# REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JANUARY 2020

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# **COMPANY INFORMATION**

**Directors** 

Mr D H Jones

Ms C A Cooper-Willis Ms M A Cooper Mr R Llywelyn Mr P W Garden Ms R C Garden Mr J C Wallace Mr I W Roberts

Secretary

Mr I W Roberts

Company number

00217358

Registered office

Portmeirion Limited Swyddfa Gyfrifon Portmeirion Minffordd

Penrhyndeudreath

**LL48 6ER** 

Auditor

RSM UK Audit LLP Chartered Accountants

5th Floor One City Place Queens Road Chester CH1 3BQ

Solicitors

Gamlins

3 Chestnut Court

Parc Menai Business Park

Bangor Gwynedd LL57 4FH

# STRATEGIC REPORT

### FOR THE YEAR ENDED 31 JANUARY 2020

The directors present the strategic report for the year ended 31 January 2020.

#### Fair review of the business

The directors are pleased with the company's performance achieved in spite of adverse weather during the first quarter. Turnover has increased by £549,704 (6.35%) due to the increase in the accommodation average room rate and the day visitor admission. Increases in wages cost of £295,958 is mitigated by controls over other overhead costs, meaning profit before tax remained fairly static at £344,504 (2019 - £347,914).

The financial position remained strong with net assets of £3.5m (2019 - £3.2m). £444k has been spent on improvements to facilities during the year and bank borrowings of £76k have been paid from cashflow. A new loan of £176k has been taken out to purchase land surrounding Portmeirion, and an additional loan facility of £1.2m was arranged post year end.

### Principal financial risks and uncertainties

#### Risk Management

The Company's principal financial instruments comprise bank overdraft, loans, cash and short term deposits. The main purpose of these financial instruments is to manage the Company's funding and liquidity requirements. The Company has other financial assets and liabilities such as trade receivables and trade payables, which arise directly from its operations. The principal financial risks to which the company is exposed are those of interest rate, liquidity and credit. Each of these is managed in accordance with Board-approved policies. These policies are set out below.

### Liquidity risk

The Company manages liquidity risk by maintaining access to a number of sources of funding, which are sufficient to meet anticipated funding requirements. Specifically, the Company uses bank facilities and cash resources to manage short-term liquidity and manages long-term liquidity by raising funds through medium term bank loans. The Board reviews the Company's ongoing liquidity risks annually as part of the planning process. The Board considers short-term requirements against available sources of funding taking into account cash flow.

#### Interest rate risk

Interest rate risk is managed by using a mix of fixed and variable rates held on a Base Rate Cap agreement over ten years. The medium term loans remain in floating rates. The portion of fixed rate debt was approved by the Board and any variation requires Board approval.

#### Credit risk

The Company is exposed to credit risk on trade and other receivables.

## Trade and other receivables

Trade receivable exposures are managed in the operating units where they arise and credit limits set as deemed appropriate for the customer. The Company is exposed to customers ranging from government backed agencies and public companies, to privately owned businesses and individuals. Where appropriate, the Company endeavours to minimise risks by the use of credit rating checks. The Company establishes an allowance for its estimate of incurred losses in respect of specific trade and other receivables where it is deemed that a receivable may not be recoverable. When the debt is deemed irrecoverable, the allowance account is written off against the underlying receivable.

# STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 JANUARY 2020

### **Future developments**

The present intention is to continue the development of the existing business of the company and to develop the visitor attraction to provide added interest for visitors and to upgrade online sales facilities for the attraction and accommodation.

By order of the board

Mr I W Roberts

Secretary

Date: 27(1/2)

#### **DIRECTORS' REPORT**

#### FOR THE YEAR ENDED 31 JANUARY 2020

The directors present their annual report and financial statements for the year ended 31 January 2020.

#### **Principal activities**

The principal activity of the company continued to be that of the provision of a tourist attraction, accommodation and catering.

#### **Directors**

The directors who held office during the year and up to the date of signature of the financial statements were as follows:

Mr D H Jones
Ms C A Cooper-Willis
Ms M A Cooper
Mr R Llywelyn
Mr P W Garden
Ms R C Garden
Mr J C Wallace
Mr I W Roberts

### Results and dividends

The results for the year are set out on page 8.

The Board took the decision not to approve any dividends for payment during 2020 at the December 2019 Board meeting (2019: £24,061).

#### Post reporting date events

On 30 January 2020 the World Health Organisation (WHO) announced Coronavirus as a global health emergency. On 11 March 2020 it announced that Coronavirus was a global pandemic. Soon after the UK government announced its own 'lock-down' measures and within a matter of days the impact was felt across the economy, with Portmeirion Ltd being no exception.

