



Financial statements Hotel Property Fund (Syndicate 2) Limited

For the Period from 1 February 2010 to 30 January 2011



Company No. SC292735

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 - 7
Independent auditor's report	8 - 9
Principal accounting policies	10 - 11
Profit and loss account	12
Balance sheet	13
Cash flow statement	14
Notes to the financial statements	15 - 22

The directors present their report and the financial statements of the company for the period ended 30 January 2011.

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 30 January 2011 amounted to £2.8 million, an increase of £0.2 million on the prior period. The profit/ loss before tax improved by £0.4 million to £0.14 million.

The company moves from a loss making situation to profit and accordingly the directors are delighted. With both the trading performance and asset improvement programme progressing well, they 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 1 February 2010 to 30 January 2011	Period from 26 January 2009 to 31 January 2010	Change
	£000	£000	%
Turnover	2,795	2,598	7.6
Gross profit	2,483	2,297	8.1
Profit / Loss before tax	141	(290)	149

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 following acquisition together with significant resources devoted to staff training and development.

Turnover

Sales increased by 7.6% over the prior period.

Gross profit

A gross margin of 88.8% was achieved in the period against the prior period of 88.4% and expectations of 88.9%.

The forward view remains relatively positive with continued effort being focused on the supply chain to ensure maximum efficiencies. Inflationary pressures on global commodity purchases may have a limited adverse impact.

Operating costs

Operating costs have increased by £31k to £2.15 million, although the overall spend improved at 77.1% of turnover compared to 81.8% in the prior period.

This demonstrates the company's ability to control expenditure and maximise efficiencies as turnover rises.

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.

Given the fact that the hotel was fully refurbished on acquisition, hotel refurbishments during the period

amounted to £4k

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 (%)	88.8	88.4
Capital expenditure (£000)	4	17

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 there are mixed views on the general economy it is the directors' belief that current sales and trading profit levels will be built on and improved in the coming year.

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 dependent 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 profit for the year amounted to £141,000. 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 30 January 2011 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 £000	Floating £000	Zero £000	Total £000
Financial assets	-	1	-	1
Amount owed by group undertakings	-	-	373	373
Trade debtors	-	-	54	54
	<u>-</u>	<u>1</u>	<u>427</u>	<u>428</u>
Financial liabilities				
Overdrafts	-	454	-	454
Bank loans	7,000	3,016	-	10,016
Amount owed to group undertakings	-	-	-	-
Trade creditors	-	-	114	114
	<u>7,000</u>	<u>3,470</u>	<u>114</u>	<u>10,584</u>

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 30 January 2011 the total amount outstanding on the borrowings was £21.7 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 year were as follows:

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

Fixed assets

The property was independently valued during August 2010 by Colliers International at a value in excess of the carrying value in the financial statements. The directors are of the opinion that the open market value of the hotel property continues to be in excess of the carrying value in the financial statements at the Balance sheet date

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 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.

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

A handwritten signature in black ink, appearing to be 'Colin J Paton', written over the printed name.

Colin J Paton
Director

7 June 2011



Independent auditor's report 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 1 February 2010 to 30 January 2011 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 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.

Respective responsibilities of directors and auditor

As explained more fully in the Directors' Responsibilities Statement set out on page 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 and express an opinion on 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

A description of the scope of an audit of financial statements is provided on the APB's website at www.frc.org.uk/apb/scope/private.cfm.

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 30 January 2011 and of its profit 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.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Independent auditor's report to the members of Hotel Property Fund (Syndicate 2) Limited (continued)

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.

Grant Thornton UK LLP

ROBERT HANNAH
Senior Statutory Auditor
for and on behalf of Grant Thornton UK LLP
Statutory Auditor, Chartered Accountants
EDINBURGH

7/6/11
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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 30 January 2011, 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	- 6.5% - 20% 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	52 weeks ended 30 Jan 11 £000	53 weeks ended 31 Jan 10 £000
Turnover	1	2,795	2,598
Cost of sales		312	301
Gross profit		2,483	2,297
Other operating charges	2	2,155	2,125
Operating profit	3	328	172
Interest payable and similar charges	5	187	462
Profit/(loss) on ordinary activities before taxation		141	(290)
Tax on profit/(loss) on ordinary activities	6	32	2
Profit/(loss) for the financial year	18	109	(292)

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

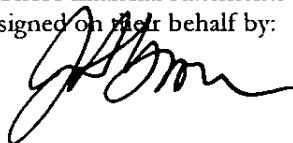
The company has no recognised gains or losses other than the results for the year as set out above.

The accompanying accounting policies and notes form part of these financial statements.

