## Annual Report and Consolidated Financial Statements Year Ended 31 December 2020

Registration number: 03811108

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29/09/2021 COMPANIES HOUSE #352

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### Strategic Report

#### Year Ended 31 December 2020

The directors present their strategic report for the year ended 31 December 2020.

#### Principal activity

The principal activity of the company is that of hoteliers.

#### Fair review of the business

Lime Wood Group Sales and EBITDA have decreased over the previous year, due to the impact of COVID-19. As a result of the pandemic Limewood Hotel were instructed to close our doors to guests on 21 March 2020. We were able to reopen on 4 July 2020 but again had to close from 5 November until 1 December and then again on 26 December 2020.

During the months the hotel was open performance was exceptional with average occupancy of 90% (2019: 87%) and covers were at the same level as normal year even with the social distancing and reduction in tables.

Portetta, closed it doors on 16 March and did not reopen again in 2020.

These financial statements have been prepared on a going concern basis, despite the excess of current liabilities over current assets shown on the consolidated balance sheet. The excess of current liabilities over current assets on the consolidated balance sheet is due to shareholder loans of £1,152,155 and €13,378,333 which have no repayment terms and are therefore repayable on demand and classified as a current liability. The shareholder has confirmed that they will continue to support the group and although the loans are repayable on demand they do not intend to recall the loan within 12 months of approving the accounts.

The company's key financial and other performance indicators during the year were occupancy, covers and spends.

#### **COVID-19 Impact**

During this periods of closure mentioned above, we have made use of the Government available Coronavirus Job Retention Scheme (CJRS) and the Coronavirus Business Interruption Loan Scheme (CBILS).

At the height of the pandemic and our closures we have utilised the CJRS for over 200 members of staff. When we reopened this reduced to only a handful of employees remaining.

To support our ongoing fixed costs during closure we obtained an increased overdraft through the CBILS.

We have not had to utilise the extended CBILS overdraft that has been made available to us. However with the ongoing nature of the pandemic and constant changes in Government advice, that we are strongly adhering to for the safety of our Employees and Guests, this position may change.

Strong occupancies and covers continue into 2021 and current cashflows suggest it will still not be utilised. We believe our business has a sound foundation and will be able to come out strong the other side of this pandemic.

Strategic Report

Year Ended 31 December 2020

Approved by the Board on.

.. and signed on its behalf by:

R C Hutson Director

### **Directors' Report**

#### Year Ended 31 December 2020

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

#### Directors of the group

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

R C Hutson

**BR** Foster

A Hartnett

#### Financial risk management

The group's activities expose it to a variety of financial risks. The board reviews and agrees policies for managing these risks at regular intervals dependent on circumstances. The company's principal financial instruments include assets and liabilities such as trade receivables and payables arising directly from its operations.

The business' principal financial instruments comprise bank balances and loans to the business. The main purpose of these instruments is to finance the business' operations.

#### Liquidity risk

The group manages its cash and borrowing requirements in order to maximise interest income and minimise interest expense, whilst ensuring that sufficient liquid resources are available to meet operating needs of the business.

In respect of bank balances, the liquidity risk is managed by maintaining a balance between the continuity of funding and flexibility through the use of overdrafts at floating rates of interest. All of the business' cash balances are held in such a way that achieves a competitive rate of interest. The business makes use of money market facilities where funds are available.

Loans comprise loans from financial institutions and J Ratcliffe. The interest rates and monthly repayments are fixed. The business manages the liquidity risk by ensuring that there are sufficient funds to meet the payments.

The group has adequate short-term debt finance to maintain liquidity and to ensure sufficient funds are available for ongoing operations and future developments.

#### **Credit risk**

New customers who wish to take on credit terms are subject to credit verification procedures. Trade receivables are monitored on an ongoing basis and provision is made for doubtful debts where necessary. Due to the nature of operations credit risk is not deemed a significant risk.

#### **Exchange rate risk**

The group is exposed to exchange rate risk due to operations outside of the UK. The group operates foreign currency bank accounts to mitigate this risk.

### **Directors' Report**

#### Year Ended 31 December 2020

#### **Employment of disabled persons**

Applications for employment by disabled persons are always fully considered, bearing in mind the aptitude of the applicant concerned. In the event of members of staff becoming disables, every effort is made to ensure that their employment within the group continues and that the appropriate training is provided. It is the policy of the group that the training, career development and promotion of disabled persons should, as far as possible, be identical to that of other employees.

#### **Employee involvement**

The group's policy is to consult and discuss with employees, through unions, staff councils and at staff meetings matters likely to affect employees' interests.

Information about matters of concern to employees is given through information bulletins and reports which seek to achieve a common awareness on the part of all employees of the financial and economic factors affecting the group's performance.

#### Disclosure of information to the auditor

Each director has taken steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information. The directors confirm that there is no relevant information that they know of and of which they know the auditor is unaware.

Approved by the Board on

R C Hutson Director

## Statement of Directors' Responsibilities

#### Directors' responsibilities

The directors acknowledge their responsibilities for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). 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 these financial statements, the directors are required to:

- select suitable accounting policies and 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 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.

### Statement of Directors' Responsibilities

#### **Directors' Duties - S172 Companies Act 2006**

The board of directors of Limewood Group Limited consider, both individually and together, that they have acted in the way they consider, in good faith, would be most likely to promote the success of the company for the benefit of its members as a whole (having regard to the stakeholders and matters set out in s172(1)(a)-(f) of the Act) in the decisions taken during the year ended 31 December 2020.

