

**Rocco Forte & Family (Luxury Hotels)
(Germany) Limited**

Report and Financial Statements

Year ended 30 April 2014

Company Number 5429520



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Rocco Forte & Family (Luxury Hotels) (Germany) Limited

**Report and financial statements
for the year ended 30 April 2014**

Contents

Page:

1	Strategic report
2	Report of the directors
3	Directors' responsibilities
4	Independent auditor's report
6	Profit and loss account
7	Balance sheet
8	Notes forming part of the financial statements

Directors

The Hon Sir Rocco J V Forte
Gareth Caldecott

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 (Luxury Hotels) (Germany) Limited

Strategic report for the year ended 30 April 2014

The Directors present their strategic report and the audited financial statements for the year ended 30 April 2014.

Review of operations

The principal activity of the Company is to hold an investment in subsidiary undertaking which leases Villa Kennedy in Frankfurt, Rocco Forte & Family (Luxury Hotels) GmbH. It also holds an indirect investment in The Charles Hotel, Munich. The Directors are optimistic regarding the future performance of these properties.

The loss for the year after taxation was £1,000 (2013 – £4,000).

The Directors regularly review the financial performance of their hotel investments and closely monitor a number of non-financial performance indicators. These include the rate and occupancy performance of the hotels compared to their local competitive set, independent assessments of service quality against operational service standards, customer comment cards, online customer feedback direct to the hotel or through the customer feedback website and direct research with customers.

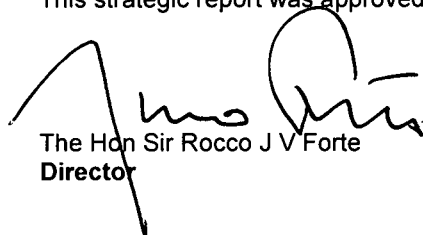
Principal risks and uncertainties

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

- Exchange and interest rate exposure; and
- The impact of global issues such as recession and conflicts on the performance of the Company's investments.

Approval

This strategic report was approved on behalf of the Board on 6 March 2015 by:



The Hon Sir Rocco J V Forte
Director

Rocco Forte & Family (Luxury Hotels) (Germany) Limited

Report of the Directors for the year ended 30 April 2014

The Directors present their annual report and the audited financial statements for the year ended 30 April 2014.

Directors

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

The Hon Sir Rocco J V Forte
Alan Clark (resigned 05.03.2014)
Gareth Caldecott (appointed 05.03.2014)

Results and dividends

The loss for the year after taxation was £1,000 (2013 – £4,000). The Directors do not propose the payment of a dividend (2013 - £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 CFO 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.

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



Sir Rocco Forte
Director

Rocco Forte & Family (Luxury Hotels) (Germany) Limited

Directors' responsibilities

The Directors are responsible for preparing the strategic report, the report of the Directors 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 (Luxury Hotels) (Germany) Limited

Independent auditor's report

TO THE MEMBERS OF ROCCO FORTE & FAMILY (LUXURY HOTELS) (GERMANY) LIMITED

We have audited the financial statements of Rocco Forte & Family (Luxury Hotels) (Germany) Limited for the year ended 30 April 2014 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 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 Financial Reporting Council's (FRC's) Ethical Standards for Auditors.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the FRC's website at www.frc.org.uk/auditscopeukprivate.

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 30 April 2014 and of its 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.

Rocco Forte & Family (Luxury Hotels) (Germany) Limited

Independent auditor's report (*continued*)

Opinion on other matters prescribed by the Companies Act 2006

In our opinion the information given in the strategic report and report of the Directors for the financial year for which the financial statements 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.

BDO LLP

Stuart Collins (senior statutory auditor)
For and on behalf of BDO LLP, statutory auditor
London
United Kingdom

6 March 2015

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

Rocco Forte & Family (Luxury Hotels) (Germany) Limited

Profit and loss account for the year ended 30 April 2014

	Note	2014 £'000	2013 £'000
Foreign exchange gains		1	-
Interest payable and similar charges	2	(2)	(4)
		<hr/>	<hr/>
Loss on ordinary activities before taxation		(1)	(4)
Tax on loss on ordinary activities	4	-	-
		<hr/>	<hr/>
Loss for the year	9	(1)	(4)
		<hr/>	<hr/>

There are no recognised gains or losses in the periods other than the loss for the year and the prior year.
All activities are in respect of continuing operations.