There has therefore been an impact on post year-end financial performance to the extent certain actions have been taken to protect the future of the company. These actions include, but are not limited to, the site temporarily closing when Government restriction are in place. The company has also received financial support from the Government in the form of furlough grant income for staff unable to work, CBIL Government loan of £1.45m, loan repayment holiday from the company bankers and waiver of loan covenant breaches and increased overdraft facilities.

As disclosed in the going concern accounting policy note, the directors, along with management, have reviewed the risks associated with Covid-19 and are satisfied that the company will remain a going concern for a period of at least 12 months from the date of approving the financial statements. The directors are also of the opinion that no adjustments are required to the 31/01/20 year-end accounts, as a result of the post year end events linked to Covid-19.

### **Auditor**

RSM UK Audit LLP has indicated its willingness to continue in office.

#### Statement of disclosure to auditor

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information of which the company's auditor is unaware. Additionally, each director has taken all the necessary steps that they ought to have taken as a director in order to make themselves aware of all relevant audit information and to establish that the company's auditor is aware of that information.

# **DIRECTORS' REPORT (CONTINUED)**

# FOR THE YEAR ENDED 31 JANUARY 2020

# Matters of strategic importance

The matters of strategic importance, as required by Sch 7 of the Large & Medium sized Companies and Groups (Accounts and Report) Regulations 2008, has been included in the separate Strategic Report in accordance with s414c(11) of the Companies Act 2006.

By order of the board

Mr I W Roberts

Secretary

Date:

# DIRECTORS' RESPONSIBILITIES STATEMENT FOR THE YEAR ENDED 31 JANUARY 2020

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the 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;
- 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 PORTMEIRION LIMITED

#### Opinion

We have audited the financial statements of Portmeirion Limited (the 'company') for the year ended 31 January 2020 which comprise the statement of comprehensive income, the statement of financial position, the statement of changes in equity, the statement of cash flows and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 January 2020 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- have been prepared in accordance with the requirements of the Companies Act 2006.

#### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Material uncertainty related to going concern

We draw attention to note 1 in the financial statements, which indicates the uncertainties faced by the company over the next 12 months. Whilst the company has the continuing financial support of its bankers, a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

#### Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

### Opinions 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 the 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.

# INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF PORTMEIRION LIMITED (CONTINUED)

## Matters on which we are required to report by exception

In the 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 and 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.

#### Responsibilities of directors

As explained more fully in the directors' responsibilities statement set out on page 5, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

#### Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: http://www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

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.

OSM UK Ader LLP

Michael Fairhurst FCA (Senior Statutory Auditor)
For and on behalf of RSM UK Audit LLP, Statutory Auditor
Chartered Accountants
5th Floor
One City Place
Queens Road
Chester
CH1 3BQ
25 January 2021

# STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 JANUARY 2020

	Notes	2020 £	2019 £
Turnover	3	9,210,961	8,661,257
Cost of sales		(1,442,798)	(1,333,415)
Gross profit		7,768,163	7,327,842
Administrative expenses		(7,596,562)	(7,166,966)
Other operating income		206,763	221,776
Operating profit	8	378,364	382,652
Interest receivable and similar income	6	242	980
Interest payable and similar expenses	7	(34,102)	(35,718)
Profit before taxation		344,504	347,914
Tax on profit	9	(107,574)	(107,304)
Profit for the financial year		236,930	240,610

The Income Statement has been prepared on the basis that all operations are continuing operations.

# STATEMENT OF FINANCIAL POSITION AS AT 31 JANUARY 2020

		20	20	20	19
	Notes	£	£	£	£
Fixed assets					
Intangible assets	11		64,748		27,100
Tangible assets	12		6,983,476		6,100,907
			7,048,224		6,128,007
Current assets					
Stocks	14	116,720		110,978	
Debtors	15	408,957		366,338	
Cash at bank and in hand		7,657		7,281	
		533,334		484,597	
Creditors: amounts falling due within					
one year	16	(2,901,289)		(2,290,007)	
Net current liabilities			(2,367,955)		(1,805,410
Total assets less current liabilities			4,680,269		4,322,597
Creditors: amounts falling due after more than one year	17		(913,232)		(863,221
Provisions for liabilities					
Deferred tax liability	20	284,238		213,507	
·		· · · · · · · · · · · · · · · · · · ·	(284,238)		(213,507
Net assets			3,482,799		3,245,869
Capital and reserves					
Called up share capital	23		6,000		6,000
Share premium account	24		206,667		206,667
Capital redemption reserve	24		15,333		15,333
Profit and loss reserves	24		3,254,799		3,017,869
Fotal equity			3,482,799		3,245,869
•					

