
DEVONSHIRE PLACE HOLDINGS LIMITED

FINANCIAL STATEMENTS
INFORMATION FOR FILING WITH THE REGISTRAR
FOR THE YEAR ENDED 31 JANUARY 2018



DEVONSHIRE PLACE HOLDINGS LIMITED
REGISTERED NUMBER: 05899724

BALANCE SHEET
AS AT 31 JANUARY 2018

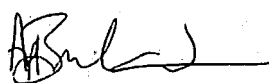
	Note	2018 £	2017 £
Fixed assets			
Investments	7	3,553,632	1,456,559
		<u>3,553,632</u>	<u>1,456,559</u>
Current assets			
Debtors	8	24,630,075	23,282,387
Bank and cash balances		973,164	3,693,060
		<u>25,603,239</u>	<u>26,975,447</u>
Creditors: amounts falling due within one year	9	(8,150)	(120,796)
Net current assets		<u>25,595,089</u>	<u>26,854,651</u>
Total assets less current liabilities		<u>29,148,721</u>	<u>28,311,210</u>
Net assets		<u><u>29,148,721</u></u>	<u><u>28,311,210</u></u>
Capital and reserves			
Called up share capital	10	2	2
Share premium account	11	20,040,959	20,040,959
Profit and loss account	11	9,107,760	8,270,249
		<u>29,148,721</u>	<u>28,311,210</u>

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime as set out within Part 15 of the Companies Act 2006.

The financial statements have been delivered in accordance with the provisions applicable to companies subject to the small companies regime.

The Company has opted not to file the statement of income and retained earnings in accordance with 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 by:



.....
A Bradshaw
 Director

Date: 30 October 2018

DEVONSHIRE PLACE HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JANUARY 2018

1. General information

Devonshire Place Holdings Limited is a private limited company, incorporated in England & Wales, limited by shares, with registered number 05899724. Its registered office is 2nd Floor, 47 Marylebone Lane, London, W1U 2NT.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Section 1A of Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies (see note 3).

The following principal accounting policies have been applied:

2.2 Exemption from preparing consolidated financial statements

The Company is a parent Company that is also a subsidiary included in the consolidated financial statements of its immediate parent undertaking established under the law of an EEA state and is therefore exempt from the requirement to prepare consolidated financial statements under section 400 of the Companies Act 2006.

2.3 Going concern

The Company's forecasts and projections, taking account of any reasonable possible changes in trading performance, show that the company should be able to operate within the level of its current cash balances together with further funding which has been committed by shareholders of the group.

The Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

DEVONSHIRE PLACE HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JANUARY 2018

2. Accounting policies (continued)

2.4 Foreign currency translation

Functional and presentation currency

The Company's functional and presentational currency is GBP.

Transactions in foreign currency are recorded at the rates of exchange prevailing on the dates of the transactions. At each balance sheet date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing at the balance sheet date. Exchange gains and losses on short-term foreign currency borrowings and deposits are included within net interest payable. Exchange differences on all other transactions are taken to operating profit.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the Statement of Income and Retained Earnings within 'finance income or costs'. All other foreign exchange gains and losses are presented in the Statement of Income and Retained Earnings within 'other operating income'.

2.5 Interest income

Interest income is recognised in the Statement of Income and Retained Earnings using the effective interest method.

DEVONSHIRE PLACE HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JANUARY 2018

2. Accounting policies (continued)

2.6 Taxation

Current tax, including UK corporation tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the Company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that, on the basis of all available evidence, 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 is measured using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date that are expected to apply to the reversal of the timing difference.

Current tax assets and liabilities are offset only when there is a legally enforceable right to set off the amounts and the Company intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

Deferred tax assets and liabilities are offset only if: (a) the Company has a legally enforceable right to set off current tax assets against current tax liabilities; and (b) the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

2.7 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

2.8 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

2.9 Financial instruments

The Company only enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in non-puttable ordinary shares.

