

# **Fawsley Hall Limited**

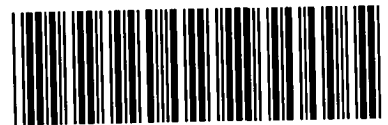
Report and Financial Statements

Period Ended

26 November 2020

Company Number 08595744

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# Fawsley Hall Limited

## Company Information

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<b>Directors</b>	D Waddell H O'Connor
<b>Company secretary</b>	Vistra Company Secretaries Limited
<b>Registered number</b>	08595744
<b>Registered office</b>	The Old Library The Drive Sevenoaks Kent TN13 3AB
<b>Independent auditor</b>	BDO LLP 55 Baker Street London W1U 7EU

# Fawsley Hall Limited

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# **Fawsley Hall Limited**

## **Strategic Report For the period ended 26 November 2020**

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### **Introduction**

The directors present their Strategic Report for the 52-week period ended 26 November 2020 (2019: 52-week period).

### **Business review**

The results for the period and financial position are as shown in the annexed financial statements. The directors are optimistic as to the future success of the group.

The hotel turnover for the period decreased by 57% to £2,168k (2019: £5,086k) and the operating loss was £1,850k (2019: £548k). EBITDA for the period was negative £1,237k (2019: positive £31k). Following an impairment review, the company and group recognised an impairment charge of £517k over the tangible fixed assets during the period. The downturn in results is due to the temporary closure of the hotel as a result of the COVID-19 pandemic.

Rooms performance showed a decrease of 34.5% in occupancy for the period and a decreased of £46.46 in revpar (revenue per available room).

The group operates within the upmarket country house hotel business and has undertaken to maintain the assets of the business through a programme of improvements to services and facilities.

Despite the challenging times as a result of COVID-19, and its negative impact on the economy especially within the hospitality industry, the directors still remain optimistic as to the future success of the company.

### **Principal risks and uncertainties**

The directors consider the following to be principal risks and uncertainties facing the group:

- financial and operational impact of the coronavirus pandemic;
- economic recession;
- changes to government regulations including legislation on employees, environmental and health and safety;
- natural disasters.

The directors consider the following to be principal risks and uncertainties facing the group:

### **Expansion for the future**

We are maintaining our investment in constantly upgrading and improving our existing bedroom stock.

### **Environment**

The hotel operates in a beautiful location and it is in our best interests to minimise the impact upon the environment, particularly by energy saving initiatives within the hotel.

# **Fawsley Hall Limited**

## **Group Strategic Report (continued) For the period ended 26 November 2020**

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### **Personnel**

We clearly understand that our employees are the most valuable asset in the company. We continue to invest in training and skills development programmes. We intend to continue our philosophy and invest in our staff. The company places considerable value on the involvement of its employees and has continued to keep them informed on matters affecting them. Employees are consulted regularly on a wide range of matters affecting their current and future interests.

This report was approved by the board on 29 November 2021 and signed on its behalf.



**H O'Connor**  
Director

# **Fawsley Hall Limited**

## **Directors' Report For the period ended 26 November 2020**

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The directors present their report and the financial statements for the 52-week period ended 26 November 2020.

### **Principal activity**

The group's principal activity during the period was the ownership and operation of Fawsley Hall Hotel.

### **Results and dividends**

The loss for the group for the period, after taxation, amounted to £1,850k (2019: £546k).

No dividends were paid during the current or previous period.

### **Financial instruments**

The group is exposed to the usual credit risk and cash flow movement involved with selling on credit and manages this through the company credit policy. The policy is to finance working capital through retained earnings and finance fixed assets through both earnings and short term, non-interest bearing loans from its ultimate parent undertaking.

The directors do not consider any other risks attaching to the use of financial instruments to be material to an assessment of the group or company's financial position or result.

### **Directors**

The following persons served as directors during the period:

K Arkley (resigned 2 July 2021)  
S Fairs (resigned 1 April 2021)

Subsequent to the period end, the following directors were appointed:

D Waddell (appointed 1 April 2021)  
H O'Connor (appointed 2 July 2021)

# Fawsley Hall Limited

## Directors' Report (continued) For the period ended 26 November 2020

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### Directors' responsibilities

The directors are responsible for preparing the Strategic Report, the Directors' Report and the consolidated financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial period. 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), including FRS 102, The Financial Reporting Standard applicable in the UK and Republic of Ireland. 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 the group and of the profit or loss of the group 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; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the group 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 the group and to 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 the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

### Going concern

The global and UK outbreak of coronavirus and its impact on the company and the group, has been and continues to be closely reviewed by the Board of Directors. Further information in this regard is provided in note 1 to these financial statements, including the basis on which the board have concluded that it remains appropriate to adopt the going concern basis of preparation.

