

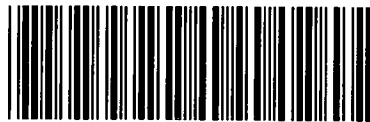
Company Registration No. 06458827

Away Resorts Limited

Report and Financial Statements

for the year ended 31 December 2020

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Away Resorts Limited

Report and financial statements 31 December 2020

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Away Resorts Limited

Officers and professional advisers

Directors

C Castledine
G Lashley
N Ryder

Secretary

N Ryder

Registered Office

575-599 Maxted Road
Hemel Hempstead
Hertfordshire
HP2 7DX

Bankers

National Westminster Bank
42 Market Square
Aylesbury
Buckinghamshire
HP20 1TR

Solicitors

Willkie Farr & Gallagher (UK) LLP
1 Ropemaker Street
London
EC2Y 9AW

Auditors

BDO LLP
55 Baker Street
London
W1U 7EU

Away Resorts Limited

Strategic report

Objective and Strategy

The principal objective of Away Resorts Limited (the “Company”) is the provision of management services for its subsidiary undertakings which own and operate UK holiday parks in order to provide an operational framework that allows them to maximise shareholder value.

Key to the achievement of this is the attainment and retention of a motivated and well-trained workforce managed by several key individuals in senior roles to provide a high quality of customer service. The objectives are further supported by a strong brand and marketing message, competitive pricing strategies and continual investment in the parks’ infrastructure.

Business review

The Company’s results for the year comprised: turnover £5,730,000 (2019: £4,942,000), operating profit/(loss) of £74,000 (2019: loss of £129,000) and net loss after interest and tax of £5,914,000 (2019: £5,615,000).

Net liabilities increased to £41,841,000 (2019: £35,927,000) as a result of the loss in the year, mainly due to movements in intercompany creditors. The Company is continuing to seek acquisition opportunities to add to the Away Resorts portfolio. The Company has established systems and controls to enable the Company to provide management services to a number of parks in order to facilitate the growth of the group by acquisition.

On 21 October 2020, Away Resorts Limited incorporated a 100% owned subsidiary company Boston West Holiday Park Limited which then acquired the trade and assets of the hotel and golf course situated in Boston, Lincolnshire. The Company provided funding of £5,375,000 to the newly formed entity to enable the acquisition, reflected in the increase in investments in the year. This resulted in an increase in intercompany creditors at year end, totalling £120,500,000 (2019: £101,500,000)..

During the year, there were some significant cost pressures as a result of a national lockdowns imposed by government between March and July 2020, and local lockdown restrictions imposed from November 2020. This resulted in higher recharges to the parks in the year and, combined with the receipt of government grant income through the Government Job Retention Scheme leading to an increase in operating profit to £74,000 (2019: loss of £129,000). The Company incurs significant intercompany interest of £5,987,000 (2019: £2,791,000) which almost entirely accounts for the loss in the year.

Net liabilities increased to £41,800,000 (2019: £35,927,000) as a result of movement in intercompany creditors based on intercompany interest payable, though this was partially offset by the increase in cash reserves at year end.

Future developments and post balance sheet events

A third national lockdown was announced by the government on 4 January 2021 leading to a further temporary closure of the parks to holiday homeowners and holidaymakers. The parks reopened on 12 April 2021. Though the third lockdown has resulted in a reduction in the profitability of the business in the forthcoming period, management are not of the view that it will provide significantly impactful due to the seasonality of the business. Please see note 18 for subsequent event disclosures and Archer Topco Limited consolidated accounts for more information.

Going concern

On 4 January 2021, the third national lockdown was enforced by the government and the impacts of COVID-19 have been taken into consideration as part of the going concern assessment. As at the date of signing these financial statements:

1. The parks reopened on 12 April 2021 from lockdowns imposed at the end of 2020 and significant investment has been made to installing safeguarding measures to protect our customers and staff.
2. Excellent customer service is key to our success and decisions were made to maintain high standards with our holiday homeowners and holiday makers that recognised and reflected the exceptional nature of the circumstances. Holidaymakers due to enjoy holidays at the park during the lockdown period were offered full refunds or the transfer of their booking to a later date. Holiday homeowners were given credits against their annual fees. Regular communication was provided by senior management to our customer base.

Away Resorts Limited

Strategic report (continued)

Going concern (continued)

The company utilised the government furlough scheme to safeguard the employees' positions for the longer term. Key management and support staff were retained on park to manage customer relationships and maintain the estate. The health implications on our furloughed employee base were recognised and all staff were communicated with regularly, and the online training portal was made available to them to improve their skill set in the period. Employees who continued working through the lockdown maintained the necessary level of operations to protect the estate.

The Company's operations and finances are intrinsically linked to the wider group headed by Archer Topco Limited to support the ongoing operations, cash flows and projections. The group utilities long term financing which are repayable in August 2026. Please refer to the parent company financial statements for further information on the group's financing facilities.

The directors have reviewed the company's projected income and cash flows which they have prepared on the basis of a detailed analysis of the company's finances, contracts and likely future demand trends to 31 December 2025. These projections indicate that the company will continue to be able to meet its liabilities as they fall due, please refer to Note 1 for further consideration of going concern.