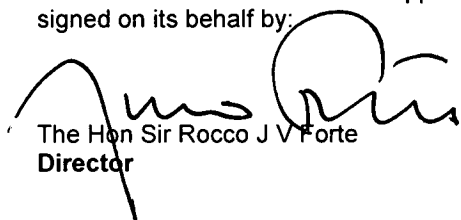
The notes on pages 8 to 12 form part of these financial statements.

Rocco Forte & Family (Luxury Hotels) (Germany) Limited
Company number 5429520

Balance sheet at 30 April 2014

	Note	2014 £'000	2013 £'000
Fixed assets			
Investments	5	-	-
Current Liabilities			
Creditors: amounts falling due within one year	6	(2)	(55)
Net current liabilities and total assets less current liabilities		(2)	(55)
Creditors: amounts falling due after more than one year	7	(54)	-
Net liabilities		(56)	(55)
Capital and reserves			
Called up share capital	8	-	-
Profit and loss account	9	(56)	(55)
Shareholder's deficit	10	(56)	(55)

The financial statements were approved by the Board and authorised for issue on 6 March 2015. They were signed on its behalf by:


The Hon Sir Rocco J V Forte
Director

The notes on pages 8 to 12 form part of these financial statements.

Rocco Forte & Family (Luxury Hotels) (Germany) Limited

Notes forming part of the financial statements for the year ended 30 April 2014

1 Accounting policies

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

Basis of accounting

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

Basis of preparation: going concern

The Company reports net liabilities and losses for the year and therefore relies on financial support from its parent company, Rocco Forte & Family (Luxury Hotels) Limited. The parent company has indicated that it will not require repayment of intercompany loans before 30 April 2015 to ensure the Company can meet all liabilities as they fall due for the foreseeable future.

At the year end, the Group of which the Company is part had banking facilities with Bank of Scotland (BOS) in place until June 2015. However on the same day these financial statements were signed the Group signed a new facility agreement with BOS which provides appropriate and sufficient financing for the Group until 2020. On this basis, the Directors believe that the Group and thereby the Company are able to continue to trade and settle all liabilities as they fall due for the foreseeable future. Accordingly, the financial statements have been prepared on a going concern basis.

Investments

Fixed asset investments are shown at cost less provision for impairment.

Cash flow statement

Under the provisions of FRS 1 (Revised 1996) 'Cash Flow Statements', the Company has not prepared a cash flow statement because its ultimate parent company, Rocco Forte & Family Limited, prepares consolidated accounts. The cash flows of the Company are included in the consolidated cash flow statement.

Exemption from preparation of group 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. These financial statements show company only results and not those of group.

Rocco Forte & Family (Luxury Hotels) (Germany) Limited

Notes forming part of the financial statements for the year ended 30 April 2014 (continued)

1 Accounting policies (continued)

Related party disclosures

The Company is a subsidiary of Rocco Forte & Family Limited. Accordingly, the Company has taken advantage of the exemption in FRS 8 'Related Party Disclosures' not to disclose transactions with other wholly owned members of the group headed by Rocco Forte & Family Limited.

Foreign currency

Transactions in foreign currencies are recorded at the rate of exchange at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are reported at the rates of exchange prevailing at the date or, if appropriate, at the forward contract rate. Any gain or loss arising from a change in exchange rates subsequent to the date of the transaction is included as an exchange gain or loss in the profit and loss account.

Exchange differences arising on translation of the investments in overseas operations and on foreign currency borrowings to the extent that they hedge the Company's investment in such operations, are recorded through reserves.

Taxation

Corporation tax payable is provided on taxable profits at the current rate of taxation. Deferred tax is provided in full on timing differences which result in an obligation at the balance sheet date to pay more tax, or a right to pay less tax at a future date, at rates expected to apply when they crystallise based on current tax rates and law. Timing differences arise from the inclusion of items of income and expenditure in tax computations in periods different from those in which they are included in the financial statements. Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered. Deferred tax balances are not discounted.

