

Company Registration No. 04434749

Financial statements for the year ended 31
December 2016

bbar Restaurant Limited



COMPANY INFORMATION

Directors	J J Raggett V O'Hana
Company Secretary	S Royce
Company registration number	04434749
Registered office	35 Charles Street London W1J 5EB
Auditor	Mazars LLP Tower Bridge House St Katharine's Way London E1W 1DD

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STRATEGIC REPORT**YEAR ENDED 31 DECEMBER 2016**

The Directors present their report strategic report for the company for the year ended 31 December 2016.

PRINCIPAL ACTIVITIES

The principal activity of the company during the year was that of restaurateurs.

BUSINESS REVIEW AND FUTURE DEVELOPMENTS

Revenue in the year decreased by 8% (2015: 2%) from £1,055,563 to £966,937.

The key performance indicator that we use to monitor business performance is EBITDA (Earnings before interest, taxation, depreciation and amortisation). The EBITDA decreased by £172,070 to a loss of £445,843 (2015: loss of £273,773) primarily due to the fall in revenue and pressures on margins.

The company is currently in a net liability position with total liabilities exceeding total assets by £4,275,055 (2015: £3,815,127) and continues to be reliant on the support of its ultimate parent.

RESULTS AND DIVIDENDS

The loss for the year, after taxation, amounted to £459,928 (2015: £268,032). The directors do not recommend the payment of a dividend (2015: £nil).

PRINCIPAL RISKS AND UNCERTAINTIES

The directors acknowledge that they have responsibility for the company's systems of internal control and risk management and for monitoring their effectiveness. The purposes of these systems are to manage, rather than eliminate, the risk of failure to achieve business objectives, to provide reasonable assurance as to the quality of management information and to maintain proper control over the income, expenditure, assets and liabilities of the company.

No system of control can, however, provide absolute assurance against material misstatement or loss. Accordingly, the directors have regard to what controls, in their judgement, are appropriate to the company's business and to the relative costs and benefits of implementing specific controls.

The most significant risks and uncertainties relate to factors that are common to the restaurant industry and beyond the company's control, such as the global economic downturn, changes in travel patterns or in the structure of the travel industry and the increase in acts of terrorism.

Bbar mitigate the risk of an economic downturn utilising financial support from The Travel Corporation, its ultimate parent company. This allows them to manage short and medium term fluctuations in demand

STRATEGIC REPORT (continued)**YEAR ENDED 31 DECEMBER 2016**

PRINCIPAL RISKS AND UNCERTAINTIES (continued)

In a referendum on 23 June 2016 the British public expressed a desire for the country to formally resign its membership of the European Union. At this point in time it is impossible to assess in detail the opportunities and threats that such a resignation could present. The directors are managing these risks by closely monitoring the position and are confident that the company will be able to amend and modify their procedures to remain fully compliant with any new rules and regulations and to maintain the group's standing and reputation in the marketplace locally and, where appropriate, throughout Europe and worldwide.

Signed by order of the board of Directors

29th August 2017

**J J Raggett**

Director

Date:

DIRECTORS' REPORT**YEAR ENDED 31 DECEMBER 2016**

The Directors present their report and the audited financial statements of the company for the year ended 31 December 2016.

MATTERS COVERED IN THE STRATEGIC REPORT

As permitted by paragraph 1A of Schedule 7 to the Large and Medium-Sized Companies and Groups (Accounts and Reports) Regulations 2008 certain matters which are required to be disclosed in the directors' report have been omitted as they are included in the Strategic Report on page 1. These matters relate to the review and analysis of the business, development and financial performance, future prospects and the principal risks and uncertainties.

FINANCIAL INSTRUMENTS

Details of the company's financial risk management objectives and policies are included in note 14 to the accounts.

CREDITOR PAYMENT POLICY

The company's current policy concerning the payment of trade creditors is:

- settle the terms of payment with supplies when agreeing the terms of each transaction;
- ensure that suppliers are made aware of the terms of payment by inclusion of the relevant terms in contract; and
- pay in accordance with the company's contractual and other legal obligations.

