

REGISTERED NUMBER: 02039621 (England and Wales)

GROUP STRATEGIC REPORT,
REPORT OF THE DIRECTORS AND
CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 7 NOVEMBER 2016
FOR
VILLA PLUS LIMITED

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FOR THE YEAR ENDED 7 NOVEMBER 2016

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VILLA PLUS LIMITED
COMPANY INFORMATION
FOR THE YEAR ENDED 7 NOVEMBER 2016

DIRECTORS: N D Cooper
R A Mavani

SECRETARY: N D Cooper

REGISTERED OFFICE: Drover House
16 Adelaide Street
St Albans
Hertfordshire
AL3 5BH

REGISTERED NUMBER: 02039621 (England and Wales)

SENIOR STATUTORY AUDITOR: Richard Pearson

AUDITORS: Pearson & Co
Chartered Accountants
and Statutory Auditors
The Mansion
BRE
Bucknalls Lane
Watford
Hertfordshire
WD25 9XX

GROUP STRATEGIC REPORT
FOR THE YEAR ENDED 7 NOVEMBER 2016

The directors present their strategic report of the company and the group for the year ended 7 November 2016.

REVIEW OF BUSINESS

The group is required by the Companies Act to set out in this report a fair review of the business of the group during the financial year ended 7 November 2016 and of its position at that date and a description of the principal risks and uncertainties facing the company.

This review is solely prepared to provide additional information to shareholders to assess the company's strategies and the potential for these strategies to succeed and the business review should not be relied upon by any other party or for any other purpose.

Villa Plus Limited ("the group") operates as a licensed tour operator specialising in villa holidays from offices in the south east of England

The results for the group show a pre-tax profit of £3,988,103 (2015 - £1,486,680) for the year and sales of £70,580,610 (2015 - £62,586,071). At the year end net assets were £14,556,916 (2015 - £11,511,529). The group finances its operations through retained profits.

The prior year comparative figures have been re-stated in accordance with the Financial Reporting Standard 102. A reconciliation of profit from previous UK GAAP to FRS 102 is provided on page 30 of the financial statements.

WHERE WE OPERATE AND OUR KEY DESTINATIONS

We only operate in the UK market and our key destinations are Portugal, Mainland Spain, The Canary Islands, The Balearic Islands, The Greek Islands and Cyprus.

WHY WE DO IT: MARKET OVERVIEW

The economic recovery in the UK has continued to gather pace in 2016, with growth at 1.8% for 2016 and the unemployment level dropping to 4.8%.

The leisure travel market continues to be driven by high growth in online bookings and while the uncertain economic climate has had an effect on consumers' travel spending habits, demand for leisure travel remains strong.

Consumer power has never been greater in the travel and tourism market. Developments in technology allow the customer to compare review and contrast their choices between different suppliers and fellow customers.

Our business model (see below) aims to cater to the changing market trends and the differing needs of our customers. Our model focusses on providing high customer experience levels coupled with end to end service.

HOW WE DO IT

We only source the most desirable villas with pools product with the aim of also achieving geography and price for our customers.

We are completely focussed on being online with control over distribution, a flexible technology platform to support growth, leveraging our scale in the villa market, considerable knowledge and expertise of the sector and lastly ongoing innovation in every aspect of the business.

HOW WE MEASURE IT

We consider the financial key performance indicators to be profit before tax and turnover.

We are targeting improving customer satisfaction, continuing growth and increasing profitability over the coming years.

Given the straightforward nature of the business, the company's directors are of the opinion that detailed KPIs are not necessary for an understanding of the development, performance or position of the business.

GROUP STRATEGIC REPORT
FOR THE YEAR ENDED 7 NOVEMBER 2016

PRINCIPAL RISKS AND UNCERTAINTIES

The key business risks are foreign exchange volatility and consumer demand in our market.

Use of derivatives

The group uses forward foreign currency contracts to reduce exposure to the variability of foreign exchange rates by fixing the rate of material payments in a foreign currency. Hedge accounting is used when certain criteria are met, as explained in the accounting policy note on page 18.

Exposure to price, credit, liquidity and cash flow risk

Price risk arises on financial instruments because of changes in, for example, commodity prices or foreign currency exchange rates. The group's derivatives are held as a hedge against future foreign currency payments, and so the price risk on derivatives is offset by the effect of exchange rates on future payments.

Credit risk is the risk that one party to a financial instrument will cause a financial loss for that other party by failing to discharge an obligation. The group has no trade debtors or other receivables and so is not exposed to credit risk.

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities. The group aims to mitigate liquidity risk by managing the timing of payments to villa owners, and the collection of payments from customers, in line with contractual terms. Also, profit is retained within the group each year to further mitigate liquidity risk.

Cash flow risk is the risk of exposure to variability in cash flows that is attributable to a particular risk associated with a recognised asset or liability, such as payments to creditors. The group manages this risk, where significant, by use of foreign currency derivatives as explained above.

