

Registered number
05359860

The Bear Hungerford Limited

Report and Accounts

31 March 2009

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The Bear Hungerford Limited
Report and accounts
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The Bear Hungerford Limited
Company Information

Directors

J M Thornton
H J A Stanford
R J Burgess

Secretary

Ka Wai Yu

Auditors

Coulthards Mackenzie
39-45 Bermondsey Street
London
SE1 3XF

Bankers

Royal Bank of Scotland plc
PO Box 412
62/63 Threadneedle Street
London
EC2R 8LA

Registered office

1 King's Arms Yard
London
EC2R 7AF

Registered number

05359860

The Bear Hungerford Limited

Directors' Report

The Directors present their report and accounts for the year ended 31 March 2009

Principal activities and review of the business

The company's principal activity during the period was operating the Bear Hotel in Hungerford

Results and dividends

The trading results for the year, and the company's financial position at the end of the period are shown in the attached financial statements

The directors do not recommend the payment of a dividend

Directors

The directors who served during the year were as follows

J M Thornton
H J A Stanford
R J Burgess

Directors' responsibilities

The directors are responsible for preparing the report and accounts in accordance with applicable law and United Kingdom Generally Accepted Accounting Practice

Company law requires the directors to prepare accounts for each financial period which give a true and fair view of the state of affairs of the company and of the profit or loss for that period. In preparing those accounts, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgements and estimates that are reasonable and prudent,
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the accounts,
- prepare the accounts on the going concern basis unless it is inappropriate to presume that the company will continue in business


The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the accounts comply with the Companies Act 1985. 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.

Disclosure of information to auditors

So far as each director at the date of approval of this report is aware

- there is no relevant audit information of which the company's auditors are unaware, and
- the directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditors are aware of that information

This report was approved by the board on 22/ 2 /2010



Director

The Bear Hungerford Limited

Independent auditor's report to the shareholders of The Bear Hungerford Limited

We have audited the accounts of The Bear Hungerford Limited for the year ended 31 March 2009 which comprise the Profit and Loss Account, the Balance Sheet and the related notes. These accounts have been prepared under the accounting policies set out therein and the requirements of the Financial Reporting Standard for Smaller Entities (effective January 2007).

This report is made solely to the company's members, as a body, in accordance with Section 235 of the Companies Act 1985. 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 auditors

As described in the Statement of Directors' Responsibilities the company's directors are responsible for the preparation of the accounts in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Our responsibility is to audit the accounts in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the accounts give a true and fair view and are properly prepared in accordance with the Companies Act 1985 and whether the information given in the Directors' Report is consistent with the accounts. We also report to you if, in our opinion, the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions with the company is not disclosed.

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it.

Basis of audit opinion

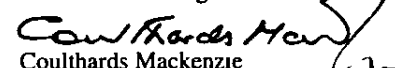
We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the accounts. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the accounts, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the accounts are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the accounts.

Opinion

In our opinion

- the accounts give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice applicable to smaller entities, of the state of the company's affairs as at 31 March 2009 and of its loss for the year then ended,
- the accounts have been properly prepared in accordance with the Companies Act 1985, and
- the information given in the Directors' Report is consistent with the accounts.


Coulthards Mackenzie
Registered auditors
24 / 2 / 2010

39-45 Bermondsey Street
London
SE1 3XF

The Bear Hungerford Limited
Profit and Loss Account
for the year ended 31 March 2009

	Notes	2009 £	2008 £
Turnover	2	1,477,665	1,536,292
Cost of sales		(349,246)	(360,933)
Gross profit		<u>1,128,419</u>	<u>1,175,359</u>
Administrative expenses		(978,765)	(1,029,316)
Operating profit	3	<u>149,654</u>	<u>146,043</u>
Interest receivable		1,369	1,191
Interest payable	6	(542,684)	(564,620)
Loss on ordinary activities before taxation		<u>(391,661)</u>	<u>(417,386)</u>
Tax on loss on ordinary activities	7	-	-
Loss for the financial year		<u>(391,661)</u>	<u>(417,386)</u>

Statement of total recognised gains and losses

The company has no recognised gains or losses other than the loss for the above two financial years

