Financial statements Hotel Property Fund (Syndicate 2) Limited

For the Period from 26 January 2009 to 31 January 2010



Officers and professional advisers

Company Registration Number

SC292735

Registered Office

Exchange Tower 19 Canning Street EDINBURGH EH3 8EH

Directors

J A Brown C J Paton C E Dickson A Higgins W Paisley

Secretary

HBJGW Secretarial Limited

Bankers

Bank of Scotland 3-5 Albyn Place ABERDEEN AB10 1PY

Solicitors

HBJ Gateley Wareing LLP Exchange House 19 Canning Street EDINBURGH EH3 8EH

Auditor

Grant Thornton UK LLP Chartered Accountants Statutory Auditor 1-4 Atholl Crescent EDINBURGH EH3 8LQ

Index

Report of the directors	3 - 8
Report of the independent auditor	9 - 10
Principal accounting policies	. 11 - 12
Profit and loss account	13
Balance sheet	14
Cash flow statement	15
Notes to the financial statements	16 - 23

Report of the directors

The directors present their report and the financial statements of the company for the period from 26 January 2009 to 31 January 2010.

Principal activities and business review

The principal activity of the company during the year was that of the operation of a hotel.

Financial overview

Turnover for the period to 31 January 2010 amounted to £2.6 million, an increase of £109k on the prior period. The loss before tax improved by £157k to £0.3 million.

Despite the loss making situation, the directors are delighted with both the trading performance and asset improvement programme and are of the opinion that the company will establish itself fully in its target market.

Financial performance

Financial performance during the period has been analysed as follows:

	Period from	Period from	
	26 January	28 January	
	2009 to 31	2008 to 25	•
	January 2010	January 2009	Change
	£000	£000	%
Turnover	2,598	2,489	4.4
Gross profit	2,297	2,203	4.3
Loss before tax	290	447	35.1

Strategy

The company strategy during the period continues to be that of striving to position the hotel and its associated facilities as one of choice for the business and leisure guest. This strategy is underpinned by the complete refurbishment of the property during 2006/07 together with significant resources devoted to staff training and development.

Turnover

Sales increased by 4.4% over the prior period.

Gross profit

A gross margin of 88.4% was achieved in the period against the prior period of 88.5% and expectations of 88.8%.

The forward view remains positive with continued effort being focused on the supply chain to ensure maximum efficiencies.

Operating costs

Operating costs have increased by £72k to £2.13 million, although the overall spend improved at 81.8% of turnover compared to 82.5% in the prior period.

In general terms the operating costs of the business have been well controlled despite upward pressure on certain cost heads including unit pricing of utilities.

Capital expenditure

The directors continue to embark upon a sustained programme of asset management and improvement by ensuring adequate sums are available to refurbish and maintain the hotel property to a high level to ensure guest satisfaction and efficiency of operation.

Hotel refurbishments during the period amounted to £17k.

The level of investment is key to maintaining the property in good order to retain existing and attract new customers.

Summary of key performance indicators

	Actual	Prior Period
Gross profit margin (%)	88.4	88.5
Capital expenditure (£000)	17	51

Future developments for the business / Future outlook

The directors continue to review the competition and seek opportunities for growth. They believe that through continual strategic investment both in the properties and staff through training and development that a competitive edge will be maintained enabling future growth of the company.

Whilst the general economy shows signs of decline it is the directors' belief that current sales and trading profit levels may be marginally eroded.

Principal risks and uncertainties

The management of the business and nature of the company's activities are subject to a number of risks.

The directors are of the opinion that a thorough risk management process is adopted which involves the formal review of all of the risks identified below. Where possible, processes are in place to monitor and mitigate such risks. The directors have set out below the principal risks facing the business.

Economic downturn

The success of the business is in part dependant upon business and consumer spending. A marked reduction in such spending will impact on company income, however minor fluctuations will have little effect.

In response to this risk, senior management review economic conditions, specifically within the local market and more generally within the wider economy. Should severe downturns be predicted or occur, marketing and pricing strategies would be modified to reflect the new market conditions.

Finally and importantly, operational efficiency of the business is also continually monitored and challenged to ensure that best value is extracted from all areas.

Competition

Local competition exists. As a result pressure may be applied to pricing and/or the level of service provided to customers.