Balance sheet

	Note	2011 £000	2010 £000
Fixed assets			
Tangible assets	7	<u>8,798</u>	<u>9,052</u>
Current assets			
Stocks	8	14	8
Debtors	9	502	222
Cash in hand		<u>1</u>	<u>2</u>
		517	232
Creditors: amounts falling due within one year	10	<u>1,009</u>	<u>1,040</u>
Net current liabilities		<u>(492)</u>	<u>(808)</u>
Total assets less current liabilities		<u>8,306</u>	<u>8,244</u>
Creditors: amounts falling due after more than one year	11	9,937	10,016
Provisions for liabilities			
Deferred taxation	13	<u>74</u>	<u>42</u>
		<u>(1,705)</u>	<u>(1,814)</u>
Capital and reserves			
Called-up equity share capital	17	109	109
Profit and loss account	18	<u>(1,814)</u>	<u>(1,923)</u>
Deficit	19	<u>(1,705)</u>	<u>(1,814)</u>

These financial statements were approved by the directors and authorised for issue on 7 June 2011, and are signed on their behalf by:



John A Brown
 Director

Company Registration Number: SC292735

The accompanying accounting policies and notes form part of these financial statements.

Cash flow statement

	Note	52 weeks ended 30 Jan 11 £000	53 weeks ended 31 Jan 10 £000
Net cash inflow from operating activities	20	263	367
Returns on investments and servicing of finance			
Interest paid		(187)	(462)
Net cash outflow from returns on investments and servicing of finance		(187)	(462)
Capital expenditure			
Payments to acquire tangible fixed assets		(4)	(17)
Net cash outflow from capital expenditure		(4)	(17)
Cash inflow/(outflow) before financing		72	(112)
Financing			
Repayment of bank loans		(79)	(85)
Net cash outflow from financing		(79)	(85)
Decrease in cash	21	(7)	(197)

The accompanying accounting policies and notes form part of these financial statements.

Notes to the financial statements

1 Turnover

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

	52 weeks ended 30 Jan 11 £000	53 weeks ended 31 Jan 10 £000
United Kingdom	<u>2,795</u>	<u>2,598</u>

2 Other operating charges

	52 weeks ended 30 Jan 11 £000	53 weeks ended 31 Jan 10 £000
Administrative expenses	<u>2,155</u>	<u>2,125</u>

3 Operating profit

Operating profit is stated after charging:

	52 weeks ended 30 Jan 11 £000	53 weeks ended 31 Jan 10 £000
Depreciation of owned fixed assets	257	262
Auditor's remuneration	<u>6</u>	<u>5</u>
	2011	2010
	£000	£000
Auditor's remuneration - audit of the financial statements	<u>6</u>	<u>5</u>

4 Directors and employees

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

	52 weeks ended 30 Jan 11 No	53 weeks ended 31 Jan 10 No
Hotel staff and management	<u>65</u>	<u>71</u>

The aggregate payroll costs of the above were:

	52 weeks ended 30 Jan 11 £000	53 weeks ended 31 Jan 10 £000
Wages and salaries	847	818
Social security costs	<u>63</u>	<u>60</u>
	<u>910</u>	<u>878</u>

5 Interest payable and similar charges

	52 weeks ended 30 Jan 11 £000	53 weeks ended 31 Jan 10 £000
Interest payable on bank borrowing	<u>187</u>	<u>462</u>

6 Taxation on ordinary activities

Analysis of charge in the year

	52 weeks ended 30 Jan 11 £000	53 weeks ended 31 Jan 10 £000
Deferred tax:		
Origination and reversal of timing differences	<u>32</u>	<u>2</u>

The company has tax losses of £133k (2010: £286k) available to carry forward to be set against future taxable trading profits.

6 Taxation on ordinary activities (continued)

Factors affecting current tax charge

	52 weeks ended 30 Jan 11 £000	53 weeks ended 31 Jan 10 £000
Profit/(loss) on ordinary activities before taxation	<u>141</u>	<u>(290)</u>
Loss on ordinary activities by rate of tax	(39)	(81)
Capital allowances for period in excess of depreciation	39	(20)
Losses surrendered as group relief	-	101
Total current tax	<u>-</u>	<u>-</u>

7 Tangible fixed assets

	Freehold Property £000	Fixtures & Fittings £000	Total £000
Cost			
At 31 January 2010	6,112	3,737	9,849
Additions	-	4	4
Disposals	-	(1)	(1)
At 30 January 2011	<u>6,112</u>	<u>3,740</u>	<u>9,852</u>
Depreciation			
At 31 January 2010	43	754	797
Charge for the year	12	245	257
At 30 January 2011	<u>55</u>	<u>999</u>	<u>1,054</u>
Net book value			
At 30 January 2011	<u>6,057</u>	<u>2,741</u>	<u>8,798</u>
At 31 January 2010	<u>6,069</u>	<u>2,983</u>	<u>9,052</u>

Included within the cost of £9,849k is interest incurred during the refurbishment of a property amounting to £106k (2010: £106k). Interest capitalised during the year amounts to £nil (2010: nil).