To assist them in discharging their duty under s172 Companies Act 2006, the Directors engage with employees, customers and suppliers to reflect their insights and views when making decisions on strategy; delivering operational effectiveness, driving initiatives; and committing to deliver outcomes that enhance social value. Below are examples of how the Directors engage with stakeholders:

Employees: The involvement and engagement of employees is vital to our business. We aim to be a responsible employer in our approach to the pay and benefits our team members receive. The health, safety and well-being of our team members is one of our primary factors in the way we do business.

Guests: The Directors place considerable value of the engagement and treatment of our guests. Our aim is to deliver a fantastic experience and gain their desire to return. We treat our guest's safety as one of our top priorities.

Suppliers: Suppliers are not decided purely based on price but also their quality, impact on the environment and local community and how they conduct business.

Community: In operating our Hotels, we took into account the impact of the company's operations on the community and environment and our wider social responsibilities, and in particular how we comply with legislation and react promptly to local community concerns. During 2020 we held a Companywide Environmental summit to discuss how we can better impact the environment with the decisions we make as a business.

As the board of directors, our intention is to behave responsibly and ensure that the management operate the business in a responsible manner, operating within the high standards of business conduct and good governance expected for a business such as ours. The intention is to nurture our reputation, through both the construction and delivery of our vision, that reflects our responsible behaviour.

The above, along with the narratives in the Report of the Directors, help highlight how the Directors have observed the principles of s172 and engaged with stakeholders in decision making and in promoting the long-term success of the Company.

# Independent Auditor's Report to the Members of Lime Wood Group Limited

#### **Opinion**

We have audited the financial statements of Lime Wood Group Limited (the 'parent company') and its subsidiaries (the 'group') for the year ended 31 December 2020, which comprise the Consolidated Profit and Loss Account, Consolidated Statement of Comprehensive Income, Consolidated Balance Sheet, Balance Sheet, Consolidated Statement of Changes in Equity, Statement of Changes in Equity, Consolidated Statement of Cash Flows, 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's and the parent company's affairs as at 31 December 2020 and of the group's loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- · have been prepared in accordance with the requirements of the Companies Act 2006.

#### 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 group 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.

#### Conclusions relating to going concern

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

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

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

#### Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

# Independent Auditor's Report to the Members of Lime Wood Group Limited

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.

#### Opinion on other matter 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 Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic Report and 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 our knowledge and understanding of the group and the parent 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 where the Companies Act 2006 requires us to report to you if, in our opinion:

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

#### Responsibilities of directors

As explained more fully in the Statement of Directors' Responsibilities set out on page 5, 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 group's and the parent 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 group or the parent company or to cease operations, or have no realistic alternative but to do so.

# Independent Auditor's Report to the Members of Lime Wood Group Limited

#### 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.

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

During our audit planning we obtained an understanding of the legal and regulatory framework that is applicable to Lime Wood Group Limited. As part of this we enquired with management, reviewed the company's website, policies and procedures and made an appropriate audit engagement team selection (ensuring competence and capability to recognise non-compliance). Key regulations we identified were health and safety regulations, employment laws, and also those laws and regulations that have a direct impact on the preparation of the financial statements such as the Companies Act 2006.

Management enquiries covered any knowledge or evidence of actual and potential fraud, litigation and claims, which were followed up with corroborative audit review work. We also evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements. The principle risks identified were to manipulate results to meet financial covenants.

Based on our understanding of the entity, we designed our audit procedures to identify non-compliance with relevant laws and regulations. Our procedures involved the following:

- The risk of management override of controls was audited, including through testing journal entries and other adjustments for appropriateness, and evaluating the business rationale of significant transactions outside the normal course of business.
- Review of legal and professional costs to identify any possible non-compliance or legal costs in respect of non-compliance.
- Requested board minutes to review in relation to fraud, legal and regulatory issues that could impact the business and financial statements.
- Reviewed estimates and judgements made in the accounts for any indication of bias and challenged assumptions used by management in making the estimates.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements. This risk increases the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements as we are less likely to be come aware of instances of non-compliance. The risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment, collusion, omission or misrepresentation.

# Independent Auditor's Report to the Members of Lime Wood Group Limited

A further description of our responsibilities is available on the Financial Reporting Council's website at: 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.

Daniel Tout FCA (Senior Statutory Auditor) PKF Francis Clark, Statutory Auditor

Towngate House 2-8 Parkstone Road Poole Dorset BH15 2PW

Date: 28 9 2021

## Consolidated Profit and Loss Account

## Year Ended 31 December 2020

	Note	2020 £	2019 £
Turnover	3	11,210,036	17,291,097
Cost of sales		(1,663,405)	(2,640,956)
Gross profit		9,546,631	14,650,141
Administrative expenses		(11,328,085)	(13,595,824)
Other operating income	4	1,581,207	18,009
Operating (loss)/profit	6	(200,247)	1,072,326
Other interest receivable and similar income	9	105,250	102,210
Interest payable and similar expenses	10	(129,596)	(162,115)
		(24,346)	(59,905)
(Loss)/profit before tax		(224,593)	1,012,421
Tax on (loss)/profit	11	6,233	80,050
(Loss)/profit for the financial year		(218,360)	1,092,471
Profit/(loss) attributable to: Owners of the company		(218,360)	1,092,471

