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



G L Rabbetts
Director

31 July 14

The notes on pages 8 to 14 form part of these financial statements.

RAVEN MOUNT LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2013

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 company is itself a subsidiary company and is exempt from the requirement to prepare group accounts by virtue of section 400 of the Companies Act 2006. These financial statements therefore present information about the company as an individual undertaking and not about its group.

1.2 Going concern

The company has sufficient financial resources and the directors believe that the company is well placed to manage its business risks successfully despite the current uncertain economic outlook. Therefore, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the annual report and financial statements.

1.3 Dividends

In accordance with FRS 21, interim dividends are included in the profit and loss account when they are paid and final dividends are recognised when they are approved by shareholders at a general meeting.

1.4 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 computation.

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.

1.5 Investments

Investments in subsidiary undertakings are stated at cost. A provision is made where appropriate to recognise a permanent diminution in value.

1.6 Merger reserve

The merger reserve arose as a result of the application of merger accounting principles under UK GAAP. Under merger accounting principles, the difference between the carrying amount of the capital structure of the acquiring company and that of the acquired business was treated as a merger difference and included within reserves.

An amount equal to any provision made against the value of investments is transferred from the merger reserve to the Profit and loss account where a permanent diminution in value exists.

RAVEN MOUNT LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2013**

1. ACCOUNTING POLICIES (continued)

1.7 Cash flow

The company, being a subsidiary undertaking where 90% or more of the voting rights are controlled within the group whose consolidated financial statements are publicly available, is exempt from the requirement to draw up a cash flow statement in accordance with FRS 1.

2. OPERATING LOSS

During the year, no director received any emoluments (2012 - £Nil).

3. AUDITORS' REMUNERATION

| | 2013 | 2012 |
|--|--------------------------|--------------------------|
| | £000 | £000 |
| Fees payable to the Company's auditor in respect of: | | |
| Auditing of accounts of the group | 26 | 26 |
| Taxation compliance services for the group | 16 | 16 |
| All taxation advisory services not included above | 3 | - |
| All other non-audit services not included above | 17 | - |
| | <u><u> </u></u> | <u><u> </u></u> |

4. STAFF COSTS

The company has no employees other than the directors, who did not receive any remuneration (2012 - £Nil).

5. INTEREST RECEIVABLE

| | 2013 | 2012 |
|---|--------------------------|--------------------------|
| | £000 | £000 |
| Interest receivable from fellow group companies | 591 | 1,187 |
| Bank interest receivable | 6 | 4 |
| | <u><u> </u></u> | <u><u> </u></u> |
| | 597 | 1,191 |

6. INTEREST PAYABLE

| | 2013 | 2012 |
|------------------------------|--------------------------|--------------------------|
| | £000 | £000 |
| On bank loans and overdrafts | - | 12 |
| | <u><u> </u></u> | <u><u> </u></u> |

RAVEN MOUNT LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2013**

7. TAXATION

| | 2013 | 2012 |
|---|-------------|-------------|
| | £000 | £000 |
| UK corporation tax charge on profit/loss for the year | 116 | - |

Factors affecting tax charge for the year

The tax assessed for the year is lower than (2012 - *lower than*) the standard rate of corporation tax in the UK of 23.25% (2012 - 24.5%). The differences are explained below:

| | 2013 | 2012 |
|--|-------------|-------------|
| | £000 | £000 |
| Profit/loss on ordinary activities before tax | 843 | (5,179) |
| Profit/loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 23.25% (2012 - 24.5%) | 196 | (1,269) |
| Effects of: | | |
| Expenses not deductible for tax purposes, other than goodwill amortisation and impairment | - | 1,580 |
| Non-taxable income less expenses not deductible for tax purposes, other than goodwill and impairment | - | (15) |
| Dividends from UK companies | (73) | (61) |
| Group relief | (7) | (235) |
| Current tax charge for the year (see note above) | 116 | - |

Factors that may affect future tax charges

In March 2012 the UK Government announced the main rate of UK corporation tax would reduce from 24% with effect from 1 April 2012 and reduce to 23% with effect from 1 April 2013.

In March 2013 the UK Government announced the main rate of UK corporation tax would reduce to 21% with effect from 1 April 2014 and reduce to 20% with effect from 1 April 2015. These changes have not yet been substantively enacted.

The effect of these tax rate reductions on the deferred tax balance will be accounted for in the period in which the tax rate reductions are substantively enacted.