The financial statements were approved by the board of directors and authorised for issue on 25112 and are signed on its behalf by:

Mr R Llywelyn Director Mr I W Roberts Director

# STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 JANUARY 2020

		Share capital	Share premium account	Capital redemption reserve	Profit and loss reserves	Total
	Notes	£	£	£	£	£
Balance at 1 February 2018		6,000	206,667	15,333	2,801,320	3,029,320
Year ended 31 January 2019: Profit and total comprehensive						
income for the year		-	-	-	240,610	240,610
Dividends	10	-		-	(24,061)	(24,061)
Balance at 31 January 2019		6,000	206,667	15,333	3,017,869	3,245,869
Year ended 31 January 2020: Profit and total comprehensive						
income for the year		-	-	-	236,930	236,930
Balance at 31 January 2020		6,000	206,667	15,333	3,254,799	3,482,799

# STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 JANUARY 2020

		. 20	20	20	19
	Notes	£	£	£	£
Cash flows from operating activities					
Cash generated from operations	25		593,706		1,053,621
Interest paid			(34,102)		(35,718)
Income taxes paid			(61,587) ————		(80,687)
Net cash inflow from operating activities			498,017		937,216
Investing activities					
Purchase of intangible assets		(75,130)		(8,225)	
Purchase of tangible fixed assets		(1,301,254)		(519,402)	
Proceeds on disposal of tangible fixed asse	ts	1,000		3,751	
Interest received		242		980	
Net cash used in investing activities			(1,375,142)		(522,896)
Financing activities					
Repayment of borrowings		<u>:</u>		(8,333)	
Proceeds of new bank loans		177,619		-	
Repayment of bank loans		(76,747)		(73,450)	
Payment of finance leases obligations		(32,473)		(35,698)	
Dividends paid		(24,061)		(34,441)	
Net cash generated from/(used in)					
financing activities			44,338		(151,922)
Net (decrease)/increase in cash and cash	1		(822 797)		262,398
equivalents			(832,787)		202,390
Cash and cash equivalents at beginning of	year		(186,110)		(448,508)
Cash and cash equivalents at end of yea	r		(1,018,897)		(186,110)
Relating to:					
Cash at bank and in hand			7,657		7,281
Bank overdrafts included in creditors			. ,		,,201
payable within one year			(1,026,554)		(193,391)
, ,					, , ,

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JANUARY 2020

#### 1 Accounting policies

#### Company information

Portmeirion Limited is a private company limited by shares incorporated and domiciled in England and Wales. The registered office and principal place of business is Portmeirion Limited, Swyddfa Gyfrifon, Portmeirion, Minffordd, Penrhyndeudreath, LL48 6ER.

The company's principal activities and nature of its operations are disclosed in the Directors' Report.

#### **Accounting convention**

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006.

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

The financial statements have been prepared under the historical cost convention. The principal accounting policies adopted are set out below.

#### Going concern

The company made a profit before tax for the year of £344,504 (2019: £347,914). The balance sheet shows net current liabilities of £2,367,955 (2019: £1,805,410). The company meets its day to day working capital requirement through a combination of bank and other loans and a bank overdraft. The Board anticipates the facilities will meet their requirements for the next 12 months. In the light of this review and consideration of available finance facilities the directors have concluded that it is appropriate to prepare the financial statements on a going concern basis.

The directors have prepared forecast for a period of more than 12 months following the date of approving the financial statements. The forecasts take into account transactions that are anticipated to take place in the foreseeable future and indicate that no additional financial resources will be required unless there is significant extended periods of lockdown again in 2021. The company has a close relationship with its bankers who are supportive of the business. Post year end, as a result of the impact of the Coronvirus global crisis on the company cashflows, the company took a 6 month payment holiday offered by the bankers on its existing loans, repayments commencing in November 2020, breaches in loan covenants have been waived until January 2022. In addition a £1.4m CBILS loan was also provided by the bankers repayable over 6 years and existing overdraft facilities extended to support the business through the current period of lockdown in 2021.

#### Material uncertainty

In light of the general uncertainties posed by the pandemic across many businesses in the UK, but specifically those in the tourism and hospitality sector, the directors recognise that these conditions and the uncertainty around the timing of when restrictions will be lifted may impact the Company's ability to secure sufficient financial resources and therefore give rise to a material uncertainty that may cast significant doubt on the company's ability to continue as a going concern. However, because of the support expressed by the company's bankers and the likelihood of further Government support should this happen, the directors have continued to prepare the financial statements on a going concern basis.