## Consolidated Statement of Comprehensive Income

## Year Ended 31 December 2020

	2020 £	2019 £
(Loss)/profit for the year Foreign currency translation gains/(losses)	(218,360) 9,065	1,092,471 28,556
Total comprehensive income for the year	(209,295)	1,121,027
Total comprehensive income attributable to: Owners of the company	(209,295)	1,121,027

## **Consolidated Balance Sheet**

## 31 December 2020

	Note	2020 £	2019 £
Fixed assets			,
Intangible assets	12	11,915	16,963
Tangible assets	13	37,936,707	38,479,838
Investment property	14	225,000	225,000
		38,173,622	38,721,801
Current assets			
Stocks	16	571,001	576,747
Debtors	17	4,438,511	5,438,075
Cash at bank and in hand		2,389,373	903,720
		7,398,885	6,918,542
Creditors: Amounts falling due within one year	19	(23,723,540)	(17,862,260)
Net current liabilities		(16,324,655)	(10,943,718)
Total assets less current liabilities		21,848,967	27,778,083
Creditors: Amounts falling due after more than one year	19	(953,600)	(6,673,421)
Net assets		20,895,367	21,104,662
Capital and reserves			
Called up share capital	22	28,869	28,869
Share premium reserve		70,458,730	70,458,730
Other reserves		97,120	97,120
Profit and loss account		(49,689,352)	(49,480,057)
Equity attributable to owners of the company		20,895,367	21,104,662
Shareholders' funds		20,895,367	21,104,662

Approved and authorised by the Board on 27/9/21... and signed on its behalf by:

R C Hutson Director

Company Registration Number: 03811108

### **Balance Sheet**

## 31 December 2020

	Note	2020 £	2019 £
	Note	<b>L</b>	~
Fixed assets			
Tangible assets	13	26,074,882	26,156,074
Investment property	14	225,000	225,000
Investments	15	14,645,913	14,645,913
		40,945,795	41,026,987
Current assets			
Stocks	16	490,876	474,029
Debtors	17	4,302,409	5,168,644
Cash at bank and in hand		1,377,543	274,086
		6,170,828	5,916,759
Creditors: Amounts falling due within one year	19	(10,020,810)	(4,742,749)
Net current (liabilities)/assets		(3,849,982)	1,174,010
Total assets less current liabilities		37,095,813	42,200,997
Creditors: Amounts falling due after more than one year	19		(5,720,000)
Net assets		37,095,813	36,480,997
Capital and reserves			
Called up share capital	22	28,869	28,869
Share premium reserve		70,458,730	70,458,730
Other reserves		97,120	97,120
Profit and loss account		(33,488,906)	(34,103,722)
Shareholders' funds		37,095,813	36,480,997
and an energy retree			,,

The company made a profit after tax for the financial year of £614,816 (2019 - profit of £1,034,469).

Approved and authorised by the Board on .27 9 21... and signed on its behalf by:

R C Hutson Director

Company Registration Number: 03811108

## Consolidated Statement of Changes in Equity

### Year Ended 31 December 2020

	Share capital £	Share premium £	Non-distributable reserve £	Profit and loss account £	Total £	Total equity £
At 1 January 2020	28,869	70,458,730	97,120	(49,480,057)	21,104,662	21,104,662
Loss for the year	-	-	-	(218,360)	(218,360)	(218,360)
Foreign currency translation gains/(losses)				9,065	9,065	9,065
Total comprehensive income				(209,295)	(209,295)	(209,295)
At 31 December 2020	28,869	70,458,730	97,120	(49,689,352)	20,895,367	20,895,367
	Share capital £	Share premium £	Non-distributable reserve £	Profit and loss account £	Total £	Total equity £
At 1 January 2019	Share capital £ 28,869				Total £ 19,983,635	Total equity £
At 1 January 2019 Profit for the year	£	premium £	reserve £	loss account £	3	£
•	£	premium £	reserve £	loss account £ (50,601,084)	£ 19,983,635	£ 19,983,635
Profit for the year	£	premium £	reserve £	(50,601,084) 1,092,471	£ 19,983,635 1,092,471	19,983,635 1,092,471

## Statement of Changes in Equity Year Ended 31 December 2020

	Share capital	Share premium £	Non-distributable reserve £	Profit and loss account £	Total £
At 1 January 2020	28,869	70,458,730	97,120	(34,103,722)	36,480,997
Profit for the year				614,816	614,816
Total comprehensive income	-			614,816	614,816
At 31 December 2020	28,869	70,458,730	97,120	(33,488,906)	37,095,813
	Share capital	Share premium £	Non-distributable reserve £	Profit and loss account £	Total £
At 1 January 2019	Share capital £				Total £ 35,446,528
At 1 January 2019 Profit for the year	£	premium £	reserve £	loss account £	£
•	£	premium £	reserve £	loss account £ (35,138,191)	£ 35,446,528

The notes on pages 18 to 41 form an integral part of these financial statements. Page 16