DIRECTORS

The directors who served the company during the year, and to the date of this report, were as follows:

J J Raggett
V O'Hana

The company's Articles of Association include provisions indemnifying the directors for all liabilities incurred in the performance of their duties.

GOING CONCERN

Having made appropriate enquiries, the directors consider it reasonable to assume that the company has adequate resources to continue for the foreseeable future and, for this reason, have continued to adopt the going concern basis in preparing the financial statements.

POLITICAL DONATIONS

The company made no political donations during the financial year (2015: £nil).

EVENTS AFTER THE REPORTING DATE

There have been no significant events effecting the company since year end.

DISCLOSURE OF INFORMATION TO THE AUDITOR

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the company's auditor is unaware; and each director has taken all the steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the company's auditor is aware of that information.

DIRECTORS' REPORT

YEAR ENDED 31 DECEMBER 2016

AUDITOR

It is proposed that Mazars LLP will continue in office in accordance with the Companies Act 2006 Section 487(2).

Signed by order of the board of Directors


J J Raggett
Director

Date: 29.08.2017

**STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE
DIRECTORS' REPORT AND THE FINANCIAL STATEMENTS****YEAR ENDED 31 DECEMBER 2016**

The Directors are responsible for preparing the Strategic Report, the Directors' Report and the financial statements in accordance with applicable law and regulations.

The 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 International Financial Reporting Standards ("IFRS") as adopted by the European Union and applicable law. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether IFRS as adopted by the European Union have been followed subject to any material departures disclosed and explained in the financial statements
- provide additional disclosures when compliance with specific requirements in IFRS is insufficient to enable users to understand the impact of particular transactions, other events and conditions on the entity's financial position and financial performance; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF BBAR RESTAURANT LIMITED

YEAR ENDED 31 DECEMBER 2016

We have audited the financial statements of bbar Restaurant Limited for the year ended 31 December 2016 which comprise the Statement of Comprehensive Income, Statement of Financial Position, Statement of Changes in Equity, Statement of Cash Flows and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the European Union.

Respective responsibilities of directors and auditor

As explained more fully in the Statement of Directors' Responsibilities set out on page 5, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view.

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. 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.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's web-site at www.frc.org.uk/auditscopeukprivate.

Opinion on the financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2016 and of its loss for the year then ended;
- have been properly prepared in accordance with IFRSs as adopted by the European Union; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF
BBAR RESTAURANT LIMITED****YEAR ENDED 31 DECEMBER 2016**

Opinion on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Strategic Report and Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic Report and the Directors' Report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the Strategic Report or the Directors' Report.

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

- adequate accounting records have not been kept, 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.



Rachel Lawton (Senior Statutory Auditor)
for and on behalf of Mazars LLP
Chartered Accountants and Statutory Auditor

Tower Bridge House
St Katharine's Way
London
E1W 1DD

Date: 11/09/2017

STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2016

	Note	2016 £	2015 £
Revenue	2	966,937	1,055,563
Cost of sales		(1,090,526)	(1,100,274)
Gross loss		(123,589)	(44,711)
Administrative expenses		(393,477)	(279,478)
Loss from operations	3	(517,066)	(324,189)
Finance costs	5	(16,755)	(16,709)
Loss before tax		(533,821)	(340,898)
Taxation credit	6	73,893	72,866
Loss for the year		(459,928)	(268,032)

The notes on pages 12 to 23 form part of these financial statements.

All results relate to continuing operations.

STATEMENT OF FINANCIAL POSITION

AT 31 DECEMBER 2016

	Note	2016 £	2015 £
Non-current assets			
Property, plant and equipment	7	-	-
Current assets			
Inventories	8	25,105	20,653
Trade and other receivables	9	17,886	35,249
Cash and cash equivalents	10	17,203	9,045
		60,194	64,947
Total assets		60,194	64,947
Non-current liabilities			
Amounts due to related parties	11	436,723	419,968
Current liabilities			
Amounts due to related parties	12	3,865,222	3,430,895
Other payables	13	33,304	29,211
		3,898,526	3,460,106
Total liabilities		4,335,249	3,880,074
Equity			
Share capital	17	1	1
Retained earnings		(4,275,056)	(3,815,128)
Total equity		(4,275,055)	(3,815,127)
Total liabilities and equity		60,194	64,947

The notes on pages 12 to 23 form part of these financial statements.