### Turnover

Turnover is stated net of value added tax and represents the total amount receivable by the company in respect of admission, accommodation and catering provided during the year. For toll income and food and beverage income, revenue is recognised on receipt of cash basis. For hotel accommodation and other miscellaneous income, revenue is recognised on delivery of the goods or performance of the service.

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 JANUARY 2020

#### 1 Accounting policies (Continued)

#### Interest income

Interest income is accrued on a time-appropriation basis, by reference to the principal outstanding at the effective interest rate.

#### Rental income

Rental income on assets leased under operating leases is recognised on a straight-line basis over the lease term and is presented within other operating income.

### Intangible fixed assets other than goodwill

Intangible assets acquired separately from a business are recognised at cost and are subsequently measured at cost less accumulated amortisation and accumulated impairment losses.

Intangible assets acquired on business combinations are recognised separately from goodwill at the acquisition date where it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity and the fair value of the asset can be measured reliably; the intangible asset arises from contractual or other legal rights; and the intangible asset is separable from the entity.

Amortisation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Software

33% straight line

## Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost net of depreciation and any impairment losses.

All fixed assets are initially recorded at cost.

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

Freehold land Land is not depreciated

Leasehold improvements Over the shorter of life of the lease or 20-50 years

Fixtures & Fittings 15% on cost

Other Equip, IT equip & Biomass boiler 20% reducing balance, 33% straight line and 5% straight line

respectively

Motor vehicles 20% on reducing balance

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is credited or charged to profit or loss.

### Impairment of fixed assets

At each reporting period end 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 it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 JANUARY 2020

# 1 Accounting policies (Continued)

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

#### **Stocks**

Stocks are stated at the lower of cost and estimated selling price less costs to complete and sell.

Stocks held for distribution at no or nominal consideration are measured at cost, adjusted where applicable for any loss of service potential.

At each reporting date, an assessment is made for impairment. Any excess of the carrying amount of stocks over its estimated selling price less costs to complete and sell is recognised as an impairment loss in profit or loss. Reversals of impairment losses are also recognised in profit or loss.

#### Cash and cash equivalents

Cash and cash equivalents are basic financial instruments 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. Bank overdrafts are shown within borrowings in current liabilities.

#### Financial instruments

The company 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 when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with 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 trade and other debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the financial asset is measured at the present value of the future receipts discounted at a market rate of interest.

## Other financial assets

Other financial assets, including trade investments, are initially measured at fair value, which is normally the transaction price. Such assets are subsequently carried at fair value and the changes in fair value are recognised in profit or loss, except that investments in equity instruments that are not publicly traded and whose fair values cannot be measured reliably are measured at cost less impairment.

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 JANUARY 2020

### 1 Accounting policies (Continued)

Trade debtors, loans and other receivables that have fixed or determinable payments that are not quoted in an active market are classified as 'loans and receivables'. Loans and receivables are measured at amortised cost using the effective interest method, less any impairment.

Interest is recognised by applying the effective interest rate, except for short-term receivables when the recognition of interest would be immaterial. The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating the interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the debt instrument to the net carrying amount on initial recognition.

#### Impairment of financial assets

Financial assets, other than those held at fair value through profit and loss, are assessed for indicators of impairment at each reporting end date.

Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows have been affected. If an asset is impaired, the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been, had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

### 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 company 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 company after deducting all of its liabilities.

#### Basic financial liabilities

Basic financial liabilities, including trade and other creditors and bank loans are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 JANUARY 2020

#### 1 Accounting policies (Continued)

#### Other financial liabilities

Derivatives, including interest rate swaps and forward foreign exchange contracts, are not basic financial instruments. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. Changes in the fair value of derivatives are recognised in profit or loss in finance costs or finance income as appropriate, unless hedge accounting is applied and the hedge is a cash flow hedge.

Debt instruments where the contractual returns, repayment of the principal, or other terms (such as prepayment provisions or term extensions) do not meet the conditions to be measured at amortised cost, are subsequently measured at fair value through profit or loss. Debt instruments may be designated as being measured at fair value though profit or loss to eliminate or reduce an accounting mismatch or if the instruments are measured and their performance evaluated on a fair value basis in accordance with a documented risk management or investment strategy.

#### Derecognition of financial liabilities

Financial liabilities are derecognised when, and only when, the company's contractual obligations are discharged, cancelled, or they expire.

#### **Equity instruments**

Equity instruments issued by the company are recorded at the fair value of proceeds received, net of transaction costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

#### Taxation

The tax expense represents the sum of the current tax expense and deferred tax expense. Current tax assets are recognised when tax paid exceeds the tax payable.