### Provision of information to auditor

Each person who was a director at the time when this report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the company's auditor is unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the company's auditor is aware of that information.

This report was approved by the board on 29 November 2021 and signed on its behalf.



**H O'Connor**  
Director

# **Fawsley Hall Limited**

## **Independent Auditor's Report to the members of Fawsley Hall Limited**

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### **Opinion**

We have audited the financial statements of Fawsley Hall Limited (the 'company') and its subsidiary (the "group") for the period ended 26 November 2020 which comprise the Consolidated Statement of Comprehensive Income, the Consolidated Statement of Financial Position, the Company Statement of Financial Position, the Consolidated Statement of Changes in Equity, the Company Statement of Changes in Equity, the Consolidated Statement of Cash Flows 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).

In our opinion, the financial statements:

- give a true and fair view of the state of the group and company's affairs as at 26 November 2020 and of the group's loss for the period then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- have been prepared in accordance with the requirements of the Companies Act 2006.

### **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 are 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. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### **Material uncertainty relating to going concern**

We draw attention to note 1 to the financial statements explains that the company and group remain reliant on the ongoing support of the ultimate shareholders, which is not legally binding, to enable them to continue as a going concern. As explained in note 1, these events, along with the other matters set out in note 1, indicate that a material uncertainty exists that may cast significant doubt over and company's and group's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

### **Emphasis of matter – carrying value of tangible fixed assets**

We draw attention to note 2 to the financial statements, which explains that as a result of the impact of the Novel Coronavirus (COVID-19) on the market, the company's directors have advised that less certainty, and a higher degree of caution, should be attached to their assessment of carrying value of tangible fixed assets than would normally be the case. Our opinion is not modified in respect of this matter.



# **Fawsley Hall Limited**

## **Independent Auditor's Report to the members of Fawsley Hall Limited (continued)**

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### **Other information**

The other information comprises the information included in the report and financial statements, other than the financial statements and our Auditor's Report thereon. The directors are responsible for the other information. 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.

In connection with our audit of the financial statements, 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 audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. 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.

### **Opinions on other matters prescribed by the Companies Act 2006**

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 period 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.

### **Matters on which we are required to report by exception**

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 and 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 Directors' Responsibilities Statement set out on page 4, 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.

# Fawsley Hall Limited

## Independent Auditor's Report to the members of Fawsley Hall Limited (continued)

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### 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.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: [www.frc.org.uk/auditorsresponsibilities](http://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:

*Ian Clayden*

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Ian Clayden (Senior Statutory Auditor)  
For and on behalf of BDO LLP, Statutory Auditor  
London  
United Kingdom

Date: 30 November 2021

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

# Fawsley Hall Limited

## Consolidated Statement of Comprehensive Income For the period ended 26 November 2020

		Period ended 26 November 2020 £	Period ended 28 November 2019 £
	Note		
Turnover		2,168,297	5,085,850
Cost of sales		(439,057)	(1,029,234)
<b>Gross profit</b>		<b>1,729,240</b>	<b>4,056,616</b>
Administrative expenses		(3,445,439)	(4,604,615)
Impairment of tangible fixed assets	7	(516,882)	-
Other operating income	3	383,473	-
<b>Operating loss</b>	4	<b>(1,849,608)</b>	<b>(547,999)</b>
Interest receivable		-	1,602
<b>Loss before tax</b>		<b>(1,849,608)</b>	<b>(546,397)</b>
Tax on loss	6	-	-
<b>Loss for the period</b>		<b>(1,849,608)</b>	<b>(546,397)</b>
Other comprehensive loss for the period		-	-
<b>Total comprehensive loss for the period</b>		<b>(1,849,608)</b>	<b>(546,397)</b>
<b>Loss for the period attributable to:</b>			
Owners of the parent company		(1,849,608)	(546,397)
		<b>(1,849,608)</b>	<b>(546,397)</b>

The notes on pages 14 to 28 form part of these financial statements.

