CARMELITE (ABERDEEN) LIMITED

ABBREVIATED ACCOUNTS

FOR THE YEAR ENDED 31 MARCH 2012

Company Registration Number SC262297

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SCT 31/01/2013 #219

COMPANIES HOUSE

CARMELITE (ABERDEEN) LIMITED

ABBREVIATED ACCOUNTS

YEAR ENDED 31 MARCH 2012

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CARMELITE (ABERDEEN) LIMITED

INDEPENDENT AUDITOR'S REPORT TO CARMELITE (ABERDEEN) LIMITED

UNDER SECTION 449 OF THE COMPANIES ACT 2006

We have examined the abbreviated accounts set out on pages 4 to 8, together with the financial statements of Carmelite (Aberdeen) Limited for the year ended 31 March 2012 prepared under Section 396 of the Companies Act 2006.

This report is made solely to the company, in accordance with Section 449 of the Companies Act 2006. Our work has been undertaken so that we might state to the company those matters we are required to state to it in a special 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 for our work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditor

The directors are responsible for preparing the abbreviated accounts in accordance with Section 444 of the Companies Act 2006. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated accounts to the Registrar of Companies and whether the abbreviated accounts have been properly prepared in accordance with the regulations made under that section and to report our opinion to you.

We conducted our work in accordance with Bulletin 2008/4 issued by the Auditing Practices Board. In accordance with that Bulletin we have carried out the procedures we consider necessary to confirm, by reference to the financial statements, that the company is entitled to deliver abbreviated accounts and that the abbreviated accounts to be delivered are properly prepared.

Opinion

In our opinion the company is entitled to deliver abbreviated accounts prepared in accordance with Section 444(3) of the Companies Act 2006, and the abbreviated accounts have been properly prepared in accordance with the regulations made under that section.

Other information

On 31 January 2013 we reported as auditor to the members of the company on the financial statements prepared under Section 396 of the Companies Act 2006 and our report included the following paragraph:

Emphasis of matter - going concern

In forming our opinion on the financial statements, 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. At the balance sheet date the company's total liabilities exceed its assets by £427,703. These conditions together with the other matters explained in note 1 to the financial statements, indicate the existence of a material uncertainty which may cast significant doubt about the company's ability to continue as a going concern. The financial statements do not include the adjustments that would result if the company was unable to continue as a going concern.

David Holt, Senior Statutory Auditor
For and on behalf of

RSM Tenon Audit Limited
Statutory Auditor
48 St Vincent Street
Glasgow
G2 5TS

31/1/13

CARMELITE (ABERDEEN) LIMITED

Registered Number SC262297

ABBREVIATED BALANCE SHEET

31 MARCH 2012

	Note	2012 £	2012 £	2011 £	2011 £
Fixed assets	2				
Tangible assets			3,401,471		*3,094,416*
Current assets					
Stocks		13,696		*13,261*	
Debtors	3	2,364,920		*1,719,438*	
Cash at bank and in hand		290		*800*	
		2,378,906		*1,733,499*	
Creditors: Amounts falling due within one year	4	(677,338)		*(639,186)*	
Net current assets			1,701,568		*1,094,313*
Total assets less current liabilities			5,103,039		*4,188,729*
Creditors: Amounts falling due after more than one year	5		(5,530,742)		*(4,614,603)*
			(427,703)		*(425,874)*
Capital and reserves					
Called-up share capital	6		500,000		*500,000*
Revaluation reserve			912,106		*926,171*
Profit and loss account			(1,839,809)		*(1,852,045)*
Shareholder's deficit			(427,703)		*(425,874)*

These abbreviated accounts have been prepared in accordance with the special provisions for small companies under Part 15 of the Companies Act 2006.

These abbreviated accounts were approved by the directors and authorised for issue on 30 January 2013, and are signed on their behalf by:

.....
G Atkinson

The notes on pages 3 to 6 form part of these abbreviated accounts.

1. Accounting policies

Basis of accounting

The financial statements have been prepared under the historical cost convention, modified to include the revaluation of certain fixed assets, and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008).

Basis of preparation - going concern

The financial statements have been prepared on the going concern basis, the validity of which depends upon the continued support of the group's bankers and group shareholders. At the balance sheet date the company's liabilities exceed assets by £427,703.

The group comprises the company, a fellow subsidiary Carmelite (Glasgow) Limited and the parent company, Next Level Group Limited.

In July 2010, the group acquired a new equity investor who subscribed for 45% of the ordinary shares of Next Level Group Limited, the company's ultimate parent company. Part of the terms of this transaction were for this investor to loan the group £1.1m, of which £795k has been received by 31 March 2012. In addition the group's banking arrangements were restructured in July 2010, and have been reviewed in October 2012. The group's bank has confirmed that it will continue to provide banking facilities subject to on-going reviews. The unaudited management accounts of the group to 30 November 2012 show the group making a profit and the directors have prepared detailed financial projections to 31 March 2014 which project the group will be profitable in the current and subsequent financial year. Based on this information, the directors believe that the group will continue to operate within its agreed banking facilities and will be able to meet its financial liabilities as they fall due within the period of at least 12 months from the date of signing these financial statements.