Diligent and continuous market research of prices, offerings and forthcoming events is in place to ensure this risk is minimised.

Product

Due to the market in which the company operates the quality of the offering to the guest is of prime importance. Accordingly should any of the guest areas fall into a state of disrepair there is a risk of losing business.

To mitigate this risk the directors and senior management operate an asset management programme to ensure the property is maintained to a high level ensuring guest satisfaction and operational efficiency.

Results and dividends

The loss for the period, after taxation, amounted to £292k. The directors have not recommended a dividend.

Financial risk management objectives and policies

The company is funded by financial instruments including loans, cash and operational items, such as trade debtors and trade creditors which have inherent financial risk. The Board prudently manages these financial risks in the manner shown below. All transactions in derivatives are undertaken to manage the risks arising from underlying business activities and no transactions of a speculative nature are undertaken.

Financial Risk

Financial risk encompasses currency risk, price risk, liquidity risk, insurance risk and interest rate risk. The company's policies for managing the fair value interest rate risk are considered along with those for managing cash flow interest rate risk and are set out in the subsection entitled "interest rate risk" below.

Interest rate risk

The interest rate risk is mitigated by having in place a ladder swap arrangement of £7m which is shown as fixed as current rates are below the lower rung of the swap. The interest rate exposure of the financial assets and liabilities of the company at 31 January 2010 is shown in the table below. The table includes trade debtors, trade creditors and intercompany balances as these do not attract interest and are therefore subject to fair value interest rate risk.

	Fixed	Floating	Zero	Total
	£000	£000	£000	£000
Financial assets	, -	2	-	2
Amount owed by group undertakings	-	-	100	100
Trade debtors	-	-	49	49
·				
	-	2	149	151
	_	_		_
Financial liabilities				
Overdrafts	-	448	_	448
Bank loans	7,000	3,095	_	10,095
Amount owed to group undertakings	-	-	63	63
Trade creditors	-	-	122	122
				_
	7,000	3,543	185	10,728
			_	

Liquidity risk

The company seeks to manage financial risk by ensuring sufficient liquidity is available to meet foreseeable needs and to invest cash assets safely and profitably. Short term flexibility is achieved by a group offset arrangement.

Currency risk

The company is not exposed to currency risk as all transactions and balances are denominated in sterling.

Price risk

The company is not exposed to price risk as it does not hold any financial instruments subject to pricing by third parties.

Credit risk

The company's principal financial assets are cash, trade debtors and balances with group undertakings. The credit risk associated with the cash is limited as the counterparties have high credit ratings assigned by international credit rating agencies. The credit risk associated with the balances with group undertakings is limited as the counterparties are under common control. The principal credit risk arises therefore from its trade debtors.

In order to manage credit risk the directors set limits for customers based on references from an independent credit reference agency. Credit limits are reviewed on a regular basis in conjunction with debt ageing and collection history.

The company has entered into a cross company guarantee with its fellow subsidiaries, Speedbird Developments Limited, Huntingtower Hotel (Perth) Limited and Hotel Property Fund (Syndicate 1) Limited. If there is a default on these borrowings the company may be required to make good. At 31 January 2010 the total amount outstanding on the borrowings was £22.2 million. The directors believe the financial condition of the fellow subsidiaries is such that this guarantee will not be called upon.

Insurance risk

The directors put in place appropriate insurance policies in the following areas: property, employer and public liability, consequential loss and director and officer cover. Annual reviews are undertaken to ensure that cover is maintained and in appropriate areas and at levels sufficient to protect the business.

Directors

The directors who served the company during the period were as follows:

J A Brown C J Paton C E Dickson A Higgins W Paisley

Fixed assets

The directors are of the opinion that the open market value of the hotel property is in excess of the carrying value in the financial statements.

Directors' responsibilities

The directors are responsible for preparing 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 Accounting Standards (United Kingdom Generally Accepted Accounting Practice). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;

- prepare the financial statements on the going concern basis unless it is inappropriate to presume that
Hotel Property Fund (Syndicate 2) Limited
7
Financial statements for the period from 26 January 2009 to
31 January 2010

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.

In so far as the directors are 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 to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

Donations

During the period the company made the following contributions:

	Period from	Period from
	26 January 2009 to	28 January 2008 to
	31 January 2010	25 January 2009
	£	£
Charitable donations	960	100

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 Principal activities and business review section of the Directors' Report on pages 3 to 5.