FUTURE OUTLOOK

The commercial environment is expected to remain extremely competitive in 2017. However we remain confident that we will meet our expectations for the coming year.

SUBSEQUENT EVENTS

There are no subsequent events since the date of the balance sheet.

ON BEHALF OF THE BOARD:



N D Cooper - Director

8 March 2017

REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 7 NOVEMBER 2016

The directors present their report with the financial statements of the company and the group for the year ended 7 November 2016.

PRINCIPAL ACTIVITY

The principal activity of the group in the year under review was that of the provision of overseas villa holidays as a licensed tour operator.

DIVIDENDS

Interim dividends of £691,300 (2015 - £518,000) were paid during the year. The directors recommend no payment of a final dividend in order to conserve the liquid funds of the company.

DIRECTORS

The directors shown below have held office during the whole of the period from 8 November 2015 to the date of this report.

N D Cooper
R A Mavani

STATEMENT OF DIRECTORS' RESPONSIBILITIES

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

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- 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 and the group's transactions and disclose with reasonable accuracy at any time the financial position of the company and the group 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 the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

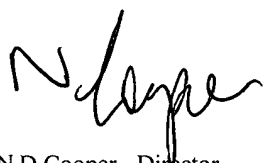
STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the group's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the group's auditors are aware of that information.

AUDITORS

The auditors, Pearson & Co, will be proposed for re-appointment at the forthcoming Annual General Meeting.

ON BEHALF OF THE BOARD:



N D Cooper - Director

8 March 2017

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF
VILLA PLUS LIMITED

We have audited the financial statements of Villa Plus Limited for the year ended 7 November 2016 on pages seven to thirty. 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), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

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 a Report of the Auditors 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 Statement of Directors' Responsibilities set out on page four, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's 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 and the parent company'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 Group Strategic Report and the Report of the Directors to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. 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 the group's and of the parent company's affairs as at 7 November 2016 and of the group's profit 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.

Opinion on other matter prescribed by the Companies Act 2006

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

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF
VILLA PLUS LIMITED

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 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.



Richard Pearson (Senior Statutory Auditor)
for and on behalf of Pearson & Co
Chartered Accountants
and Statutory Auditors
The Mansion
BRE
Bucknalls Lane
Watford
Hertfordshire
WD25 9XX

8 March 2017

VILLA PLUS LIMITED (REGISTERED NUMBER: 02039621)

CONSOLIDATED INCOME STATEMENT
FOR THE YEAR ENDED 7 NOVEMBER 2016

	Notes	7.11.16 £	7.11.15 £
TURNOVER		70,580,610	62,586,071
Cost of sales		56,787,653	52,389,684
GROSS PROFIT		13,792,957	10,196,387
Administrative expenses		10,008,771	8,887,118
		3,784,186	1,309,269
Other operating income		174,553	144,994
OPERATING PROFIT	4	3,958,739	1,454,263
Interest receivable and similar income		29,364	34,455
		3,988,103	1,488,718
Interest payable and similar expenses	5	-	2,038
PROFIT BEFORE TAXATION		3,988,103	1,486,680
Tax on profit	6	797,556	299,943
PROFIT FOR THE FINANCIAL YEAR		3,190,547	1,186,737
Profit attributable to: Owners of the parent		3,190,547	1,186,737

The notes form part of these financial statements

VILLA PLUS LIMITED (REGISTERED NUMBER: 02039621)

CONSOLIDATED OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 7 NOVEMBER 2016

Notes	7.11.16 £	7.11.15 £
PROFIT FOR THE YEAR	3,190,547	1,186,737
OTHER COMPREHENSIVE INCOME		
Revaluation of investment property	658,000	474,500
Deferred taxation	(111,860)	(80,665)
Income tax relating to components of other comprehensive income	-	-
OTHER COMPREHENSIVE INCOME FOR THE YEAR, NET OF INCOME TAX	546,140	393,835
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	3,736,687	1,580,572
Total comprehensive income attributable to: Owners of the parent	3,736,687	1,580,572

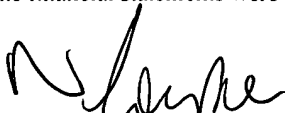
The notes form part of these financial statements

VILLA PLUS LIMITED (REGISTERED NUMBER: 02039621)

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
7 NOVEMBER 2016

	Notes	7.11.16 £	7.11.15 £
FIXED ASSETS			
Tangible assets	9	387,145	387,145
Investments	10	-	-
Investment property	11	3,625,000	2,967,000
		<u>4,012,145</u>	<u>3,354,145</u>
CURRENT ASSETS			
Debtors	12	4,036,824	4,212,770
Cash at bank and in hand		21,993,896	15,326,983
		<u>26,030,720</u>	<u>19,539,753</u>
CREDITORS			
Amounts falling due within one year	13	15,197,932	11,206,212
NET CURRENT ASSETS		<u>10,832,788</u>	<u>8,333,541</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>14,844,933</u>	<u>11,687,686</u>
PROVISIONS FOR LIABILITIES	15	<u>288,017</u>	<u>176,157</u>
NET ASSETS		<u><u>14,556,916</u></u>	<u><u>11,511,529</u></u>
CAPITAL AND RESERVES			
Called up share capital	16	40,000	40,000
Revaluation reserve	17	1,406,202	860,062
Retained earnings	17	13,110,714	10,611,467
SHAREHOLDERS' FUNDS		<u><u>14,556,916</u></u>	<u><u>11,511,529</u></u>