Principal risks and uncertainties

Global pandemics

As demonstrated during the national lockdown in 2020, the business would be significantly affected by a global pandemic. Investments have been made in the provision of updated operational manuals and acquisition of safeguarding equipment in order to provide protection to our employees and customers.

Competition

The Company operates in a competitive environment with other holiday parks in similar geographic locations. The actions and performance of competitors can have an impact on the Company's ability to meet its expectations and objectives. Competitors' pricing policies and strategies are kept under review and these influence the Company's strategies accordingly.

Quality of customer service

The Company's reputation is heavily dependent on the quality of the customer service provided. The Company invests in significant training programs to ensure that staff members adhere to the Company's service policies. Service levels are monitored by direct customer feedback via questionnaires, and indirectly via social media.

Availability of financing partners

The Company introduces customers to several financing partners in order to fund the purchase of holiday homes at the subsidiary's parks. Should these financing partners exit the market or substantially reduce their exposure, there would be a detrimental impact on the subsidiaries' ability to maintain sales volume. The Company has few options in mitigating this risk, however the financing partners have been in the sector for a considerable period of time and the directors consider it unlikely that they will exit from the sector in the near future.

Information systems

The Company's activities are dependent on the performance of a variety of software packages and the stability of the platforms on which they are hosted. The Company has utilised off site hosting and has partnered with specialist IT support companies to provide comprehensive support on a continuous basis.

Retention of key personnel

The retention of various key personnel is a significant factor in the Company's ability to meet its growth expectations and compete effectively due to their relevant skills and experience. The Company's employment policies, remuneration and benefits packages are regularly reviewed and are designed to be competitive with other companies.

Variability of weather conditions

The Company provides UK holidays in both caravan and lodge accommodation, and also in touring fields for holidaymakers to bring their own caravan or tent. As a result, the prevailing weather conditions can have an impact on the demand for the Company's product. The Company mitigates this uncertainty by promoting all weather activities and managing prices in response to demand.

Away Resorts Limited

Strategic report (continued)

Principal risks and uncertainties (continued)

Political risks

The Company's trading policies align with sector best practice, and it is an approved operator under the NCC. As a result, any tightening of the legislative environment should not adversely affect how the business operates.

The Company trades solely within the UK and although the uncertainty surrounding the Brexit process is not helpful, there is no specific identified risk associated with this.

Financial risk management objectives and policies

The Company's activities expose it to a number of financial risks including interest rate risk, cash flow risk, credit risk and liquidity risk. The Company's activities do not expose it to significant commodity price risk.

Interest rate risk

The Company finances its operations mainly through borrowings from its parent company. The group borrows at both fixed and floating rates. The Company's interest rate and maturity profiles have been set out in note 14. The fair value of the Company's financial liabilities equates to its book value.

Credit risk

The Company's principal financial assets are inter-Company debtors with subsidiary undertakings. The recovery of these balances is underpinned by the underlying assets of the subsidiary companies, being UK holiday parks.

Liquidity risk

In order to maintain liquidity to ensure sufficient funds are available for ongoing operations and future developments, the group uses a mixture of long-term and short-term debt finance. Please refer to the going concern note for management's detailed risk assessment in response to COVID-19.

Section 172 statement

The Board has a duty under s172 of the Companies Act 2006 to promote the success of the Company for the benefit of its members as a whole and in doing so, to have regard (amongst other matters) to:

- (a) The likely consequences of any decision in the long term,
- (b) The interests of the Company's employees,
- (c) The needs to foster the Company's business relationships with suppliers, clients and others,
- (d) The impact of the Company's operations on the community and the environment,
- (e) The desirability of the Company maintaining a reputation for high standards of business conduct, and
- (f) The needs to act fairly as between members of the Company.

During the year the Board has considered its duties under s172 and how it fulfils its obligations therefore in respect of the following key stakeholder groups:

Shareholders

The Board is appointed by the shareholders to oversee, govern and make decisions on their behalf and so directly responsible for protecting and managing their interests in the Company. It does this by setting the strategies, policies and corporate governance structures described elsewhere in these financial statements. Refer to the Strategic Report where principal risks and future developments have been discussed further, including going concern.

Employees

The Company is committed to supporting the principle of equal opportunities and opposes all forms of unlawful or unfair discrimination on the grounds of colour, race, nationality, ethnic origin, gender, marital status, disability, religion, age or sexual orientation. The Company's aim is to recruit, train and promote the best person for the job and to create a working environment free from unlawful discrimination, victimisation and harassment, and in which all employees are treated with dignity and respect. Refer to the Strategic Report: Principal risks and uncertainties for the policy on job retention as well as to the Directors Report for the section on the Company's investment in its employees.

The Group undertakes employee engagement surveys to get feedback on culture and wider matters of importance to employees and offers training and development opportunities, enabling employees to improve their professional competencies within a bespoke Holiday Hero training programme.

Away Resorts Limited

Strategic report (continued)

Section 172 statement (continued)

The recruitment, training, career development and promotion of less able persons are fully and fairly considered having regard to the aptitudes and abilities of each individual. Efforts are made to enable employees who become less able during employment to continue their career with the Company and, if necessary, appropriate training is provided.

The Company insists on the highest standard of professionalism and integrity from our employees who are expected to refrain from any conduct or behaviours that could be perceived unfavourably.