The company participates in the group's centralised treasury arrangements and so shares banking arrangements with its parent and fellow subsidiaries. The company is expected to continue to generate positive trading cash flows on its own account for the foreseeable future with any further working capital requirements being met through offset against substantial group cash balances.

The directors, having assessed the responses of the directors of the company's parent, Etchecan Limited, to their enquiries, have no reason to believe that a material uncertainty exists that may cast doubt about the ability of Etchecan group to continue as a going concern or its ability to continue with the current banking arrangements.

On the basis of their assessment of the company's financial position and of the enquiries made of the directors of Etchecan Limited, the company's directors have a reasonable expectation that the company will be able to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

Auditor

A resolution to re-appoint Grant Thornton UK LLP as auditor for the ensuing year will be proposed at the annual general meeting in accordance with section 485(4) of the Companies Act 2006.

ON BEHALF OF THE BOARD

Colin J Paton Director

14 June 2010

Report of the independent auditor to the members of Hotel Property Fund (Syndicate 2) Limited

We have audited the financial statements of Hotel Property Fund (Syndicate 2) Limited for the period from 26 January 2009 to 31 January 2010 which comprise the principal accounting policies, profit and loss account, balance sheet, cash flow statement and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

This report is made solely to the company's members, as a body, in accordance with Sections 495 and 496 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditor

As explained more fully in the Directors' Responsibilities Statement set out on pages 6 to 7, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's (APB's) Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by directors; and the overall presentation of the financial statements.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 January 2010 and of its loss for the period 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.

Grant Thomson WK LLP

Report of the independent auditor to the members of Hotel Property Fund (Syndicate 2) Limited (continued)

Opinion on other matters prescribed by the Companies Act 2006

In our opinion the information given in the report of the directors for the financial period for which the financial statements are prepared is consistent with the financial statements.

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

ROBERT HANNAH (Senior Statutory Auditor)
For and on behalf of
GRANT THORNTON UK LLP
STATUTORY AUDITOR
CHARTERED ACCOUNTANTS

EDINBURGH

/ /

Principal accounting policies

Basis of accounting

The financial statements have been prepared under the historical cost convention.

Although the balance sheet records that the company had net liabilities at 31 January 2010, these financial statements have been prepared on a going concern basis. The hotel was acquired on 19 April 2006 and subsequently closed for complete refurbishment between September and early December of that year. Upon reopening, the company has traded strongly as it re-establishes itself within the Glasgow market. Additionally, the directors are of the opinion that the value of the land and hotel property is considerably in excess of its carrying value in the financial statements.

The directors have prepared plans and forecasts which indicate that the company will trade more profitably in future years, generating sufficient cash resources to continue to remain well within its agreed facilities meeting its normal trading liabilities and loan repayments as they fall due.

Accordingly, the directors believe that it is appropriate to prepare the financial statements on a going concern basis.

Turnover

Turnover arises from the provision of accommodation, food and beverage sales, corporate events, leisure club memberships for part of the year, room hire and associated services. Revenue is recognised when the respective service has been fully provided.

Fixed assets

All fixed assets are initially recorded at cost. Finance costs that are directly attributable to the refurbishment or extension of an asset whilst the asset is in development and not revenue generating are capitalised as part of the cost.

Depreciation

Depreciation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows:

Freehold Property

freehold land and core buildings are not depreciated, non-core building element 2% per annum

Fixtures & Fittings

10% - 25% straight line

Expenditure on repairs and renewals is charged to the profit and loss account at the time of expenditure. Major refurbishment projects forming part of the planned programme of maintaining the properties in a good state of repair are capitalised at cost under the appropriate asset category and depreciated in accordance with the accounting policy. Any net book value attributable to the asset concerned is written off to the profit and loss account when refurbishment takes place.

Stocks

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

Leasing and hire purchase commitments

Assets held under finance leases, which are leases where substantially all the risks and rewards of ownership of the asset have passed to the company, and hire purchase contracts, are capitalised in the balance sheet and are depreciated over their useful lives. The capital elements of future obligations under the leases and hire purchase contracts are included as liabilities in the balance sheet.