## **Consolidated Statement of Cash Flows**

## Year Ended 31 December 2020

	Note	2020 £	2019 £
Cash flows from operating activities			
(Loss)/profit for the year Adjustments to cash flows from non-cash items		(218,360)	1,092,471
Depreciation and amortisation	6	1,483,026	1,443,077
Loss on disposal of tangible assets	5	-	32,372
Finance income	9	(105,250)	(102,210)
Finance costs	10	129,596	162,115
Corporation tax charge		(6,233)	(80,050)
		1,282,779	2,547,775
Working capital adjustments			
Decrease/(increase) in stocks	16	5,746	(76,438)
Decrease/(increase) in trade debtors	17	999,564	(369,154)
(Decrease)/increase in trade creditors	19	(1,126,947)	96,727
Cash generated from operations		1,161,142	2,198,910
Corporation tax (paid)/received	11	(1,915)	140,056
Net cash flow from operating activities		1,159,227	2,338,966
Cash flows from investing activities			
Interest received		105,250	102,210
Acquisitions of tangible assets	13	(502,629)	(1,350,075)
Proceeds from sale of tangible assets		7,387	10,657
Net cash flows from investing activities	•	(389,992)	(1,237,208)
Cash flows from financing activities			
Interest paid	10	(129,596)	(162,115)
Proceeds from bank borrowing draw downs		800,000	-
Repayment of bank borrowing			(436,144)
Net cash flows from financing activities		670,404	(598,259)
Net increase in cash and cash equivalents		1,439,639	503,499
Cash and cash equivalents at 1 January		903,619	573,300
Effect of exchange rate fluctuations on cash held		46,115	(173,180)
Cash and cash equivalents at 31 December		2,389,373	903,619

#### Notes to the Financial Statements

#### Year Ended 31 December 2020

#### 1 General information

The company is a private company limited by share capital, incorporated in England and Wales.

The address of its registered office is:

Clayhill
Beechen Lane
Lyndhurst
Hampshire
SO43 7DD
England and Wales

The principal place of business is: Lime Wood Hotel Beaulieu Road Lyndhurst SO43 7FZ England and Wales

#### 2 Accounting policies

#### Summary of significant accounting policies and key accounting estimates

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

#### Statement of compliance

These financial statements were prepared in accordance with Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

#### **Basis of preparation**

These financial statements have been prepared using the historical cost convention except that as disclosed in the accounting policies certain items are shown at fair value.

#### **Basis of consolidation**

The consolidated financial statements consolidate the financial statements of the Company and its subsidiary undertakings drawn up to 31 December 2020.

A subsidiary is an entity controlled by the Company. Control is achieved where the Company has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities.

Inter-company transactions, balances and unrealised gains on transactions between the Company and its subsidiaries, which are related parties, are eliminated in full.

Intra-group losses are also eliminated but may indicate an impairment that requires recognition in the consolidated financial statements.

#### Notes to the Financial Statements

#### Year Ended 31 December 2020

#### Summary of disclosure exemptions

No profit and loss accounted is presented for the company as permitted by section 408 of the Companies Act 2006.

The company made a profit after tax for the financial year of £614,816 (2019 - profit of £1,034,469).

#### Going concern

At the balance sheet date, the group had net current liabilities of £16,324,655 (2019 - £10,943,718). This is due to shareholder loans of £1,152,155 and €11,942,807, which have no repayment terms and are therefore repayable on demand and classified as a current liability.

The shareholder has confirmed that they will continue to support the group and although the loans are repayable on demand, they do not intend to recall the loan within 12 months of approving the financial statements.

Also included is a bank loan with Santander of £5.72m, which was refinanced in April 2021.

In preparing and approving these financial statements, the directors have given due consideration to going concern risks pertaining to current trade performance, and in particular the impact of the COVID pandemic.

As explained on the strategic report on page 1, since re-opening, there have been strong occupancy levels and room rates. Whilst recognising that there can be no certainty in the hospitality sector and with having to adapt to operating in a tier structure, the directors have considered the best, worst and most likely outcomes over the next 12 months, with forecasts prepared that demonstrate the ability of the group to manage its cash flows and meet its obligations as and when they fall due.

As of the date of approving these accounts, the directors are forecasting not to need the, so far unutilised, £1.8m CBILS facility, or any additional shareholder support. With cash expected to be positive and demonstrate significant headroom throughout the 2021 and 2022 calendar year. As such the financial statements are prepared on a going concern basis.

#### Notes to the Financial Statements

#### Year Ended 31 December 2020

#### Key sources of estimation uncertainty

Preparation of the financial statements requires management to make significant judgements and estimates. The items in the financial statements where these judgements and estimates have been made are noted below:

Depreciation – The company establishes a reliable estimate of the useful lives of tangible fixed assets. The carrying amount is £37,936,707 (2019 -£38,479,838).

#### Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured. Revenue represents amounts chargeable, net of value added tax, in respect of the sale of goods and services to customers at the group's Hotels and Spas.

Accommodation sales are recognised once the guest's stay has been completed.

Food and drink sales are recognised on purchase by the guest.

Spa sales include day spa visits which are recognised at the end of each session. Spa membership income is recognised on a straight line basis over the life of the membership. Income received in advance is deferred and included within creditors.

All other goods and services provided to hotel and spa guests are recognised as the service is carried out.

Income is received from companies under common control as a management charge for shared services and resources.

#### **Government grants**

Government grants are recognised based on the accrual model and are measured at the fair value of the asset received or receivable. Grants relating to income and expenditure are recognised in other income over the period in which the related costs are recognised.

#### Foreign currency transactions and balances

Transactions in foreign currencies are initially recorded at the functional currency rate prevailing at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated into the respective functional currency of the entity at the rates prevailing on the reporting period date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rate on the date when the fair value is re-measured.

Non-monetary items measured in terms of historical cost in a foreign currency are not retranslated.

#### Tax

Tax is recognised in profit or loss, except that a change attributable to an item of income or expense recognised as other comprehensive income is also recognised directly in other comprehensive income.

The current corporation 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 group operates and generates taxable income.