The financial statements were approved by the Board of Directors on 8 March 2017 and were signed on its behalf by:


N D Cooper - Director



R A Mavani - Director

The notes form part of these financial statements

COMPANY STATEMENT OF FINANCIAL POSITION
7 NOVEMBER 2016

	Notes	7.11.16 £	7.11.15 £
FIXED ASSETS			
Tangible assets	9	387,145	387,145
Investments	10	2,000	2,000
Investment property	11	3,625,000	2,967,000
		<u>4,014,145</u>	<u>3,356,145</u>
CURRENT ASSETS			
Debtors	12	4,453,899	4,236,408
Cash at bank and in hand		21,675,699	14,964,180
		<u>26,129,598</u>	<u>19,200,588</u>
CREDITORS			
Amounts falling due within one year	13	15,298,810	10,869,047
NET CURRENT ASSETS		<u>10,830,788</u>	<u>8,331,541</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>14,844,933</u>	<u>11,687,686</u>
PROVISIONS FOR LIABILITIES	15	288,017	176,157
NET ASSETS		<u><u>14,556,916</u></u>	<u><u>11,511,529</u></u>
CAPITAL AND RESERVES			
Called up share capital	16	40,000	40,000
Revaluation reserve	17	1,406,202	860,062
Retained earnings	17	13,110,714	10,611,467
SHAREHOLDERS' FUNDS		<u><u>14,556,916</u></u>	<u><u>11,511,529</u></u>
Company's profit for the financial year		<u><u>3,190,547</u></u>	<u><u>1,186,737</u></u>

The financial statements were approved by the Board of Directors on 8 March 2017 and were signed on its behalf by:


N D Cooper - Director


R A Mavani - Director

The notes form part of these financial statements

VILLA PLUS LIMITED (REGISTERED NUMBER: 02039621)

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 7 NOVEMBER 2016

	Called up share capital £	Retained earnings £	Revaluation reserve £	Total equity £
Balance at 8 November 2014	40,000	9,942,730	466,227	10,448,957
Changes in equity				
Dividends	-	(518,000)	-	(518,000)
Total comprehensive income	-	1,186,737	-	1,186,737
Other comprehensive income	-	-	393,835	393,835
Balance at 7 November 2015	<u>40,000</u>	<u>10,611,467</u>	<u>860,062</u>	<u>11,511,529</u>
Changes in equity				
Dividends	-	(691,300)	-	(691,300)
Total comprehensive income	-	3,190,547	-	3,190,547
Other comprehensive income	-	-	546,140	546,140
Balance at 7 November 2016	<u>40,000</u>	<u>13,110,714</u>	<u>1,406,202</u>	<u>14,556,916</u>

The notes form part of these financial statements

COMPANY STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 7 NOVEMBER 2016

	Called up share capital £	Retained earnings £	Revaluation reserve £	Total equity £
Balance at 8 November 2014	40,000	9,942,730	466,227	10,448,957
Changes in equity				
Dividends	-	(518,000)	-	(518,000)
Total comprehensive income	-	1,186,737	-	1,186,737
Other comprehensive income	-	-	393,835	393,835
Balance at 7 November 2015	<u>40,000</u>	<u>10,611,467</u>	<u>860,062</u>	<u>11,511,529</u>
Changes in equity				
Dividends	-	(691,300)	-	(691,300)
Total comprehensive income	-	3,190,547	-	3,190,547
Other comprehensive income	-	-	546,140	546,140
Balance at 7 November 2016	<u>40,000</u>	<u>13,110,714</u>	<u>1,406,202</u>	<u>14,556,916</u>

The notes form part of these financial statements

VILLA PLUS LIMITED (REGISTERED NUMBER: 02039621)

CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 7 NOVEMBER 2016

	Notes	7.11.16 £	7.11.15 £
Cash flows from operating activities			
Cash generated from operations	1	8,126,405	2,859,058
Interest paid		-	(2,038)
Tax paid		(797,556)	(353,434)
Net cash from operating activities		<u>7,328,849</u>	<u>2,503,586</u>
Cash flows from investing activities			
Interest received		<u>29,364</u>	<u>34,455</u>
Net cash from investing activities		<u>29,364</u>	<u>34,455</u>
Cash flows from financing activities			
Loan repayments in year		-	(221,785)
Equity dividends paid		<u>(691,300)</u>	<u>(518,000)</u>
Net cash from financing activities		<u>(691,300)</u>	<u>(739,785)</u>
Increase in cash and cash equivalents		<u>6,666,913</u>	<u>1,798,256</u>
Cash and cash equivalents at beginning of year	2	<u>15,326,983</u>	<u>13,528,727</u>
Cash and cash equivalents at end of year	2	<u><u>21,993,896</u></u>	<u><u>15,326,983</u></u>