These financial statements were approved by the directors and authorised for issue on 29.08.17 and are signed on their behalf by:


J J Raggett
Director

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2016**

	Note	Share capital £	Retained earnings £	Total £
At 1 January 2015		1	(3,547,096)	(3,547,095)
Total comprehensive income for the year		-	(268,032)	(268,032)
At 1 January 2016		1	(3,815,128)	(3,815,127)
Total comprehensive income for the year		-	(459,928)	(459,928)
At 31 December 2016	17	1	(4,275,056)	(4,275,055)

The notes on pages 12 to 23 form part of these financial statements.

STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 31 DECEMBER 2016

	Note	2016 £	2015 £
Cash flows from operating activities			
Loss after taxation		(459,928)	(268,032)
<i>Adjustments for:</i>			
Depreciation	7	-	-
Impairment of property, plant and equipment	7	71,223	50,416
Finance costs	5	16,755	16,709
Taxation	6	(73,893)	(72,866)
Cash flows from operations before changes in working capital		(445,843)	(273,773)
(Increase)/decrease in inventories		(4,452)	4,916
Decrease/(increase) in trade and other receivables		17,363	(10,768)
Increase/(decrease) in other payables		4,093	(14,382)
Cash used in operations		(428,839)	(294,007)
Interest paid	5	(16,755)	(16,709)
Tax received		73,893	72,866
Net cash used in operating activities		(371,701)	(237,850)
Cash flows used in investing activities			
Purchase of property, plant and equipment	7	(71,223)	(50,416)
Net cash used in investing activities		(71,223)	(50,416)
Cash flows from financing activities			
Increase in amounts due to related parties		451,082	280,833
Net cash from financing activities		451,082	280,833
Net increase in cash and cash equivalents		8,158	(7,433)
Cash and cash equivalents at 1 January		9,045	16,478
Cash and cash equivalents at 31 December	10	17,203	9,045

The notes on pages 12 to 23 form part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS**YEAR ENDED 31 DECEMBER 2016**

1. ACCOUNTING POLICIES**General information**

bbar Restaurant Limited is a private company incorporated and domiciled in England and Wales. The address of the registered office in the United Kingdom is stated on the company information page and the nature of the company's operations and principal activities are stated in the Strategic Report. The financial statements have been presented in Pounds Sterling as this is the currency of the primary economic environment that the company operates in.

Basis of preparation

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union. These financial statements have been prepared under historical cost convention. The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

Going concern

The directors have, at the time of approving the financial statements, a reasonable expectation that the company have adequate resources to continue in operational existence for the foreseeable future.

As shown in the accompanying financial statements, the company's total liabilities exceed its total assets by £4,275,055 at 31 December 2016. The company's ultimate parent has represented that it will continue to provide ongoing financial support to enable the company to meet its financial obligations and that the company will not be required to pay obligations owed to any group entities while its liabilities exceed its assets. The ability of the company to continue as a going concern is dependent on this ongoing financial support and based on this they continue to adopt the going concern basis of accounting in preparing the financial statements. Accordingly, the financial statements do not include any adjustments that might be necessary if the company is unable to continue as a going concern.

Revenue recognition

Revenue is recognised from the sale of goods and services from the company's ordinary activities.

Revenue is recognised from the sale of services when the amount can be measured reliably and is stated after trade discounts and other sales taxes, and is net of VAT.

Property, plant and equipment

Items of property, plant and equipment are stated at cost of acquisition less accumulated depreciation and impairment losses.

Depreciation

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

Fixtures & Fittings	- 10% straight line
Equipment	- 20% straight line

Inventories

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

NOTES TO THE FINANCIAL STATEMENTS**YEAR ENDED 31 DECEMBER 2016**

1. ACCOUNTING POLICIES (continued)**Operating lease agreements**

Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged against profits on a straight line basis over the period of the lease.

Pension costs

The company operates a defined contribution pension scheme for employees. The assets of the scheme are held separately from those of the company. The annual contributions payable are charged to the statement of comprehensive income on an accruals basis.