The Company's Health & Safety Policy guides the Company's direction and approach to responsible health and safety management. To ensure a consistent approach to maintaining the health, safety and well-being of all persons who might be affected by the activities within an office, all locations commit to implementing standards prescribed by the Policy. Our policy during the national lockdown period as a result of COVID-19 is detailed in the table at the end of this report.

Customers

The Company's customers are vital to the success of the business and it is important that we deliver with integrity the best possible level of service. Refer to the Strategic Report: Principal risks and uncertainties for the policy on quality of customer service have been discussed further. We are aligned with and focussed on our customers' satisfaction and care about their holiday experience. We know that long lasting relationships depend on this and our Net Promotor Score, which confirms our status as 'world-class', is an important indicator of customer satisfaction when compared against the wider hospitality sector. Further details surrounding our customer service approach can be found on our website.

Suppliers

The Company has developed a responsible purchasing policy to include consideration of items such as environment, diversity, health and safety and the modern slavery trade. Further details surrounding our procurement strategy can be found on our website.

It is the Company's intention to agree appropriate terms of payment with suppliers and to abide by those terms based on timely submission of valid invoices. In absence of agreed terms, the Company's policy is to pay within 30 days from receipt of a valid invoice. Our policy during the national lockdown period as a result of COVID-19 is detailed elsewhere in the report.

The wider community

The Company's approach to business includes a deeply held sense of responsibility to the environment and communities in which we operate. The Company seeks to engender good relationships with local councils and is an active member of the community. Recycling is in place at both holiday parks and at head office and regular fundraising takes place for various community causes. Away Resorts has a zero tolerance approach to any form of modern slavery and is committed to acting ethically, with integrity and transparency in all business dealings, and to safeguard against any form of modern slavery taking place within the business or our supply chain.

Away Resorts Limited

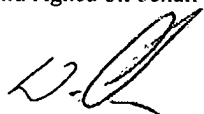
Strategic report (continued)

Section 172 statement (continued)

Key decisions made in the year as summarised below:

Significant events/decisions	Key S.172 matter(s) affected	Actions and impact
COVID-19 impact	Customers, Employees, Suppliers	<ul style="list-style-type: none"> - Investment made in meeting Health & Safety requirements as a result of COVID-19 including revision of operating manuals setting out all operating procedures within each venue and park to enable social distancing and provision of PPC in order to protect the safety of employees, customers and other visitors on park. - Communication continued through the year to customers and employees relating to updates on operations. Customers were communicated via email, telephone calls, the website, app and social media. Employees were communicated via emails and the internal social platform. - Partial refunds and special debt collection terms were put in place with private holiday homeowners. Refunds or alternative dates were provided for all holidays.
Acquisition of the trade and assets of Boston West Hotel and Golf Course	Shareholders	<ul style="list-style-type: none"> - Shareholder consultation took place in accordance with governance requirements
Development of Mill Rythe Limited	Customers, Employees	<ul style="list-style-type: none"> - Redevelopment of the park, originally planned for commencement in 2022, was brought forward to 2021 and began in October 2020.
Bank funding	Lenders	<ul style="list-style-type: none"> - Additional funds were drawn down in £7m and £10m to protect the business from cash flow implications. These funds were not used in the year.
Furlough scheme	Employees	<ul style="list-style-type: none"> - 640 Employees in the Group were placed in the governments' job retention scheme from 28th March 2020. Gradual and staggered returns occurred in June and July as the parks were allowed to open. During the three-tiered system introduced in October, groups of staff were reintroduced to the job retention scheme, with further extensions across the employee base during the introduction of Tier 4 in December, and the third national lockdown from January 2021. - Employees on the job retention scheme have returned through a staggered process in preparation for the parks to reopen in April 2021.
Owners credits	Customers	<ul style="list-style-type: none"> - Owners were awarded credits against their annual fees during April May, June and July up to the point of re-opening the parks.
ESG Policies	Shareholders, Suppliers, Employees, Customers, Lenders	<ul style="list-style-type: none"> - Assessments were carried out as to the total carbon emissions produced by the group, and strategies are being put in place to reduce these emissions from 2021 with a longer term view to becoming carbon neutral.
Discover Different Customer Journey	Customers	<ul style="list-style-type: none"> - Use of a marketing cloud to provide enhanced personalised customer communication, with the Discover Different campaign being launched in January 2021. - A new website has been developed to enable improved online customer journeys. - Developments have been made to the app to support retail offerings, including the ease of table reservations and take-away ordering, as a response to restrictions placed on food and beverage offerings as a result of COVID-19. - A CITNOW platform has been used to provide potential Holiday Home purchasers to view units available for sale online.

Approved by the Board of Directors
and signed on behalf of the Board



N Ryder
Director

Date 30/06/2021

Away Resorts Limited

Directors' report

The directors present their annual report and the audited financial statements for the year ended 31 December 2020.

Proposed dividend

The directors do not recommend the payment of a dividend (2019: £nil).

Employees

The Company recognises that the contribution made by its employees is crucial to its success. Substantial investment is therefore made in the training, development and motivation of staff with particular attention to ensuring customer satisfaction and the achievement of high standards of service. The Company endorses the application of equal opportunities policies to provide fair and equitable conditions for all employees regardless of sex, family status, religion, creed, colour, ethnic origin, age, disability or sexual orientation. Where employees become disabled in the course of their employment, they will continue to be employed, wherever practicable, in the same job or, if this is not practicable, every effort will be made to find an alternative job and provide appropriate training.

