

Leisurecorp Scotland Limited

Report and Financial Statements

31 December 2010



Directors

Tony Charles Sole	(resigned 1 February 2010)
Abdul Wahid Al Ulama	(resigned 1 February 2010)
Mark Bennett Troy	(appointed 1 February 2010)
Hamza Ali Abdullatif Mustafa	(appointed 1 February 2010)

Secretary

Tony Charles Sole (resigned 1 February 2010)
Mark Bennett Troy (appointed 1 February 2010)

Auditors

Ernst & Young LLP
G1
5 George Square
Glasgow G2 1DY

Bankers

Bank of Scotland
17 Dalrymple Street
Girvan
Ayrshire KA26 9EU

Royal Bank of Scotland
Global Banking Markets
135 Bishopsgate
London EC2M 3UR

Registered office

1 George Square
Glasgow G2 1AL

Solicitors

Maclay, Murray & Spens LLP
1 George Square
Glasgow G2 1AL

Directors' report

The directors present their report and group financial statements for the year ended 31 December 2010.

Results and dividends

The loss for the year, after taxation, amounted to £10,414,000 (2009 – loss of £69,125,000). The directors do not recommend the payment of any dividends (2009 – £nil).

Principal activities and review of the business

The Group's principal activity during the year continued to be that of the operation of the Turnberry Resort and associated leisure facilities.

The Group's key financial and other performance indicators during the year were as follows:

	2010 £000	2009 £000
Turnover	11,801	6,483
EBITDA	(1,872)	(7,797)
Loss after tax	(10,414)	(69,125)
Customer satisfaction (score out of 10)	8.79	8.38

The company's revenue increased in 2010 reflecting a full year of income following the resort re opening after major refurbishment. However, the decline in corporate/leisure travel globally for resort properties continued to have an impact.

Customer satisfaction is a key performance indication to the company and all customer questionnaires are completed through an independent third party as part of Starwood, the operator program. Customer satisfaction has remained at a high level.

When there is an indicator that a non-financial asset might be impaired, the Group follows the guidance of Financial Reporting Standard 11, which requires the Group to determine the recoverable amount, which is the higher of the fair value less cost to sell and the value in use. Based on an impairment test performed as of 31 December 2010 the Group recognised an impairment charge of £2,790,000 (2009:£27,628,000) on tangible fixed assets. In addition to the prior year fixed asset impairment, intangible assets of £29,224,000 were fully impaired.

Going Concern

The Company's principal activity and review of the business are set out in the Directors' report above. In addition, the principal risks and uncertainties are noted below.

The company had net current liabilities as at 31 December 2010 and is dependent on continuing finance being made available by its intermediate parent company to enable it to continue operating and to meet its liabilities as they fall due. The directors have drawn up the financial statements on a going concern basis as Istithmar World PJSC, the intermediate parent undertaking has confirmed it will provide all necessary financial support to the company for the foreseeable future to enable it to continue trading and to meet its financial obligations as they fall due and for at least a period of 12 months from the date of signing of the financial statements.

The financial statements for Istithmar World PJSC for the year ended 31 December 2010 disclose a fundamental accounting concept note and emphasis of matter paragraph in the independent auditors' report outlining the existence of a material uncertainty which may cast significant doubt over the Group's ability to continue as a going concern. Notwithstanding this the financial statements have been prepared on a going concern basis.

The notes to the Istithmar World PJSC financial statements make the following disclosure:

Fundamental accounting concept

A fundamental principle of the preparation of the consolidated financial statements in accordance with International Financial Reporting Standards (IFRS) is the assumption that an entity will continue in

Directors' report

existence as a going concern, which contemplates continuity of operations and the realisation of assets and settlement of liabilities occurring in the ordinary course of business. This principle is applicable to all entities except for entities in liquidation or entities for which liquidation appears imminent. In accordance with this requirement, the Company's management has prepared the consolidated financial statements on a going concern basis as the management have no intention to liquidate notwithstanding the net loss incurred by the Group amounting to AED 173,391 thousand during the year ended 31 December 2010 and the fact that, as of that date, the Group has current liabilities of AED 15,731,325 thousand which exceed current assets of AED 10,447,067 thousand by AED 5,284,258 thousand.

During the year ended 31 December 2010, the Group generated significant liquidity from the sale of investments generating AED 2,839,861 thousand of realised proceeds (2009: AED 1,301,308 thousand). The Group also had cash and cash equivalents amounting to AED 1,632,490 thousand as of 31 December 2010. Subsequent to the year end, the Group has sold investments generating AED 1,801,341 thousand of realised proceeds. The Group has sold and expects to continue to sell select investments at attractive prices in order to generate additional liquidity so that it can de-lever its statement of financial position. The Group is expected to generate positive cash flow from operating and investing activities, significantly mitigating the risk of a forced liquidation.