**Fawsley Hall Limited**

Registered number:08595744

**Consolidated Statement of Financial Position  
As at 26 November 2020**

	Note	26 November 2020 £	28 November 2019 £
<b>Fixed assets</b>			
Tangible assets	7	13,100,000	13,839,700
<b>Current assets</b>			
Stocks	9	21,099	34,420
Debtors	10	79,588	151,368
Cash and cash equivalents		480,162	994,109
		<u>580,849</u>	<u>1,179,897</u>
Creditors: amounts falling due within one year	11	(18,393,317)	(17,882,457)
<b>Net current liabilities</b>		<u>(17,812,468)</u>	<u>(16,702,560)</u>
<b>Total assets less current liabilities</b>		<u>(4,712,468)</u>	<u>(2,862,860)</u>
<b>Net liabilities</b>		<u>(4,712,468)</u>	<u>(2,862,860)</u>
<b>Capital and reserves</b>			
Called up share capital	12	1	1
Profit and loss account	13	(4,712,469)	(2,862,861)
<b>Total shareholders' deficit</b>		<u>(4,712,468)</u>	<u>(2,862,860)</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 29 November 2021



**H O'Connor**  
Director

The notes on pages 14 to 28 form part of these financial statements.

# Fawsley Hall Limited

Registered number:08595744

## Company Statement of Financial Position As at 26 November 2020

	Note	26 November 2020 £	28 November 2019 £
<b>Fixed assets</b>			
Tangible assets	7	13,100,000	13,839,700
Investments	8	1	1
		<u>13,100,001</u>	<u>13,839,701</u>
<b>Current assets</b>			
Debtors	10	25,313	-
Cash and cash equivalents		183,390	423,137
		<u>208,703</u>	<u>423,137</u>
Creditors: amounts falling due within one year	11	(16,395,059)	(16,393,537)
<b>Net current liabilities</b>		<u>(16,186,356)</u>	<u>(15,970,400)</u>
<b>Total assets less current liabilities</b>		<u>(3,086,355)</u>	<u>(2,130,699)</u>
<b>Net liabilities</b>		<u>(3,086,355)</u>	<u>(2,130,699)</u>
<b>Capital and reserves</b>			
Called up share capital	12	1	1
Profit and loss account	13	(3,086,356)	(2,130,700)
<b>Total shareholders' deficit</b>		<u>(3,086,355)</u>	<u>(2,130,699)</u>

The company has taken advantage of the exemption allowed under section 408 of the Companies Act 2006 and has not presented its own Statement of Comprehensive Income in these financial statements. The loss after tax of the parent company for the period was £955,656 (2019: £394,052).

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 29 November 2021



**H O'Connor**  
Director

The notes on pages 14 to 28 form part of these financial statements.

# Fawsley Hall Limited

## Consolidated Statement of Changes in Equity For the period ended 26 November 2020

	Share capital £	Profit and loss account £	Total equity £
<b>At 30 November 2018</b>	<b>1</b>	<b>(2,316,464)</b>	<b>(2,316,463)</b>
Loss for the period	-	(546,397)	(546,397)
<b>At 28 November 2019</b>	<b>1</b>	<b>(2,862,861)</b>	<b>(2,862,860)</b>
Loss for the period	-	(1,849,608)	(1,849,608)
<b>At 26 November 2020</b>	<b>1</b>	<b>(4,712,469)</b>	<b>(4,712,468)</b>

The notes on pages 14 to 28 form part of these financial statements.

# Fawsley Hall Limited

## Company Statement of Changes in Equity For the period ended 26 November 2020

	Called up share capital	Profit and loss account	Total equity
	£	£	£
<b>At 30 November 2018</b>	<b>1</b>	<b>(1,736,648)</b>	<b>(1,736,647)</b>
Loss for the period	-	(394,052)	(394,052)
<b>At 28 November 2019</b>	<b>1</b>	<b>(2,130,700)</b>	<b>(2,130,699)</b>
Loss for the period	-	(955,656)	(955,656)
<b>At 26 November 2020</b>	<b>1</b>	<b>(3,086,356)</b>	<b>(3,086,355)</b>

The notes on pages 14 to 28 form part of these financial statements.

# Fawsley Hall Limited

## Consolidated Statement of Cash Flows For the period ended 26 November 2020

	26 November 2020 £	28 November 2019 £
<b>Cash flows from operating activities</b>		
Loss for the financial period	(1,849,608)	(546,397)
<b>Adjustments for:</b>		
Depreciation of tangible assets	612,628	575,628
Impairments of tangible assets	516,882	-
Interest received	-	(1,602)
Decrease in stocks	13,321	5,507
Decrease/(increase) in debtors	71,780	(6,669)
Decrease in creditors	(439,140)	(143,413)
<b>Net cash used in operating activities</b>	<b>(1,074,137)</b>	<b>(116,946)</b>
<b>Cash flows from investing activities</b>		
Payments to acquire tangible fixed assets	(389,810)	(253,148)
Interest received	-	1,602
<b>Net cash used in investing activities</b>	<b>(389,810)</b>	<b>(251,546)</b>
<b>Cash flows from financing activities</b>		
Proceeds from new loans	950,000	-
<b>Net cash from financing activities</b>	<b>950,000</b>	<b>-</b>
<b>Net decrease in cash and cash equivalents</b>	<b>(513,947)</b>	<b>(368,492)</b>
Cash and cash equivalents at beginning of period	994,109	1,362,601
<b>Cash and cash equivalents at the end of period</b>	<b>480,162</b>	<b>994,109</b>
<b>Cash and cash equivalents at the end of period comprise:</b>		
Cash at bank	480,162	994,109
	<b>480,162</b>	<b>994,109</b>

