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**P1 BARS PROPCO LIMITED**

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

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**P1 BARS PROPCO LIMITED**

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**COMPANY INFORMATION**

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<b>DIRECTORS</b>	N M Leslau S L Gumm T J Evans
<b>COMPANY SECRETARY</b>	S L Gumm
<b>COMPANY NUMBER</b>	5863314
<b>REGISTERED OFFICE</b>	Cavendish House 18 Cavendish Square London W1G 0PJ

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**P1 BARS PROPCO LIMITED**

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**P1 BARS PROPCO LIMITED**

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

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

**PRINCIPAL ACTIVITIES AND REVIEW OF BUSINESS**

The company is dormant

The company has not traded during the current or preceeding financial year and accordingly no profit and loss account is presented. The company made neither a profit or loss nor had any other recognised gain or loss.

As disclosed in note 4, the company holds 50% of the units in P1 Bars Jersey Unit Trust, which in turn holds a 99.8% beneficial interest in P1 Bars Property Limited Partnership ("the Partnership"), being its only investment. The Partnership owned a portfolio of bars and clubs all of which were let to a single tenant. Following difficult trading conditions the tenant was unable to meet its rental liabilities which in turn led to a default by the Partnership, in 2009, under the terms of the Partnership's bank loans.

The tenant group went into administration in 2010 and the leases were assigned to different operators but at significantly lower rents such that the Partnership continued to be unable to service its debt. The Partnership subsequently entered into a standstill agreement with its lender to enable its continued operation and the subsequent sale of the property portfolio. All of the properties were sold in 2010 with the net proceeds from the sale applied in part repayment of the bank loans.

The company is now in the business of organising its affairs in advance of an orderly winding up.

**DIRECTORS**

The directors who served during the year were

N M Leslau  
S L Gumm  
T J Evans

This directors' report has been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

This report was approved by the board on 19 November 2013 and signed on its behalf



S L Gumm  
Director

**P1 BARS PROPCO LIMITED**  
**REGISTERED NUMBER 5863314**

**BALANCE SHEET**  
**AS AT 31 MARCH 2013**

	Note	2013 £	2012 £
<b>FIXED ASSETS</b>			
Investments	4	2	2
<b>CURRENT ASSETS</b>			
Debtors	5	8	8
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<u>10</u>	<u>10</u>
<b>CREDITORS</b> amounts falling due after more than one year	6	<u>(3,322,656)</u>	<u>(3,322,656)</u>
<b>NET LIABILITIES</b>		<u>(3,322,646)</u>	<u>(3,322,646)</u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	7	10	10
Profit and loss account		<u>(3,322,656)</u>	<u>(3,322,656)</u>
<b>SHAREHOLDERS' DEFICIT</b>		<u>(3,322,646)</u>	<u>(3,322,646)</u>

For the year ended 31 March 2013 the company was entitled to exemption from audit under section 480 of the Companies Act 2006

Members have not required the company to obtain an audit in accordance with section 476 of the Companies Act 2006

The directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 19 November 2013

  
**S L Gumm**  
 Director

The notes on pages 3 to 5 form part of these financial statements

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**P1 BARS PROPCO LIMITED**

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

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**1. ACCOUNTING POLICIES**

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the company's financial statements

**1.1 Basis of preparation of financial statements**

The financial statements have been prepared under the historical cost convention

The company is the parent undertaking of a small group and as such is not required by the Companies Act 2006 to prepare group accounts. These financial statements therefore present information about the company as an individual undertaking and not about its group.

**1.2 Support**

As at the date of approval of the financial statements, the company is in possession of confirmations from the fellow group undertakings and shareholders with which the company has credit balances that they will not seek repayment unless and until the company is capable of making such repayment.

**1.3 Investments**

Investments held as fixed assets are shown at cost less any provision for impairment.

**2. AUDITORS' REMUNERATION**

Fees for the audit of the undertaking were £500 in the prior year and were borne by a fellow group undertaking.