There is, however, a material uncertainty related to events or conditions which may cast significant doubt on the entity's ability to continue as a going concern and to realise its assets and discharge its liabilities in the normal course of business. The Group did not include any adjustments to the consolidated financial statements to reflect the possible future effects that may result from this uncertainty surrounding its ability to continue as a going concern because the management believes that the steps described and executed below are reasonable and appropriate to address the conditions discussed above.

During 2009, the management had active discussions with its Parent Company and Ultimate Parent Company and negotiated a comprehensive restructuring of the unsecured debt. The principal terms of its restructuring of the debt are set out below:

- Debts due to the Ultimate Parent Company of AED 22,833,539 thousand were assigned by the Ultimate Parent Company to the Parent of the Group;
- The Loan which is consequently now due to the parent company, is unsecured and does not carry any interest. The Parent Company has subordinated this Loan to the claims of all other creditors of the Group;
- The repayment of this Loan is at the discretion of the Company; and
- The Parent Company acknowledges and agrees that it does not have the right to demand earlier repayment of the Loan.

On the basis of their assessment of the Company's financial position and of the enquiries made of the Directors of Istithmar World PJSC, the Company's Directors have a reasonable expectation that the Company will be able to continue in operational existence for the foreseeable future and at least for a period of 12 months from the date of signing of the accounts. Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

Directors' report

Principal risks and uncertainties

The company and group continue to look at risks and uncertainties during its budgeting process and monthly strategic meetings.

Competitive risks

The company and group operate at the upper end of the competitive Scottish resort market. Risks are possible from either new competitor openings, but in the main from existing competitors investing in product refurbishment, expansions and competitive price pressure as a result of the economic decline.

The company and group have engaged in cost-reduction and expense control techniques and have focussed on re-development activities that are profitable which will increase the value of the property and hence, competitive advantage.

Economic risks

The company and group is reliant on healthy economies in all its major markets; being UK, USA and Europe. The recent economic upheaval, in particular in the US, poses some risk to the high end market as individuals experience reduced disposable income and companies look for cost saving exercises.

As a result, the company and group have stalled their international expansion plans in the foreseeable future.

Exchange rate risks

A significant element of the group and company's revenue is dependant on non UK based businesses. Adverse exchange fluctuations of major currencies (specifically Euro) are a potential risk to the company. The company continually monitors exposure to foreign currency exchange rate movements.

Management has set up policies to require the company and group to manage its foreign currency risk against its functional currency. The company and group is required to hedge its foreign currency exposure, wherever applicable. To manage its foreign currency risk arising from future commercial transactions and recognised assets and liabilities, company and group use forward contracts.

Liquidity risk

Liquidity risk is the risk that the company will have insufficient debt facilities to meet future obligations. The company aims to mitigate liquidity risk by managing cash generation by its operations. Further, the company regularly reviews its borrowing facilities to ensure funds are available to meet planned debt requirements plus a contingency.

Future developments

The directors are reviewing potential development options to further enhance the resort.

The first phase of the refurbishment of the hotel was completed in July 2009. The refurbishment has changed the resort from a Westin to Luxury collection. As a result of the investment and re-branding of the resort to a Luxury Collection, despite the adverse economic conditions, the directors remain optimistic that the company will deliver growth over future years.

Disabled employees

Applications for employment by disabled persons are always fully considered, bearing in mind the aptitudes of the applicant concerned. In the event of members of staff becoming disabled, every effort is made to ensure that their employment with the company and group continues and that appropriate training is arranged. It is the policy of the company and group that the training, career development and promotion of disabled persons should, as far as possible, be identical with that of other employees. The company and group is an equal opportunities employer.

The company and group recognise the high standards required to ensure the health, safety and welfare of its employees at work, its customers and the general public. Company and group policies in this regard are regularly reviewed with the objective of ensuring that these standards are achieved.

Directors' report

Employee involvement

The company and group places considerable value on the involvement of its employees and has continued to keep them informed on matters affecting them as employees and on the various matters affecting the performance of the company. This is achieved through formal and informal meetings.

Directors

The directors who served the company during the year are as listed below:

Tony Charles Sole	(resigned 1 February 2010)
Abdul Wahid Al Ulama	(resigned 1 February 2010)
Mark Bennett Troy	(appointed 1 February 2010)
Hamza Ali Abdullatif Mustafa	(appointed 1 February 2010)

Supplier payment policy

The group and company policy is to settle terms of payment with suppliers when agreeing the terms of each transaction, to ensure that suppliers are made aware of the terms of payment and abide by the terms of payment.

At 31 December 2010, the company had an average of 25 days (2009 – 26 days) purchases outstanding in trade creditors.