#### Notes to the Financial Statements

#### Year Ended 31 December 2020

#### Property, plant and equipment

Tangible assets are stated in the statement of financial position at cost, less any subsequent accumulated depreciation and subsequent accumulated impairment losses.

The directors consider that the freehold and long leasehold properties are maintained in such a state of repair that their residual value is at least equal to their net book value. As a result, the corresponding depreciation would not be material and therefore is not charged in the company profit and loss account.

The cost of tangible assets includes directly attributable incremental costs incurred in their acquisition and installation.

#### Depreciation

Depreciation is charged so as to write off the cost of assets, other than land and properties under construction over their estimated useful lives, as follows:

#### **Asset class**

Land and buildings Plant and machinery

Fixtures and fittings

Motor vehicles

Office equipment

#### Depreciation method and rate

Nil - 25% straight line basis

20 - 50 % straight line basis

10 - 50% straight line basis and 15%

reducing balance basis

20% straight line basis and 25%

reducing balance basis

20 - 33% straight line basis

#### **Investment property**

Investment property is carried at fair value, derived from the current market prices for comparable real estate determined by the directors. Periodically the directors instruct external valuers to use observable market prices, adjusted if necessary for any difference in the nature, location or condition of the specific asset to fair value the investment property. Changes in fair value are recognised in profit or loss.

#### Goodwill

Goodwill is amortised over its useful life, which shall not exceed ten years if a reliable estimate of the useful life cannot be made.

#### Notes to the Financial Statements

#### Year Ended 31 December 2020

#### Intangible assets

Goodwill arising on the acquisition of an entity represents the excess of the cost of acquisition over the group's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities of the entity recognised at the date of acquisition. Goodwill is initially recognised as an asset at cost and is subsequently measured at cost less accumulated amortisation and accumulated impairment losses. Goodwill is held in the currency of the acquired entity and revalued to the closing rate at each reporting period date.

Separately acquired trademarks and licences are shown at historical cost.

Trademarks, licences (including software) and customer-related intangible assets acquired in a business combination are recognised at fair value at the acquisition date.

Trademarks, licences and customer-related intangible assets have a finite useful life and are carried at cost less accumulated amortisation and any accumulated impairment losses.

#### **Amortisation**

Amortisation is provided on intangible assets so as to write off the cost, less any estimated residual value, over their useful life as follows:

#### Asset class

Goodwill Licenses

#### Amortisation method and rate

20% straight line basis

Nil - 100% straight line basis

#### Investments

Investments in subsidiaries are stated in the balance sheet at cost, less any subsequent accumulated impairment losses.

The cost of investments in subsidiaries includes directly attributable incremental costs incurred in their acquisition.

#### **Stocks**

Stocks are stated at the lower of cost and estimated selling price less costs to complete and sell. Cost is determined using the first-in, first-out (FIFO) method.

#### Leases

Leases in which substantially all the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases are charged to profit or loss on a straight-line basis over the period of the lease.

#### Defined contribution pension obligation

A defined contribution plan is a pension plan under which fixed contributions are paid into a pension fund and the group has no legal or constructive obligation to pay further contributions even if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods.

Contributions to defined contribution plans are recognised as employee benefit expense when they are due. If contribution payments exceed the contribution due for service, the excess is recognised as a prepayment.

# Notes to the Financial Statements

Year Ended 31 December 2020

#### Financial instruments

#### Classification

The company holds the following financial instruments:

- · Short term trade and other debtors and creditors;
- · Bank loans: and
- · Cash and bank balances.

All financial instruments are classified as basic.

#### Recognition and measurement

Financial instruments are recognised when the company becomes party to the contractual provisions of the instrument and derecognised when in the case of assets, the contractual rights to cash flows from the assets expire or substantially all the risks and rewards of ownership are transferred to another party, or in the case of liabilities, when the company's obligations are discharged, expire or are cancelled.

#### Short term debtors and creditors

Basic financial assets comprise short term trade and other debtors. Basic financial liabilities comprise short term trade and other creditors. Such instruments are initially measured at transaction price, including transaction costs, and are subsequently carried at the undiscounted amount of the cash or other consideration expected to be paid or received.

#### Loans and borrowings (including overdrafts)

Loans which meet the criteria under FRS102 to be classed as 'basic financial instruments' are initially recorded at transaction price and subsequently measured at amortised cost using the effective interest method.

Except for bank loans, such instruments are initially measured at transaction price, including transaction costs, and are subsequently carried at the undiscounted amount of the cash or other consideration expected to be paid or received, after taking account of impairment adjustments.

Bank loans are initially measured at transaction price, including transaction costs, and are subsequently carried at amortised cost using the effective interest method.

## Notes to the Financial Statements

## Year Ended 31 December 2020

#### 3 Revenue

The analysis	of the group	e turnover	for the year	by class	of husiness	is as follows:
i ne anaivsis	or the aroub	s turriover	for the veal	DV CIASS	or business	is as iollows:

The analysis of the group's turnover for the year by class of business.	ess is as follows:	
	2020 £	2019 £
Hotel accommodation	5,297,543	7,819,093
Food and drink sales	3,358,923	4,924,042
Spa sales	1,411,649	2,961,719
Management charges	998,279	1,460,034
Staff accommodation	110,754	126,209
Other income	32,888	
	11,210,036	17,291,097
The analysis of the group's turnover for the year by market is as fo	ollows:	
,	2020 £	2019 £
UK	9,062,019	14,033,938
Europe	2,148,017	3,257,159
	11,210,036	17,291,097
4 Other operating income		
The analysis of the group's other operating income for the year is	as follows:	
	2020	2019
	£	£
Government grants	1,562,789	<u>-</u>
Other income	3,418	9
Rent receivable	15,000	18,000
	1,581,207	18,009
5 Other gains and losses		
The analysis of the group's other gains and losses for the year is a	as follows:	
·	2020 £	2019 £
Gain (loss) on disposal of property, plant and equipment	<u>-</u>	(32,372)

