Registered number: 701499

T. H. JENNINGS (HARLOW POOLS) LIMITED

FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 APRIL 2006



15/12/2006

COMPANY INFORMATION

DIRECTOR T. H. Jennings

SECRETARY J. L. Jennings

COMPANY NUMBER 701499

REGISTERED OFFICE 235 Old Marylebone Road

London NW1 5QT

AUDITORS Wilder Coe

Chartered Accountants

233 - 237 Old Marylebone Road

London NW1 5QT

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DIRECTOR'S REPORT FOR THE YEAR ENDED 30 APRIL 2006

The director presents his report and the financial statements for the year ended 30 April 2006.

STATEMENT OF DIRECTOR'S RESPONSIBILITIES

The director is responsible for preparing the Annual Report and the financial statements in accordance with applicable law and United Kingdom Generally Accepted Accounting Practice.

Company law requires the director 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 these financial statements, the director is required to:

- select suitable accounting policies and then apply them consistently;
- make judgments 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 director is responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the company and enable him to ensure that the financial statements comply with the Companies Act 1985. He is 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.

So far as the director is aware at the time the report is approved:

- · there is no relevant audit information of which the company's auditors are unaware, and
- the director has taken all steps that he ought to have taken to make himself aware of any relevant audit information and to establish that the auditors are aware of that information.

PRINCIPAL ACTIVITY

The company's principal activity during the year continues to be that of the operation of licensed betting offices.

BUSINESS REVIEW

The director notes the performance of the company during the year and anticipate improvements in the forthcoming year.

RESULTS AND DIVIDENDS

The loss for the year, after taxation, amounted to £27,081 (2005 - Profit £99,859).

The director does not recommend that a dividend be paid.

DIRECTOR

The director who served during the year and his interest in the company's issued share capital was:

Ordinary shares of £1 each 2006 2005 50

T. H. Jennings

The director's other interests in or contracts with the company during the year are disclosed in Note 24 to the financial statements.

POLITICAL AND CHARITABLE CONTRIBUTIONS

During the year, the company made charitable donations of £Nil (2005: £1,852).

DIRECTOR'S REPORT FOR THE YEAR ENDED 30 APRIL 2006

AUDITORS

The auditors, Wilder Coe, will be proposed for reappointment in accordance with section 385 of the Companies Act 1985.

This report was approved by the board on 13th Reember 2006 and signed on its behalf.

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Director

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF T. H. JENNINGS (HARLOW POOLS) LIMITED

We have audited the financial statements of T. H. Jennings (Harlow Pools) Limited for the year ended 30 April 2006 set out on pages 5 to 16. These financial statements have been prepared in accordance with 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 in the Statement of Director's Responsibilities the company's director is responsible for the preparation of financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the financial statements give a true and fair view, are properly prepared in accordance with the Companies Act 1985 and whether the information given in the Director's Report is consistent with the financial statements. We also report to you if, in our opinion, 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 other transactions is not disclosed.

We read the Director's Report 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 International Standards on Auditing (UK and Ireland) 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 judgments made by the director 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.

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF T. H. JENNINGS (HARLOW POOLS) LIMITED

OPINION

In our opinion:

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 30 April 2006 and of its loss for the year then ended:
- the financial statements have been properly prepared in accordance with the Companies Act 1985; and

• the information given in the Director's Report is consistent with the financial statements.

Wilder Coe

Chartered Accountants & Registered Auditors

233 - 237 Old Marylebone Road

London NW1 5QT

Date: 18/2 December 2006

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 30 APRIL 2006

	Note	2006 £	2005 £
TURNOVER	1,2	40,040,023	39,441,589
Cost of sales		(36,094,601)	(35,192,149)
GROSS PROFIT		3,945,422	4,249,440
Administrative expenses		(4,077,937)	(4,238,097)
Other operating income	3	104,300	89,213
OPERATING (LOSS)/PROFIT	4	(28,215)	100,556
Interest receivable	7	69,158	37,155
Interest payable	8	(36,759)	(19,018)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		4,184	118,693
TAXATION ON (LOSS)/PROFIT ON ORDINARY ACTIVITIES	9	(31,265)	(18,834)
(LOSS)/PROFIT ON ORDINARY ACTIVITIES AFTER			
TAXATION		(27,081)	99,859
RETAINED PROFIT BROUGHT FORWARD		1,242,383	1,142,524 ———
RETAINED PROFIT CARRIED FORWARD		1,215,302	1,242,383

All amounts relate to continuing operations.

There were no recognised gains and losses for 2006 or 2005 other than those included in the profit and loss account.

The notes on pages 8 to 16 form part of these financial statements.