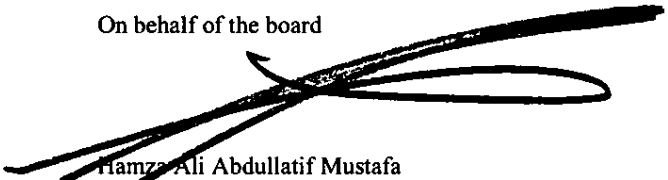
Statement as to disclosure of information to the auditors

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information, being information needed by the auditor in connection with preparing its report, of which the auditor is unaware. Having made enquiries of fellow directors and the group's auditor, each director has taken all the steps that he is obliged to take as a director in order to have made himself aware of any relevant audit information and to establish that the auditor is aware of that information.

Auditors

Following a formal external audit tender process, a resolution to appoint Pricewaterhouse Coopers' LLP as auditors will be put to the members at the Annual General Meeting.

On behalf of the board



Hamza Ali Abdullatif Mustafa
Director

26 September 2011

Statement of directors' responsibilities in respect of the financial statements

The directors are responsible 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 group and the company and of the profit or loss of the group for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and 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 a going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping proper accounting records that are sufficient to show and explain the group's and the company's transactions and disclose with reasonable accuracy at any time the financial position of the group and 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 group and company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Independent auditors' report

to the members of Leisurecorp Scotland Limited

We have audited the group and parent undertaking financial statements (the "financial statements") of Leisurecorp Scotland Limited for the year ended 31 December 2010 which comprise the Group Profit and Loss Account, the Group Statement of Total Recognised Gains and Losses, the Group and Company Balance Sheets and the related notes 1 to 23. 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 auditors

As explained more fully in the Directors' Responsibilities Statement 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. 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 group's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the directors' report to identify any material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of affairs of the group and company as at 31 December 2010 and of its loss of the group 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.

Independent auditors' report

to the members of Leisurecorp Scotland Limited

Emphasis of matter

In forming our opinion on the financial statements, which is not qualified, we have considered the adequacy of the disclosure made in Note 1 to the financial statements concerning the company's ability to continue as a going concern.

The disclosure in note 1 indicates that a material uncertainty exists which may cast significant doubt over the group's ability to continue as a going concern. The financial statements do not include any adjustments that would result if the company was unable to continue as a going concern.

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.

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.

Ernst & Young LLP

Annie Graham (Senior Statutory Auditor)
For and on behalf of Ernst & Young LLP (Statutory Auditor)
Glasgow
29 September 2011

Group profit and loss account

for the year ended 31 December 2010

	<i>Notes</i>	<i>2010</i> <i>£000</i>	<i>2010</i> <i>£000</i>	<i>2009</i> <i>£000</i>	<i>2009</i> <i>£000</i>
Turnover	2		11,801		6,483
Cost of sales			(7,706)		(7,774)
			<hr/>		<hr/>
Gross profit / (loss)			4,095		(1,291)
<i>Administrative expenses</i>					
- Before exceptional items		(7,539)		(7,283)	
- Impairment of tangible assets	3	(2,790)		(27,628)	
- Impairment of intangible assets	3	-		(29,224)	
			<hr/>	<hr/>	
			(10,329)		(64,135)
			<hr/>	<hr/>	
Operating loss	4		(6,234)		(65,426)
Interest receivable	5		-		22
Interest payable and similar charges	6		(4,726)		(4,528)
Other finance costs	7		(19)		(1)
			<hr/>	<hr/>	
Loss on ordinary activities before taxation			(10,979)		(69,933)
Tax credit on loss on ordinary activities	10		570		808
			<hr/>	<hr/>	
Loss for the financial year			(10,409)		(69,125)
			<hr/>	<hr/>	

The results have been derived wholly from continuing operations in both years.

Statement of total recognised gains and losses

for the year ended 31 December 2010

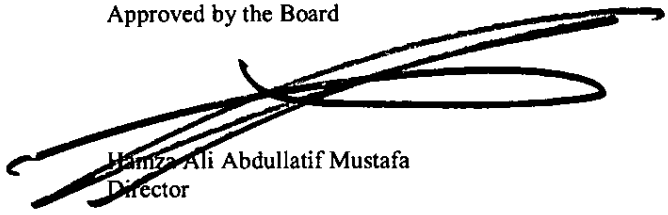
	<i>2010</i> <i>£000</i>	<i>2009</i> <i>£000</i>
Loss for the financial year	(10,409)	(69,125)
Actuarial loss recognised on the pension scheme	(209)	(227)
	<hr/>	<hr/>
Total losses for the financial year	(10,618)	(69,352)
	<hr/>	<hr/>