The notes on pages 14 to 28 form part of these financial statements.



# Fawsley Hall Limited

## Notes to the Financial Statements For the period ended 26 November 2020

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### 1. Accounting policies

#### **General information**

Fawsley Hall Limited is a private limited company incorporated in England & Wales under the Companies Act. The address of the registered office is given on the Company Information page and the nature of the company's operations and its principal activities are set out in the Directors' Report.

#### **Basis of preparation**

The financial statements have been prepared under the historical cost convention and in accordance with FRS 102, The Financial Reporting Standard applicable in the UK and Republic of Ireland and the Companies Act 2006.

The current period financial statements are prepared on a 52 week financial period (2019: 52 week period).

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the company's accounting policies (see note 2).

The following principal accounting policies have been applied consistently throughout the preceding and current periods.

#### **Parent company disclosure exemptions**

In preparing the separate financial statements of the parent company, advantage has been taken of the following disclosure exemptions available in FRS 102:

- No Statement of Cash Flows has been presented for the parent company;
- Disclosures in respect of the parent company's financial instruments have not been presented as equivalent disclosures have been provided in respect of the group as a whole; and
- No disclosures have been given for the aggregate remuneration of the key management personnel of the parent company as their remuneration is included in the totals for the group as a whole.

The following principal accounting policies have been applied:

#### **Going concern**

The company's business activities, together with the factors likely to affect its future development, performance and position are set out in the Directors' Report.

The company and the group meets its day-to-day working capital requirements through use of operating cash flows, bank loans and overdrafts and loans provided by other members of the Hand Picked Hotels Limited group or ultimate its shareholders.

As at 26 November 2020, the group reported net liabilities of £4,712k (2019: £2,863k). The group had no external non-related party borrowings (including overdraft facilities) and this remains the case. In assessing the appropriateness of the going concern assumption, the directors have prepared detailed cash flow forecasts for the company extending beyond 12 months from the date of approval of these financial statements. However, as a hotel operator, it is acknowledged that the global and UK outbreak of COVID-19 has had a profound impact on the business and will continue to do so for some time. Projecting how the UK economy emerges from COVID-19 restrictions, and the level of demand for UK hotels remains challenging and this continues to have an impact on the company's forecasts.

# Fawsley Hall Limited

## Notes to the Financial Statements For the period ended 26 November 2020

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### 1. Accounting policies (continued)

#### ***Going concern (continued)***

The directors of the company and the wider group acknowledge that 'full trading' may look very different post-COVID-19 than it did pre-COVID-19 and the management team have been planning for this with a restructuring of its operations in response to anticipated market demand, ultimately to profitably deliver enhanced quality of service at lower rates of occupancy.

In order to mitigate COVID-19 impacts on revenue since the UK became impacted by the pandemic, and in order to protect the longer term interests of the company and its employees, the company and wider group has taken measures to reduce and mitigate its cost base. To the extent necessary, shareholders have also provided additional funds in order to meet working capital requirements during the period when the group was not trading.

The company relies on intergroup loans and direct shareholder loans in the form of non-recall and further funds as required, and as such remains reliant on the ongoing support of the ultimate shareholders. The directors of the company have received a non-legally binding confirmation that this support will be forthcoming for no less than 12 months from the date of approval of the financial statements and therefore have concluded that is appropriate to prepare the financial statements on a going concern basis.

In so far as this support not being legally binding, the directors have identified a material uncertainty that may cast significant doubt over the company's ability to continue as a going concern for no less than 12 months from the date of approval of the financial statements.

The financial statements do not include the adjustments that would result if the company were unable to continue as a going concern.

#### ***Basis of consolidation***

The group financial statements consolidate the financial statements of Fawsley Hall Limited and its subsidiary from the date of acquisition, up to the date of disposal, for the period ended 26 November 2020.

#### ***Investments***

Investments in subsidiaries are measured at cost less accumulated impairment.