BALANCE SHEET AS AT 30 APRIL 2006

		200)6	200	5
	Note	£	£	£	£
FIXED ASSETS					
Intangible fixed assets	10		176,711		178,675
Tangible fixed assets	11		1,263,922		1,130,402
			1,440,633		1,309,077
CURRENT ASSETS					
Debtors	12	1,289,083		642,402	
Cash at bank and in hand		204,134		268,197	
		1,493,217	•	910,599	
CREDITORS: amounts falling due within one year	13	(1,058,628)		(495,268)	
NET CURRENT ASSETS			434,589	•	415,331
TOTAL ASSETS LESS CURRENT LIABILI	TIES		1,875,222		1,724,408
CREDITORS: amounts falling due after more than one year	14		(659,770)		(481,875)
NET ASSETS			1,215,452		1,242,533
CAPITAL AND RESERVES					
Called up share capital	16		50		50
Other reserves	17		100		100
Profit and loss account			1,215,302		1,242,383
EQUITY SHAREHOLDERS' FUNDS	18		1,215,452		1,242,533

The financial statements were approved by the board on 13th Meanher Look... and signed on its behalf.

T. H. Jennings

Director

The notes on pages 8 to 16 form part of these financial statements.

CASH FLOW STATEMENT FOR THE YEAR ENDED 30 APRIL 2006

	Note	2006 £	2005 £
Net cash flow from operating activities	19	(325,872)	(175,575)
Returns on investments and servicing of finance	20	32,399	18,137
Taxation		(44,357)	(147,983)
Capital expenditure and financial investment	20	(311,388)	(225,454)
CASH OUTFLOW BEFORE FINANCING		(649,218)	(530,875)
Financing	20	261,048	443,047
DECREASE IN CASH IN THE YEAR		(388,170)	(87,828)

RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN NET FUNDS/DEBT FOR THE YEAR ENDED 30 APRIL 2006

	2006 £	2005 £
Decrease in cash in the year	(388,170)	(87,828)
Cash inflow from decrease in debt and lease financing	(261,048)	(443,047)
MOVEMENT IN NET DEBT IN THE YEAR	(649,218)	(530,875)
Net (debt)/funds at 1 May 2005	(388,100)	142,775
NET DEBT AT 30 APRIL 2006	(1,037,318)	(388,100)

The notes on pages 8 to 16 form part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 APRIL 2006

1. ACCOUNTING POLICIES

1.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards and include the results of the company's operations, which are described in the Director's Report, all of which are continuing.

1.2 Turnover

Turnover comprises the invoiced value of goods and services supplied by the company, exclusive of Value Added Tax.

1.3 Intangible fixed assets and amortisation

Goodwill is the difference between amounts paid on the acquisition of a business and the fair value of the identifiable assets and liabilities. It is amortised to the profit and loss account over its estimated economic life.

Licences represent the capitalisation of costs incurred in obtaining licences for betting shops. These are amortised on a straight line basis over four years.

1.4 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost less depreciation. Depreciation is provided at rates calculated to write off the cost of fixed assets, less their estimated residual value, over their expected useful lives on the following bases:

Freehold buildings and improvements

Leasehold buildings and

improvements

Motor vehicles
Fixtures and fittings

2% straight line

straight line over the life of the lease

- 25% reducing balance

- straight line over 6 years

1.5 Leasing and hire purchase

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible fixed assets. Assets acquired by finance lease are depreciated over the shorter of the lease term and their useful lives. Assets acquired by hire purchase are depreciated over their useful lives. Finance leases are those where substantially all of the benefits and risks of ownership are assumed by the company. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to the profit and loss account so as to produce a constant periodic rate of charge on the net obligation outstanding in each period.

1.6 Operating leases

Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged to the profit and loss account on a straight line basis over the lease term.

1.7 Deferred taxation

Provision is made in full for all deferred tax assets in respect of timing differences that have originated but not reversed by the balance sheet date, except for gains on disposal of fixed assets which will be rolled over into replacement assets.

Deferred tax assets are recognised to the extent that is more likely than not that they will be recovered.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 APRIL 2006

1. ACCOUNTING POLICIES (continued)

1.8 Pensions

The company operates a defined contribution pension scheme and the pension charge represents the amounts payable by the company to the fund in respect of the year.

2. TURNOVER

The whole of turnover is attributable to the principal activity of the company, being that of the operation of licensed betting offices.

All turnover arose within the United Kingdom.

3. OTHER OPERATING INCOME

	Rent receivable	2006 £ 104,300	2005 £ 89,213
4.	OPERATING (LOSS)/PROFIT		
	The operating (loss)/profit is stated after charging:		
		2006 £	2005 £
	Amortisation	14,245	11,175
	Depreciation of tangible fixed assets: - owned by the company Auditors' remuneration Operating lease rentals	165,587 37,600 308,180	134,584 33,736 229,197

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 APRIL 2006

5. STAFF COSTS

6.