Group balance sheet

at 31 December 2010

	Notes	2010 £000	2009 £000
Fixed assets			
Tangible assets	11	21,560	25,000
		<u>21,560</u>	<u>25,000</u>
Current assets			
Stocks	13	242	195
Debtors	14	1,679	1,395
Cash at bank and in hand		857	443
		<u>2,778</u>	<u>2,033</u>
Creditors: amounts falling due within one year	15	(59,998)	(51,944)
Net current liabilities		<u>(57,220)</u>	<u>(49,911)</u>
Total assets less current liabilities		(35,660)	(24,911)
Creditors: amounts falling due after more than one year	16	(49,455)	(49,586)
		<u>(85,115)</u>	<u>(74,497)</u>
Net pension position	17	—	—
		<u>(85,115)</u>	<u>(74,497)</u>
Capital and reserves			
Called up share capital	21	5,500	5,500
Profit and loss account	22	(90,615)	(79,997)
Net shareholder's deficit	22	<u>(85,115)</u>	<u>(74,497)</u>

Approved by the Board


Hamza Ali Abdullatif Mustafa
Director

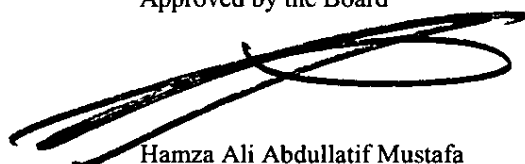
26 September 2011

Company balance sheet

at 31 December 2010

	Notes	2010 £000	2009 £000
Fixed assets			
Investments	12	–	31,234
Current assets			
Debtors	14	34,105	31,851
Creditors: amounts falling due within one year	15	(16,062)	(11,355)
Net current assets		18,043	20,496
Total assets less current liabilities		18,043	51,730
Creditors: amounts falling due after more than one year	16	(49,275)	(49,275)
		(31,232)	2,455
Capital and reserves			
Called up share capital	20	5,500	5,500
Profit and loss account	21	(36,732)	(3,045)
Shareholders' funds	21	(31,232)	2,455

Approved by the Board



Hamza Ali Abdullatif Mustafa
Director

26 September 2011

Notes to the financial statements

at 31 December 2010

1. Accounting policies

Basis of preparation

The financial statements are prepared under the historical cost convention and in accordance with applicable UK accounting standards.

The directors have taken advantage of the exemption in FRS 1 (revised) from including a cash flow statement in the financial statements on the grounds that the company is wholly owned and its parent publishes consolidated financial statements.

Going concern

The company had net current liabilities as at 31 December 2010 and is dependent on continuing finance being made available by its intermediate parent company to enable it to continue operating and to meet its liabilities as they fall due. The directors have drawn up the financial statements on a going concern basis as Istithmar World PJSC, the intermediate parent company has confirmed it will provide all necessary financial support to the company for the foreseeable future to enable it to continue trading and to meet its financial obligations as they fall due and for at least a period of 12 months from the date of signing of the financial statements.

The financial statements for Istithmar World PJSC for the year ended 31 December 2010 disclose a fundamental accounting concept note and emphasis of matter paragraph in the independent auditors' report outlining the existence of a material uncertainty which may cast significant doubt over the Group's ability to continue as a going concern. Notwithstanding this the financial statements have been prepared on a going concern basis.

The notes to the Istithmar World PJSC financial statements make the following disclosure:

"Fundamental accounting concept"

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During the year ended 31 December 2010, the Group generated significant liquidity from the sale of investments generating AED 2,839,861 thousand of realised proceeds (2009: AED 1,301,308 thousand). The Group also had cash and cash equivalents amounting to AED 1,632,490 thousand as of 31 December 2010. Subsequent to the year end, the Group has sold investments generating AED 1,801,341 thousand of realised proceeds. The Group has sold and expects to continue to sell select investments at attractive prices in order to generate additional liquidity so that it can de-lever its statement of financial position. The Group is expected to generate positive cash flow from operating and investing activities, significantly mitigating the risk of a forced liquidation.

There is, however, a material uncertainty related to events or conditions which may cast significant doubt on the entity's ability to continue as a going concern and to realise its assets and discharge its liabilities in the normal course of business. The Group did not include any adjustments to the consolidated financial statements to reflect the possible future effects that may result from this uncertainty surrounding its ability to continue as a going concern because the management believes that the steps described and executed below are reasonable and appropriate to address the conditions discussed above.

Notes to the financial statements

at 31 December 2010

1. Accounting policies *(continued)*

During 2009, the management had active discussions with its Parent Company and Ultimate Parent Company and negotiated a comprehensive restructuring of the unsecured debt. The principal terms of its restructuring of the debt are set out below:

- Debts due to the Ultimate Parent Company of AED 22,833,539 thousand were assigned by the Ultimate Parent Company to the Parent of the Group;
- The Loan which is consequently now due to the parent company, is unsecured and does not carry any interest. The Parent Company has subordinated this Loan to the claims of all other creditors of the Group;
- The repayment of this Loan is at the discretion of the Company; and
- The Parent Company acknowledges and agrees that it does not have the right to demand earlier repayment of the Loan."