The notes on pages 6 to 10 form part of these financial statements

The Bear Hungerford Limited
Balance Sheet
as at 31 March 2009

	Notes	2009 £	2008 £
Fixed assets			
Tangible assets	9	3,498,223	3,609,395
Current assets			
Stocks	10	12,246	14,612
Debtors	11	39,228	68,966
Cash at bank and in hand		13,710	14,425
		65,184	98,003
Total assets employed		3,563,407	3,707,398
Financed by:			
Capital and reserves			
Called up share capital	12	195,000	195,000
Share premium	13	880,000	880,000
Profit and loss account	14	(2,111,716)	(1,720,055)
Total equity shareholders funds	15	(1,036,716)	(645,055)
Creditors: amounts falling due within one year	16	3,332,415	925,093
Creditors: amounts falling due after more than one year	17	1,267,708	3,427,360
		3,563,407	3,707,398



H J A Stanford
 Director

Approved by the board on 22/2/2010

These accounts are prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies and with the Financial Reporting Standard for Smaller Entities (effective January 2007)

The notes on pages 6 to 10 form part of these financial statements

The Bear Hungerford Limited
Notes to the Accounts
for the year ended 31 March 2009

1 Accounting policies

Accounting convention

The accounts have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective January 2007)

Going Concern

Albion Ventures LLP, acting as investment manager or advisor to the holders of the company's loan stock, has provided a letter of confirmation that it is not their current intention to seek repayment of the issued loan stock or accrued interest/redemption payments for at least 12 months from the date of approval of these accounts. This should enable the company to continue in operational existence in the foreseeable future by meeting its ongoing liabilities as they fall due for payment.

Cash Flow Statement

The accounts do not include a cash flow statement because as the company is a small reporting entity, it is exempt from the requirement to prepare such a statement.

Depreciation

Depreciation is provided on all tangible fixed assets, other than freehold land, at rates calculated to write off the cost, less estimated residual value, of each asset evenly over its expected useful life, as follows:

Freehold buildings	over 50 years
Plant and machinery	over 5 years

Stocks

Stock is valued at the lower of cost and net realisable value.

Deferred taxation

Full provision is made for deferred taxation resulting from timing differences between the recognition of gains and losses in the accounts and their recognition for tax purposes.

Deferred tax is calculated at the tax rates which are expected to apply in the periods when the timing differences will reverse. No deferred tax is provided at 31 March 2009.

Foreign currencies

Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the balance sheet date. All differences are taken to the profit and loss account.

Leasing and hire purchase commitments

Assets held under finance leases and hire purchase contracts, which are those where substantially all the risks and rewards of ownership of the asset have passed to the company, are capitalised in the balance sheet and depreciated over their useful lives. The corresponding lease or hire purchase obligation is treated in the balance sheet as a liability.

The interest element of the rental obligations is charged to the profit and loss account over the period of the lease and represents a constant proportion of the balance of capital repayments outstanding.

Rentals paid under operating leases are charged to income on a straight line basis over the lease term.

2 Turnover

Turnover represents the invoiced value of goods and services supplied by the company during the year.

Turnover is attributable to one continuing activity, namely that of hoteliers and arose solely within the United Kingdom.

The Bear Hungerford Limited
Notes to the Accounts
for the year ended 31 March 2009