Streamlined energy and carbon reporting (SECR)

The Companies (Directors' Report) and Limited Liability Partnerships (Energy and Carbon Report) Regulations 2018 (the 2018 Regulations) implement the government's policy on Streamlined Energy and Carbon Reporting (SECR). The 2018 Regulations' require large unquoted companies that have consumed (in the UK, more than 40,000 kilowatt-hours (kWh) of energy in the reporting period to include energy and carbon information within their directors' report. The Company did not meet the definition of a large company in the year, as did none of the companies in the Group. The Group's parent company is also a low energy user. This means that neither the parent company nor its subsidiaries are obliged to include energy and carbon information in the Directors' Report.

Post balance sheet events

Post balance sheet events are disclosed in note 18 of the financial statements.

Matters covered in the strategic report

Disclosure of the Company's review of business, future development, going concern and the Company's financial risk management objectives and policies are included in the Strategic Report, including details of the impact of COVID-19 and the decisions made by management to safeguard the business, its employees and customers.

Directors and their interest

The directors who held office during the year were as follows:

C Castledine
G Lashley
N Ryder

None of the directors who held office at the end of the financial year had any disclosable interest in the shares of the Company.

According to the register of directors' interests, no rights to subscribe for shares or debentures of the Company were granted to any of the directors or their immediate families, or exercised by them, during the financial year.

Away Resorts Limited

Directors' report (continued)

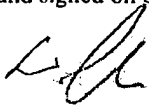
The directors confirm that:

- in so far as each of the directors is aware there is no relevant audit information of which the Company's auditor is unaware; and
- the directors have taken all steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

Auditor

BDO LLP were appointed as auditor during the year, and a resolution to re-appoint them will be proposed at the annual general meeting in accordance with section 485 of the Companies Act 2006.

Approved by the Board of Directors
and signed on behalf of the Board



N Ryder
Director

Date 30/06/2021

Away Resorts Limited

Statement of directors' responsibilities

The directors are responsible for preparing the Strategic Report and 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 laws). 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 and profit or loss of the Company for that year. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable UK Accounting Standards comprising FRS102 have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgments and accounting estimates that are reasonable and prudent; and
- 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.

Away Resorts Limited

Independent auditor's report to the members of Archer Midco Limited

Opinion on the 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 2020 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.

We have audited the financial statements Away Resorts Limited ("the Company") for the year ended 31 December 2020 which comprise the Statement of comprehensive income, the Statement of financial position, the Statement of changes in equity and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remain independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the Directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the Directors with respect to going concern are described in the relevant sections of this report.

Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Away Resorts Limited

Independent auditor's report to the members of Archer Midco Limited

Other Companies Act 2006 reporting

In our opinion, based on the work undertaken in the course of the audit:

- 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; and
- the Strategic report and the Directors' report have been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Strategic report or the Directors' report.

We have nothing to report in respect of the following matters in relation to which 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.

Responsibilities of Directors

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, and for such internal control as the Directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Extent to which the audit was capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

As part of the audit we gained an understanding of the legal and regulatory framework applicable to the Company and the industry in which it operates, and considered the risk of acts by the Company that were contrary to applicable laws and regulations, including fraud. We considered the Company's compliance with laws and regulations that have a direct impact on the financial statements including, but not limited to, UK company law, UK tax legislation and employment law. We considered the extent to which non-compliance might have a material effect on the Company's financial statements.

Based on our understanding we designed our audit procedures to identify instances of non-compliance with such laws and regulations. Our procedures included reviewing the financial statement disclosures and agreeing to underlying

Away Resorts Limited

Independent auditor's report to the members of Archer Midco Limited

supporting documentation where necessary. We made enquiries of management and of the Directors as to the risks of non-compliance and any instances thereof.

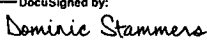
We also addressed the risk of management override of internal controls, including testing journal entries processed during and subsequent to the year and evaluating whether there was evidence of bias by the Directors that represented a risk of material misstatement due to fraud. We review minutes taken from meetings with directors and any correspondence with regulatory authorities, including considering the regulatory returns submitted by the company.

Our audit procedures were designed to respond to risks of material misstatement in the financial statements, recognising that the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery, misrepresentations or through collusion. There are inherent limitations in the audit procedures performed and the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we are to become aware of it.

A further description of our responsibilities is available on the Financial Reporting Council's website at: <https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

Use of our report

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.

DocuSigned by:

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Dominic Stammers (Senior Statutory Auditor)
For and on behalf of BDO LLP, statutory auditor
London

Date 01 July 2021

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

Away Resorts Limited

Statement of comprehensive income For the year ended 31 December 2020

	Note	2020 £	2019 £
Turnover	3	5,729,830	4,942,057
Other income	7	205,313	-
Administrative expenses		<u>(5,860,758)</u>	<u>(5,070,697)</u>
Operating profit/(loss)		74,385	(128,640)
Interest receivable and other income	8	1,020	71,355
Interest payable and similar charges	9	<u>(5,989,012)</u>	<u>(5,619,880)</u>
Loss before taxation	4	(5,913,607)	(5,677,165)
Tax credit	10	<u>-</u>	<u>62,464</u>
Loss and total comprehensive expense for the financial year		<u>(5,913,607)</u>	<u>(5,614,701)</u>
Loss and total comprehensive expense for the financial year attributable to:			
Owners of the parent		<u>(5,913,607)</u>	<u>(5,614,701)</u>

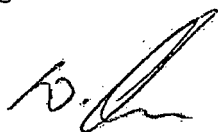
All results are derived from continuing operations.