On the basis of their assessment of the Company's financial position and of the enquiries made of the Directors of Istithmar World PJSC, the Company's Directors have a reasonable expectation that the Company will be able to continue in operational existence for the foreseeable future and at least for a period of 12 months from the date of signing of the accounts. Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

Fixed assets

Tangible fixed assets are stated at cost net of depreciation and any provision for impairment.

Depreciation

Depreciation is provided on all tangible fixed assets, other than freehold land, at rates calculated to write off the cost, less estimated residual value based on prices prevailing at the date of acquisition of each asset evenly over its expected useful life, as follows:

Freehold buildings	– 40 years
Fixtures, fittings and equipment	– 2 to 20 years

The carrying values of tangible fixed assets are reviewed for impairment when events or changes in circumstances indicate the carrying value may not be recoverable.

Investments

Investments are initially recognised at cost less any associated acquisition costs. The investment value is assessed against the carrying amount and any impairment is recognised directly in the profit and loss account.

Goodwill

Positive goodwill arising on acquisition is capitalised, classified as an asset on the Balance Sheet and amortised on a straight line basis over its useful economic life up to a maximum of 20 years. It is reviewed for impairment at the end of the first full financial year following the acquisition and in other periods if events or changes in circumstances indicate that the carrying value may not be recoverable.

Intangible assets

Intangible assets represent brands acquired as part of an acquisition of a business. These are capitalised separately from goodwill if the fair value can be measured reliably on initial recognition, subject to the constraint that, unless the asset has a readily ascertainable market value, the fair value is limited to an amount that does not create or increase any negative goodwill arising on acquisition. The carrying value of the assets is not subject to annual amortisation, but is reviewed annually for any permanent diminution in carrying value.

Stocks

Stocks are stated at the lower of cost and net realisable value. Provision is made for obsolete, slow-moving or defective items where appropriate.

Notes to the financial statements

at 31 December 2010

1. Accounting policies (*continued*)

Foreign currencies

Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the rate of exchange ruling at the balance sheet date.

All differences are taken to the profit and loss account.

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, with the following exceptions:

- provision is made for tax on gains arising from the revaluation (and similar fair value adjustments) of fixed assets, and gains on disposal of fixed assets that have been rolled over into replacement assets, only to the extent that at the balance sheet date, there is a binding agreement to dispose of the assets concerned. However, no provision is made where, on the basis of all available evidence at the balance sheet date, it is more likely than not that the taxable gain will be rolled over into replacement assets and charged to tax only where the replacement assets are sold;
- provision is made for deferred tax that would arise on remittance of the retained earnings of overseas subsidiaries, associates and joint ventures only to the extent that, at the balance sheet date, dividends have been accrued as receivable;
- deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

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.

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 the shorter of lease term and 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, even if the payments are not made on such a basis.

Notes to the financial statements

at 31 December 2010

1. Accounting policies *(continued)*

Pension schemes

For defined benefit schemes the amounts charged to operating profit are the current service costs and any gains and losses on settlements and curtailments. They are included as part of staff costs. Past service costs are charged to operating profit immediately if the benefits have vested. If the benefits have not vested immediately, the costs are recognised by equal annual instalments until vesting occurs. The interest cost and the expected return on assets are included as other finance costs. Actuarial gains and losses net of deferred tax are recognised immediately in the statement of total recognised gains and losses.

Defined benefit schemes are either externally funded, with the assets of the scheme held separately from those of the company in separate trustee administered funds, or are unfunded. Pension scheme assets are measured at fair value, and liabilities are measured on an actuarial basis and discounted at a rate equivalent to the current rate of return on a high quality corporate bond of equivalent currency and term to the scheme liabilities. Full actuarial valuations are obtained at least triennially and are updated at each balance sheet date. The resulting defined benefit asset or liability, net of the related deferred tax, is presented separately after other net assets on the face of the balance sheet.

2. Turnover

Turnover comprises amounts derived from the provision of goods and services falling within the group's ordinary activities after deduction of value added tax, other sales related taxes and trade discounts. Turnover arises solely from the company's principal activity within the United Kingdom.

3. Exceptional items

Included in operating loss

	2010 £000	2009 £000
Impairment of tangible fixed assets	2,790	27,628
Impairment of intangible assets	-	29,224

When there is an indicator that a non-financial asset might be impaired, the Group follows the guidance of Financial Reporting Standard 11, which requires the Group to determine the recoverable amount, which is the higher of the fair value less cost to sell and the value in use. Based on an impairment test performed as of 31 December 2010, the Group recognised an impairment charge of £2,790,000 (2009: £27,628,000). In addition to the prior year fixed asset impairment, intangible assets of £229,224,000 were fully impaired.