### Notes to the Financial Statements

### Year Ended 31 December 2020

6	Opera	itina	(loss)	/profit	t

Arrived at after charging/(crediting)

	2020	2019
	£	£
Depreciation expense	1,477,091	1,437,407
Amortisation expense	5,935	5,670
Foreign exchange losses/(gains)	342,171	(233,600)
Operating lease expense - plant and machinery	145,560	199,843
Loss on disposal of property, plant and equipment	-	32,372

#### 7 Staff costs

The aggregate payroll costs (including directors' remuneration) were as follows:

	2020 £	2019
Wages and salaries	5,496,592	6,364,284
Social security costs	399,347	565,162
Pension costs, defined contribution scheme	121,245	123,925
Other employee expense	40,600	32,839
	6,057,784	7,086,210

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

	2020 No.	2019 No.
Spa	51	51
Restaurant	77	89
Hotel	77	80
Administration, support and management	53_	54
	<u> 258</u> <u> </u>	274
8 Auditor's remuneration		

	2020	2019
	£	£
Audit of these financial statements	8,500	8,750
Other fees to auditors		
All other non-audit services	13,705	10,995

## Notes to the Financial Statements

## Year Ended 31 December 2020

9 Other interest receivable and similar income		
	2020 £	2019 £
Other finance income	105,250	102,210
10 Interest payable and similar expenses		
	2020 £	2019 £
Interest on bank overdrafts and borrowings	129,596	162,115
11 Taxation		
Tax charged/(credited) in the profit and loss account		
	2020 £	2019 £
Current taxation		
UK corporation tax	16,763	106,504
UK corporation tax adjustment to prior periods	(22,996)	(186,554)
	(6,233)	(80,050)

The tax on profit before tax for the year is higher than the standard rate of corporation tax in the UK (2019 - higher than the standard rate of corporation tax in the UK) of 19% (2019 - 19%).

The differences are reconciled below:

	2020 £	2019 £
(Loss)/profit before tax	(224,593)	1,012,421
Corporation tax at standard rate  Effect of expense not deductible in determining taxable profit (tax	(42,673)	192,360
loss)	(17,828)	7,507
Effect of tax losses	158,303	(17,094)
Effect of foreign tax rates	-	(3,594)
Tax decrease from effect of capital allowances and depreciation	(104,035)	(259,229)
Total tax credit	(6,233)	(80,050)

## Notes to the Financial Statements Year Ended 31 December 2020

### 12 Intangible assets

### Group

	Goodwill £	Trademarks, patents and licenses £	Total £
Cost or valuation	_	_	-
At 1 January 2020	11,101,917	92,808	11,194,725
Foreign exchange movements	12,977	366	13,343
At 31 December 2020	11,114,894	93,174	11,208,068
Amortisation			
At 1 January 2020	11,091,597	86,165	11,177,762
Amortisation charge	-	5,981	5,981
Foreign exchange movements	12,410		12,410
At 31 December 2020	11,104,007	92,146	11,196,153
Carrying amount			
At 31 December 2020	10,887	1,028	11,915
At 31 December 2019	10,320	6,643	16,963

Notes to the Financial Statements Year Ended 31 December 2020

#### 13 Tangible assets

Group	Land and buildings £	Furniture, fittings and equipment £	Motor vehicles £	Other property, plant and equipment £	Total £
Cost or valuation					
At 1 January 2020	71,827,914	9,974,937	81,878	907,088	82,791,817
Additions	30,649	400,717	-	71,263	502,629
Disposals	-	(7,387)	-	-	(7,387)
Foreign exchange movements	824,729	223,651	1,924	17,435	1,067,739
At 31 December 2020	72,683,292	10,591,918	83,802	995,786	84,354,798
Depreciation					
At 1 January 2020	37,350,723	6,279,479	29,259	652,518	44,311,979
Charge for the year	752,149	646,804	14,590	71,037	1,484,580
Foreign exchange movements	458,205	153,377	616	9,334	621,532
At 31 December 2020	38,561,077	7,079,660	44,465	732,889	46,418,091
Carrying amount					
At 31 December 2020	34,122,215	3,512,258	39,337	262,897	37,936,707
At 31 December 2019	34,477,191	3,695,458	52,619	254,570	38,479,838

Notes to the Financial Statements Year Ended 31 December 2020

Included within the net book value of land and buildings above is £33,910,274 (2019 - £34,265,250) in respect of freehold land and buildings, £211,941 (2019 - £211,941) in respect of long leasehold land and buildings.

Notes to the Financial Statements Year Ended 31 December 2020

#### Company

Company					
	Land and buildings £	Furniture, fittings and equipment £	Motor vehicles £	Other tangible assets £	Total £
Cost or valuation					
At 1 January 2020	49,196,225	5,904,524	46,850	589,804	55,737,403
Additions	-	371,636	-	70,094	441,730
Disposals		(7,387)	<u> </u>	-	(7,387)
At 31 December 2020	49,196,225	6,268,773	46,850	659,898	56,171,746
Depreciation					
At 1 January 2020	25,592,624	3,487,972	18,050	482,683	29,581,329
Charge for the year		456,387	7,200	51,948	515,535
At 31 December 2020	25,592,624	3,944,359	25,250	534,631	30,096,864
Carrying amount					
At 31 December 2020	23,603,601	2,324,414	21,600	125,267	26,074,882
At 31 December 2019	23,603,601	2,416,552	28,800	107,121	26,156,074

Included within the net book value of land and buildings above is £23,391,660 (2019 - £23,391,660) in respect of freehold land and buildings and £211,941 (2019 - £211,941) in respect of long leasehold land and buildings.