8 Stocks

	2011 £000	2010 £000
Goods for resale	<u>14</u>	<u>8</u>

9 Debtors

	2011 £000	2010 £000
Trade debtors	54	49
Amounts owed by group undertakings	373	100
Prepayments and accrued income	75	73
	<u>502</u>	<u>222</u>

10 Creditors: amounts falling due within one year

	2011 £000	2010 £000
Bank loans and overdrafts	533	527
Trade creditors	113	122
Amounts owed to group undertakings	—	63
Other taxation and social security	70	62
Other creditors	140	102
Accruals and deferred income	153	164
	<u>1,009</u>	<u>1,040</u>

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

	2011 £000	2010 £000
Bank loans	<u>9,937</u>	<u>10,016</u>

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 £79k have been made during the year (2010: £85k).

12 Creditors - capital instruments

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

	2011 £000	2010 £000
Amounts repayable:		
In one year or less or on demand	79	79
In more than one year but not more than two years	79	80
In more than two years but not more than five years	246	239
In more than five years	9,612	9,697
	<u>10,016</u>	<u>10,095</u>
	2011 £000	2010 £000
Wholly repayable within five years:		
Repayable by instalments	404	398
Not wholly repayable within five years:		
Repayable by instalments	542	627
Repayable other than by instalments	9,070	9,070
	<u>9,612</u>	<u>9,697</u>
	<u>10,016</u>	<u>10,095</u>

13 Deferred taxation

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

	52 weeks ended 30 Jan 11 £000	53 weeks ended 31 Jan 10 £000
Provision brought forward	42	40
Profit and loss account movement arising during the year	32	2
Provision carried forward	<u>74</u>	<u>42</u>

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

	2011 £000	2010 £000
Excess of taxation allowances over depreciation on fixed assets	111	122
Tax losses available	(37)	(80)
	<u>74</u>	<u>42</u>

14 Derivatives

At the year end the company had a ladder swap arrangement on one of its loans which has been fair valued at £(817)k at 30 January 2011 (2010: £(788)k). The balance sheet value of this instrument is £nil (2010: £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 30 January 2011 with Bank of Scotland was £21.7m (2010: £22.2m), including the company's own bank overdraft of £454k (2010: £448k) and bank loans of £10m (2010: £10.1m).

16 Related party transactions

The company was owed £373k by other group companies at 30 January 2011 (2010: £100k) and owed nil (2010: £63k) to other companies within the group at 30 January 2011. During the year, the company paid £176k (2010: £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 share capital:

	30 Jan 2011 £000	31 Jan 2010 £000
109,100 Ordinary shares of £1 each	<u>109</u>	<u>109</u>

Allotted, called up and fully paid:

	30 Jan 2011 No	£000	31 Jan 2010 No	£000
109,100 Ordinary shares of £1 each	<u>109,100</u>	<u>109</u>	<u>109,100</u>	<u>109</u>

18 Profit and loss account

	52 weeks ended 30 Jan 11 £000	53 weeks ended 31 Jan 10 £000
Balance brought forward	(1,923)	(1,631)
Profit/(loss) for the financial year	<u>109</u>	<u>(292)</u>
Balance carried forward	<u>(1,814)</u>	<u>(1,923)</u>

19 Reconciliation of movements in shareholders' funds

	2011 £000	2010 £000
Profit/(Loss) for the financial year	109	(292)
Opening shareholders' deficit	<u>(1,814)</u>	<u>(1,522)</u>
Closing shareholders' deficit	<u>(1,705)</u>	<u>(1,814)</u>

20 Reconciliation of operating profit to net cash inflow from operating activities

	52 weeks ended 30 Jan 11 £000	53 weeks ended 31 Jan 10 £000
Operating profit	328	172
Depreciation	257	262
Loss on disposal of fixed assets	1	-
(Increase)/decrease in stocks	(6)	3
(Increase)/decrease in debtors	(280)	43
Decrease in creditors	<u>(37)</u>	<u>(113)</u>
Net cash inflow from operating activities	<u>263</u>	<u>367</u>

21 Reconciliation of net cash flow to movement in net debt

	2011 £000	2010 £000
Decrease in cash in the period	(7)	(197)
Net cash outflow from bank loans	<u>79</u>	<u>85</u>
	<u>72</u>	<u>(112)</u>
Change in net debt	72	(112)
Net debt at 31 January 2010	<u>(10,541)</u>	<u>(10,429)</u>
Net debt at 30 January 2011	<u>(10,469)</u>	<u>(10,541)</u>

22 Analysis of changes in net debt

	At 31 Jan 2010 £000	Cash flows £000	At 30 Jan 2011 £000
Net cash:			
Cash in hand and at bank	2	(1)	1
Overdrafts	(448)	(6)	(454)
	<u>(446)</u>	<u>(7)</u>	<u>(453)</u>
Debt:			
Debt due within 1 year	(79)	(1)	(80)
Debt due after 1 year	(10,016)	80	(9,936)
	<u>(10,095)</u>	<u>79</u>	<u>(10,016)</u>
Net debt	<u>(10,541)</u>	<u>72</u>	<u>(10,469)</u>

23 Capital commitments

The directors have confirmed that there were no capital commitments at 30 January 2011 or 31 January 2010.

24 Ultimate parent company

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