The notes on pages 17 to 26 form part of these financial statements.

Away Resorts Limited**Company no: 06458827****Statement of financial position
31 December 2020**

	Note	2020 £	2019 £
Fixed assets			
Tangible assets	11	1,024,819	838,341
Investments	12	73,029,317	67,965,818
		<u>74,054,136</u>	<u>68,804,159</u>
Current assets			
Debtors	13	959,517	545,386
Cash at bank and in hand		9,157,942	3,298,507
		<u>10,117,499</u>	<u>3,843,893</u>
Creditors: amounts falling due within one year	14	<u>(126,012,492)</u>	<u>(108,575,342)</u>
Net current liabilities		<u>(115,895,033)</u>	<u>(104,731,449)</u>
Total assets less current liabilities		<u>(41,840,197)</u>	<u>(35,927,290)</u>
Net liabilities		<u>(41,840,897)</u>	<u>(35,927,290)</u>
Capital and reserves			
Called up share capital	15	2	2
Profit and loss account		<u>(41,840,899)</u>	<u>(35,927,292)</u>
Total equity shareholders' deficit		<u>(41,840,897)</u>	<u>(35,927,290)</u>

These financial statements were approved and authorised for issue by the Board of Directors on 30/06/2021
Signed on behalf of the Board of Directors



N Ryder
Director

The notes on pages 16 to 26 form part of these financial statements.

Away Resorts Limited

Statement of changes in equity For the year ended 31 December 2020

	Called up share capital £	Profit and loss account £	Total £
At 1 January 2019	2	(30,312,591)	(30,312,589)
Loss and total comprehensive income for the year	-	(5,614,701)	(5,614,701)
At 31 December 2019	2	(35,927,292)	(35,927,290)
Loss and total comprehensive expense for the year	-	(5,913,607)	(5,913,607)
At 31 December 2020	2	(41,840,899)	(41,480,897)

The notes on pages 17 to 26 form part of these financial statements.

Away Resorts Limited

Notes to the financial statements Year ended 31 December 2020

1. Accounting policies

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

Company information

Away Resorts Limited is a Company domiciled in England and Wales, registration number 06458827. The registered office is 575-599 Maxted Road, Hemel Hempstead, Hertfordshire, HP2 7DX.

Basis of preparation

These financial statements have been prepared in accordance with applicable United Kingdom accounting standards, including Financial Reporting Standard 102 – 'The Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland' ('FRS 102'), and with the Companies Act 2006. The financial statements have been prepared on the historical cost basis except for the modification to a fair value basis for certain financial instruments as specified in the accounting policies below.

The financial statements are presented in Sterling (£).

The Company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by the FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirements of Section 4 Statement of Financial Position paragraph 1(iv);
- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d);
- the requirements of Section 11 Financial Instruments paragraphs 11.41(b), 11.41(c), 11.41(e), 11.41(f), 11.42, 11.44 to 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b) and 11.48(c);
- the requirements of Section 12 Other Financial Instruments paragraphs 12.26 to 12.27, 12.29(a), 12.29(b) and 12.29A; and
- the requirements of Section 33 Related Party Disclosures paragraph 33.7.

The Company is exempt by virtue of s400 of the Companies Act 2006 from the requirement to prepare group accounts. These financial statements present information about the Company as an individual undertaking and not about its group.

Going concern

The Company has a net current liabilities position of £115,895,000 (2019: £104,731,000) and a net liabilities position of £41,841,000 (2019: £35,927,000). The Company's operations and finances are intrinsically linked to the wider group headed by Archer Topco Limited to support the ongoing operations, cash flows and projections. Due to this, the directors of the Company have received confirmation of ongoing financial support from the parent company. The wider group has external financing subject to quarterly covenant testing.

The directors of the Company, who are also directors of the group companies, have reviewed the company's and group's projected income and cash flows which they have prepared on the basis of a detailed analysis of the company's finances, contracts and likely future demand trends to 31 December 2025. These projections indicate that the company will continue to be able to meet its liabilities as they fall due, and the group will remain within its existing financing facilities and compliant with its covenants.

The directors have also modelled reasonably possible downside scenario's including future local lockdowns of group parks, which continue to show the company and group continue to be able to meet its liabilities as they fall due within the existing facilities available to the Group.

Away Resorts Limited

Notes to the financial statements (continued) Year ended 31 December 2020

1. Accounting policies (continued)

Tangible fixed assets

Tangible fixed assets are stated at cost, net of depreciation and any provision for impairment. Depreciation is provided on all tangible fixed assets at rates calculated to write off the cost, less estimated residual value, of each asset on a straight-line basis over its expected useful life as follows:

Plant and machinery	3 to 4 years
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Impairment of assets

At each reporting date fixed assets are reviewed to determine whether there is any indication that those assets have suffered an impairment loss. If there is an indication of possible impairment, the recoverable amount of any affected asset is estimated and compared with its carrying amount. If the estimated recoverable amount is lower, the carrying amount is reduced to its estimated recoverable amount and an impairment loss recognised immediately in profit or loss.

