Report of the Directors and Financial Statements for the year ended 31 December 2003

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ANDERSON BARROWCLIFF Chartered Accountants

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Company Information for the Year Ended 31 December 2003

DIRECTORS:

P A Hill-Walker

Mrs J Garrett Lord Ronaldshay

J Hanson

Major P H K Steveney

SECRETARY:

J F Sanderson

REGISTERED OFFICE:

The Racecourse

Redcar TS10 2BY

REGISTERED NUMBER:

9592

AUDITORS:

Anderson Barrowcliff Registered Auditor Chartered Accountants Waterloo House Teesdale South Thornaby Place Thornaby on Tees

TS17 6SA

BANKERS:

Barclays Bank 56 Station Road

Redcar TS10 1DX

SOLICITORS:

Goodswens 118 High Street

Redcar TS10 3DJ

Report of the Directors for the Year Ended 31 December 2003

The directors present their report with the financial statements of the company for the year ended 31 December 2003.

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of the holding of Race Meetings and the letting of part of the Racecourse for use as an Open-Air Market.

EVENTS SINCE THE END OF THE YEAR

Information relating to events since the end of the year is given in the notes to the financial statements.

DIRECTORS

The directors during the year under review were:

P A Hill-Walker Mrs J Garrett Lord Ronaldshay J Hanson Major P H K Steveney

The beneficial interests of the directors holding office on 31 December 2003 in the issued share capital of the company were as follows:

	31.12.03	1.1.03
Ordinary £5 shares		
<u></u>		
P A Hill-Walker	71	• 71
Mrs J Garrett	547	2,747
Lord Ronaldshay	70	70
J Hanson	60	60
Major P H K Steveney	_	_

POLITICAL AND CHARITABLE CONTRIBUTIONS

During the year the company made charitable donations totalling £1,140.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

Company law requires the directors to prepare financial statements for each financial year which 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 those financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently;
- make judgements and 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 proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act 1985. 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.

AUDITORS

The auditors, Anderson Barrowcliff, will be proposed for re-appointment in accordance with Section 385 of the Companies Act 1985.

Report of the Directors for the Year Ended 31 December 2003

This report has been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

ON BEHALF OF THE BOARD:

J F Sanderson - Secretary

Date: 22 June 2004

Report of the Independent Auditors to the Shareholders of Redcar Racecourse Limited

We have audited the financial statements of Redcar Racecourse Limited for the year ended 31 December 2003 on pages five to twelve. These financial statements have been prepared in accordance with the Financial Reporting Standard for Smaller Entities (effective June 2002), under the historical cost convention and the accounting policies set out therein.

This report is made solely to the company's members, as a body, in accordance with Section 235 of the Companies Act 1985. 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 auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

As described on page two the company's directors are responsible for the preparation of financial statements in accordance with applicable law and United Kingdom Accounting Standards.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you if, in our opinion, the Report of the Directors is not consistent with the financial statements, if the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions with the company is not disclosed.

We read the Report of the Directors and consider the implications for our report if we become aware of any apparent misstatements within it.

Basis of audit opinion

We conducted our audit in accordance with United Kingdom Auditing Standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Opinion

In our opinion the financial statements give a true and fair view of the state of the company's affairs as at 31 December 2003 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Anderson Barrowcliff

Registered Auditor

Chartered Accountants

Waterloo House

Teesdale South

Thornaby Place

Thornaby on Tees

TS176SA

Date: 28th June 2004

Anderson Barrowchy)