Staff costs, including director's remuneration, were as follows:

	2006 £	<i>2005</i> £
Wages and salaries	2,150,701	2,064,042
Social security costs	216,913	209,205
Other pension costs	72,759	586,326
		0.050.570
	2,440,373	2,859,573

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

	2006 No.	2005 No.
Office management Branch management Branch staff	9 22 86	9 22 86
	117	117
DIRECTOR'S REMUNERATION		
	2006 £	2005 £
Emoluments	384,922	375,876

During the year retirement benefits were accruing to 1 director (2005 - 1) in respect of money purchase pension schemes.

510,000

The highest paid director received remuneration of £384,922 (2005 - £375,876).

Company pension contributions to money purchase pension

The value of the company's contributions paid to a money purchase pension scheme in respect of the highest paid director amounted to £Nil (2005 - £510,000).

7. INTEREST RECEIVABLE

schemes

	2006 £	2005 £
Other interest receivable	69,158	37,155

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 APRIL 2006

8. INTEREST PAYABLE

9.

	2006 £	2005 £
On bank loans and overdrafts	29,408	3,225
On other loans	7,351	15,793
	36,759	19,018
TAXATION		
	2006 £	2005 £
Analysis of tax charge in the year		
Current tax (see note below)		
UK corporation tax charge on profits of the year	-	21,649
Adjustments in respect of prior periods	22,708	-
Total current tax	22,708	21,649
Deferred tax		
Origination and reversal of timing differences	8,557	(2,815)
Tax on profit on ordinary activities	31,265	18,834

Factors affecting tax charge for the year

The tax assessed for the year is higher than the standard rate of corporation tax in the UK (19%). The differences are explained below:

	2006 £	2005 £
Profit on ordinary activities before tax	4,184	118,693
(Loss)/profit on ordinary activities multiplied by the relevant standard rate of corporation tax in the UK of 19% (2005 - 19%)	795	22,552
Effects of:		
Expenses not deductible for tax purposes	940	1,226
Capital allowances for year in excess of depreciation	(932)	(2,129)
Taxation in the nil band	(803)	-
Adjustments to tax charge in respect of prior periods	22,708	-
Current tax charge for the year (see note above)	22,708	21,649

Factors that may affect future tax charges

There are no factors that may affect future tax charges.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 APRIL 2006

10. INTANGIBLE FIXED ASSETS

	Licences £	Goodwill £	Total £
Cost			
At 1 May 2005	12,713	286,800	299,513
Additions	12,281	-	12,281
At 30 April 2006	24,994	286,800	311,794
Amortisation			
At 1 May 2005	12,713	108,125	120,838
Charge for the year	3,070	11,175	14,245
At 30 April 2006	15,783	119,300	135,083
Net book value			
At 30 April 2006	9,211	167,500	176,711
At 30 April 2005	 	178,675	178,675

11. TANGIBLE FIXED ASSETS

	Freehold land and buildings £	Leasehold land and buildings £	Motor vehicles £	Fixtures and fittings	Total £
Cost					
At 1 May 2005 Additions	751,403 13,338	503,175 60,670	59,627 -	498,034 225,099	1,812,239 299,107
At 30 April 2006	764,741	563,845	59,627	723,133	2,111,346
Depreciation					
At 1 May 2005	69,944	337,934	26,976	246,983	681,837
Charge for the year	15,295	24,832	8,163	117,297	165,587
At 30 April 2006	85,239	362,766	35,139	364,280	847,424
Net book value					
At 30 April 2006	679,502	201,079	24,488	358,853	1,263,922
At 30 April 2005	681,459	165,241	32,651	251,051	1,130,402

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 APRIL 2006

12.	DFB1	rors
14.		UIIO

•	515.0		
		2006	2005
	Othor dollars	£	£
	Other debtors	1,208,543	562,686
	Prepayments and accrued income Deferred tax asset (see note 15)	74,320 6,220	64,939 14,777
	Deferred tax asset (see note 15)	0,220	14,777
		1,289,083	642,402
13.	CREDITORS:		
	Amounts falling due within one year		
		2006	2005
		£	£
	Bank loans and overdrafts	581,682	174,422
	Trade creditors	37,624	69,034
	Corporation tax	-	21,649
	Social security and other taxes	34,076	1,488
	Other creditors	316,541	139,034
	Accruals and deferred income	88,705	89,641
		1,058,628	495,268
14.	CREDITORS:		
	Amounts falling due after more than one year		
		2006	2005
		£	£
	Bank loans	659,770	481,875

The bank loans and overdrafts are secured on the company's freehold and leasehold properties.