#### ***Turnover***

Turnover represents amounts receivable for accommodation, food and beverage sales and ancillary hotel services provided in the normal course of business, net of trade discounts, VAT and other sales related taxes. Turnover is recognised at the point at which goods and services are delivered to the customer. Deposits which have been received at the Statement of Financial Position date for which services have not yet been provided are shown as payments in advance within creditors. All turnover arose within the United Kingdom.

#### ***Interest income***

Interest income is recognised in the Consolidated Statement of Comprehensive Income using the effective interest method.

# Fawsley Hall Limited

## Notes to the Financial Statements For the period ended 26 November 2020

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### 1. Accounting policies (continued)

#### ***Tangible fixed assets***

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

At each reporting date the company assesses whether there is any indication of impairment. If such indication exists, the recoverable amount of the asset is determined which is the higher of its fair value less costs to sell and its value in use. An impairment loss is recognised where the carrying amount exceeds the recoverable amount.

The company adds to the carrying amount of an item of fixed assets the cost of replacing part of such an item when that cost is incurred, if the replacement part is expected to provide incremental future benefits to the company. The carrying amount of the replaced part is derecognised. Repairs and maintenance are charged to the Consolidated Statement of Comprehensive Income during the period in which they are incurred.

#### ***Depreciation***

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method, as follows:

Freehold buildings core	- 50 years
Freehold buildings surface finishes and services	- 20 years
Plant and machinery	- over 5 years
Fixtures and fittings	- 4 to 25 years

Freehold land is not depreciated.

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the Consolidated Statement of Comprehensive Income.

#### ***Impairment of fixed assets***

Assets that are subject to depreciation or amortisation are assessed at each reporting date to determine whether there is any indication that the assets are impaired. Where there is any indication that an asset may be impaired, the carrying value of the asset (or cash-generating unit to which the asset has been allocated) is tested for impairment. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's (or CGU's) fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (CGUs). Non-financial assets that have been previously impaired are reviewed at each reporting date to assess whether there is any indication that the impairment losses recognised in prior periods may no longer exist or may have decreased.

# Fawsley Hall Limited

## Notes to the Financial Statements For the period ended 26 November 2020

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### 1. Accounting policies (continued)

#### **Stocks**

Stocks are stated at the lower of cost and net realisable value, being the estimated selling price less costs to complete and sell. Cost is based on the cost of purchase on a first in, first out basis.

At each reporting date, stocks are assessed for impairment. If stock is impaired, the carrying amount is reduced to its selling price less costs to complete and sell. The impairment loss is recognised immediately in the Consolidated Statement of Comprehensive Income.

#### **Debtors**

Short term debtors are measured at transaction price, less any impairment. Loans and other financial assets are initially recognised at transaction price including any transaction costs and subsequently measured at amortised cost determined using the effective interest method, less any impairment.

#### **Creditors**

Short term creditors are measured at the transaction price. Loans and other financial liabilities are initially recognised at transaction price net of any transaction costs and subsequently measured at amortised cost determined using the effective interest method.

#### **Holiday pay accrual**

A liability is recognised to the extent of any unused holiday pay entitlement which has accrued at the Statement of Financial Position date and carried forward to future periods. This is measured at the undiscounted salary cost of the future holiday entitlement so accrued at the Statement of Financial Position date.

#### **Current and deferred taxation**

The tax expense for the period comprises current and deferred tax. Tax is recognised in the Consolidated Statement of Comprehensive Income except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the company and the group operate and generate income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the Statement of Financial Position date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

#### **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.

# Fawsley Hall Limited

## Notes to the Financial Statements For the period ended 26 November 2020

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### 1. Accounting policies (continued)

#### **Government grants**

Grants are accounted for under the accruals model as permitted by FRS 102. Grants of a revenue nature are recognised in "other income" within profit or loss in the same period as the related expenditure. This includes the Government Coronavirus Job Retention Scheme ('Furlough'). The company has not directly benefited from any other forms of government assistance.

#### **Related party transactions**

The company has taken advantage of the exemption under paragraph 33.1A of the Financial Reporting Standard 102 not to disclose transactions with other wholly owned members of the group.

#### **Investment property**

Investment property whose fair value can be measured reliably without undue cost and effort shall be measured at fair value at each reporting date with changes in fair value recognised in the Consolidated Statement of Comprehensive Income. All other investment property is accounted for as property, plant and equipment using the cost model.

#### **Financial instruments**

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade payables or receivables, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or financed at a rate of interest that is not a market rate or in case of an out-right short-term loan not at market rate, the financial asset or liability is measured, initially, at the present value of the future cash flow discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost.