4. Operating loss

This is stated after charging:

	2010 £000	2009 £000
Auditors' remuneration – audit services	67	69
Depreciation of tangible fixed assets – owned	1,542	717
– leased	30	60
Impairment of tangible fixed assets	2,790	27,628
Impairment of intangible fixed assets	-	29,224

Notes to the financial statements

at 31 December 2010

5. Interest receivable

	2010 £000	2009 £000
Interest receivable	-	22
	<u> </u>	<u> </u>

6. Interest payable and similar charges

	2010 £000	2009 £000
Intercompany loan interest	4,708	4,514
Finance charges payable under finance leases and hire purchase contracts	18	14
	<u>4,726</u>	<u>4,528</u>

7. Other finance expenses

	2010 £000	2009 £000
Expected return on pension scheme assets	253	239
Interest on pension scheme liabilities	(272)	(240)
	<u>(19)</u>	<u>(1)</u>

8. Staff costs

	2010 £000	2009 £000
Wages and salaries	5,756	5,730
Social security costs	445	428
Other pension costs	46	25
	<u>6,247</u>	<u>6,183</u>

The monthly average number of employees during the year was made up as follows:

	2010 No.	2009 No.
Operating employees	230	240
Administrative employees	30	28
	<u>260</u>	<u>268</u>

Notes to the financial statements

at 31 December 2010

9. Directors' emoluments

	2010	2009
	£000	£000
Emoluments	-	-

10. Tax

(a) Factors affecting current tax charge

The tax assessed on the loss on ordinary activities is higher than the standard rate of corporation tax in the UK of 28% (2009 - 28%). The differences are reconciled below:

	2010	2009
	£000	£000
Loss on ordinary activities before taxation	(10,979)	(69,933)
Loss on ordinary activities multiplied by the standard rate of corporation tax in the UK of 28% (2008 - 28%)	(3,074)	(19,581)
<i>Effects of:</i>		
Expenses not deductible for tax purposes	1,514	7,508
Capital allowances in advance of depreciation	(501)	-
Group relief surrendered for payment	-	(808)
Adjustment in respect of prior years	(570)	-
Unrelieved tax losses carried forward	2,114	12,132
Pension provision	(53)	-
Adjustment to deferred tax on prior years	-	(59)
Total current tax	(570)	(808)

(b) Deferred tax

Deferred tax is provided at 27% (2009 - 28%) in the financial statements as follows:

	2010	2009
	£000	£000
Accelerated capital allowances	-	919
Other timing differences	-	-
Trading losses	-	(919)
	-	-

The Group has further trading losses carried forward resulting in a deferred tax asset of £10.3m (2009-£16.31m). This is not recognised as there is no certainty of suitable taxable profits in the future against which the losses can be offset.

Notes to the financial statements

at 31 December 2010

10. Tax (continued)

(c) Factors that might affect future tax charges

It was announced in the Budget of 22 June 2010 and subsequent on 23 March 2011 that the UK corporation tax rate will reduce from 28% to 23% over four years. This reduction in rate is to be made by way of a 2% reduction to 26% effective 1 April 2011, and a series of 1% reductions annually thereafter until the rate reaches 23% from 1 April 2014. There is also a proposed reduction in the main and special rates of capital allowances to 18% and 8% respectively for accounting periods ending after April 2012. It is not yet possible to fully quantify the full effect that the above changes will have, although this will reduce future cash tax payments to be made by the company.

11. Tangible fixed assets

	<i>Freehold land and buildings £000</i>	<i>Fixture fittings and equipment £000</i>	<i>Total £000</i>
Cost:			
At 1 January 2010	55,347	5,367	60,714
Additions	–	922	922
Transfers	272	(272)	–
At 31 December 2010	55,619	6,017	61,636
Depreciation:			
At 1 January 2010	32,658	3,056	35,714
Provided during the year	751	821	1,572
Impairment	2,790	–	2,790
At 31 December 2010	36,199	3,877	40,076
Net book value:			
At 31 December 2010	19,420	2,140	21,560
At 1 January 2010	22,689	2,311	25,000

At 31 December 2010 the net book value of tangible fixed assets held under finance leases and hire purchase contracts was £233,889 (2009 – £305,855). Depreciation charged for the year on these assets amounted to £30,176 (2009 – £60,369).

When there is an indicator that a non-financial asset might be impaired, the Group follows the guidance of Financial Reporting Standard 11, which requires the Group to determine the recoverable amount, which is the higher of the fair value less cost to sell and the value in use. Based on an impairment test performed as of 31 December 2010, the Group recognised an impairment charge of £2,790,000 (2009: £27,628,000).

Notes to the financial statements

at 31 December 2010

£000

12. Investments

	<i>Subsidiary undertaking Company £000</i>
Cost:	
At 31 December 2009	31,234
Impairment	(31,234)
At 31 December 2010	—

	<i>Country of registration</i>	<i>Principal activity</i>	<i>Description and proportion of share capital</i>
SLC Turnberry Limited	England	Trading	100% ordinary share capital

13. Stocks

	<i>Group 2010 £000</i>	<i>2009 £000</i>
Food, drink and consumables	242	195

The directors consider that there is no significant difference between the balance sheet value and the replacement cost of stocks at the balance sheet date.