	2006 £	2005 £
Between one and two years		
Bank loans	214,045	125,625
Between two and five years		
Bank Loans	445,725	<i>356,250</i>
	·	
Total	659,770	481,875

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 APRIL 2006

15.	DEFERRED TAX ASSET		
		2006 £	2005 £
	At 1 May 2005 Released during/(charged for) the year	14,777 (8,557)	14,777
	At 30 April 2006	6,220	14,777
	The deferred tax asset is made up as follows:		
	Accelerated capital allowances	2006 £ (6,220)	2005 £ (14,777)
16.	SHARE CAPITAL		
	Authorised, allotted, called up and fully paid	2006 £	2005 £
	50 Ordinary shares of £1 each	<u>50</u>	50
17.	RESERVES		
			Other reserves £
	At 1 May 2005 and 30 April 2006		100
18.	RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS		
		2006 £	2005 £
	Opening shareholders' funds (Loss)/profit for the year	1,242,533 (27,081)	1,142,674 99,859
	Closing shareholders' funds	1,215,452 ————	1,242,533
19.	NET CASH FLOW FROM OPERATING ACTIVITIES		
		2006 £	2005 £
	Operating (loss)/profit Amortisation of intangible fixed assets Depreciation of tangible fixed assets Increase in debtors	(28,215) 14,245 165,587 (655,238)	100,556 11,175 134,584 (329,657)
	Increase/(decrease) in creditors	177,749	(92,233)
	Net cash outflow from operations	(325,872)	(175,575)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 APRIL 2006

20. ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN CASH FLOW STATEMENT

	2006 £	2005 £
Returns on investments and servicing of finance		
Interest received Interest paid	69,158 (36,759)	37,155 (19,018)
Net cash inflow from returns on investments and servicing of finance	32,399	18,137
	2006 £	2005 £
Capital expenditure and financial investment		
Purchase of intangible fixed assets Purchase of tangible fixed assets	(12,281) (299,107)	(27,500) (197,954)
Net cash outflow from capital expenditure	(311,388)	(225,454)
	2006 £	2005 £
Financing		
New secured loans	261,048 ————	443,047

21. ANALYSIS OF CHANGES IN NET DEBT

	1 May 2005 £	Cash flow	Other non-cash changes £	30 April 2006 £
Cash at bank and in hand:	268,197	(64,063)	-	204,134
Bank overdraft	(43,530)	(324,107)	-	(367,637)
	224,667	(388,170)	-	(163,503)
Debt:				
Finance leases	-	-	-	-
Debts due within one year Debts falling due after more than one	(130,892)	(261,048)	177,895	(214,045)
year	(481,875)	-	(177,895)	(659,770)
Net debt	(388,100)	(649,218)	-	(1,037,318)

22. PENSION COMMITMENTS

The company operates a defined contributions pension scheme. The assets of the scheme are held seperately from those of the company in an independently administered fund. The pension cost charge represents contributions payable by the company to the fund and amounted to £72,759 (2005: £586,326). No amounts were outstanding at the year end.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 APRIL 2006

23. OPERATING LEASE COMMITMENTS

At 30 April 2006 the company had annual commitments under non-cancellable operating leases as follows:

	Land and	Land and buildings	
	2006	2005	
	£	£	
Expiry date:			
Within 1 year	-	9,500	
Between 2 and 5 years	86,200	6,200	
After more than 5 years	282,790	219,018	

24. TRANSACTIONS WITH DIRECTORS

Included in other creditors is an amount of £337,192 (2005: £137,192) due to T. H. Jennings, the director of the company. This was the maximum amount outstanding during the year.

25. DIRECTOR'S PERSONAL GUARANTEES

As part of the security provided on bank loans and overdrafts, T. H. Jennings has provided a personal guarantee up to a maximum of £100,000 (2005: £100,000).

26. RELATED PARTY TRANSACTIONS

Included in other creditors are the year end is an amount of £1,842 (2005: £1,842) due to T. H. Jennings (Harlow Pools) Limited Retirement Benefit Scheme. T. H. Jennings is a beneficiary of the scheme.

Also included in creditors at the year end is an amount of £Nil (2005: £102,500) due to T. H. Jennings (Harlow Pools) Limited Retirement Benefit Scheme. Interest was due on this loan at 3% above the base rate.

Included within other debtors at the year end is an amount of £1,121,576 (2005: £497,156) due from Tee Jay Property Company Limited, a company in which T. H. Jennings is a director and shareholder. This was the maximum amount outstanding during the year. Interest is charged on the loan at 2.75% above the base rate.

27. ULTIMATE CONTROLLING PARTY

As at 30 April 2006 and 30 April 2005, T. H. Jennings has ultimate control of the company, by virtue of his shareholding in the company.