Profit and Loss Account for the Year Ended 31 December 2003

		2003		200	2
	Notes	£	£	£	£
TURNOVER			1,714,740		1,476,970
Cost of sales			1,357,776		1,098,300
GROSS PROFIT			356,964		378,670
Administrative expenses			493,451		519,970
			(136,487)		(141,300)
Other operating income			111,281		98,896
OPERATING LOSS	2		(25,206)		(42,404)
Income from investments	3	43,749		2,428	
Interest receivable and similar income		8,800	52,549	10,586	13,014
			27,343		(29,390)
Amounts written off investments	4		1,286		12,851
PROFIT/(LOSS) ON ORDINARY A BEFORE TAXATION	ACTIVITIES		26,057		(42,241)
Tax on profit/(loss) on ordinary activities	5		582		3,000
PROFIT/(LOSS) FOR THE FINAN AFTER TAXATION	ICIAL YEAR		25,475		(45,241)
Dividends	6		1,600		1,600
			23,875		(46,841)
Retained profit brought forward			2,984,686		3,031,527
RETAINED PROFIT CARRIED FO	ORWARD		£3,008,561		£2,984,686

Balance Sheet 31 December 2003

	20		13	200	2002	
DIMEN LOCATO	Notes	£	£	£	£	
FIXED ASSETS:	7		2 1 47 5 42		2 114 600	
Tangible assets Investments	8		3,147,543 27		3,114,629 27	
mvestments	0		2/			
			3,147,570		3,114,656	
CURRENT ASSETS:						
Debtors	9	83,041		99,304		
Investments	10	53,421		45,170		
Cash at bank and in hand		405,853		422,597		
		542,315		567,071		
CREDITORS: Amounts falling	1.1	100.40		150 000		
due within one year	11	189,407		179,303		
NET CURRENT ASSETS:			352,908		387,768	
TOTAL ASSETS LESS CURRENT LIABILITIES:			3,500,478		3,502,424	
CREDITORS: Amounts falling due after more than one year	12	·	(52,000)		(34,000)	
ACCRUALS AND	10		(400,004)		(251.255)	
DEFERRED INCOME:	13		(188,691)		(251,375)	
			£3,259,787		£3,217,049	
CAPITAL AND RESERVES:						
Called up share capital	14		40,000		40,000	
Other reserves	15		211,226		192,363	
Profit and loss account			3,008,561		2,984,686	
SHAREHOLDERS' FUNDS:			£3,259,787		£3,217,049	
						

These financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies and with the Financial Reporting Standard for Smaller Entities (effective June 2002).

ON BEHALF OF THE BOARD:

P A Hill-Walker - Director

Approved by the Board on 22 June 2004

Notes to the Financial Statements for the Year Ended 31 December 2003

1. ACCOUNTING POLICIES

Accounting convention

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective June 2002).

Turnover

Turnover represents the gross receipts, excluding value added tax, from racing activities, including Horserace Betting Levy Board grants towards added money.

Tangible fixed assets

Depreciation is calculated so as to write off the cost of the fixed assets on either a straight line or reducing balance basis over the expected useful lives of the assets concerned.

The following is a summary of the principal annual rates used for this purpose, which are consistent with those of the previous years unless otherwise stated:-

No depreciation has been charged on that part of the costs of the stands and buildings which was met from the special grants and contributions from the Horserace Betting Levy Board and the Horserace Totalisator Board. Stands and buildings after deducting grants relating thereto are being written off on a straight line basis at rates between 1.6% and 2.5%

Plant, machinery, vehicles and fittings are being written at rates between 10% and 25% on a reducing balance basis.

Freehold land is not depreciated.

Deferred tax

Deferred taxation is provided using the liability method on all timing differences to the extent that they are expected to reverse in the future without being replaced, calculated at the rate at which it is anticipated the timing differences will reverse.

Capital Grants

Capital grants are received from the Horserace Betting Levy Board in respect of capital expenditure.

Capital grants received are taken to the grant account. Credits are made to the profit and loss account by annual installments over a period of years which, on average matches the period over which the relevant fixed assets are depreciated.

Investments

Investments held as fixed assets are stated at cost less provision for permanent diminution in value. Current asset investments are stated at cost less provision for any permanent diminution in value. For listed investments, market value is based on the closing middle market price.

Dividends are brought to account in the profit and loss account when received.