3 Operating profit	2009	2008
	£	£
This is stated after charging		
Depreciation of owned fixed assets	107,338	106,277
Depreciation of assets held under finance leases and hire purchase contracts	38,712	37,334
Operating lease rentals - plant and machinery	6,773	4,067
Operating lease rentals - land buildings	4,988	3,823
Auditor's remuneration	5,077	5,400
	<u> </u>	<u> </u>
4 Directors' emoluments	2009	2008
	£	£
Fees	7,640	11,875
	<u> </u>	<u> </u>
5 Staff costs	2009	2008
	£	£
Wages and salaries	540,210	555,248
Social security costs	42,237	44,250
Other pension costs	2,995	2,810
	<u> </u>	<u> </u>
	585,442	602,308
	<u> </u>	<u> </u>
Average number of employees during the year	Number	Number
Operational staff	32	40
	<u> </u>	<u> </u>
6 Interest payable	2009	2008
	£	£
Loan Stock	435,301	435,618
Other finance charges	97,656	106,446
Finance charges payable under finance leases and hire purchase contracts	9,727	22,556
	<u> </u>	<u> </u>
	542,684	564,620
	<u> </u>	<u> </u>
7 Taxation	2009	2008
	£	£
The taxation charge is based on the profit for the year and represents		
Corporation Tax at 28%	-	-
	<u> </u>	<u> </u>
Loss on ordinary activities before tax	(391,661)	(417,386)
	<u> </u>	<u> </u>
No tax is payable due to the losses sustained		
8 Intangible fixed assets		£
Goodwill		
Cost		
At 1 April 2008		1
At 31 March 2009		<u>1</u>
Amortisation		
At 1 April 2008		1
At 31 March 2009		<u>1</u>
Net book value		
At 31 March 2009		<u>-</u>

The Bear Hungerford Limited
Notes to the Accounts
for the year ended 31 March 2009

9 Tangible fixed assets

	Freehold land and buildings £	Plant and machinery £	Total £
Cost			
At 1 April 2008	3,431,433	556,069	3,987,502
Additions	26,770	8,108	34,878
At 31 March 2009	<u>3,458,203</u>	<u>564,177</u>	<u>4,022,380</u>
Depreciation			
At 1 April 2008	98,457	279,650	378,107
Charge for the year	34,480	111,570	146,050
At 31 March 2009	<u>132,937</u>	<u>391,220</u>	<u>524,157</u>
Net book value			
At 31 March 2009	<u>3,325,266</u>	<u>172,957</u>	<u>3,498,223</u>
At 31 March 2008	<u>3,332,976</u>	<u>276,419</u>	<u>3,609,395</u>

The cost of freehold land and buildings includes £1,092,000 attributable to land which is not depreciated

	2009 £	2008 £
Net book value of plant and machinery included in fixed assets held under finance leases or HP contracts	<u>83,246</u>	<u>121,958</u>
Depreciation on assets held under finance leases and hire purchase contracts	<u>38,712</u>	<u>37,334</u>

10 Stocks	2009 £	2008 £
Goods for resale	<u>12,246</u>	<u>14,612</u>

11 Debtors	2009 £	2008 £
Trade debtors	4,963	23,849
Other debtors	4,565	4,565
Prepayments and accrued income	29,700	40,552
	<u>39,228</u>	<u>68,966</u>

12 Share capital	2009 No	2008 No	2009 £	2008 £
Authorised				
Ordinary shares of 10p each	2,400,000	2,400,000	<u>240,000</u>	<u>240,000</u>
	2009 No	2008 No	2009 £	2008 £
Allotted, called up and fully paid				
Ordinary shares of 10p each	1,950,000	1,950,000	<u>195,000</u>	<u>195,000</u>

13 Share premium	2009 £	2008 £
At 1 April	880,000	880,000
At 31 March	<u>880,000</u>	<u>880,000</u>

The Bear Hungerford Limited
Notes to the Accounts
for the year ended 31 March 2009

14 Profit and loss account	2009	2008
	£	£
At 1 April	(1,720,055)	(1,302,669)
Loss for the financial year	(391,661)	(417,386)
At 31 March	<u>(2,111,716)</u>	<u>(1,720,055)</u>
15 Reconciliation of movement in shareholders' funds	2009	2008
	£	£
At 1 April	(645,055)	(227,669)
Loss for the financial year	(391,661)	(417,386)
At 31 March	<u>(1,036,716)</u>	<u>(645,055)</u>
16 Creditors: amounts falling due within one year	2009	2008
	£	£
Secured Loan Stock	2,271,854	-
Obligations under finance lease and hire purchase contracts	19,965	40,333
Trade creditors	89,503	131,535
Other taxes and social security costs	29,761	44,777
Other creditors	312	1,562
Accrued interest	843,889	650,336
Accruals and deferred income	77,131	56,550
	<u>3,332,415</u>	<u>925,093</u>
17 Creditors: amounts falling due after one year	2009	2008
	£	£
Secured Loan Stock	1,253,013	3,392,700
Obligations under finance lease and hire purchase contracts	14,695	34,660
	<u>1,267,708</u>	<u>3,427,360</u>