## Notes to the Financial Statements Year Ended 31 December 2020

#### 14 Investment properties

#### Group

	2020
	£
At 1 January	225,000
At 31 December	225,000

The investment property class of fixed asset is valued at market value by the directors. The investment property has a current market value of £225,000 (2019 - £225,000) and a carrying amount at historic cost of £127,880 (2019 - £127,880). The depreciation on this historic cost is £nil (2019 - £nil).

The investment property class of fixed asset was last revalued by an external valuer on 20 September 2010 by K Marsh MRICS, Savills (L&P), who is external to the group.

#### Company

	2020
	£
At 1 January	225,000
At 31 December	225,000

The investment property class of fixed asset is valued at market value by the directors. The investment property has a current market value of £225,000 (2019 - £225,000) and a carrying amount at historic cost of £127,880 (2019 - £127,880). The depreciation on this historic cost is £nil (2019 - £nil).

The investment property class of fixed asset was last revalued by an external valuer on 20 September 2010 by K Marsh MRICS, Savills (L&P), who is external to the company.

Notes to the Financial Statements Year Ended 31 December 2020

#### 15 Investments

#### Group

### **Details of undertakings**

Details of the investments (including principal place of business of unincorporated entities) in which the group holds 20% or more of the nominal value of any class of share capital are as follows:

Undertaking	Registered office	Holding	Proportion of voting rights and shares held 2020 2019	
Subsidiary undertak	tings			2010
Sarl Portetta	France	Ordinary	100%	100%
Subsidiary undertaki	ings			
Sarl Portetta				
The principal activity o	of Sarl Portetta is Hoteliers			
Company				
Investments in subsidi	aries	-	2020 £ 14,645,913	2019 £ 14,645,913
Subsidiaries	•			£
Cost or valuation At 1 January 2020				14,645,913
At 31 December 2020				14,645,913
Carrying amount				
At 31 December 2020				14,645,913
At 31 December 2019				14,645,913

## Notes to the Financial Statements Year Ended 31 December 2020

#### **Details of undertakings**

Details of the investments (including principal place of business of unincorporated entities) in which the company holds 20% or more of the nominal value of any class of share capital are as follows:

Undertaking	Registered office	Holding	Proportion or rights and s 2020	d shares held
Subsidiary underta	akings		2020	2019
Sarl Portetta	France	Ordinary	100%	100%

#### Subsidiary undertakings

Sarl Portetta

The principal activity of Sarl Portetta is Hoteliers.

#### 16 Stocks

		2020 £	Group 2019 £	2020 £	Company 2019 £
Stocks	5/	1,001	576,747	490,876	474,029
17 Debtors					
		2020	Group 2019	2020	Company 2019
	Note	2020 £	£	£	£
Trade debtors		118,549	596,092	16,560	420,129
Amounts due from group					
undertakings	24	-	-	68,738	6,996
Other debtors		4,066,731	4,485,645	3,972,677	4,408,417
Prepayments		253,231	356,338	244,434	333,102
		4,438,511	5,438,075	4,302,409	5,168,644

## Notes to the Financial Statements Year Ended 31 December 2020

#### 18 Cash and cash equivalents

·	2	2020 £	Group 2019 £	2020 £	Company 2019 £
Cash on hand		5,863	26,690	5,863	7,405
Cash at bank	2,38	3,510	877,030	1,371,680	266,681
•	2,38	9,373	903,720	1,377,543	274,086
Bank overdrafts		<u> </u>	(101)	<u> </u>	(101)
Cash and cash equivalents in statement of cash flows	2,38	9,373	903,619	1,377,543	273,985
19 Creditors					
	Note	2020 £	Grou 201		Company 2019 £
Due within one year					
Loans and borrowings	20	19,786,217	12,789,84	2 6,872,155	1,152,256
Trade creditors		2,111,391	2,505,06	9 1,871,434	2,191,563
Corporation tax		82,772	90,92	0 100,546	107,768
Social security and other taxes		427,248	588,86	0 457,291	563,260
Outstanding defined contribution					
pension costs		22,636	23,12		23,125
Other creditors		629,175	1,201,91		42,243
Accrued expenses		664,101	662,53	664,101	662,534
·		23,723,540	17,862,26	0 10,020,810	4,742,749
Due after one year					
Loans and borrowings	20	953,600	6,673,42	<u>-</u>	5,720,000
20 Loans and borrowings					
	2	2020 £	Group 2019 £	2020 £	Company 2019 £
Non-current loans and borrowing		-	_		
Bank borrowings	95	3,600	6,673,421	<u> </u>	5,720,000

#### Notes to the Financial Statements

#### Year Ended 31 December 2020

	2020 £	Group 2019 £	2020 £	Company 2019 £
<b>Current loans and borrowings</b>	,			
Bank borrowings	6,691,255	243,707	5,720,000	-
Bank overdrafts		101	-	101
Other borrowings	13,094,962	12,546,034	1,152,155	1,152,155
	19,786,217	12,789,842	6,872,155	1,152,256

#### Group

#### **Bank borrowings**

Bank loan is denominated in pounds with a nominal interest rate of 2% plus LIBOR, and the final instalment is due on 28 April 2021. The carrying amount at year end is £5,720,000 (2019 - £5,720,000).