If an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but not in excess of the amount that would have been determined if no impairment loss had been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

Investments

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

Taxation

The tax charge for the year represents the sum of the tax currently payable and deferred tax based on the taxable profit for the year.

Current tax is recognised for the amounts of Corporation Tax payable in respect of the taxable profit for the current or past reporting periods using the tax rates and laws that have been enacted or substantively enacted by the reporting date.

Deferred tax is recognised on all timing differences at the reporting date, except as otherwise indicated. Timing differences are differences between taxable profits and total comprehensive income that arise from the inclusion of income and expenditure in tax assessment in periods different from those in which they are recognised in the financial statements. Deferred tax assets are only recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Deferred tax is calculated at the tax rates that are expected to apply to the taxable profit (tax loss) of the periods in which it expects the deferred tax asset to be realised or the deferred tax liability to be settled on the basis of tax rates that have been enacted or substantively enacted by the end of the reporting year.

Deferred tax liabilities are presented within provisions for liabilities and deferred tax assets within debtors

Lease assets

Rentals payable under operating leases are charged to the profit and loss account on a straight-line basis over the lease term, unless the rental payments are structured to increase in line with expected general inflation, in which case the Company recognises annual rent expense equal to amounts owed to the lessor. The aggregate benefit of lease incentives is recognised as a reduction to the expense recognised over the lease term on a straight-line basis.

Turnover

Turnover represents the amounts (excluding Value Added Tax) derived from the provision of management services to customers.

Away Resorts Limited

Notes to the financial statements (continued)

Year ended 31 December 2020

1. Accounting policies (continued)

Government support

During the year, the Company made use of the government Job Retention Scheme. Receipts have been treated as government grants and recognised as other income in the period in which the claim relates.

Government grants are not recognised until there is reasonable assurance that the grants will be received and that the Company will comply with any conditions attached to them.

Government grants are recognised in the income statements over the same period as the costs for which the grants are intended to compensate. Government grants that are receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the Company with no future related costs are recognised in profit or loss in the period in which they become receivable.

Pensions

The Company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the Company in an independently administered fund. The amounts charged to the profit and loss account represent the contribution payable to the scheme in respect of the accounting year.

Cash and liquid resources

Cash comprises cash in hand and deposits repayable on demand, less overdrafts payable on demand.

Dividends on shares presented within shareholders' funds

Dividends unpaid at the balance sheet date are only recognised as a liability at that date to the extent that they are appropriately authorised and are no longer at the discretion of the Company. Unpaid dividends that do not meet these criteria are disclosed in the notes to the financial statements.

Financial assets

Loans, prepayments and loans to fellow group undertakings

Prepayments are measured at transaction cost. Loans made to fellow group undertakings are initially measured at fair value net of transaction costs and then they are subsequently measured at amortised cost using the effective interest rate less impairment.

Financial liabilities

Loans and secured notes

Loans and secured notes are initially measured at fair value, net of transaction costs. They are then subsequently measured at amortised cost using the effective interest rate method, with interest expense recognised on the basis of the effective interest method.

The effective interest rate method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant year. The effective interest rate is the rate that exactly discounts estimated future cash payments through the effective life of the financial liability, or (where appropriate) a shorter period, to the net carrying value on initial recognition.

Where loans have been received at below market terms from fellow group undertakings at the direction of this Company's parent, the difference between the proceeds and fair value is taken to capital contributions within equity.

Finance costs

Finance costs, comprising interest payable on loans, secured notes and the costs incurred in connection with the arrangements of borrowings are recognised in profit or loss using the effective interest rate method.

Away Resorts Limited

Notes to the financial statements (continued)

Year ended 31 December 2020

2. Judgements in applying accounting policies and key sources of estimation uncertainty

As required by FRS 102, preparation of the financial statements requires management to make significant judgements and estimates. The directors have specifically considered the impact of the COVID-19 pandemic on the financial statements, and on the estimates and judgements applied at the balance sheet date.

The items in the financial statements where these judgements and estimates have been made include:

Judgements

Impairment indicators

Management assess, as required under FRS 102 para 27, whether there are any indicators that any asset may be impaired. Judgement is required when taking into consideration both external and internal sources of information. Management have concluded that the sole indicator of impairment is the impact of COVID-19. Management are satisfied that the carrying value of investments in the group is lower than the recoverable amount and no impairment is required.

Going concern

As part of the detailed going concern assessment, management perform a detailed review of forecasted cash flows supporting the impairment review of investments and fixed assets. Judgement is required in determining future cash flows, discounted to the balance sheet date, using an appropriate discount rate. Please refer to note 1 for the management's current assessment of going concern.

Identification of acquired assets and liabilities on business combinations, and determination of their fair value

On business combinations, an assessment is made of the fair value of the assets and liabilities acquired including contingent consideration. Management exercise judgement in the identification of all separately identifiable assets and liabilities, including intangible asset and deferred taxation. The fair value of the intangible assets acquired is based on various valuation methods including external property valuation specialists and the discounted cash flows expected to be derived from the use of the asset. The useful economic life of goodwill is a judgement made by the directors in arriving at the carrying value.

Fair value of contingent consideration

To determine the value of contingent consideration, management is required to make judgements and estimates of the current and future results of the group. Management must also make an estimate of the expected future cash flow, discounted to the balance sheet date, using an appropriate discount rate.