Reclassification

Intercompany creditors amounting to £680,895 have been reclassified in the comparative information from non-current to current as they are non-interest bearing and repayable on demand. There has been no impact on the results for the year.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the income statement because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the balance sheet date.

Deferred tax

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised based on tax laws and rates that have been enacted or substantively enacted at the balance sheet date. Deferred tax is charged or credited in the income statement, except when it relates to items charged or credited in other comprehensive income, in which case the deferred tax is also dealt with in other comprehensive income.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

NOTES TO THE FINANCIAL STATEMENTS**YEAR ENDED 31 DECEMBER 2016**

1. ACCOUNTING POLICIES (continued)**Financial instruments**

Financial assets and financial liabilities are recognised on the company statement of financial position when the company becomes a party to the contractual provisions of the instrument.

Impairment of tangible and intangible assets

At each statement of financial position date, the company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where the asset does not generate cash flows that are independent from other assets, the company estimate the recoverable amount of the cash-generating unit to which the asset belongs.

If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. An impairment loss is recognised as an expense immediately.

Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior periods. A reversal of an impairment loss is recognised as income immediately.

Financial instruments

Financial assets and financial liabilities are recognised on the company statement of financial position when the company becomes a party to the contractual provisions of the instrument.

Financial assets

The company's financial assets include cash and cash equivalents and trade and other receivables. All financial assets are initially recognised at fair value plus transaction costs, when the company becomes party to the contractual provisions of the instrument.

Interest and other cash flows resulting from holding financial assets are recognised in the statement of comprehensive income using the effective interest method.

Provision for impairment of trade, related party receivables and other receivables is made when objective evidence is received that the company will not be able to collect all amounts due to it in accordance with the original terms of the receivable. The amount of the impairment is determined as the difference between the assets' carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate. Any change in their value through impairment or reversal of impairment is recognised in the statement of comprehensive income.

A financial asset is derecognised if the contractual rights to receive the cash flows of the asset have been transferred or the company retains the contractual rights to receive the cash flows of the asset but assumes a contractual obligation to pay the cash flows to one or more recipients. A financial asset that is transferred qualifies for derecognition if the company transfers substantially all the risks and rewards of ownership of the asset.

NOTES TO THE FINANCIAL STATEMENTS**YEAR ENDED 31 DECEMBER 2016**

1. ACCOUNTING POLICIES (continued)***Financial liabilities***

The company's financial liabilities include related party loans, trade and other payables and liabilities at fair value through profit and loss. Financial liabilities are recognised when the company becomes a party to the contractual agreement of the instrument. All interest related charges are recognised as an expense in finance costs in the statement of comprehensive income using the effective interest method.

Trade and other payables are recognised initially at their fair value and subsequently measured at amortised cost less settlement payments.

All loans and borrowings are recognised initially at cost, which is the fair value of the consideration received, net of issue costs associated with the borrowing.

After initial recognition, interest-bearing loans and borrowings are measured at amortised cost using the effective interest method. Gains or losses are recognised in the statement of comprehensive income when liabilities are derecognised or impaired, as well as through the amortisation process.

Classification as equity or financial liability

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into.

A financial liability exists where there is a contractual obligation to deliver cash or another financial asset to another entity or to exchange financial assets or financial liabilities under potentially unfavourable conditions. In addition contracts which result in the entity delivering a variable number of its own equity instruments are financial liabilities.

New standards, interpretations and amendments effective from 1 January 2016

None of the new standards, interpretations and amendments effective for the first time from 1 January 2016, have had a material effect on the financial statements.