14. Debtors

	<i>Group 2010 £000</i>	<i>2009 £000</i>	<i>Company 2010 £000</i>	<i>2009 £000</i>
Other debtors	461	966	—	—
Corporation tax	5	—	—	—
Prepayments and accrued income	1,112	328	—	—
Amounts owed by other group undertakings	101	101	34,105	31,851
	<u>1,679</u>	<u>1,395</u>	<u>34,105</u>	<u>31,851</u>

Notes to the financial statements

at 31 December 2010

15. Creditors: amounts falling due within one year

	Group		Company	
	2010	2009	2010	2009
	£000	£000	£000	£000
Obligation under finance leases and hire purchase contracts	65	—	—	—
Trade creditors	1,325	1,461	—	—
Amounts owed to other group undertakings	57,832	50,213	16,054	11,347
Accruals and deferred income	776	270	8	8
	<u>59,998</u>	<u>51,944</u>	<u>16,062</u>	<u>11,355</u>

16. Creditors: amounts falling due after more than one year

	Group		Company	
	2010	2009	2010	2009
	£000	£000	£000	£000
Amounts owed to other group undertakings	49,275	49,275	49,275	49,275
Obligation under finance leases and hire purchase contracts (note 19)	180	311	—	—
	<u>49,455</u>	<u>49,586</u>	<u>49,275</u>	<u>49,275</u>

Amounts owed to other group undertakings relates to a Eurobond of £48,950,000 with Golf Investment Group, a Dubai World company and a loan from the parent company, Leisurecorp LLC. The Eurobond maturity date is 31 October 2023 and attracts interest at 12 per cent per annum. The loan of £325,000 from Leisurecorp LLC is interest free.

17. Net pension position

Leisurecorp Scotland Limited acquired 100% of the issued share capital of SLC Turnberry Limited on 31 October 2008. SLC Turnberry Limited provides defined benefit pension arrangements for certain permanent employees through the Turnberry Hotel Pension Scheme. On 31 March 2006, the scheme was closed to future accrual. The deficit in the scheme is being funded by contributions from the company.

The most recent actuarial valuation was as at 31 December 2010 and has been updated by a qualified actuary to take account of the requirements of FRS 17, in order to assess the liabilities of the scheme at 31 December 2010. Scheme assets are stated at their market value at the respective balance sheet dates.

The main assumptions are as follows:

	2010	2009
	%	%
Rate of increase in salaries	—	—
Rate of increase in pensions in payment	3.50	3.70
Rate of increase in deferred pensions	3.50	3.70
Discount rate	5.40	5.70
Inflation assumption	3.50	3.70
Increase in national average earnings	4.50	—

Notes to the financial statements

at 31 December 2010

17. Net pension position (continued)

	2010 %	2009 %
<i>Expected rate of return of scheme assets:</i>		
Equities	N/A	N/A
Bonds	5.30	5.60
Gilts	4.10	4.30
Cash	0.50	0.50
<i>Life expectancy:</i>		
Member age 65 (current life expectancy) – years	85	85
Member age 40 (current life expectancy) – years	86	86

The assets and liabilities of the scheme and the expected rate of return at 31 December are shown below. These are net of investment management expenses. As other expenses are paid separately by the company, no account is taken of these.

	Long term rate of return expected %	2010 Value £000	2009 Long term rate of return expected %	2009 Value £000
<i>Scheme assets at fair value</i>				
Equities/property	N/A	–	N/A	–
Bonds	5.30	1,497	5.60	1,365
Gilts	4.10	4,467	4.30	4,139
Cash	0.50	24	0.50	–
Fair value of scheme assets		5,988		5,504
Present value of scheme liabilities		(5,223)		(4,867)
Defined benefit pension scheme surplus		765		637

The pension surplus has not been recognised as the company is not expected to be able to recover the surplus.

An analysis of the defined benefit cost for the year ended 31 December is as follows:

	2010 £000	2009 £000
Current service cost	–	–
Total operating charge	–	–

Notes to the financial statements

at 31 December 2010

17. Net pension position (continued)

	2010 £000	2009 £000
Other finance costs - expected return on pension scheme assets	253	239
Other finance costs - interest on pension scheme liabilities	(272)	(240)
Past service cost	(20)	-
Effect of paragraph 41 limit	20	-
Total other finance cost	(19)	(1)

Included in the statement of total recognised gains and losses:

	2010 £000	2009 £000
Actual return on scheme assets	455	455
Less: expected return on scheme assets	(253)	(239)
	202	216
Experience gains on scheme liabilities	27	62
Adjustment due to surplus cap	(765)	(637)
Loss arising from changes underlying the present value of the scheme liabilities	327	132
	(209)	(227)