The notes form part of these financial statements

NOTES TO THE CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 7 NOVEMBER 2016

1. **RECONCILIATION OF PROFIT BEFORE TAXATION TO CASH GENERATED FROM OPERATIONS**

	7.11.16	7.11.15
	£	£
Profit before taxation	3,988,103	1,486,680
Finance costs	-	2,038
Finance income	(29,364)	(34,455)
	3,958,739	1,454,263
Decrease/(increase) in trade and other debtors	175,946	(1,142,039)
Increase in trade and other creditors	3,991,720	2,546,834
Cash generated from operations	<u><u>8,126,405</u></u>	<u><u>2,859,058</u></u>

2. **CASH AND CASH EQUIVALENTS**

The amounts disclosed on the Consolidated Statement of Cash Flows in respect of cash and cash equivalents are in respect of these Statement of Financial Position amounts:

Year ended 7 November 2016

	7.11.16	8.11.15
	£	£
Cash and cash equivalents	21,993,896	15,326,983

Year ended 7 November 2015

	7.11.15	8.11.14
	£	£
Cash and cash equivalents	15,326,983	13,528,727

The notes form part of these financial statements

VILLA PLUS LIMITED (REGISTERED NUMBER: 02039621)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 7 NOVEMBER 2016

1. **COMPANY INFORMATION**

Villa Plus Limited ("the company") is a limited company domiciled and incorporated in England and Wales. The registered office is Drover House, 16 Adelaide Street, St Albans, Hertfordshire, AL3 5BH.

The group consists of Villa Plus Limited and its material subsidiaries.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 7 NOVEMBER 2016

2. **ACCOUNTING POLICIES**

Basis of preparing the financial statements

These financial statements have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention as modified by the revaluation of certain assets.

The financial statements are presented in sterling, which is the functional currency of the group. Monetary amounts in these financial statements are rounded to the nearest £.

These group and company financial statements for the year ended 7 November 2016 are the first financial statements of Villa Plus Limited and the group prepared in accordance with FRS 102, The Financial Reporting Standard applicable in the UK and Republic of Ireland. The financial statements for the preceding period were prepared in accordance with previous UK GAAP. The date of transition to FRS 102 is 8 November 2014. An explanation of how transition to FRS 102 has affected the reported financial position and financial performance is given in note 21.

In the parent company financial statements, the cost of a business combination is the fair value at the acquisition date of the assets given, equity instruments issued and liabilities incurred or assumed, plus costs directly attributable to the business combination.

The consolidated financial statements incorporate those of Villa Plus Limited and of its material subsidiaries (i.e. entities that the group controls through its power to govern the financial and operating policies so as to obtain economic benefits). Subsidiaries acquired during the year are consolidated using the purchase method. Their results are incorporated from the date that control passes.

All financial statements are made up to 7 November 2016. Where necessary, adjustments are made to the financial statements of subsidiaries to bring the accounting policies used into line with those used by other members of the group.

All intra-group transactions, balances and unrealised gains on transactions between group companies are eliminated on consolidation. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred.

Villa Plus Aviation Limited has been included in the group financial statements using the purchase method of accounting. Accordingly, the group profit and loss account and statement of cash flows include the results and cash flows of Villa Plus Aviation Limited for the year ending 7 November 2016.

Significant judgements and estimates

Impairment of assets

At each reporting date, fixed assets are reviewed to determine whether there is any indication that those assets have suffered an impairment loss. If an impairment is identified, the carrying value of any affected asset is reduced to the estimated recoverable amount, and an impairment loss is recognised immediately in profit and loss.

If an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but not in excess of the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in profit and loss.

Revaluation of investment properties

The Group carries its investment properties at fair value, with changes in fair value being recognised in profit or loss. The Group engaged independent valuation specialists to determine fair value at 7 November 2016. The key assumptions used to determine the fair value of investment property are further explained in note 11.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 7 NOVEMBER 2016

2. **ACCOUNTING POLICIES - continued**

Turnover

Turnover is measured at the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes.

Sales are recognised in the accounting year in which departure dates occur. All sales arose in the United Kingdom.

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

Freehold property	- Nil
Fixtures and fittings	- 25% on cost and 20% on cost

No depreciation is provided on freehold buildings as it is the company's policy to maintain these to a high standard through a continual programme of refurbishment and maintenance. In accordance with this practice depreciation is not provided on freehold properties where, in the opinion of the directors, residual values (in terms of original costs) are such that any depreciation charge would be immaterial.

Investment property

Investment property is carried at fair value determined by an independent valuer, taking into account expected yields, inflation, the long term vacancy rate, and the long term growth in real rental rates. No depreciation is provided. Changes in fair value are recognised in profit or loss

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the statement of financial position date.