The interest elements of the rental obligations are charged in the profit and loss account over the periods of the leases and hire purchase contracts and represent a constant proportion of the balance of capital repayments outstanding.

Rentals payable under operating leases are charged in the profit and loss account on a straight line basis over the lease term.

Pension costs

The company operates a stakeholder pension scheme on behalf of its employees. No contributions were made by the company during the period.

Deferred taxation

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more tax.

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date.

Financial instruments

The only equity instruments the company has are ordinary shares which do not have any terms which require them to be classified as financial instruments. Dividends and distributions relating to equity instruments are debited direct to equity.

Financial liabilities are classified according to the contractual arrangements entered into. Finance costs and gains or losses relating to financial liabilities are included in the profit and loss account. Finance costs are calculated so as to produce a constant rate of return on the outstanding liability.

Profit and loss account

	Note	53 weeks ended 31 Jan 10 £000	52 weeks ended 25 Jan 09 £000
Turnover	1	2,598	2,489
Cost of sales		301	286
Gross profit		2,297	2,203
Other operating charges	2	2,125	2,053
Operating profit	3	172	150
Interest payable and similar charges	5	462	597
Loss on ordinary activities before taxation		(290)	(447)
Tax on loss on ordinary activities	6	2	40
Loss for the financial period	18	(292)	(487)

All of the activities of the company are classed as continuing.

The company has no recognised gains or losses other than the results for the period as set out above.

Balance sheet

	Note	31 Jan 10 £000	25 Jan 09 £000
Fixed assets Tangible assets	. 7	9,052	9,297
Current assets Stocks	8	8	11
Debtors Cash in hand	9	222 	265 1
Creditors: amounts falling due within one year	10	232 1,040	277 962
Net current liabilities		(808)	(685)
Total assets less current liabilities		8,244	8,612
Creditors: amounts falling due after more than one year	. 11	10,016	10,094
Provisions for liabilities Deferred taxation	13	42	40
		(1,814)	(1,522)
Capital and reserves			
Called-up equity share capital Profit and loss account	17 18	109 (1,923)	109 (1,631)
Deficit	19	(1,814)	(1,522)

These financial statements were approved by the directors and authorised for issue on 14 June 2010 and are signed of their behalf by:

John A Brown Director

Company Registration Number: SC292735

Cash flow statement

	Note	53 weeks ended 31 Jan 10 £000	52 weeks ended 25 Jan 09 £000
Net cash inflow from operating activities	20	367	724
Returns on investments and servicing of finance Interest paid		(462)	(597)
Net cash outflow from returns on investments and servicing of finance		(462)	(597)
Capital expenditure Payments to acquire tangible fixed assets		(17)	(51)
Net cash outflow from capital expenditure		(17)	(51)
Cash (outflow)/inflow before financing		(112)	76
Financing Repayment of bank loans		(85)	(6)
Net cash outflow from financing		(85)	(6)
(Decrease)/increase in cash	21 `	(197)	70

Notes to the financial statements

1 Turnover

The turnover and loss before tax are attributable to the one principal activity of the company. An analysis of turnover is given below:

		53 weeks ended 31 Jan 10 £000	52 weeks ended 25 Jan 09 £000
	United Kingdom	2,598	2,489
2	Other operating charges		
		53 weeks ended 31 Jan 10 £000	52 weeks ended 25 Jan 09 £000
	Administrative expenses	2,125	2,053
3	Operating profit		
	Operating profit is stated after charging:		
	·	53 weeks ended 31 Jan 10 £000	52 weeks ended 25 Jan 09 £000
	Depreciation of owned fixed assets Auditor's remuneration	262 <u>5</u>	252 4
		31 Jan 10 £000	25 Jan 09 £000
	Auditor's remuneration - audit of the financial statements	5	_4

4 Directors and employees

The average number of staff employed by the company during the financial period amounted to:

	. Hotel staff and management	53 weeks ended 31 Jan 10 No	52 weeks ended 25 Jan 09 No
	The aggregate payroll costs of the above were:		
		53 weeks ended 31 Jan 10 £000	52 weeks ended 25 Jan 09 £000
	Wages and salaries	818	812
	Social security costs	60 878	$\frac{59}{871}$
5	Interest payable and similar charges		
		53 weeks ended 31 Jan 10 £000	52 weeks ended 25 Jan 09 £000
	Interest payable on bank borrowing	462	<u>597</u>
6	Taxation on ordinary activities		,
	Analysis of charge in the period		
		53 weeks ended 31 Jan 10 £000	52 weeks ended 25 Jan 09 £000
	Deferred tax:		
	Origination and reversal of timing differences	_2	40

The company has tax losses of £286k (2009: £286k) available to carry forward to be set against future taxable trading profits.