All financial assets and liabilities are initially measured at transaction price (including transaction costs) unless the arrangement constitutes a financing transaction. If an arrangement constitutes a financing transaction, the financial asset or financial liability is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

DEVONSHIRE PLACE HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JANUARY 2018

2. Accounting policies (continued)

2.9 Financial instruments (continued)

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument.

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities.

Financial assets and liabilities are only offset in the statement of financial position when, and only when there exists a legally enforceable right to set off the recognised amounts and the Group intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Debt instruments which meet the conditions of being 'basic' financial instruments as defined in are subsequently measured at amortised cost using the effective interest method.

Debt instruments that have no stated interest rate (and do not constitute financing transaction) and are classified as payable or receivable within one year are initially measured at an undiscounted amount of the cash or other consideration expected to be paid or received, net of impairment.

Financial assets are derecognised when and only when

- (a) the contractual rights to the cash flows from the financial asset expire or are settled,
- (b) the Company transfers to another party substantially all of the risks and rewards of ownership of the financial asset, or
- (c) the Company, despite having retained some, but not all, significant risks and rewards of ownership, has transferred control of the asset to another party.

Financial liabilities are derecognised only when the obligation specified in the contract is discharged, cancelled or expires.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in profit or loss.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate of the recoverable amount, which is an approximation of the amount that the Company would receive for the asset if it were to be sold at the balance sheet date.

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NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2018

3. Judgments in applying accounting policies and key sources of estimation uncertainty

The preparation of financial statements in conformity with generally accepted accounting practice requires management to make estimates and judgments that affect the reported amounts of assets and liabilities as well as the disclosure of contingent assets and liabilities at the balance sheet date and the reported amounts of revenues and expenses during the reporting period.

Financial instruments classification

The classification of financial instruments as "basic" or "other" requires judgment as to whether all of the applicable conditions for classification as basic are met. This includes consideration of the form of the instrument and its return.

Impairment of investments

Determining whether investments are impaired requires an estimation of the value in use of the cash generating units (CGU) to which the investments are allocated. The value in use calculation requires the Company to estimate future cash flows expected to arise from the CGU and apply a suitable discount rate in order to calculate the present value.

4. Operating profit

The operating profit is stated after charging:

	2018 £	2017 £
Exchange differences	(89,472)	(309,602)
Impairment provision against other debtors	363,018	-
	<u> </u>	<u> </u>

5. Employees

The Company has no employees other than the Directors, who did not receive any remuneration (2017 - £Nil).

6. Taxation

	2018 £	2017 £
Corporation tax		
Current tax on profits for the year	-	(61,747)
Total current tax	<u> </u>	<u> </u>
	-	(61,747)
Deferred tax		
Total deferred tax	<u> </u>	<u> </u>
	-	-
Taxation on profit/(loss) on ordinary activities	<u> </u>	<u> </u>
	-	(61,747)

DEVONSHIRE PLACE HOLDINGS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2018**

6. Taxation (continued)

Factors affecting tax charge for the year

The tax assessed for the year is lower than (2017 - *lower than*) the standard rate of corporation tax in the UK of 19.16% (2017 - 20%). The differences are explained below:

	2018 £	2017 £
Profit on ordinary activities before tax	<u>837,511</u>	<u>1,571,798</u>
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19.16% (2017 - 20%)	160,532	314,360
Effects of:		
Group relief	(160,532)	(314,325)
Prior period adjustment	-	(61,782)
Total tax charge for the year	<u>-</u>	<u>(61,747)</u>

7. Fixed asset investments

	Investments in subsidiary companies £
Cost or valuation	
At 1 February 2017	1,456,559
Additions	2,097,073
At 31 January 2018	<u>3,553,632</u>
Net book value	
At 31 January 2018	<u>3,553,632</u>
At 31 January 2017	<u>1,456,559</u>