Deferred Income

Gross revenue for the first five years of a Media Rights Agreement has been ascertained and will be recognised in the profit and loss account evenly over the first five years of the contract. The balance of the funds received but not credited to the profit and loss account are included in the balance sheet as deferred income.

Notes to the Financial Statements for the Year Ended 31 December 2003

2. OPERATING LOSS

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

	Depreciation - owned assets Auditors' remuneration Amortisation of capital grants	2003 £ 91,560 4,500 (34,097)	2002 £ 87,589 4,500 (10,164)
	Directors' emoluments and other benefits etc	6,800	6,100
3.	INCOME FROM INVESTMENTS	2003 £	2002 £
	Dividends listed invest - FII received Profit on disposal of	2,317	2,034
	investments listed Unlisted investment income	41,432	2,428
	Included in Income from investments is an exceptional dividend of £41,432.	===	2,720
4.	AMOUNTS WRITTEN OFF INVESTMENTS	2003 £	2002 £
	Written off in year	1,286	12,851
5.	TAXATION Analysis of the tax charge		
	The tax charge on the profit on ordinary activities for the year was as follows: Current tax:	2003 £	2002 £
	UK corporation tax Adjustment in respect of prior years	1,600 (1,018)	3,000
	Total current tax	582	3,000
	Tax on profit/(loss) on ordinary activities	582	3,000
6.	DIVIDENDS Final	2003 £ 1,600	2002 £ 1,600
	rmai	===	===

Notes to the Financial Statements for the Year Ended 31 December 2003

7	TANGIBLE FIX	ED.	ASSETS

	Freehold Property	Leasehold Property	Plant and machinery	Totals
	£	£	£	£
COST:				
At 1 January 2003	8,466	4,057,293	746,389	4,812,148
Additions		49,356	75,118	124,474
At 31 December 2003	8,466	4,106,649	821,507	4,936,622
DEPRECIATION:				
At I January 2003	•	1,041,453	656,066	1,697,519
Charge for year		58,300	33,260	91,560
At 31 December 2003		1,099,753	689,326	1,789,079
NET BOOK VALUE:				
At 31 December 2003	8,466	3,006,896	132,181	3,147,543
At 31 December 2002	8,466	3,015,840	90,323	3,114,629

Included in land and buildings is freehold land valued at £8,466 (2002 - £8,466) which is not depreciated.

	2003	2002
	£	£
Analysis of net book value of land and buildings:		
Freehold Land Stands & buildings	8,466 3,006,896	8,466 3,015,840
	3,015,362	3,024,306

8. FIXED ASSET INVESTMENTS

COST:		£
At 1 January 2003 and 31 December 2003		<u>27</u>
NET BOOK VALUE: At 31 December 2003		27 =
At 31 December 2002		27 ==
	2003 £	2002 £
Unlisted investments	27 =	27

Notes to the Financial Statements for the Year Ended 31 December 2003

9. DEBTORS: AMOUNTS FALLING

	DUE WITHIN ONE YEAR		
		2003	2002
		£	£
		•	
	V.A.T.	23,669	21,793
	Trade Debtors	29,764	54,988
	Other Debtors	2,981	4,286
	Prepayments	26,627	18,237
	•		
		83,041	99,304
10.	CURRENT ASSET INVESTMENTS		
10.	COMMIT ASSET HAVESTHERUS	2003	2002
		2003 £	£
	Listed Investments	53,421	
	Disted Investificities	55,421	45,170
	Market value of listed investments at 31 December 2003 - £56,448 ((2002 - £44,383).	
11.	CREDITORS: AMOUNTS FALLING		
	DUE WITHIN ONE YEAR		
		2003	2002
		£	£
	Other Loans	32,000	32,000
	Trade Creditors	36,368	69,744
	Dividend proposed	1,600	1,600
	Social Security & Other Taxes	1,445	1,370
	Taxation	1,600	3,000
	Accrued Expenses	116,394	71,589
		189,407	179,303
		====	=======================================
12.	CREDITORS: AMOUNTS FALLING		
	DUE AFTER MORE THAN ONE YEAR		
		2003	2002
		£	£
	Other Loans	52,000	34,000
			===

Horse Betting Levy Board Loans (Interest Free Loans)

The terms of repayment are as follows:-

Loan of £75,000 received in 1998 repayable by three half yearly instalments of £6,000 each commencing on 2 January 1999, followed by three half yearly instalments of £7,000 each and a further four half yearly instalments of £9,000 each. This loan has been repaid during the year.