£1,365,000 Secured Loan Stock 2005-10 was issued on 23 March 2005, to Albion Venture Capital Trust plc (£700,000) and Albion Protected VCT plc (£665,000), bears interest at 14% per annum and is repayable on the fifth anniversary of the issue of the stock plus a redemption premium of £341,250

£490,000 Secured Loan Stock 2005-10 was issued on 30 September 2005, to Albion Venture Capital Trust plc, bears interest at 14% per annum and is repayable on the fifth anniversary of the issue of the stock plus a redemption premium of £122,500

£405,000 Secured Loan Stock 2005-10 was issued on 23 December 2005, to Albion Venture Capital Trust plc (£260,000) and Albion Protected VCT plc (£145,000), bears interest at 9.8% per annum and is repayable on 31 March 2010 plus a redemption premium of £70,875. On 14 September 2006, this loan stock was substituted by the issue of an equal amount of Secured A Loan Stock to the existing holders which bears interest at 9.8% per annum and is repayable on the fifth anniversary of the issue of the stock plus a redemption premium of £70,875

Secured Loan Stock 2005-10 was issued to Healthcare and Leisure Property Fund plc for a discounted issue price of £420,000 on 23 March 2005. It is repayable in monthly instalments of £4,900 with a final repayment of £424,900 on 31 March 2010 plus a redemption premium of £105,000

Secured Loan Stock 2005-10 was issued to Healthcare and Leisure Property Fund plc for a discounted issue price of £95,000 on 23 December 2005. It is repayable in monthly instalments of £776 with a final repayment of £95,776 on 31 March 2010 plus a redemption premium of £16,625

£200,000 Secured Loan Stock was issued on 14 September 2006, to Albion Venture Capital Trust plc (£128,000) and Albion Protected VCT plc (£72,000), bears interest at 9.8% per annum and is repayable on the fifth anniversary of the issue of the stock plus a redemption premium of £35,000

In accordance with FRS4, loan stock amounts are shown at their discounted issue price, less amounts repaid, together with a finance charge comprising the discount accruing at a constant rate over the period of issue to final repayment. All loan stocks are secured by a fixed and floating charge over the assets of the company

The Bear Hungerford Limited
Notes to the Accounts
for the year ended 31 March 2009

18 Obligations under finance leases and hire purchase contracts	2009	2008
	£	£
Amounts payable		
Within one year	19,965	40,333
Within two to five years	14,695	34,660
	<u>34,660</u>	<u>74,993</u>

19 Transactions with related parties

During the year interest and redemption premia were paid/accrued to Albion Venture Capital Trust plc of £272,794 (2008 £279,439) on loans totalling £1,578,000 (2008 £1,578,000), a company which holds a 26% interest in the ordinary share capital of the company. The balance of accrued interest outstanding together with accrued redemption premia at 31 March 2009 was £708,774 (2008 £540,377).

During the year interest and redemption premia were paid/accrued to Albion Protected VCT plc of £159,602 (2008 £156,178) on loans totalling £882,000 (2008 £882,000), a company which holds a 14% interest in the ordinary share capital of the company. The balance of accrued interest outstanding together with accrued redemption premia at 31 March 2009 was £403,064 (2007 £308,947).

During the year redemption premia were paid/accrued to Healthcare and Leisure Property Fund plc of £96,836 (2008 £106,446) on loans with a discounted issue price totalling £515,000, a company which holds a 9% interest in the ordinary share capital of the company. The balance of accrued redemption premia at 31 March 2009 was £245,152 (2008 £189,144).

During the year the company incurred monitoring fees of £10,000 (2008 £10,000) from Close Ventures Limited and Albion Ventures LLP. The balance of accrued fees outstanding at 31 March 2009 was £33,333 (2008 £28,333).

20 Format of accounts

The company has chosen to adopt balance sheet format 2 of the Companies Act 1985 because the directors are of the opinion that this format gives a more meaningful representation of the financing of the company's activities.