RAVEN MOUNT LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2013**

8. FIXED ASSET INVESTMENTS

| | Investments in subsidiary companies £'000 |
|--|--|
| Cost or valuation | |
| At 1 January 2013 | 41,004 |
| Additions | 1,000 |
| | <hr/> |
| At 31 December 2013 | 42,004 |
| | <hr/> |
| Impairment | |
| At 1 January 2013 and 31 December 2013 | 14,454 |
| | <hr/> |
| Net book value | |
| At 31 December 2013 | 27,550 |
| | <hr/> <hr/> |
| At 31 December 2012 | 26,550 |
| | <hr/> <hr/> |

Subsidiary undertakings

The following were subsidiary undertakings of the company:

| Name | Class of shares | Holding |
|-------------------------------------|------------------------|----------------|
| Raven Property Group Limited | Ordinary | 99.9% |
| Raven Property Holdings Limited | Ordinary | 100% |
| Raven Capital Limited | Ordinary | 100% |
| Raven Resorts Limited | Ordinary | 100% |
| Raven Coln Park Limited | Ordinary | 100% |
| Resort Estate Management Limited | Ordinary | 50% |
| Coln Park Estate Management Limited | Ordinary | 50% |
| Coln Park Construction Limited | Ordinary | 50% |

The aggregate of the share capital and reserves as at 31 December 2013 and of the profit or loss for the year ended on that date for the subsidiary undertakings were as follows:

| Name | Aggregate of share capital and reserves £000 | Profit/(loss) £000 |
|-------------------------------------|---|-------------------------------|
| Raven Property Group Limited | 16,807 | (982) |
| Raven Property Holdings Limited | (2,920) | - |
| Raven Capital Limited | - | - |
| Raven Resorts Limited | - | - |
| Raven Coln Park Limited | (2,287) | (600) |
| Resort Estate Management Limited | 1,933 | (86) |
| Coln Park Estate Management Limited | - | - |
| Coln Park Construction Limited | 35 | 41 |
| | <hr/> <hr/> | <hr/> <hr/> |

RAVEN MOUNT LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2013**

9. DEBTORS

| | 2013 £000 | 2012 £000 |
|--|----------------------------|----------------------------|
| Due after more than one year | | |
| Amounts owed by fellow group companies | 3,726 | - |
| | <hr/> | <hr/> |
| | 2013 £000 | 2012 £000 |
| Due within one year | | |
| Amounts owed by fellow group companies | 1,204 | 12,567 |
| Other debtors | 5 | 1 |
| Prepayments and accrued income | 9 | 10 |
| | <hr/> | <hr/> |
| | 1,218 | 12,578 |
| | <hr/> | <hr/> |

10. CREDITORS:

Amounts falling due within one year

| | 2013 £000 | 2012 £000 |
|--|----------------------------|----------------------------|
| Trade creditors | - | 4 |
| Amounts owed to fellow group companies | - | 465 |
| Corporation tax | 116 | - |
| Accruals and deferred income | 77 | 79 |
| | <hr/> | <hr/> |
| | 193 | 548 |
| | <hr/> | <hr/> |

11. SHARE CAPITAL

| | 2013 £000 | 2012 £000 |
|---|----------------------------|----------------------------|
| Allotted, called up and fully paid | | |
| 114,397,000 Ordinary shares of 0.1p each | 114 | 114 |
| | <hr/> | <hr/> |

RAVEN MOUNT LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2013

12. RESERVES

| | Share premium account £000 | Capital redemption reserve £000 | Merger reserve £000 | Profit and loss account £000 |
|-------------------------------|-------------------------------------|--|---------------------------|------------------------------------|
| At 1 January 2013 | 2,421 | 50 | 24,399 | 11,783 |
| Profit for the financial year | | | | 727 |
| Dividends: Equity capital | | | | (4,679) |
| At 31 December 2013 | <u>2,421</u> | <u>50</u> | <u>24,399</u> | <u>7,831</u> |

13. RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS

| | 2013 £000 | 2012 £000 |
|--------------------------------------|---------------|---------------|
| Opening shareholders' funds | 38,767 | 60,435 |
| Profit/(loss) for the financial year | 727 | (5,179) |
| Dividends (Note 14) | (4,679) | (16,489) |
| Closing shareholders' funds | <u>34,815</u> | <u>38,767</u> |

14. DIVIDENDS

| | 2013 £000 | 2012 £000 |
|----------------------------------|--------------|---------------|
| Dividends paid on equity capital | <u>4,679</u> | <u>16,489</u> |

15. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The company's immediate parent undertaking is Raven Mount Group Limited, a company registered in England and Wales. Its registered office is Coln Park, Claydon Pike, Lechlade, Gloucestershire, GL7 3DT.

The smallest and largest group of undertakings of which the company is a member and for which group financial statements are prepared is Raven Russia Limited, a company incorporated in Guernsey. A copy of Raven Russia Limited's group financial statements can be obtained from the Raven Russia Limited website www.ravenrussia.com

RAVEN MOUNT LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2013**

16. RELATED PARTY TRANSACTIONS

The company is a wholly-owned subsidiary of Raven Russia Limited, and as such has taken advantage of the exemption under FRS 8 for disclosing transactions with entities which are wholly owned within the group.

At 31 December 2013 the company has amounts due to Coln Park LLP of £Nil (2012 - £1,886). Coln Park LLP is a related party of Raven Mount Limited through common ownership. No interest was accrued on this amount (2012 - £Nil) during the year.