Foreign currencies

Transactions in foreign currencies are recorded at the average rate. Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the balance sheet date. All translation differences are taken to the profit and loss account.

Pension costs and other post-retirement benefits

The group operates a defined contribution pension scheme. Contributions payable to the group's pension scheme are charged to profit or loss in the period to which they relate.

Promotion costs

Promotion costs are written off in the year in which they are incurred.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 7 NOVEMBER 2016

2. **ACCOUNTING POLICIES - continued**

Financial instruments

The group has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the group's statement of financial position when the group becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset and the net amounts presented in the financial statements when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Basic financial assets

Basic financial assets which include cash, trade receivable and other receivable due within one year are initially measured at transaction price including transaction costs and are subsequently measured at cost less impairment.

Derecognition of financial assets

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire or are settled, or when the group transfers the financial asset and substantially all the risks and rewards of ownership to another entity, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party.

Classification of financial liabilities

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the group after deducting all of its liabilities.

Basic financial liabilities

Basic financial liabilities which include trade and other payables within one year are initially recognised at transaction price including transaction costs and are subsequently measured at the undiscounted amount of the cash or other consideration expected to be paid.

Derivative instruments

Derivatives, including forward foreign exchange contracts, are not basic financial instruments. Derivative financial instruments are initially measured at fair value on the date on which a derivative contract is entered into, and are subsequently measured at fair value through profit or loss. Derivatives are carried as assets when the fair value is positive and as liabilities when the fair value is negative. The fair value of the forward currency contracts is calculated by reference to quoted prices.

The group uses forward foreign currency derivatives to reduce exposure to foreign exchange rates, and applies fair value hedge accounting to these derivatives. The hedged items are measured at fair value on the date at which the derivative contracts are entered into, and are subsequently measured at fair value through profit and loss. Hedge accounting is discontinued when the hedging instruments expire.

Derecognition of financial liabilities

Financial liabilities are derecognised when the group's contractual obligations expire or are discharged or cancelled.

Equity instruments

Equity instruments issued by the group are recorded at the proceeds received, net of direct issue costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the group.

Cash and cash equivalents

Cash and cash equivalents are basic financial assets and include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 7 NOVEMBER 2016

3. EMPLOYEES AND DIRECTORS

	7.11.16	7.11.15
	£	£
Wages and salaries	1,532,107	1,368,670
Social security costs	161,630	153,750
Other pension costs	27,348	840
	<u>1,721,085</u>	<u>1,523,260</u>

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

	7.11.16	7.11.15
Customer operations	17	16
Administration	20	19
	<u>37</u>	<u>35</u>

The average number of employees by undertakings that are proportionately consolidated during the year was 1.

Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense, unless those costs are required to be recognised as part of the cost of stock or fixed assets.

The cost of any unused holiday entitlement, where material, is recognised in the period in which the employee's services are received.

	7.11.16	7.11.15
	£	£
Directors' remuneration	-	-
Directors' pension contributions to money purchase schemes	840	840
	<u>840</u>	<u>840</u>

The number of directors to whom retirement benefits were accruing was as follows:

	7.11.16	7.11.15
Money purchase schemes	<u>1</u>	<u>1</u>

4. OPERATING PROFIT

The operating profit is stated after charging/(crediting):

	7.11.16	7.11.15
	£	£
Audit & accountancy	16,275	16,000
Foreign exchange profit/(loss)	2,765,742	(2,307,922)
	<u>2,782,017</u>	<u>(2,291,922)</u>

5. INTEREST PAYABLE AND SIMILAR EXPENSES

	7.11.16	7.11.15
	£	£
Bank interest payable	-	478
Interest on late paid tax	-	1,560
	<u>-</u>	<u>2,038</u>

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 7 NOVEMBER 2016

6. TAXATION

Analysis of the tax charge

The tax charge on the profit for the year was as follows:

	7.11.16 £	7.11.15 £
Current tax:		
UK corporation tax	797,556	299,943
Tax on profit	<u>797,556</u>	<u>299,943</u>

Reconciliation of total tax charge included in profit and loss

The tax assessed for the year is lower than the standard rate of corporation tax in the UK. The difference is explained below:

	7.11.16 £	7.11.15 £
Profit before tax	<u>3,988,103</u>	<u>1,486,680</u>
Profit multiplied by the standard rate of corporation tax in the UK of 20% (2015 - 20.395%)	797,621	303,208
Effects of:		
Capital allowances in excess of depreciation	(65)	(81)
Adjustments to tax charge in respect of previous periods	-	(3,184)
Total tax charge	<u>797,556</u>	<u>299,943</u>

Tax effects relating to effects of other comprehensive income

	7.11.16 Gross £	Tax £	Net £
Revaluation of investment property	658,000	-	658,000
Deferred taxation	(111,860)	-	(111,860)
	<u>546,140</u>	<u>-</u>	<u>546,140</u>
	7.11.15 Gross £	Tax £	Net £
Revaluation of investment property	474,500	-	474,500
Deferred taxation	(80,665)	-	(80,665)
	<u>393,835</u>	<u>-</u>	<u>393,835</u>

Factors that may affect future tax charges

In the 2016 Budget, the government announced a reduction in Corporation Tax main rate for the year commencing 1 April 2020, setting the rate at 17%. This rate reduction has been reflected in the calculation of deferred tax at the balance sheet date.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 7 NOVEMBER 2016

7. INDIVIDUAL INCOME STATEMENT

As permitted by Section 408 of the Companies Act 2006, the Income Statement of the parent company is not presented as part of these financial statements.