2 Interest payable and similar charges

	2014 £'000	2013 £'000
Interest payable to Group undertakings	2	2
Foreign exchange losses	-	2
	<hr/>	<hr/>
	2	4
	<hr/>	<hr/>

Rocco Forte & Family (Luxury Hotels) (Germany) Limited

Notes forming part of the financial statements for the year ended 30 April 2014 (*continued*)

3 Loss on ordinary activities before taxation

Auditor's remuneration for audit services of the Company for the year of £5,700 (2013 - £5,600) and tax compliance fees of £1,000 (2013 - £1,000) have been borne by the parent undertaking, Rocco Forte & Family (Luxury Hotels) Limited.

The Company had no employees other than its directors during the year and the prior year. The directors received no remuneration in respect of services to the Company during the year (2013 - £Nil).

4 Tax on loss on ordinary activities

There was no tax payable in 2014 (2013 – £nil).

There are no recognised or unprovided deferred tax assets or liabilities as at 30 April 2014 (2013 - £Nil).

The difference between the total current tax and the amount calculated by applying the standard rate of UK corporation tax to the loss before tax is as follows:

	2014 £'000	2013 £'000
Loss on ordinary activities before tax	(1)	(4)
Tax credit at 22.8% (2013 - 23.9%)	-	(1)
Effects of:		
Group relief surrendered	-	1
Utilisation of tax losses and tax losses carried forward	-	-
Current tax charge for the year	-	-

Rocco Forte & Family (Luxury Hotels) (Germany) Limited

Notes forming part of the financial statements
for the year ended 30 April 2014 (*continued*)

5 Fixed asset investments

	Shares in subsidiary undertakings £'000
<i>Cost</i>	
At 1 May 2013	28
Foreign exchange	(1)
	<hr/>
At 30 April 2014	27
	<hr/>
<i>Provisions</i>	
At 1 May 2013	(28)
Foreign exchange	1
	<hr/>
At 30 April 2014	(27)
	<hr/>
<i>Net book value</i>	
At 30 April 2014	-
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At 1 May 2013	-
	<hr/>

The Company has a 100% investment Rocco Forte & Family (Luxury Hotels) GmbH, a company incorporated in Germany.

6 Creditors: amounts falling due within one year

	2014 £'000	2013 £'000
Amounts owed to Group undertakings	2	55
	<hr/>	<hr/>

7 Creditors: amounts falling due after more than one year

	2014 £'000	2013 £'000
Amounts owed to Group undertakings	54	-
	<hr/>	<hr/>

Amounts due to group undertakings bear an interest rate of 3.3% and are repayable on 9 June 2015.

Rocco Forte & Family (Luxury Hotels) (Germany) Limited

Notes forming part of the financial statements for the year ended 30 April 2014 (*continued*)

8 Called up share capital

The Company has one ordinary share of £1 in issue.

9 Reserves

	Profit and loss account £'000
At 1 May 2013	(55)
Loss for the year	(1)
	<hr/>
At 30 April 2014	(56)
	<hr/>

10 Reconciliation of movements in shareholder's deficit

	2014 £'000	2013 £'000
Opening shareholder's deficit	(55)	(51)
Loss for the year	(1)	(4)
	<hr/>	<hr/>
Closing shareholder's deficit	(56)	(55)
	<hr/>	<hr/>

11 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 all the assets of the group companies. The amount outstanding on this facility at 30 April 2014 was £234,165,750 (2013 - £248,387,698).

12 Ultimate parent company and controlling party

At the year end the Company's immediate parent is Rocco Forte & Family (Luxury Hotels) Limited. Rocco Forte & Family Limited is the ultimate parent undertaking and controlling party. This is the only group in which the results of the Company are consolidated. Copies of the Group financial statements of Rocco Forte & Family Limited are publicly available. The Hon Sir Rocco JV Forte, a Director of Rocco Forte & Family Limited, and members of his close family, control the Company as a result of controlling directly or indirectly 99% of the issued share capital of Rocco Forte & Family Limited (2013 - 99%).