Current and deferred tax is charged or credited to profit or loss, except when it relates to items charged or credited to other comprehensive income or equity, when the tax follows the transaction or event it relates to and is also charged or credited to other comprehensive income, or equity.

Current tax assets and current tax liabilities and deferred tax assets and deferred tax liabilities are offset, if and only if, there is a legally enforceable right to set off the amounts and the entity intends either to settle on the net basis or to realise the asset and settle the liability simultaneously.

Current tax is based on taxable profit for the year. Current tax assets and liabilities are measured using tax rates that have been enacted or substantively enacted by the reporting date.

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 that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

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

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 JANUARY 2020

## 1 Accounting policies (Continued)

#### **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 is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

#### Retirement benefits

For defined contribution schemes the amount charged to profit or loss is the contributions payable in the year. Differences between contributions payable in the year and contributions actually paid are shown as either accruals or prepayments.

#### Leases

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessees. All other leases are classified as operating leases.

Assets held under finance leases are recognised as assets at the lower of the assets fair value at the date of inception and the present value of the minimum lease payments. The related liability is included in the statement of financial position as a finance lease obligation. Lease payments are treated as consisting of capital and interest elements. The interest is charged to profit or loss so as to produce a constant periodic rate of interest on the remaining balance of the liability.

Rentals payable under operating leases, including any lease incentives received, are charged to profit or loss on a straight line basis over the term of the relevant lease except where another more systematic basis is more representative of the time pattern in which economic benefits from the leases asset are consumed.

Rental income from operating leases is recognised on a straight line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised on a straight line basis over the lease term.

## Government grants

Government grants are recognised at the fair value of the asset received or receivable when there is reasonable assurance that the grant conditions will be met and the grants will be received.

Government grants relating to turnover are recognised as income over the periods when the related costs are incurred. Grants relating to an asset are recognised in income systematically over the asset's expected useful life. If part of such a grant is deferred it is recognised as deferred income rather than being deducted from the asset's carrying amount.

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 JANUARY 2020

### 2 Judgements and key sources of estimation uncertainty

In the application of the company's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

### **Critical judgements**

The following judgements (apart from those involving estimates) have had the most significant effect on amounts recognised in the financial statements.

### Capitalisation policy

The critical area of judgment which has a significant risk of causing a material adjustment to the carrying amount of assets is the application of the capitalisation policy as there is an element of judgement involved in the directors assessment of whether expenditure on improvement to tangible fixed assets held by the company meets the criteria for capitalisation in s17 of FRS 102 or whether the expenditure should be accounted for as repairs and included in expenditure in the statement of comprehensive income.

#### 3 Turnover and other revenue

An analysis of the company's turnover is as follows:

	2020	2019
	£	£
Turnover analysed by class of business		
Admissions, accomodation, food & beverage income	9,210,961	8,661,257
	2020	2019
	£	£
Other revenue		
Interest income	242	980
Commissions received	89,034	86,252
Grants received	6,324	8,824
Rent receivable	103,607	106,010
	2020	2019
	£	£
Turnover analysed by geographical market		
United Kingdom	9,210,961	8,661,257
	<del></del>	

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 JANUARY 2020

# 4 Employees

The average monthly number of persons (including directors) employed by the company during the year was:

		2020	2019
		Number	Number
	Administration	11	12
	Catering	27	28
	Workshop, grounds & garden	14	14
	Toll	16	17
	Hotel	117	118
	Castell Deudraeth	46	45
	Spa	. 3	5
		234	239
	Their aggregate remuneration comprised:		
		2020 £	2019 £
	Wages and salaries	3,992,339	3,745,521
	Social security costs	279,586	251,126
	Pension costs	82,489	61,809
		4,354,414	4,058,456
-	Directoral research and		
5	Directors' remuneration	2020	2019
		£	£
	Remuneration for qualifying services	134,900	129,300
	Company pension contributions to defined contribution schemes	5,396	5,172
		140,296	134,472

The number of directors for whom retirement benefits are accruing under defined contribution schemes amounted to 2 (2019 - 2).