8. DIVIDENDS

	7.11.16 £	7.11.15 £
Ordinary shares of £1 each		
Interim	345,650	259,000
Ordinary A shares of £1 each		
Interim	345,650	259,000
	<u>691,300</u>	<u>518,000</u>

9. TANGIBLE FIXED ASSETS

Group

	Freehold property £	Fixtures and fittings £	Totals £
COST			
At 8 November 2015 and 7 November 2016	<u>387,145</u>	<u>74,448</u>	<u>461,593</u>
DEPRECIATION			
At 8 November 2015 and 7 November 2016	<u>-</u>	<u>74,448</u>	<u>74,448</u>
NET BOOK VALUE			
At 7 November 2016	<u>387,145</u>	<u>-</u>	<u>387,145</u>
At 7 November 2015	<u>387,145</u>	<u>-</u>	<u>387,145</u>

Company

	Freehold property £	Fixtures and fittings £	Totals £
COST			
At 8 November 2015 and 7 November 2016	<u>387,145</u>	<u>74,448</u>	<u>461,593</u>
DEPRECIATION			
At 8 November 2015 and 7 November 2016	<u>-</u>	<u>74,448</u>	<u>74,448</u>
NET BOOK VALUE			
At 7 November 2016	<u>387,145</u>	<u>-</u>	<u>387,145</u>
At 7 November 2015	<u>387,145</u>	<u>-</u>	<u>387,145</u>

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 7 NOVEMBER 2016

10. **FIXED ASSET INVESTMENTS**

Company

	Shares in group undertakings £
COST	
At 8 November 2015 and 7 November 2016	2,000
NET BOOK VALUE	
At 7 November 2016	2,000
At 7 November 2015	2,000

The group or the company's investments at the Statement of Financial Position date in the share capital of companies include the following:

Subsidiary

Villa Plus Aviation Limited

Registered office:

Nature of business: Seat sales operator

	%		
	holding		
Class of shares:	100.00	7.11.16	7.11.15
Ordinary	100.00	£	£
Aggregate capital and reserves		2,000	2,000
Profit for the year		760,389	1,364,568

11. **INVESTMENT PROPERTY**

Group

	Total £
FAIR VALUE	
At 8 November 2015	2,967,000
Revaluations	658,000
At 7 November 2016	3,625,000
NET BOOK VALUE	
At 7 November 2016	3,625,000
At 7 November 2015	2,967,000

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 7 NOVEMBER 2016

11. INVESTMENT PROPERTY - continued

Group

Cost or valuation at 7 November 2016 is represented by:

	£
Valuation in 2016	658,000
Valuation in 2015	474,500
Valuation in 2014	561,719
Cost	1,930,781
	<u>3,625,000</u>

Company

	Total £
FAIR VALUE	
At 8 November 2015	2,967,000
Revaluations	658,000
	<u>3,625,000</u>
At 7 November 2016	<u>3,625,000</u>
NET BOOK VALUE	
At 7 November 2016	<u>3,625,000</u>
At 7 November 2015	<u>2,967,000</u>

Cost or valuation at 7 November 2016 is represented by:

	£
Valuation in 2016	658,000
Valuation in 2015	474,500
Valuation in 2014	561,719
Cost	1,930,781
	<u>3,625,000</u>

The freehold investment properties were valued by an independent valuer with a recognised and relevant professional qualification and with recent experience in the location and category of the investment properties being valued, Brasier Freeth LLP, as at 7 November 2016. The critical assumptions made relating to the valuations reflect expected yields, inflation, the long term vacancy rate, and the long term growth in real rental rates.

12. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	Group		Company	
	7.11.16 £	7.11.15 £	7.11.16 £	7.11.15 £
Amounts owed by group undertakings	-	-	4,251,562	3,407,308
Other debtors	-	559,871	-	559,871
Prepayments and accrued income	4,036,824	3,652,899	202,337	269,229
	<u>4,036,824</u>	<u>4,212,770</u>	<u>4,453,899</u>	<u>4,236,408</u>

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 7 NOVEMBER 2016

13. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	Group		Company	
	7.11.16	7.11.15	7.11.16	7.11.15
	£	£	£	£
Trade creditors	5,978,428	3,817,981	5,978,429	3,817,981
Taxation and social security	424,318	354,258	525,195	17,662
Other creditors	103,287	595,260	103,287	595,260
Accruals and deferred income	8,691,899	6,438,713	8,691,899	6,438,144
	<u>15,197,932</u>	<u>11,206,212</u>	<u>15,298,810</u>	<u>10,869,047</u>

14. FINANCIAL INSTRUMENTS

The group has the following financial instruments:

Financial assets that are debt instruments measured at amortised cost:

- Other debtors are £ nil (2015: £5,832)

Financial liabilities at fair value through profit or loss:

- Forward foreign currency contracts are £62,066 (2015: £554,039)

Financial liabilities measured at amortised cost:

- Trade creditors are £5,978,429 (2015: £3,817,981)

Forward foreign currency contracts:

The group purchases forward foreign currency contracts to hedge currency exposure on recognised liabilities and firm future commitments. The fair values of the liabilities held at fair value through profit and loss at the balance sheet date are determined using quoted prices.

At 7 November 2016, the outstanding contracts all mature within 2 months (2015: 7 months) of the year end. The group is committed to buy €4,000,000 (2015: €16,555,800) and pay a fixed sterling amount.

The changes in fair value recognised in profit or loss were as follows:

- The profit/(loss) from the change in the fair value of hedging instruments was £1,333,366 (2015: £(554,039))
 - The profit/(loss) from the change in the fair value of hedged items was £(1,333,366) (2015: £554,039)

15. PROVISIONS FOR LIABILITIES

	Group		Company	
	7.11.16	7.11.15	7.11.16	7.11.15
	£	£	£	£
Deferred tax				
Other timing differences	<u>288,017</u>	<u>176,157</u>	<u>288,017</u>	<u>176,157</u>

Group

	Deferred tax £
Balance at 8 November 2015	176,157
Provided during year	<u>111,860</u>
Balance at 7 November 2016	<u>288,017</u>

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 7 NOVEMBER 2016

15. **PROVISIONS FOR LIABILITIES - continued**

Company

	Deferred tax £
Balance at 8 November 2015	176,157
Provided during year	111,860
Balance at 7 November 2016	<u>288,017</u>

The net reversal of deferred tax liabilities expected in the next accounting period is £Nil. However, it should be noted that further reversals or increases may arise as a result of revaluations of freehold property, fixed asset additions and disposals. As the future deferred tax balances, if any, will be dependent on future changes in fair values of assets and liabilities, it is not possible to estimate any further future reversals.

16. **CALLED UP SHARE CAPITAL**

Allotted, issued and fully paid:

Number:	Class:	Nominal value: £	7.11.16 £	7.11.15 £
20,000	Ordinary	£1	20,000	20,000
20,000	Ordinary A	£1	20,000	20,000
			<u>40,000</u>	<u>40,000</u>

The company has two classes of ordinary shares, Ordinary and Ordinary A. Both classes have identical rights, with full rights in the Company with respect to voting, and dividend and capital distribution.

17. **RESERVES**

Group

	Retained earnings £	Revaluation reserve £	Totals £
At 8 November 2015	10,611,467	860,062	11,471,529
Profit for the year	3,190,547		3,190,547
Dividends	(691,300)		(691,300)
Other comprehensive income	-	546,140	546,140
At 7 November 2016	<u>13,110,714</u>	<u>1,406,202</u>	<u>14,516,916</u>

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 7 NOVEMBER 2016

17. RESERVES - continued

Company

	Retained earnings £	Revaluation reserve £	Totals £
At 8 November 2015	10,611,467	860,062	11,471,529
Profit for the year	3,190,547		3,190,547
Dividends	(691,300)		(691,300)
Other comprehensive income	-	546,140	546,140
At 7 November 2016	<u>13,110,714</u>	<u>1,406,202</u>	<u>14,516,916</u>

18. CONTINGENT LIABILITIES

At the balance sheet date there were no contingent liabilities or guarantees other than those arising in the ordinary course of the group and company's business and on these no material losses are anticipated.

19. RELATED PARTY DISCLOSURES

During the year the group entered into transactions, in the ordinary course of business, with other related parties. Purchase transactions entered into during the year amounted to £4,292,245 (2015 - Nil) and amounts outstanding at 7 November 2016 were Nil (2015 - Nil). These related parties are entities controlled by the directors who have control over the group.

Key management personnel

The directors have authority and responsibility for planning, directing and controlling the activities of the group and are considered to be key management personnel. Total remuneration in respect of these individuals is £840 (2015 - £840).