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 the Consolidated Statement of Comprehensive Income.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate.

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 group would receive for the asset if it were to be sold at the reporting date.

Financial assets and liabilities are offset and the net amount reported in the Statement of Financial Position when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

#### **Operating leases**

Rentals received under operating leases are credited to the Consolidated Statement of Comprehensive Income on a straight line basis over the period of the lease. Lease incentives received are recognised in profit and loss over the term of the lease as an integral part of the total lease expense.

# Fawsley Hall Limited

## Notes to the Financial Statements For the period ended 26 November 2020

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### 1. Accounting policies (continued)

#### *Pensions*

The group operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the company pays fixed contributions into a separate entity. Once the contributions have been paid the group has no further payment obligations.

The contributions are recognised as an expense in the Consolidated Statement of Comprehensive Income when they fall due. Amounts not paid are shown in accruals as a liability in the Statement of Financial Position. The assets of the plan are held separately from the group in independently administered funds.

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

In preparing these financial statements, the directors have made the following judgements:

- Determine whether leases entered into by the company either as a lessor or a lessee are operating or finance leases. These decisions depend on an assessment of whether the risks and rewards of ownership have been transferred from the lessor to the lessee on a lease by lease basis.
- Determine whether there are indicators of impairment of the company's fixed assets. Factors taken into consideration in reaching such decisions include the economic viability and expected future financial performance of the assets and, where it is a component of a larger cash generating unit, the viability and expected future performance of that unit. An impairment charge of £516,882 (2019: £nil) has been recorded against the tangible fixed assets of the group. The directors have based their assessment of the carrying value of the tangible fixed assets on their expected value in use from future trading, along with reference to previous valuations bases and, where relevant, third party offers received at times close to the financial year end. In particular, greater judgement has been exercised regarding the anticipated occupancy rates of hotel assets, average daily room rates, and F&B spend and margins achievable in the short and medium term. The directors note that COVID-19 has presented an unprecedented set of circumstances across the globe and given the unknown future impacts of the pandemic on the real-estate market, there is a higher level of judgement, and hence less certainty, attached to the values of assets held on the Statement of Financial Position at the Statement of Financial Position date. Given this inherent uncertainty, the carrying value of the group's hotel assets is subject to material change and should be kept under regular review. In concluding that there was no impairment as at the year end, the directors acknowledge and have considered the impacts of sensitivities to their value in use assumptions.

Other key sources of estimation uncertainty

- Tangible fixed assets (see note 7)

Tangible fixed assets are depreciated over their useful lives taking into account residual values, where appropriate. The actual lives of the assets and residual values are assessed annually and may vary depending on a number of factors. In re-assessing asset lives, factors such as technological innovation, product life cycles and maintenance programmes are taken into account. Residual value assessments consider issues such as future market conditions, the remaining life of the asset and projected disposal values.

# Fawsley Hall Limited

## Notes to the Financial Statements For the period ended 26 November 2020

### 3. Other operating income

	Period ended 26 November 2020 £	Period ended 28 November 2019 £
Furlough grant income	<b>383,473</b>	-

### 4. Operating loss

This is stated after charging:

	Period ended 26 November 2020 £	Period ended 28 November 2019 £
Depreciation of tangible fixed assets	<b>612,628</b>	575,628
Auditor's remuneration for audit services	<b>5,145</b>	5,280
Impairment charge on tangible fixed assets	<b>516,882</b>	-

### 5. Staff costs

	Period ended 26 November 2020 £	Period ended 28 November 2019 £
Wages and salaries	<b>1,481,402</b>	1,820,340
Social security costs	<b>103,395</b>	143,030
Other pension costs	<b>47,706</b>	54,808
	<b>1,632,503</b>	2,018,178
Agency staff	<b>74,041</b>	146,899
	<b>1,706,544</b>	2,165,077

None of the directors received any remuneration for the period (2019: £nil).