IFRS 14 - Regulatory Deferral Accounts - The Standard is an interim standard that permits an entity that is a first-time adopter of IFRS to continue to account for its regulatory deferral account balances in accordance with its previous GAAP, subject to limited changes - *Effective 1 January 2016, but will not be endorsed by the EU.*

New standards and interpretations not yet applied (potentially relevant to the company)

IAS 7 – Statement of Cash Flows - Amendments resulting from the disclosure initiative – *Effective for annual periods beginning on or after 1 January 2017*

IAS 12 – Income Taxes - Amendments regarding the recognition of deferred tax assets for unrealised losses – *Effective for annual periods beginning on or after 1 January 2017*

IFRS 9 – Financial Instruments - Finalised version, incorporating requirements for classification and measurement, impairment, general hedge accounting and derecognition – *Effective for annual periods beginning on or after 1 January 2018*

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2016

1. ACCOUNTING POLICIES (continued)

IFRS 15 - Revenue from Contracts with Customers - *Clarifications to IFRS 15 'Revenue from Contracts with Customers' - Effective 1 January 2018 and expected to be endorsed by the EU in H1 2017. Early application is permitted.*

IFRS 2 (amendment) - 'Share-based Payment' - Classification and measurement of share-based payment transactions - *Effective 1 January 2018 and expected to be endorsed by the EU in H2 2017. Early application is permitted.*

IFRS 16 – Leases - IFRS 16 replaces IAS 17 'Leases' and related interpretations on leases - *Effective 1 January 2019 and expected to be endorsed by the EU in 2017. Early application is permitted only with adoption of IFRS 15 as of 1 January 2018.*

The directors are currently assessing the impact of adopting the new standards and interpretations noted above. IFRS 16 is expected to have an impact on the financial statements as this requires the capitalisation of operating lease receipts which the company receives. This is being quantified.

Critical accounting judgements and sources of estimate uncertainty

The company's significant accounting policies are outlined in note 1 to the financial statements. None of the significant accounting policies require the Directors to make difficult, subjective or complex judgements or estimates.

2. REVENUE

All revenue is generated in the UK from the company's principal activity.

3. LOSS FROM OPERATIONS

Operating loss for the year is stated after charging:	2016 £	2015 £
Depreciation of property, plant and equipment	-	-
Impairment of property, plant and equipment	71,223	50,416
Auditors' remuneration - as auditors	6,070	5,890
- taxation services	850	850
- other services	352	325
Operating lease costs:		
Land and buildings	100,000	100,000

NOTES TO THE FINANCIAL STATEMENTS**YEAR ENDED 31 DECEMBER 2016****4. STAFF NUMBERS AND COSTS**

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

	2016	2015
	Number	Number
Administration staff	1	1
Other staff – services	19	23
	<u>20</u>	<u>24</u>

The aggregate payroll costs of the above were:

	2016	2015
	£	£
Wages and salaries	451,925	451,817
Social security costs	36,317	45,242
Pension costs	2,639	2,417
	<u>490,881</u>	<u>499,476</u>

No salaries or wages have been paid to the directors in the current or prior year and no contributions were made to a pension on behalf of a director (2015: £nil).

The directors of the company are also the key management personnel.

5. FINANCE COSTS

	2016	2015
	£	£
Interest payable on loans from related parties (note 16)	<u>16,755</u>	<u>16,709</u>

6. TAXATION**(a) Analysis of credit in the year**

	2016	2015
	£	£
Current tax:		
Adjustment in respect of prior years	73,893	72,866
	<u>73,893</u>	<u>72,866</u>

Total tax credit

	<u>73,893</u>	<u>72,866</u>
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NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2016

6. TAXATION (continued)

(b) Factors affecting current tax credit

The tax assessed on the loss for the year varies from the effective rate of corporation tax in the UK of 20% (2015: 20.25%).

	2016 £	2015 £
Loss before taxation	(533,821)	(340,898)
Loss at effective rate of 20% (2015: 20.25%)	(106,764)	(69,020)
Expenses not deductible for tax purposes	-	1,262
Depreciation in excess of capital allowances claimed	2,456	3,484
Adjustment to deferred tax	22,745	-
Deferred tax not recognised	81,563	-
Unrelieved tax losses arising in the period	-	64,274
Adjustment in respect of prior years	(73,893)	(72,866)
Total current tax credit (note 6(a))	(73,893)	(72,866)

(c) Factors that may affect future tax charges

No provision has been made for the deferred tax asset of £209,352 calculated at 17% (2015: £193,472 calculated at 18%) arising from depreciation of equipment, fixtures and fittings in excess of taxation allowances available and available losses because the timing of profits is uncertain.