## 6 Interest receivable and similar income

	2020 £	2019 £
Interest income Interest on bank deposits	242	980
interest on park deposits		900

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 JANUARY 2020

7	Interest payable and similar expenses		
•		2020 £	2019 £
	Interest on financial liabilities measured at amortised cost:	-	_
	Interest on bank overdrafts and loans Other finance costs:	27,840	28,768
	Interest on finance leases and hire purchase contracts	6,262	6,950
		34,102	35,718
8	Operating profit		
Ū	oporating profit	2020	2019
	Operating profit for the year is stated after charging/(crediting):	£	£
	Government grants	(6,324)	(8,824)
	Fees payable to the company's auditor for the audit of the company's	14.000	44.505
	financial statements	14,960	14,525
	Depreciation of owned tangible fixed assets  Depreciation of tangible fixed assets held under finance leases	398,119 19,566	362,920
	(Profit)/loss on disposal of tangible fixed assets	19,500	19,948 774
	Amortisation of intangible assets	37,482	12,696
	Operating lease charges	221,518	221,888
9	Taxation		2010
		2020 £	2019 £
	Current tax	L	Ł
	UK corporation tax on profits for the current period	48,941	74,414
	Adjustments in respect of prior periods	(12,098)	-
	Total current tax	36,843	74,414
	Deferred tax		
	Origination and reversal of timing differences	70,731	32,890
	Chymaton and reversal of uning underlines	====	====
	Total tax charge	107,574	107,304
		====	

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 JANUARY 2020

# 9 Taxation (Continued)

The total tax charge for the year included in the income statement can be reconciled to the profit before tax multiplied by the standard rate of tax as follows:

		2020 £	2019 £
	Profit before taxation	344,504	347,914
			=====
	Expected tax charge based on the standard rate of corporation tax in the UK of 19.00% (2019: 19.00%)	65,456	66,104
	Tax effect of expenses that are not deductible in determining taxable profit	1,008	120
	Tax effect of income not taxable in determining taxable profit	(571)	(571)
	Adjustments in respect of prior years	(12,098)	-
	Ineligible depreciation	49,079	44,744
	Effect of changes in tax rates	(6,952)	(3,788)
	Deferred tax not recognised	11,652	695
	Taxation charge for the year	107,574	107,304
		=	
10	Dividends		
		2020	2019
		£	£
	Final paid	•	24,061
		====	

Dividends, if any, are approved by the board pre year end therefore have been accrued within the financial statement to be paid in the next financial year.

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 JANUARY 2020

11	Intangible fixed assets	
		Software
		£
	Cost	
	At 1 February 2019	39,796
	Additions - separately acquired	75,130
	At 31 January 2020	114,926
	Amortisation and impairment	
	At 1 February 2019	12,696
	Amortisation charged for the year	37,482
	At 31 January 2020	50,178
	Carrying amount	
	At 31 January 2020	. 64,748
	At 31 January 2019	27,100
	•	

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 JANUARY 2020

12	Tangible fixed assets							
	•	Freehold land	Leasehold improvements	Assets under construction	Fittings	ther Equip, IT equip & iomass boiler	Motor vehicles	Total
		` £	£	£	£	£	£	£
	Cost							
	At 1 February 2019	-	5,350,456	191,615	885,620	3,214,626	310,597	9,952,914
	Additions	252,500	120,919	729,857	54,251	92,243	51,484	1,301,254
	Transfers		322,930	(410,766)	86,497	339	-	(1,000)
	At 31 January 2020	252,500	5,794,305	510,706	1,026,368	3,307,208	362,081	11,253,168
	Depreciation and impairment							
	At 1 February 2019	-	1,601,968	-	637,836	1,400,336	211,867	3,852,007
	Depreciation charged in the year		114,138	-	101,057	174,899	27,591	417,685
	At 31 January 2020	-	1,716,106	-	738,893	1,575,235	239,458	4,269,692
	Carrying amount							
	At 31 January 2020	252,500	4,078,199	510,706	287,475	1,731,973	122,623	6,983,476
	At 31 January 2019	-	3,748,488	191,615	247,784	1,814,290	98,730	6,100,907

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 JANUARY 2020

## 12 Tangible fixed assets (Continued)

The net carrying value of tangible fixed assets includes the following in respect of assets held under finance leases:

	2020 £	2019 £
Fixtures & Fittings	5,256	6,619
Other Equip, IT equip & Biomass boiler	294,657	312,697
	299,913	319,316

### 13 Fixed asset investments

Portmeirion Limited owns 20,000 ordinary shares (2019: 20,000 ordinary shares) of FN6 Limited which represents a 5% shareholding in this entity. These shares have a nominal value of 0.001p but are deemed to be impaired to £nil (2019: £nil) at the year end.