# Fawsley Hall Limited

## Notes to the Financial Statements For the period ended 26 November 2020

### 5. Staff costs (continued)

The average monthly number of employees, including the directors, during the period was as follows:

	Period ended 26 November 2020 No.	Period ended 28 November 2019 No.
Hotel operations	61	62
Administration	6	8
	<u>67</u>	<u>70</u>

### 6. Taxation

	Period ended 26 November 2020 £	Period ended 28 November 2019 £
<b>Current tax</b>		
UK corporation tax at 19% (2019: 19%)	-	-
<b>Deferred tax</b>		
Origination and reversal of timing differences	-	-
<b>Tax on loss on ordinary activities</b>	<u>-</u>	<u>-</u>



# Fawsley Hall Limited

## Notes to the Financial Statements For the period ended 26 November 2020

### 6. Taxation (continued)

#### Reconciliation of tax charge

The differences between the tax assessed for the period and the standard rate of corporation tax are explained as follows:

	Period ended 26 November 2020 £	Period ended 28 November 2019 £
Loss on ordinary activities before tax	<b>(1,849,608)</b>	(546,397)
Loss on ordinary activities multiplied by the standard rate of corporation tax of 19% (2019: 19%)	<b>(351,426)</b>	(103,815)
<b>Effects of:</b>		
Expenses not deductible for corporation tax purposes	<b>185,732</b>	83,102
Group relief claimed	<b>(143,377)</b>	(5,661)
Deferred tax not recognised	<b>328,215</b>	23,598
Difference in tax rates	<b>(19,144)</b>	2,776
<b>Current tax charge for period</b>	<b>-</b>	-

The group has potential deferred tax assets of £490,945 (2019: £162,730) of which £122,350 relates to fixed asset timing differences and £368,594 relates to short term timing differences and trading losses carried forward available for offset against future trading profits.

# Fawsley Hall Limited

## Notes to the Financial Statements For the period ended 26 November 2020

### 7. Tangible fixed assets

#### Group

	Freehold land and buildings £	Fixtures, fittings, tools and equipment £	Total £
<b>Cost</b>			
At 29 November 2019	10,880,132	5,795,689	16,675,821
Additions	-	389,810	389,810
Disposals	-	(23,252)	(23,252)
At 26 November 2020	10,880,132	6,162,247	17,042,379
<b>Depreciation</b>			
At 29 November 2019	373,892	2,462,229	2,836,121
Charge for the period	57,526	555,102	612,628
Disposals	-	(23,252)	(23,252)
Impairment charge	516,882	-	516,882
At 26 November 2020	948,300	2,994,079	3,942,379
<b>Net book value</b>			
At 26 November 2020	9,931,832	3,168,168	13,100,000
At 28 November 2019	10,506,240	3,333,460	13,839,700

Included in freehold land and buildings is freehold land of £2,163,200 (2019: £2,163,200) which is not depreciated.

# Fawsley Hall Limited

## Notes to the Financial Statements For the period ended 26 November 2020

### 7. Tangible fixed assets (continued)

#### Company

	Freehold land and buildings £	Fixtures and fittings £	Total £
<b>Cost or valuation</b>			
At 29 November 2019	10,880,132	5,795,689	16,675,821
Additions	-	389,810	389,810
Disposals	-	(23,252)	(23,252)
At 26 November 2020	<u>10,880,132</u>	<u>6,162,247</u>	<u>17,042,379</u>
<b>Depreciation</b>			
At 29 November 2019	373,892	2,462,229	2,836,121
Charge for the period	57,526	555,102	612,628
Disposals	-	(23,252)	(23,252)
Impairment charge	516,882	-	516,882
At 26 November 2020	<u>948,300</u>	<u>2,994,079</u>	<u>3,942,379</u>
<b>Net book value</b>			
At 26 November 2020	<u>9,931,832</u>	<u>3,168,168</u>	<u>13,100,000</u>
At 28 November 2019	<u>10,506,240</u>	<u>3,333,460</u>	<u>13,839,700</u>

Included in freehold land and buildings is freehold land of £2,163,200 (2019: £2,163,200) which is not depreciated.

# Fawsley Hall Limited

## Notes to the Financial Statements For the period ended 26 November 2020

### 8. Investments

#### Direct subsidiary undertakings

The company has an investment in the following wholly owned direct subsidiary:

Name	Country of incorporation	Holding	Shares held	Class
Fawsley Hall (No. 2) Limited	England and Wales	100%	Ordinary	

The registered office is The Old Library, The Drive, Sevenoaks, Kent, TN13 3AB.

The nature of operation is hotels and similar accommodation.