6 Taxation on ordinary activities (continued)

Factors affecting current tax charge

The tax assessed on the loss on ordinary activities for the period is higher than the standard rate of corporation tax in the UK of 28% (2009 - 28.40%).

	53 weeks ended 31 Jan 10 £000	52 weeks ended 25 Jan 09 £000
Loss on ordinary activities before taxation	(290)	(447)
Loss on ordinary activities by rate of tax Expenses not deductible for tax purposes Capital allowances for period in excess of depreciation Losses surrendered as group relief	(81) (20) 101	(127) 3 (61) 185
Total current tax	<u>-</u>	

7 Tangible fixed assets

	Freehold Property £000	Fixtures & Fittings £000	Total £000
Cost			
At 26 January 2009	6,098	3,734	9,832
Additions	14	3	17
At 31 January 2010	6,112	3,737	9,849
Depreciation			
At 26 January 2009	31	504	535
Charge for the period	12	250	262
At 31 January 2010	43	 754	797
,			
Net book value			
At 31 January 2010	6,069	2,983	9,052
At 25 January 2009	6,067	3,230	9,297
			

Included within the cost of £9,849k is interest incurred during the refurbishment of a property amounting to £106k (2009: £106k). Interest capitalised during the year amounts to £nil (2009: nil).

8	Stocks		
		31 Jan 10 £000	25 Jan 09 £000
	Goods for resale	-8	11
9	Debtors		
		31 Jan 10 £000	25 Jan 09 £000
	Trade debtors Amounts owed by group undertakings Other debtors Prepayments and accrued income	49 100 - 73 - 222	82 102 2 79 265
10	Creditors: amounts falling due within one year	_	
		31 Jan 10 £000	25 Jan 09 £000
	Bank loans and overdrafts Trade creditors Amounts owed to group undertakings Other taxation and social security Other creditors Accruals and deferred income	527 122 63 62 102 164 1,040	336 112 155 67 164 128 962

The company has granted a standard security in favour of the Bank of Scotland over its freehold property and a bond and floating charge over the whole assets of the company.

11 Creditors: amounts falling due after more than one year

	31	Jan 10 £000	25 Jan 09 £000
Bank loans		10,016	10,094

The company has granted a bond and floating charge over the company's assets in favour of the Bank of Scotland. The company has also granted a standard security over its freehold property to secure the borrowings of Huntingtower Hotel (Perth) Limited, Hotel Property Fund (Syndicate 1) Limited and Speedbird Developments Limited, all fellow subsidiaries.

The bank loans are subject to the following principal terms:

Variable rate loan 1

A variable rate loan of £9,070k repayable in one lump sum 180 months from drawdown. A portion of the interest is subject to a ladder swap arrangement and is charged at a minimum of 4.9%. Should the floating rate be set at or above 5.3% it will be charged at 5.5%, or should the floating rate be set at or above 5.6% it will be charged at 6%. Interest is currently charged at 4.9% on the portion subject to the ladder swap arrangement, with the balance being charged at base rate plus 1%.

Variable rate loan 2

A variable rate loan of £1,117k repayable in 156 monthly instalments of capital and interest preceded by interest only payments for 25 months from drawdown at base rate plus 1%. Capital repayments of £86k have been made during the year (2009: £6k).