Treatment of leases under the ground rent transaction

Determination on whether leases entered into by the Company under the ground rent agreement are operating or finance leases. The decision depends on an assessment of whether risks and rewards of ownership have been transferred from the lessor to the lessee on a lease-by-lease basis.

Estimates

Useful life and residual values of fixed assets

To determine the useful life and residual values of fixed assets, management is required to make estimates of current and future results of the group. The decision depends on an assessment of the use to which assets are put and their future alternative use.

3. Segmental information

FRS 102 requires operating segments to be determined based on the Company's internal reporting to the Chief Operating Decision Maker, since they are primarily responsible for the allocation of resources to segments and the assessment of the performance of each segment.

Away Resorts Limited

Notes to the financial statements (continued) Year ended 31 December 2020

The principal activity of the Company is the provision of management services. Management consider there is only one operating segment, as this is the lowest level at which discrete financial information is available. All of the Company's income is generated from UK operations.

Turnover, analysed by category, was as follows:

	2020 £	2019 £
Rendering of services	5,729,830	4,942,057
	<u>5,729,830</u>	<u>4,942,057</u>

4. Loss before taxation

Loss before taxation is stated after charging:

	2020 £	2019 £
Depreciation of tangible fixed assets	401,754	320,614
Hire of other assets – operating leases	177,148	44,811
Auditor's remuneration – audit services	97,000	63,000
Exceptional costs	-	141,734
	<u>-</u>	<u>141,734</u>

The analysis of auditor's remuneration is as follows:

	2020 £	2019 £
Audit of the Company	6,000	5,000
Audit of the subsidiaries	91,000	58,000
	<u>97,000</u>	<u>63,000</u>
Total auditor's remuneration	<u>97,000</u>	<u>63,000</u>

5. Remuneration of directors

The directors have been remunerated by parent Company, Archer Bidco Limited..

Away Resorts Limited

Notes to the financial statements (continued) Year ended 31 December 2020

6. Staff number and costs

The average number of persons employed by the Company (including directors) during the year, analysed by category, was as follows:

	2020 Number	2019 Number
Directors	3	3
Administrative staff	69	63
	<u>72</u>	<u>66</u>

The aggregate payroll costs of these persons were as follows:

	2020 £	2019 £
Wages and salaries	2,844,351	2,431,177
Social security costs	295,668	239,187
Other pension costs	46,057	38,696
	<u>3,186,076</u>	<u>2,709,060</u>

The Company operates a defined contribution pension scheme. The pension cost charge for the year represents contributions payable by the Company to the fund and amounted to £46,057 (2019: £38,696), £nil (2019: £nil) of this amount being unpaid at the year end.

7. Other income

	2020 £	2019 £
Government grants	205,313	-
	<u>205,313</u>	<u>-</u>

8. Interest receivable and other income

	2020 £	2019 £
Bank interest receivable	1,020	71,355
	<u>1,020</u>	<u>71,355</u>

Away Resorts Limited

Notes to the financial statements (continued) Year ended 31 December 2020

9. Interest payable and similar charges

	2020 £	2019 £
<i>Financial liabilities held at amortised cost</i>		
On bank loans and overdrafts	1,105	2,025,413
Amortisation of debt issue cost	-	240,496
Write-off of debt issue costs	-	562,619
Interest on intercompany loan	5,987,907	2,791,352
	<u>5,989,012</u>	<u>5,619,880</u>

10. Taxation

	2020 £	2019 £
UK Corporation Tax	-	(62,464)
Total current tax	-	(62,464)
Deferred taxation	-	-
Tax on loss on ordinary activities	-	(62,464)

Factors affecting the tax credit for the current year:

The current tax credit for the year is lower than the standard rate of Corporation Tax in the UK of 19.00 % (2019: 19.00%). The differences are explained below:

Reconciliation of effective tax rate

	2020 £	2019 £
Loss before tax	(5,913,608)	(5,677,165)
Current tax at 19.00% (2019: 19.00%)	(1,123,586)	(1,078,661)
Fixed asset differences	538	2,320
Expenses not deductible for tax purposes	293	27,367
Unrecognised deferred taxation	948,879	15,531
Group relief granted	178,091	1,071,465
Tax charge in respect to previous period	-	(62,464)
Other adjustments	4,215	(38,022)
Total tax in income statement	-	(62,464)

A deferred tax asset of £980,169 (2019: £41,593) has not been recognised within the accounts due to uncertainty over recoverability.

Away Resorts Limited

Notes to the financial statements (continued) Year ended 31 December 2020

11. Tangible fixed assets

	Plant and machinery £	Assets under construction £	Total £
Cost			
At 1 January 2020	1,785,504	22,982	1,808,486
Additions	599,291	14,611	613,902
Reclassification	22,982	(22,982)	-
Disposal	(252,248)	-	(252,248)
At 31 December 2020	<u>2,155,529</u>	<u>14,611</u>	<u>2,170,140</u>
Accumulated depreciation			
At 1 January 2020	970,145	-	970,145
Charge for the year	401,754	-	401,754
Disposal	(226,578)	-	(226,578)
At 31 December 2020	<u>1,145,321</u>	<u>-</u>	<u>1,145,321</u>
Net book value			
At 31 December 2020	<u>1,010,208</u>	<u>14,611</u>	<u>1,024,819</u>
At 31 December 2019	<u>815,359</u>	<u>22,982</u>	<u>838,341</u>

Tangible fixed assets with a carrying value of £1,024,819 (2019: £838,341) are pledged as security for the Company's bank loans.