20. ULTIMATE CONTROLLING PARTY

The company is under the control of the directors Mr N D Cooper and Mr R A Mavani who are the major shareholders in the company.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued
FOR THE YEAR ENDED 7 NOVEMBER 2016

21. TRANSITION TO FRS 102

The effects of the transition to FRS 102 at 8 November 2014 are as follows:

Tangible assets - reclassification of investment property: £(1,930,781)

Investment property - reclassification and revaluation: £2,492,500

Provisions for liabilities - deferred tax on investment property revaluation: £(95,492)

Revaluation reserve - revaluation of investment property, net of deferred tax: £466,227

The effects of the transition to FRS 102 at 7 November 2015 are as follows:

Tangible assets - reclassification of investment property: £(1,930,781)

Investment property - reclassification and revaluation: £2,967,000

Debtors - fair value gain on hedged unrecognised firm commitments £554,039

Creditors - fair value loss on foreign currency hedging derivatives £(554,039)

Provisions for liabilities - deferred tax on investment property revaluation: £(176,157)

Revaluation reserve - revaluation of investment property, net of deferred tax: £860,062

VILLA PLUS LIMITED (REGISTERED NUMBER: 02039621)

RECONCILIATION OF EQUITY
8 NOVEMBER 2014
(DATE OF TRANSITION TO FRS 102)

	Notes	UK GAAP £	Effect of transition to FRS 102 £	FRS 102 £
FIXED ASSETS				
Tangible assets		2,317,926	(1,930,781)	387,145
Investment property		-	2,492,500	2,492,500
		<u>2,317,926</u>	<u>561,719</u>	<u>2,879,645</u>
CURRENT ASSETS				
Debtors		3,070,730	-	3,070,730
Cash at bank and in hand		13,528,727	-	13,528,727
		<u>16,599,457</u>	<u>-</u>	<u>16,599,457</u>
CREDITORS				
Amounts falling due within one year		(8,807,666)	-	(8,807,666)
NET CURRENT ASSETS		<u>7,791,791</u>	<u>-</u>	<u>7,791,791</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		10,109,717	561,719	10,671,436
CREDITORS				
Amounts falling due after more than one year		(126,987)	-	(126,987)
PROVISIONS FOR LIABILITIES		<u>-</u>	<u>(95,492)</u>	<u>(95,492)</u>
NET ASSETS		<u>9,982,730</u>	<u>466,227</u>	<u>10,448,957</u>
CAPITAL AND RESERVES				
Called up share capital		40,000	-	40,000
Revaluation reserve		-	466,227	466,227
Retained earnings		9,942,730	-	9,942,730
SHAREHOLDERS' FUNDS		<u>9,982,730</u>	<u>466,227</u>	<u>10,448,957</u>
		<u>9,982,730</u>	<u>466,227</u>	<u>10,448,957</u>

The notes form part of these financial statements

VILLA PLUS LIMITED (REGISTERED NUMBER: 02039621)

RECONCILIATION OF EQUITY - continued
7 NOVEMBER 2015

	Notes	UK GAAP £	Effect of transition to FRS 102 £	FRS 102 £
FIXED ASSETS				
Tangible assets		2,317,926	(1,930,781)	387,145
Investment property		-	2,967,000	2,967,000
		<u>2,317,926</u>	<u>1,036,219</u>	<u>3,354,145</u>
CURRENT ASSETS				
Debtors		3,658,731	554,039	4,212,770
Cash at bank and in hand		15,326,983	-	15,326,983
		<u>18,985,714</u>	<u>554,039</u>	<u>19,539,753</u>
CREDITORS				
Amounts falling due within one year		(10,652,173)	(554,039)	(11,206,212)
NET CURRENT ASSETS		<u>8,333,541</u>	<u>-</u>	<u>8,333,541</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		10,651,467	1,036,219	11,687,686
PROVISIONS FOR LIABILITIES		-	(176,157)	(176,157)
NET ASSETS		<u>10,651,467</u>	<u>860,062</u>	<u>11,511,529</u>
CAPITAL AND RESERVES				
Called up share capital		40,000	-	40,000
Revaluation reserve		-	860,062	860,062
Retained earnings		10,611,467	-	10,611,467
SHAREHOLDERS' FUNDS		<u>10,651,467</u>	<u>860,062</u>	<u>11,511,529</u>
		<u>10,651,467</u>	<u>860,062</u>	<u>11,511,529</u>

The notes form part of these financial statements

RECONCILIATION OF PROFIT
FOR THE YEAR ENDED 7 NOVEMBER 2015

	UK GAAP £	Effect of transition to FRS 102 £	FRS 102 £
TURNOVER	62,586,071	-	62,586,071
Cost of sales	(52,389,684)	-	(52,389,684)
GROSS PROFIT	10,196,387	-	10,196,387
Administrative expenses	(8,887,118)	-	(8,887,118)
Other operating income	144,994	-	144,994
OPERATING PROFIT	1,454,263	-	1,454,263
Interest receivable and similar income	34,455	-	34,455
Interest payable and similar expenses	(2,038)	-	(2,038)
PROFIT BEFORE TAXATION	1,486,680	-	1,486,680
Tax on profit	(299,943)	-	(299,943)
PROFIT FOR THE FINANCIAL YEAR	1,186,737	-	1,186,737
Profit attributable to: Owners of the parent			1,186,737

The notes form part of these financial statements