Direct subsidiary undertakings

The following were subsidiary undertakings of the Company:

DEVONSHIRE PLACE HOLDINGS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
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7. Fixed asset investments (continued)

Name	Country of incorporation	Class of shares	Holding	Principal activity
Osmond Capital Limited	England & Wales	Ordinary	100 %	Management Services
Apex 2100 Limited	England & Wales	Ordinary	80 %	Hotel Operator

Indirect Subsidiary undertakings

The following were subsidiary undertakings of the Company:

Name	Country of incorporation	Class of shares	Holding	Principal activity
SCI Alpine Excellence	France	Ordinary	99.9 %	Ownership and development of a property in an Alpine ski resort

DEVONSHIRE PLACE HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2018

8. Debtors

	2018 £	2017 £
Due after more than one year		
Amounts owed by associated undertakings	9,356,282	11,584,293
	<u>9,356,282</u>	<u>11,584,293</u>
Due within one year		
Amounts owed by group undertakings	15,015,432	11,335,076
Other debtors	258,361	363,018
	<u>24,630,075</u>	<u>23,282,387</u>

9. Creditors: Amounts falling due within one year

	2018 £	2017 £
Other creditors	-	114,547
Accruals and deferred income	8,150	6,249
	<u>8,150</u>	<u>120,796</u>

10. Share capital

	2018 £	2017 £
Allotted, called up and fully paid		
2 Ordinary shares of £1 each	2	2
	<u>2</u>	<u>2</u>

11. Reserves

Share premium account

This corresponds to the purchase price of shares in excess of their nominal value.

Profit and loss account

This corresponds to the accumulated undistributed earnings of the company.

DEVONSHIRE PLACE HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JANUARY 2018

12. Related party transactions

CCO Cygnet Limited

Included in debtors due within one year is an amount due from CCO Cygnet Limited of £5,925,620 (2017: £2,918,073). This loan is unsecured, interest free and repayable on demand. CCO Cygnet Limited is a related party by virtue of the fact that H E M Osmond and A P Bradshaw are directors of both companies.

Carnegie Capital Estates Limited

Included in debtors due in more than one year is an amount due from Carnegie Capital Estates Limited of £Nil (2017: £3,800,679). These loan notes were 15% fixed rate, are unsecured and they were due for repayment 1 October 2023. These were paid off in full during the year. Carnegie Capital Estates Limited is a company under common directorship and control.

Mudlark Hotels Limited

Devonshire Place Holdings Limited is the holder of loan notes issued by Mudlark Hotels Limited and a balance of £9,356,282 (2017: £7,783,614) is included within debtors due after more than one year. These loan notes are 10% fixed rate, are unsecured and they are due for repayment 31 October 2024. Mudlark Hotels Limited is a related party by virtue of common control and directors in common.

H E M Osmond

Included within creditors due within one year is an amount due to H E M Osmond of £nil (2017: £114,547).

Azellon Limited

Included in debtors due within one year is an amount due from Azellon Limited of £222,374 (2017: nil). This loan is accruing interest at a rate of LIBOR plus 7.5%, during the year ended 31 January 2018 this gave rise to £2,374 interest income (2017: nil). Azellon Limited is a related party by virtue of one of the directors having significant influence over the entity (as defined by FRS 102).

13. Controlling party

The Company's ultimate parent company is CCO Trading Limited, a company registered in England & Wales. Copies of group financial statements may be obtained from CCO Trading Limited, 2nd Floor, 47 Marylebone Lane, London, W1U 2NT.

The ultimate controlling party of CCO Trading Limited, by virtue of a majority shareholding, is H E M Osmond.

14. Auditor's information

The auditor's report on the financial statements for the period ended 31 January 2018 was unqualified and there were no matters to which the auditor drew attention by way of emphasis. The auditor's report was signed by Jacqueline Oakes of Nexia Smith & Williamson as senior statutory auditor.