12. Fixed asset investments

	Shares in and long- term loans to subsidiary undertakings £
Cost at 1 January 2020	67,965,818
Acquisitions	5,063,499
Cost at 31 December 2020	<u>73,029,317</u>

On 12 November 2020, the trade and assets of a hotel and golf course was acquired by Boston West Holiday Park Limited, a 100% owned subsidiary incorporated on 21 October 2020. The Company provided funding of £5,375,000 to the subsidiary as a capital contribution where repayment is not anticipated.

Away Resorts Limited

Notes to the financial statements (continued) Year ended 31 December 2020

12. Fixed asset investments (continued)

The undertakings, all of which are incorporated in England and Wales and have the same registered office as the Company as disclosed on page 1, in which the company or group hold 100% interest in the ordinary share capital at the period end are as follows.

Subsidiary undertakings	Country of incorporation	Principal activity	Class of share
Away Resorts (Transport) Limited	UK	Provision of transport services	Ordinary
Barmouth Bay Holiday Park Limited	UK	Operation of holiday parks	Ordinary
Boston West Holiday Park Limited	UK	Operation of hotel and golf course	Ordinary
Mersea Island Holiday Park Limited	UK	Operation of holiday parks	Ordinary
Mill Rythe Limited	UK	Operation of holiday parks	Ordinary
Sandy Balls Estate Limited	UK	Operation of holiday parks	Ordinary
Tattershall Lakes Limited	UK	Operation of holiday parks	Ordinary
Whitecliff Bay Holiday Park Limited	UK	Operation of holiday parks	Ordinary
Whitecliff Bay Hotel Company Limited	UK	Dormant	Ordinary

13. Debtors

	2020 £	2019 £
Prepayments and accrued income	284,591	375,376
Trade debtors	229	70,338
Other debtors	674,697	99,672
	<u>959,517</u>	<u>545,386</u>

14. Creditors: amounts falling due within one year

	2020 £	2019 £
Amounts due to group undertakings	120,483,678	101,505,718
Trade creditors	5,257,574	5,236,879
Other taxation and social security	-	1,647,427
Other creditors	61,025	75,871
Accruals and deferred income	210,215	109,447
	<u>126,012,492</u>	<u>108,575,342</u>

Away Resorts Limited

Notes to the financial statements (continued) Year ended 31 December 2020

14. Creditors: amounts falling due within one year (continued)

The amount due to group undertakings is repayable on demand and is therefore reflected within creditors due within one year. Where the amount due to group undertakings resulted from funding for investment, interest is charged on amounts due per agreements as follows: loan from Willoughby (880) Limited of £7.4m at 4.5% per annum and loan from Archer Bidco Limited of £37.1m at 10% per annum. Other amounts due to group undertakings do not incur interest charges.

15. Called up share capital

	2020 £	2019 £
<i>Allotted, called up and fully paid</i>		
2 (2019 – 2) ordinary shares of £1 each (authorised 1,000, allotted 2)	<u>2</u>	<u>2</u>

Ordinary shares rank equally in terms of rights to dividends, repayments of capital and voting.

16. Reserves

Called up share capital – represents the nominal value of shares that have been issued.

Profit and loss account – includes current and prior period retained profits and losses.

17. Commitments

(a) Capital commitments at 31 December 2020 were £nil (2019: £nil).

(b) The Company's future minimum commitments under non-cancellable operating leases are as follows:

	2020 £	2019 £
Within one year	47,043	58,757
Between two and five years	76,069	78,029
Over five years	-	-
	<u>123,112</u>	<u>136,786</u>

18. Subsequent events

On 12 March 2021 the Company acquired the trade and assets of St Ives Bay, a holiday park based in Cornwall for £27.9m plus fees. On the same date, the company, St Ives Bay Holiday Park Limited, entered into lease agreements for 99 years, secured on freehold land and buildings.

The acquisition was funded by the proceeds of the sale and leaseback transaction of £16.8m, and by an additional shareholder investment in Archer Topco Limited whereby ordinary and preference shares were issued of £12.3m.

On 30 April 2021, the Company acquired the shares of Riverhead Commercial Services Limited, a company operating a holiday park in the North-East of England, for £4.7m plus fees. The acquisition was funded by cash within the group.

Away Resorts Limited

Notes to the financial statements (continued) **Year ended 31 December 2020**

19. Ultimate parent Company and parent undertaking of larger group of which the Company is a member

The Company is a subsidiary undertaking of Away Resorts Holdings Limited, a company registered in England and Wales. The ultimate parent company is Archer Topco Limited, a company registered in Jersey.

The smallest and largest group in which the results of the company are consolidated is that headed by Archer Topco Limited, incorporated in Jersey and registered at the Jersey Financial Services Commission, 14-18 Castle Street, St Helier, Jersey, JE4 8TP.

The ultimate controlling party is Freshstream 1 LP.

Subsequent to the year end, Freshstream announced it signed an agreement for the sale of Archer Topco Limited to CVC Capital Partners. The transaction is expected to complete later this year, subject to regulatory approvals.