The claim for taxation allowances and the recoverability of the deferred tax asset is dependent on the availability of sufficient future taxable profits of the company against which unused taxation allowances and losses can be utilised. In such circumstances the company recognises that, at the statement of financial position date, it may not be appropriate to provide for the deferred tax asset.

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2016

7. PROPERTY, PLANT AND EQUIPMENT

	Fixtures & fittings £	Equipment £	Total £
Cost			
At 1 January 2015	1,528,148	21,856	1,550,004
Additions	50,416	-	50,416
At 1 January 2016	1,578,564	21,856	1,600,420
Additions	63,163	8,060	71,223
At 31 December 2016	1,641,727	29,916	1,671,643
Depreciation and impairment			
At 1 January 2015	1,528,148	21,856	1,550,004
Charge for the year	-	-	-
Impairment	50,416	-	50,416
At 1 January 2016	1,578,564	21,856	1,600,420
Charge for the year	-	-	-
Impairment	63,163	8,060	71,223
At 31 December 2016	1,641,727	29,916	1,671,643
Net book value			
At 31 December 2015 and 31 December 2016	-	-	-
Impairment provision included in depreciation and impairment			
At 1 January 2016	957,055	18,732	975,787
Charge for the year	63,163	8,060	71,223
At 31 December 2016	1,020,218	26,792	1,047,010

8. INVENTORIES

	2016 £	2015 £
Goods for resale	25,105	20,653

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2016

9. TRADE AND OTHER RECEIVABLES	2016	2015
	£	£
Prepayments and accrued income	17,886	35,249
	<u>17,886</u>	<u>35,249</u>
10. CASH AND CASH EQUIVALENTS	2016	2015
	£	£
Cash and cash equivalents	17,203	9,045
	<u>17,203</u>	<u>9,045</u>
Cash at bank and in hand bears interest at an effective rate of 0.00% (2015: 0.00%).		
11. AMOUNTS DUE TO RELATED PARTIES	2016	2015
	£	£
Due in more than one year		
The Travel Corporation Limited (note 16)	436,723	419,968
	<u>436,723</u>	<u>419,968</u>
	<u>436,723</u>	<u>419,968</u>
12. AMOUNTS DUE TO RELATED PARTIES	2016	2015
	£	£
Due in less than one year		
Amounts owed to related parties (note 16)	3,865,222	3,430,895
	<u>3,865,222</u>	<u>3,430,895</u>
	<u>3,865,222</u>	<u>3,430,895</u>
13. OTHER PAYABLES	2016	2015
	£	£
Social security and other taxes	9,542	8,472
Other payables	772	1,516
Accruals	22,990	19,223
	<u>33,304</u>	<u>29,211</u>
	<u>33,304</u>	<u>29,211</u>

NOTES TO THE FINANCIAL STATEMENTS**YEAR ENDED 31 DECEMBER 2016**

14. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The company holds or issues financial instruments in order to achieve three main objectives, as follows:

- a) to finance its operations;
- b) to manage its exposure to interest risk from its operations and from its sources of finance; and
- c) for trading purposes.

In addition, various financial instruments (e.g. trade receivables and trade payables) arise directly from the company's operations.

Transactions in financial instruments result in the company assuming or transferring to another party one or more of the financial risks described below.

Credit risk

The company has no significant concentrations of credit risk. Amounts shown in the statement of financial position best represent the maximum credit risk exposure in the event of other parties failing to perform their obligations under financial instruments. The company monitors credit risk closely and considers that its current policies of credit checks meet its objectives of managing exposure to credit risk.

The ultimate parent entity confirms that group liabilities will not be demanded whilst the company's liabilities exceed its assets.

Liquidity risk

The company at all times maintains adequate committed credit facilities in order to meet all its commitments as and when they fall due. Long term borrowing, where it exists, is funded from within the Travel Corporation group. The Travel Corporation Limited has guaranteed to provide any future funding requirements of the company to enable it to meet its liabilities as they fall due. Unless disclosed, related party loans do not bear interest and the directors are of the opinion that the carrying value is not materially different from the fair value.