Changes in the present value of the defined benefit obligations are analysed as follows:

	2010 £000	2009 £000
As at 1 January	4,867	4,238
Interest cost	272	240
Past service cost	20	-
Actuarial gain	263	596
Benefits paid from scheme	(199)	(207)
As at 31 December	5,223	4,867

Changes in the fair value of plan assets are analysed as follows:

	2010 £000	2009 £000
As at 1 January	5,504	5,028
Expected return on scheme assets	253	239
Actuarial gain on scheme assets	202	216
Employer contributions	228	228
Benefits paid from scheme	(199)	(207)
As at 31 December	5,988	5,504

Notes to the financial statements

at 31 December 2010

17. Net pension position (continued)

	2010 £000	2009 £000	2008 £000	2007 £000	2006 £000
Fair value of scheme assets	5,988	5,504	5,028	4,925	4,572
Present value of defined benefit obligation	(5,223)	(4,867)	(4,238)	(4,700)	(4,743)
Surplus/(deficit) in the scheme	765	637	790	225	(171)
Experience adjustments arising on plan liabilities	(202)	(216)	840	(32)	(154)
Difference between expected and annual return on scheme assets	(27)	(62)	(9)	77	(111)

18. Obligations under finance leases and hire purchase contracts

Group

The maturity of these amounts is as follows:

	2010 £000	2009 £000
<i>Amounts payable:</i>		
Within one year	65	—
In two to five years	180	311
	245	311

Finance leases and hire purchase contracts are analysed as follows:

	2010 £000	2009 £000
Current obligations	65	—
Non-current obligations	180	311
	245	311

Notes to the financial statements

at 31 December 2010

19. Commitments under operating leases

Group

At 31 December 2010 the group had annual commitments under non-cancellable operating leases as set out below:

	<i>Assets other than land and buildings</i>	
	<i>2010</i>	<i>2009</i>
	<i>£000</i>	<i>£000</i>
<i>Operating leases which expire:</i>		
Within one year	152	31
In two to five years	315	89
	<u>467</u>	<u>120</u>

20. Share capital

Group and Company

	<i>2010</i>	<i>2010</i>	<i>2009</i>	<i>2009</i>
	<i>£000</i>	<i>£000</i>	<i>£000</i>	<i>£000</i>
<i>Authorised:</i>				
Ordinary shares of £1 each	5,600	5,600	5,600	5,600
	<u>5,600</u>	<u>5,600</u>	<u>5,600</u>	<u>5,600</u>
	<i>2010</i>	<i>2010</i>	<i>2009</i>	<i>2009</i>
	<i>No.</i>	<i>£000</i>	<i>No.</i>	<i>£000</i>
<i>Allotted, called up and fully paid:</i>				
Ordinary shares of £1 each	5,500	5,500	5,500	5,500
	<u>5,500</u>	<u>5,500</u>	<u>5,500</u>	<u>5,500</u>

21. Reconciliation of shareholders' funds and movement on reserves

Group

	<i>Share capital</i>	<i>Profit and loss account</i>	<i>Total share-holders' funds</i>
	<i>£000</i>	<i>£000</i>	<i>£000</i>
At 1 January 2009	5,500	(10,645)	(5,145)
Loss for the year	—	(69,125)	(69,125)
Actuarial loss recognised on pensions	—	(227)	(227)
At 31 December 2009	5,500	(79,997)	(74,497)
Loss for the year	—	(10,414)	(10,414)
Actuarial loss recognised on pensions	—	(209)	(209)
At 31 December 2010	5,500	(90,620)	(85,120)

Notes to the financial statements

at 31 December 2010

21. Reconciliation of shareholders' funds and movement on reserves (continued)

<i>Company</i>	<i>Share capital £000</i>	<i>Profit and loss account £000</i>	<i>Total share- holders' funds £000</i>
At 1 January 2009	5,500	(520)	4,980
Loss for the year	–	(2,525)	(2,525)
At 31 December 2009	5,500	(3,045)	2,455
Loss for the year	–	(33,687)	(33,687)
At 31 December 2010	5,500	(36,732)	(31,232)

22. Related party transactions

The company has utilised the exemption under FRS 8 as a wholly owned subsidiary not to disclose transactions with other entities that are part of, or investees of Leisurecorp LLC.

23. Ultimate parent undertaking

The immediate parent undertaking of the smallest such group is Leisurecorp LLC, a company registered in United Arab Emirates.

The ultimate parent undertaking of the largest group of undertaking for which group financial statements are drawn up and of which the company is a member is Dubai World Corporation, a company incorporated in United Arab Emirates.

Copies of the financial statements of both companies can be obtained from Leisurecorp LLC, Jumeirah Golf Estates, Emirates Road, PO BOX 262080, Dubai, United Arab Emirates.