## 14 Stocks

		2020	2019
		£	£
	Raw materials and consumables	5,134	4,921
	Finished goods and goods for resale	111,586	106,057
		116,720	110,978
15	Debtors		
		2020	2019
	Amounts falling due within one year:	£	£
	Trade debtors	4,528	20,958
	Other debtors	190,893	128,325
	Prepayments and accrued income	213,536	217,055
		408,957	366,338

At the year end an impairment loss of £1,076 (2019: £1,708) was recognised in respect of trade receivables.

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 JANUARY 2020

	Creditors: amounts falling due within one yea	•		
			2020	2019
		Notes	£	£
	Bank loans and overdrafts	18	1,114,566	266,838
	Obligations under finance leases	19	32,471	32,472
	Trade creditors		600,772	735,468
	Corporation tax		48,941	73,685
	Other taxation and social security		70,972	66,108
	Government grants	21	3,824	3,824
	Dividends payable		-	24,061
	Accruals and deferred income		1,029,743	1,087,551
			2,901,289	2,290,007
17	Creditors: amounts falling due after more than	n one year		
			2020	2019
		Notes	£	£
	Bank loans and overdrafts	18	688,165	601,858
	Obligations under finance leases	19	192,130	224,602
	Government grants	21	32,937	36,761
			913,232	863,221
				·
	Amounts included above which fall due after five	years are as follows:		
	Amounts included above which fall due after five  Payable by instalments	years are as follows:	211,621	298,984
18		years are as follows:	211,621	298,984
18	Payable by instalments	years are as follows:	2020	2019
18	Payable by instalments	years are as follows:		
18	Payable by instalments	years are as follows:	2020	2019
18	Payable by instalments  Borrowings	years are as follows:	2020 £	2019 £
18	Payable by instalments  Borrowings  Bank loans	years are as follows:	2020 £ 776,177	2019 £ 675,305 193,391
18	Payable by instalments  Borrowings  Bank loans	years are as follows:	<b>2020</b> £ 776,177 1,026,554	2019 £ 675,305
18	Payable by instalments  Borrowings  Bank loans	years are as follows:	<b>2020</b> £ 776,177 1,026,554	2019 £ 675,305 193,391

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 JANUARY 2020

#### 18 Borrowings (Continued)

The bank loans outstanding, repayable by equal monthly instalments and bear interest at a fixed rate of 3.05% and 2.95%.

The bank loan and overdraft are secured by a debenture including fixed charge over all present freehold and leasehold property; first fixed charge over book and other debts, chattels, goodwill and uncalled capital, both present and future; and first floating charge over all assets, goodwill, undertaking and uncalled capital, both present and future of Portmeirion Limited. There is a first legal mortgage over the leasehold property of Portmeirion Limited known as Portmeirion Village and surrounding land, Minffordd.

The Hire Purchase and asset finance agreements were secured over the assets to which they relate.

## 19 Finance lease obligations

	2020	2019
Future minimum lease payments due under finance leases:	£	£
Less than one year	38,734	38,734
Between one and five years	154,937	154,937
After five years	74,249	112,983
	267,920	306,654
Less: future finance charges	(43,319)	(49,580)
	224,601	257,074

Finance lease payments represent rentals payable by the company for certain items of equipment. Leases include purchase options at the end of the lease period, and no restrictions are placed on the use of the assets. The average lease term is 10 years. All leases are on a fixed repayment basis and no arrangements have been entered into for contingent rental payments.

### 20 Deferred taxation

Deferred tax assets and liabilities are offset where the company has a legally enforceable right to do so. The following is the analysis of the deferred tax balances (after offset) for financial reporting purposes:

	Liabilities 2020	Liabilities 2019
Balances:	£	£
Accelerated Capital allowances	287,273	214,602
Other timing differences	(3,035)	(1,095)
	284,238	213,507

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 JANUARY 2020

# 20 Deferred taxation (Continued)

Movements in the year:	2020 £
Liability at 1 February 2019	213,507
Charge to profit or loss	70,731
Liability at 31 January 2020	284,238
	- <u></u>

£14,231 (2019: £25,247) of the deferred tax liability set out above is expected to reverse within 12 months and relates to accelerated capital allowances that are expected to mature within the same period.

## 21 Government grants

Deferred income is included in the financial statements as follows:

		2020 £	2019 £
	Current liabilities	3,824	3,824
	Non-current liabilities	32,937	36,761
		36,761	40,585
		<del></del>	<del></del>
22	Retirement benefit schemes		
	Defined contribution schemes	2020 £	2019 £
	Charge to profit or loss in respect of defined contribution schemes	82,489	61,809

The company operates a defined contribution pension scheme for all qualifying employees. The assets of the scheme are held separately from those of the company in an independently administered fund.

At the year end an amount of £17,851 (2019: £12,333) was owed to the pension scheme as included within accruals.