**3. TAXATION**

**Factors affecting tax charge for the year**

The tax assessed for the year is the same as (2012 - the same as) the standard rate of corporation tax in the UK of 24% (2012 - 26%) as set out below.

	<b>2013</b>	<b>2012</b>
	<b>£</b>	<b>£</b>
Profit on ordinary activities before tax	-	-
Loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 24% (2012 - 26%)	-	-
<b>Effects of</b>		
Utilisation of tax losses	-	(9,095)
Movement in tax losses carried forward	<b>10,939</b>	-
Allocations of income and deficits from jointly controlled entity	<b>(10,939)</b>	9,095
<b>Current tax charge for the year (see note above)</b>	-	-

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**P1 BARS PROPCO LIMITED**

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

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**4 FIXED ASSET INVESTMENTS**

	Investment in subsidiary undertaking £	Investment in Jersey Unit Trust £	Total £
<b>At valuation</b>			
At 1 April 2012 and 31 March 2013	<u>1</u>	<u>1</u>	<u>2</u>

**Subsidiary undertaking**

The following was a subsidiary undertaking of the company at the year end

<b>Name</b>	<b>Class of shares</b>	<b>Holding</b>
P1 Bars GP Limited	ordinary	100 %

P1 Bars GP Limited is incorporated in England and Wales and undertakes investment activities P1 Bars GP Limited in turn holds a 0.1% beneficial interest in P1 Bars Property Limited Partnership

**Jersey Unit Trust**

The company holds 50% of the units in P1 Bars Jersey Unit Trust P1 Bars Jersey Unit Trust in turn holds a 99.8% beneficial interest in P1 Bars Property Limited Partnership ("the Partnership"), being its only investment

**5. DEBTORS**

	<b>2013 £</b>	<b>2012 £</b>
<b>Due after more than one year</b>		
Amounts owed by group undertakings	<u>8</u>	<u>8</u>

The amounts owed by fellow group undertakings are unsecured, interest free and have no fixed repayment date

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**P1 BARS PROPCO LIMITED**

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

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**6. CREDITORS**

**Amounts falling due after more than one year**

	<b>2013</b>	<b>2012</b>
	<b>£</b>	<b>£</b>
Amounts owed to group undertakings	<b>2,734,228</b>	2,734,228
Amounts owed to a shareholder	<b>588,428</b>	588,428
	<b>3,322,656</b>	3,322,656

The amounts owed to group undertakings are comprised of unsecured, interest free loans of £2,353,721 (2012 £2,353,721) from the immediate parent entity and unsecured loans of £402,625 (2012 £402,625) from a fellow group undertaking. The latter were interest bearing until 31 March 2011 and includes accrued interest of £41,150 (2012 £41,150).

The amounts owed to a shareholder are unsecured and interest free.

None of the above amounts has a fixed repayment date.

**7. SHARE CAPITAL**

	<b>2013</b>	<b>2012</b>
	<b>£</b>	<b>£</b>
<b>Allotted, called up and fully paid</b>		
8 ordinary shares of £1 each	<b>8</b>	8
2 special ordinary shares of £1 each	<b>2</b>	2
	<b>10</b>	10

The special ordinary shares and the ordinary shares rank par passu in all respects except that the special ordinary shares carry no voting rights.

**8. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY**

The controlling interests of Prestbury 1 Limited Partnership in the shares of P1 Bars Propco Limited are legally owned by Prestbury 1 Nominee Limited and beneficially owned by Prestbury 1 Limited Partnership whose general partner is Prestbury General Partner Limited Partnership. The ultimate parent entity of Prestbury General Partner Limited Partnership is Prestbury Investments LLP. NM Leslau is the controlling party of Prestbury Investments LLP in respect of the business undertaken by the company. Copies of the consolidated financial statements of Prestbury 1 Limited Partnership are available from the Company Secretary, Cavendish House, 18 Cavendish Square, London W1G 0PJ.