Interest rate risk

The company is exclusively funded by related party borrowings.

Interest rate sensitivity analysis

Interest rate sensitivity analysis has been determined based on the exposure to interest rates for non-derivative instruments at the statement of financial position date. Based on the above assumptions if interest rates had been 0.5% higher/lower and all other variables were held constant, the directors have concluded that there would not be a material impact on the financial statements.

Foreign exchange risk

The company operates exclusively within the UK and is not directly exposed to foreign exchange risk. Hedging instruments are therefore not used and there would be no financial impact of a change in the exchange rates.

Fair value

The directors are of the opinion that the carrying value of financial instruments approximates fair value. The fair values of loans from related parties have been determined by discounting cash flow projections at rates of interest having regard to the specific risks attached to them.

Impairment losses are estimated at year end by reviewing amounts outstanding and assessing the likelihood of recoverability. Group debts are all guaranteed by The Travel Corporation Limited, and therefore are considered to be fully recoverable; no impairment provision is deemed necessary.

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2016

15. COMMITMENTS UNDER OPERATING LEASES

Capital risk management

The company aims to manage its overall capital so as to ensure the company continues to operate as a going concern, whilst providing an adequate return to shareholders.

The company's capital structure represents the equity attributable to the shareholders of the company together with borrowings and cash and cash equivalents.

The company has entered into operating leases in respect of properties and equipment. The total of future minimum lease payments under non-cancellable operating leases are as follows:

	Land and buildings	
	2016	2015
	£	£
Expiry date:		
Not later than one year	100,000	100,000
Within two to five years	-	100,000
	<u>100,000</u>	<u>200,000</u>

The main lease commitments are for the property used in the principal activities of the company. The lease is agreed at a fixed rate until 31 December 2017. The directors are currently in discussion with the related party who they currently rent from to extend the property under operating lease.

16. RELATED PARTY TRANSACTIONS

During the year the company incurred expenses from related parties as follows:

		2016	2015
		£	£
Red Carnation Hotels (U.K.) Limited	Management charges and recharges	269,985	151,070
Rubens Travcorp Limited	Rent (note 3)	100,000	100,000
The Travel Corporation Limited	Loan interest	16,755	16,709
		<u>486,740</u>	<u>367,779</u>

Amounts owing to related parties, which are unsecured and payable after more than one year:

	2016	2015
	£	£
Ultimate parent company	436,723	419,968
	<u>436,723</u>	<u>419,968</u>

The loan with The Travel Corporation Limited bears interest at 2% above the bank base rate (see note 11).

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2016

16.

RELATED PARTY TRANSACTIONS (continued)

Amounts owed to related parties which are unsecured, interest free and payable on demand:

	2016 £	2015 £
Red Carnation Hotels (U.K.) Limited	3,464,097	3,029,770
Trafalgar Management Services Limited	1,125	1,125
Rubens Travcorp Limited	400,000	400,000
	<u>3,865,222</u>	<u>3,430,895</u>

Details of the company's immediate parent and of the ultimate controlling party are included at note 19.

17. SHARE CAPITAL

	Number	2016 £	Number	2015 £
Allotted, called up and fully paid				
Ordinary shares of £1 each	1	1	1	1
	<u>1</u>	<u>1</u>	<u>1</u>	<u>1</u>
Equity shares				
Ordinary shares of £1 each	1	1	1	1
	<u>1</u>	<u>1</u>	<u>1</u>	<u>1</u>

18. EVENTS AFTER THE REPORTING DATE

There have been significant no events affecting the company since the year end.

19. CONTROLLING PARTY AND PARENT COMPANIES

The company's ultimate parent undertaking is The Travel Corporation Limited, a company incorporated in the British Virgin Islands. The Travel Corporation Limited is considered to be the company's controlling party.

The largest group in which the results of the company are consolidated is that headed by The Travel Corporation Limited. The financial statements of this company are not available to the public. The smallest group in which they are consolidated is that headed by Chesterfield (Mayfair) Limited, its immediate parent company, a company registered in England and Wales.

Copies of the consolidated financial statements of Chesterfield (Mayfair) Limited are available to the public from the Registrar of Companies.