The bank loan is secured by a debenture over all of the assets in the company, a first legal charge over the property and a subordination deed with the shareholder.

Subsequent to the year end, this loan was re-financed with an interest rate of 2.5% plus SONIA, with the final instament being due on 27 April 2024.

Bank loan 1 - Sarl Portetta is denominated in Euros with a nominal interest rate of 1.1818%, and the final instalment is due on 1 December 2023. The carrying amount at year end is €1,356,222 (2019 - €1,414,705).

Bank loan 2 - Sarl Portetta is denominated in Euros with a nominal interest rate of 0.25%, and the final instalment is due on 16 December 2021. The carrying amount at year end is €800,000 (2019 - €Nil).

#### 21 Pension and other schemes

#### **Defined contribution pension scheme**

The group operates a defined contribution pension scheme. The pension cost charge for the year represents contributions payable by the group to the scheme and amounted to £121,245 (2019 -£123,925).

Contributions totalling £22,636 (2019 - £23,125) were payable to the scheme at the end of the year and are included in creditors.

## Notes to the Financial Statements

Year Ended 31 December 2020

### 22 Share capital

Allotted, called up and fully paid shares

		2020		2019
	No.	£	No.	£
A Ordinary shares of £1 each	500	500	500	500
B Ordinary shares of £1 each	28,369	28,369	28,369	28,369
	28,869	28,869	28,869	28,869

### Notes to the Financial Statements

### Year Ended 31 December 2020

#### 23 Obligations under leases and hire purchase contracts

#### Group

#### **Operating leases**

The total of future minimum lease payments is as follows:

	2020	2019
	£	£
Not later than one year	12,000	12,000
Later than one year and not later than five years	48,000	48,000
Later than five years	132,000	144,000
	192,000	204,000

The amount of non-cancellable operating lease payments recognised as an expense during the year was £12,000 (2019 - £12,000).

#### Company

#### **Operating leases**

The total of future minimum lease payments is as follows:

	2020	2019
	£	£
Not later than one year	12,000	12,000
Later than one year and not later than five years	48,000	48,000
Later than five years	132,000	144,000
	192,000	204,000

The amount of non-cancellable operating lease payments recognised as an expense during the year was £12,000 (2019 - £12,000).

Notes to the Financial Statements Year Ended 31 December 2020

#### 24 Related party transactions

#### Group

#### Summary of transactions with entities with joint control or significant interest

The receipt of services relates to management charges to Home Grown Hotels Limited which is an entity with joint control. The company also has a loan to Home Grown Hotels Limited on which interest of 3% is being charged.

#### Summary of transactions with other related parties

The lease expense and creditor relate to the rental of residential properties for staff accommodation from Ineos Properties Limited which is a company under common ultimate control.

The loan is from the ultimate controlling party and has no repayment terms so is classified as due within 1 year but it has been confirmed that it is not the intention that this will be repaid within 12 months of the approval of the accounts.

#### Income and receivables from related parties

·	Entities
	with joint
	control or
	significant
	influence
2020	£
Receipt of services	998,279
	Entities
	with joint
,	control or
·	significant
	influence
2019	£
Receipt of services	2,006,723

## Notes to the Financial Statements

## Year Ended 31 December 2020

<b>Expenditure with and</b>	payables	to related parties
-----------------------------	----------	--------------------

Expenditure with and payables to related p	arties		
2020		Key management £	Other related parties £
Purchase of goods		3,626	-
Rendering of services		83,751	_
Leases			101,906
		87,377	101,906
Amounts payable to related party		594	11,232
	Entities with joint control or significant influence	Key management	Other related parties
2019	£	£	£
Purchase of goods	-	3,950	-
Rendering of services	-	247,720	400.004
Leases		251 670	102,864
		251,670	102,864
Amounts payable to related party	227,165		10,605
Loans to related parties			
		Entities with joint control or significant influence £	Total £
2020 At start of period		3,656,977	3,656,977
Interest transactions		105,147	105,147
At end of period		3,762,124	3,762,124
		Entities with joint control or significant influence	Total
2019		£	3.554.050
At start of period		3,554,852	3,554,852
Interest transactions		102,125	102,125
At end of period		3,656,977	3,656,977

## Notes to the Financial Statements Year Ended 31 December 2020

#### Loans from related parties

Other related parties £ 12,546,034 548,928
13,094,962
Other related parties £ 13,166,893
13, 100,033
(620,859)

## Notes to the Financial Statements Year Ended 31 December 2020

#### 25 Financial instruments

#### Group

#### **Categorisation of financial instruments**

	2020 £	2019 £
Financial assets that are debt instruments measured at amortised		
cost	4,193,924	5,081,737
	4,193,924	5,081,737
Financial liabilities measured at amortised cost	23,548,914	24,070,487
	23,548,914	24,070,487
Company		
Categorisation of financial instruments		
	2020	2019
	£	£
Financial assets that are debt instruments measured at amortised		
cost	3,997,881	4,835,542
Financial liabilities measured at amortised cost	8,776,236	9,081,456

#### 26 Parent and ultimate parent undertaking

The most senior parent entity producing publicly available financial statements is Lime Wood Group Limited. The ultimate controlling party is Mr J Ratcliffe.