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 JANUARY 2020

23	Share capital		
		2020	2019
		£	£
	Ordinary share capital		
	Issued and fully paid		
	6,000 Ordinary shares of £1 each	6,000	6,000
		6,000	6,000

Ordinary share rights

The Company's ordinary shares, which carry no right to fixed income, each carry the right to one vote at general meetings of the Company.

# 24 Reserves

### Share premium

There was no movement on the share premium account or the capital reserves during the financial year.

## Capital redemption reserve

The nominal value of shares repurchased and still held at the end of the reporting period.

# Profit and loss reserves

Cumulative profit and loss net of distributions to owners.

# 25 Cash generated from operations

•	2020 £	2019 £
Profit for the year after tax	236,930	240,610
Adjustments for:		
Taxation charged	107,574	107,304
Finance costs	34,102	35,718
Investment income	(242)	(980)
(Gain)/loss on disposal of tangible fixed assets	-	774
Amortisation and impairment of intangible assets	37,482	12,696
Depreciation and impairment of tangible fixed assets	417,685	382,868
Movements in working capital:		
(Increase)/decrease in stocks	(5,742)	6,271
(Increase) in debtors	(42,619)	(35,010)
(Decrease)/increase in creditors	(187,640)	307,194
(Decrease) in deferred income	(3,824)	(3,824)
Cash generated from operations	593,706	1,053,621

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 JANUARY 2020

26	Analysis of changes in net debt	1 February 2019	Cash flows	31 January 2020
		£	£	£
	Cash at bank and in hand	7,281	376	7,657
	Bank overdrafts	(193,391)	(833,163)	(1,026,554)
		(186,110)	(832,787)	(1,018,897)
	Borrowings excluding overdrafts	(675,305)	(100,872)	(776,177)
	Obligations under finance leases	(257,074)	32,473	(224,601)
		(1,118,489)	(901,186)	(2,019,675)
				· · · · · · · · · · · · · · · · · · ·

# 27 Operating lease commitments

#### Lessee

At the reporting end date the company had outstanding commitments for future minimum lease payments under non-cancellable operating leases, which fall due as follows:

	2020	2019
	£	£
Within one year	213,200	200,700
Between one and five years	612,800	647,800
In over five years	10,818,600	10,966,800
	11,644,600	11,815,300

At the reporting end date the total future minimum sublease payments expected to be received under non-cancellable subleases was £85,500 (2019: £85,500) per annum on a 15 year lease which expires in 2028.

Operating leases taken out on land and buildings are as follows: Portmeirion Village – lease ending 2098 Borthwen – lease ending 2098

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 JANUARY 2020

#### 28 Events after the reporting date

On 30 January 2020 the World Health Organisation (WHO) announced Coronavirus as a global health emergency. On 11 March 2020 it announced that Coronavirus was a global pandemic. Soon after the UK government announced its own 'lock-down' measures and within a matter of days the impact was felt across the economy, with Portmeirion Ltd being no exception.

There has therefore been an impact on post year-end financial performance to the extent certain actions have been taken to protect the future of the company. These actions include, but are not limited to, the site temporarily closing when Government restriction are in place. The company has also received financial support from the Government in the form of furlough grant income for staff unable to work, CBIL Government loan of £1.45m, loan repayment holiday from the company bankers and waiver of loan covenant breaches and increased overdraft facilities.

As disclosed in the going concern accounting policy note, the directors, along with management, have reviewed the risks associated with Covid-19 and are satisfied that the company will remain a going concern for a period of at least 12 months from the date of approving the financial statements. The directors are also of the opinion that no adjustments are required to the 31/01/20 year-end accounts, as a result of the post year end events linked to Covid-19.

Sales

2019

2020

**Purchases** 

2019

2020

## 29 Related party transactions

### Transactions with related parties

During the year the company entered into the following transactions with related parties:

	£	£	£	£
Jointly controlled entity	103,342	103,368	68,789	64,671
Key management personnel	797	632	7,296	3,411
Other related parties	-	322	189,917	184,316
			Owed by related	
			2020	2019
			£	£
Jointly controlled entity Key management personnel Other related parties			180,532 1,323 98	122,025
The following amounts were outstanding at the repo	rting end date	:		
	J		2020	2019
Amounts due to related parties			£	£
Key management personnel			450	-
Other related parties			12,515	-
			<del></del>	=====

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 JANUARY 2020

# 29 Related party transactions (Continued)

Other related parties of the company are related because certain directors of the company are also trustees of the related charitable trusts.

Dividends payable to directors amounted to £Nil (2019: £14,537).