#### Company

	Investments in subsidiary companies £
<b>Cost</b>	
At 29 November 2019 and 26 November 2020	1
<b>Net book value</b>	
At 29 November 2019 and 26 November 2020	1

### 9. Stocks

	Group 26 November 2020 £	Group 28 November 2019 £	Company 26 November 2020 £	Company 28 November 2019 £
Goods for resale	21,099	34,420	-	-

# Fawsley Hall Limited

## Notes to the Financial Statements For the period ended 26 November 2020

### 10. Debtors

	Group 26 November 2020 £	Group 28 November 2019 £	Company 26 November 2020 £	Company 28 November 2019 £
Trade debtors	7,865	114,306	-	-
Other debtors	49,409	19,936	25,313	-
Prepayments and accrued income	22,314	17,126	-	-
	<b>79,588</b>	<b>151,368</b>	<b>25,313</b>	<b>-</b>

### 11. Creditors: amounts falling due within one year

	Group 26 November 2020 £	Group 28 November 2019 £	Company 26 November 2020 £	Company 28 November 2019 £
Payments in advance	455,896	480,621	-	-
Trade creditors	132,982	145,166	6,299	9,546
Amounts due to parent undertaking (1)	17,210,600	16,260,600	15,910,600	15,910,600
Amounts due to ultimate parent company (1)	350,000	350,000	350,000	350,000
Amounts due to related undertakings	68,373	211,783	129,430	119,712
Other taxation and social security	14,664	152,561	-	-
Other creditors	81,271	166,661	-	4,949
Accruals	79,531	115,065	(1,270)	(1,270)
	<b>18,393,317</b>	<b>17,882,457</b>	<b>16,395,059</b>	<b>16,393,537</b>

(1) All loans are interest-free, unsecured and repayable on demand.

### 12. Share capital

	2020 £	2019 £
<b>Allotted, called up and fully paid</b>		
1 Ordinary share of £1	<b>1</b>	<b>1</b>

# Fawsley Hall Limited

## Notes to the Financial Statements For the period ended 26 November 2020

### 13. Reserves

#### Profit and loss account

This is cumulative profits or losses, net of dividends paid and other adjustments.

### 14. Capital commitments

	Company 26 November 2020 £	Company 28 November 2019 £
Amounts contracted for but not provided in the accounts	<b>19,584</b>	20,638

At the period end the company had entered into construction contracts with unrelated parties for an amount of £20k (2019: £20k), for various upgrades and improvement works.

### 15. Defined contribution pension plans

The group operates a defined contributions pension scheme. The assets of the scheme are held separately from those of the group in an independently administered fund. The pension cost charge represents contributions payable by the group to the fund and amounted to £47,706 (2019: £54,808). Contributions payable to the fund at the period end included in creditors for the group totaled £10,865 (2019: £15,660).

### 16. Commitments under operating leases

Total future minimum lease payments under non-cancellable operating leases for the group:

	Group Other 2020 £	Group Other 2019 £
Falling due:		
Within 1 year	<b>3,846</b>	3,846
Within two to five years	<b>2,642</b>	5,813

# Fawsley Hall Limited

## Notes to the Financial Statements For the period ended 26 November 2020

### 17. Financial instruments

The group's financial instruments may be analysed as follows:

	Group 2020 £	Group 2019 £
<b>Financial assets</b>		
Financial assets measured at amortised cost	<u>537,436</u>	<u>1,128,351</u>
<b>Financial liabilities</b>		
Financial liabilities measured at amortised cost	<u>(17,572,757)</u>	<u>(16,899,275)</u>

Financial assets measured at amortised cost comprise trade and other debtors, amounts owed by related undertakings, accrued income and cash.

Financial liabilities measured at amortised cost comprise trade and other creditors, amounts due to immediate parent undertaking and relating undertakings and accruals.

### 18. Related party transactions

Included within creditors, amounts falling due within one year, as at 26 November 2020 there are other loan creditors of £17,210,600 (2019: £16,260,600) owed to Hand Picked Hotels Holdings (Guernsey) Limited, the company's parent undertaking and a loan of £350,000 (2019: £350,000) from its ultimate parent company, Julian Holdings Limited. The loans are non-interest bearing and repayable on demand.

Also within creditors it is included an amount of £68,373 (2019: £211,783) which is due to Hand Picked Hotels Limited, a related party. This arises from management charges and service fees for the period ended 26 November 2020 of £279,589 (2019: £750,441), plus amounts due to Hand Picked Hotels Limited subsidiaries for other purposes.

### 19. Ultimate parent company and controlling party

The company's immediate parent, Hand Picked Hotels Holdings (Guernsey) Limited is a company incorporated in Guernsey, whose registered office address is 1st and 2nd Floors, Elizabeth House, Les Ruettes Brayes, St Peter Port, Guernsey, GY1 1EW.

The ultimate parent company is Julian Holdings Limited, and the ultimate controlling party is Mr G Hands.

Julian Holdings Limited is a company incorporated in Guernsey, whose registered office address is PO Box 286, Floor 2 Trafalgar Court, Les Banques, St Peter Port, Guernsey, GY1 4LY.