12 Creditors - capital instruments

Creditors include finance capital which is due for repayment as follows:

•	31 Jan 10 £000	25 Jan 09 £000
Amounts repayable:	~	~
In one year or less or on demand	79	86
In more than one year but not more than two years	80	88
In more than two years but not more than five years	239	265
In more than five years	9,697	9,741
	10,095	10,180
	31 Jan 10	25 Jan 09
	£000	£000
Wholly repayable within five years:		
Repayable by instalments	398	439
Not wholly repayable within five years:		•
Repayable by instalments	627	671
Repayable other than by instalments	9,070	9,070
	9,697	9,741
•	10,095	10,180
		

13 Deferred taxation

The movement in the deferred taxation provision during the period was:

,	53 weeks ended 31 Jan 10 £000	52 weeks ended 25 Jan 09 £000
Provision brought forward Profit and loss account movement arising during the period	40 2	40
Provision carried forward	42	40

The provision for deferred taxation consists of the tax effect of timing differences in respect of:

•	31 Jan 10 £000	25 Jan 09 £000
Excess of taxation allowances over depreciation on fixed assets Tax losses available Other timing differences	122 (80) 2	121 (81)
	42	40

14 Derivatives

At the year end the company had a ladder swap arrangement on one of its loans which has been fair valued at (£788k) at 31 January 2010 (2009:(£845k)). The balance sheet value of this instrument is £nil (2009: £nil).

15 Contingent liabilities

The company and its fellow subsidiaries Huntingtower Hotel (Perth) Limited, Hotel Property Fund (Syndicate 1) Limited, and Speedbird Developments Limited have entered into all sums cross guarantees in the period ended 28 January 2007, in respect of indebtedness of these companies to Bank of Scotland. The total indebtedness at 31 January 2010 with Bank of Scotland was £22.2m (2009: £24.3m), including the company's own bank overdraft of £448k (2009:£250k) and bank loans of £10.1m (2009: £10.2m).

16 Related party transactions

The company was owed £100k by other group companies at 31 January 2010 and owed £63k to other companies within the group at 31 January 2010. During the year, the company paid £221k to a fellow subsidiary in respect of management services provided to it during the year.

No other transactions with related parties were undertaken such as are required to be disclosed under FRS 8.

The company is controlled by J A Brown and C J Paton, directors of the company as a result of their controlling interest in Etchecan Limited.

17 Share capital

Authorised sha	are capital:
----------------	--------------

	Authorised share capital:				
				31 Jan 10 £000	25 Jan 09 £000
	109,100 Ordinary shares of £1 each			109	109
	Allotted, called up and fully paid:				
		31 Jan 10		25 Jan	09
		No	₹000	No	£000
	109,100 Ordinary shares of £1 each	109,100	109	109,100	109
18	Profit and loss account				
				53 weeks ended 31 Jan 10	52 weeks ended 25 Jan 09
				£000	\mathfrak{L}_{000}
	Balance brought forward Loss for the financial period			(1,631) (292)	(1,144) (487)
	Balance carried forward			$\underbrace{(1,923)}_{}$	(1,631)
19	Reconciliation of movements in share	nolders' funds			
				31 Jan 10 £000	25 Jan 09 £000
	Loss for the financial period Opening shareholders' deficit			(292) (1,522)	(487) (1,035)
	Closing shareholders' deficit			(1,814)	(1,522)
20	Reconciliation of operating profit to net cash inflow from operating activition	es			·
			•	53 weeks ended 31 Jan 10 £000	52 weeks ended 25 Jan 09 £000
	Operating profit			172	150
	Depreciation			262	252
	Decrease in stocks			3	3
	Decrease in debtors			43	181
	(Decrease)/increase in creditors			(113)	138
	Net cash inflow from operating activities			367	724

21 Reconciliation of net cash flow to movement in net debt

	31 Jan 10 £000	25 Jan 09 £000
(Decrease)/increase in cash in the period	(197)	70
Net cash outflow from bank loans	85 (112)	<u>6</u> <u>76</u>
Change in net debt	(112)	76
Net debt at 26 January 2009	(10,429)	(10,505)
Net debt at 31 January 2010	(10,541)	(10,429)

22 Analysis of changes in net debt

	26 Jan 2009 £000	Cash flows £000	31 Jan 2010 £000
Net cash: Cash in hand and at bank	1	1	2
Overdrafts	(250)	(198)	(448)
	(249)	(197)	(446)
Debt: Debt due within 1 year	(86)	7	(79)
Debt due after 1 year	(10,094)	78	(10,016)
	(10,180)	<u>85</u>	(10,095)
Net debt	(10,429)	(112)	(10,541)

23 Capital commitments

The directors have confirmed that there were no capital commitments at 31 January 2010 or 25 January 2009.

24 Ultimate parent company

The ultimate holding company is Etchecan Limited, a company registered in Scotland.