Loan of £70,000 received in 2000 repayable by two half yearly instalments of £5,000 each commencing on 1 January 2001, followed by two half yearly instalments of £6,000 each, two half yearly instalments of £7,000 each, two half yearly instalments of £8,000 each and finally two instalments of £9,000 each.

Loan of £50,000 received in 2003 repayable by five half yearly instalments of £8,000 each commencing on 31 January 2004, followed by a final half yearly instalment of £10,000.

Notes to the Financial Statements for the Year Ended 31 December 2003

13. ACCRUALS AND DEFERRED INCOME

	2003 £	2002 £
Deferred Media Rights		
Brought forward	251,375	136,566
Received in year	99,503	256,967
Released in year	(162,187)	(142,158)
	188,691	251,375
		

During the year the company received £99,503 in respect of the third instalment of the Media Rights Agreement with ATR plc. The amounts received are released to the profit and loss account annually throughout the five year period, provided in the contract, when the company becomes entitled to the income under the terms of the contract. Amounts not yet released to the profit and loss account are included in the balance sheet as deferred income.

14. CALLED UP SHARE CAPITAL

	Authorised:	·			
	Number:	Class:	Nominal	2003	2002
			value:	£	£
	8,000	Ordinary	£5	40,000	40,000
					
	Allotted and	l issued:			
	Number:	Class:	Nominal	2003	2002
			value:	£	£
	8,000	Ordinary	£5	40,000	40,000
15.	OTHER RI	ESERVES		•	
				2003	2002
				£	£
	Brought for			192,363	172,527
	Capital gran	its received in the			
	year	12. 1		52,960	30,000
		ats credited to the		(24 00%)	(10.164)
	profit and lo	oss account		(34,097)	(10,164)
				211,226	192,363

16. CONTINGENT LIABILITIES

- a) Various Grants and Contributions received by the company from the Horserace Betting Levy Board and the Horserace Totalisator Board are subject to a number of agreements under the terms of which a reducing proportion of the amounts received is repayable if any of certain events detailed in the agreements (including the cessation of regular horsemeetings on the Company's Racecourse) should occur. At 31 December 2003 the liability of the company for repayment of the Grants and Contributions would have been £9,019.
- b) All amounts due to the building contractors in respect of the major construction projects completed in 1991 and 1992 have been paid in accordance with our Architects instructions. The contractors, BRIMS, are now in receivership and the Receiver is alleging that further monies are due but no formal claim has been lodged. Our architects are vigorously contesting this matter and advise the directors that in their opinion there are no further liabilities.

Notes to the Financial Statements for the Year Ended 31 December 2003

17. CAPITAL COMMITMENTS

	2003	2002
	£	£
Contracted but not provided for in the		
financial statements	45,400	57.098
		

18. POST BALANCE SHEET EVENTS

The Media Rights Agreement with ATR plc was terminated by that company on 29 March 2004. The Accounting Policies and Note 13 to the financial statements sets out the basis on which income from this agreement has been taken by the company. The legal and financial position regarding the termination of the contract is uncertain.

19. HORSERACE BETTING LEVY BOARD

Capital credit balances of £128,420 are available at 31 December 2003 for the finance of approved schemes to improve facilities or for the repayment of Levy Board loans (2002: £105,135). The capital credit scheme is due to end on 31 March 2006 and all capital credits must be drawn down by that date.