In addition, included within current assets of £2,378,906 are amounts due from the parent company amounting to £1,907,719. The ultimate recovery of this balance is largely dependent on the company generating future profits and paying dividends to the parent company. Based on the financial projections referred to above, together with the directors' longer term view of the prospects of the business, the directors believe this intercompany balance to be recoverable in full.

For the above reasons the directors consider it appropriate to prepare the financial statements on a going concern basis. Should the going concern basis not be appropriate the company may not be able to recover the amounts recorded in the financial statements in respect of its assets. There may also be changes in the amounts and dates of maturity of liabilities. In these circumstances the amounts and classification of assets and liabilities in the financial statements would need to be adjusted if the amounts were material.

Cash flow statement

The company has adopted the Financial Reporting Standard for Smaller Entities (effective April 2008) and is consequently exempt from the requirement to include a cash flow statement in the financial statements.

Turnover

The turnover shown in the profit and loss account represents the value of all services delivered during the year, at selling price exclusive of Value Added Tax. Sales are recognised at the point at which the company has fulfilled its contractual obligations to the customer.

1. **Accounting policies** *(continued)*

Tangible fixed assets

Tangible fixed assets are stated at cost less depreciation. Cost represents purchase price together with any incidental costs of acquisition.

Assets that have been revalued are valued by a qualified external valuer. The basis of the valuation is as a fully fitted, equipped, operational licenced hotel.

Revaluation surpluses are taken to the revaluation reserve. Deficits on subsequent revaluations are charged to the profit and loss account if they are considered to arise as a result of the consumption of the economic benefits provided by the asset. Other deficits on revaluation are charged to the revaluation reserve up to the amount of the associated revaluation surplus. Any excess deficits are charged to the profit and loss account.

Where an asset that was previously revalued is disposed of, its book value is eliminated and an appropriate transfer is made from the revaluation reserve to the profit and loss reserve.

The carrying value of tangible fixed assets is reviewed for impairment if events or changes in circumstances indicate that the carrying value may not be recoverable. These circumstances include consideration of the ability of the asset to be operated as planned and thereby provide the expected revenue streams associated with that asset.

Depreciation

Depreciation is calculated so as to write off the cost or revaluation of an asset over the useful economic life of that asset as follows:

Heritable Property	-	2% straight line
Fixtures and Fittings	-	25% straight line

An amount equal to the excess of the annual depreciation charge on revalued assets over the notional historical cost depreciation charge on those assets is transferred annually from the revaluation reserve to the profit and loss reserve.

Stocks

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items. Stock consists of food and liquor and is valued on a first in first out basis.

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 profit and loss account.

1. **Accounting policies** *(continued)*

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 tax, or a right to pay less tax, or a right to receive repayments of tax.

Deferred tax assets are recognised only to the extent that the directors consider it 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 assets and liabilities recognised have not been discounted.

Deferred tax is measured on a non-discounted basis at the average tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date.

Financial instruments

Financial instruments are classified and accounted for as financial assets, financial liabilities or equity instruments, according to the substance of the contractual arrangement.

Financial instruments which are assets are stated at cost less any provision for impairment. Financial liabilities are stated at principal capital amounts outstanding at the period end. Issue costs relating to financial liabilities are deducted from the outstanding balance and are amortised over the period to the due date for repayment of the financial liability.

An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities. A financial liability is any contractual arrangement for an entity to deliver cash to the holder of the associated financial instrument.

2. **Fixed assets**

	Tangible Assets £
Cost or valuation	
At 1 April 2011	3,221,155
Additions	394,264
At 31 March 2012	3,615,419
Depreciation	
At 1 April 2011	126,739
Charge for year	87,209
At 31 March 2012	213,948
Net book value	
At 31 March 2012	3,401,471
At 31 March 2011	*3,094,416*

3. Debtors

Debtors include amounts of £1,907,719 (2011 - £Nil) falling due after more than one year.

4. Creditors: Amounts falling due within one year

The following liabilities disclosed under creditors falling due within one year are secured by the company:

	2012	*2011*
	£	*£*
Bank loans and overdrafts	210,806	*233,714*

5. Creditors: Amounts falling due after more than one year

The following liabilities disclosed under creditors falling due after more than one year are secured by the company:

	2012	*2011*
	£	*£*
Bank loans and overdrafts	4,085,403	*4,085,403*

6. Share capital

Allotted, called up and fully paid:

	2012		*2011*	
	No	£	*No*	*£*
Ordinary shares of £1 each	500,000	500,000	*500,000*	*500,000*

7. Ultimate parent company

The ultimate parent company is Next Level Group Limited.