COMPANY REGISTRATION NUMBER 02860394

ABC LEISURE GROUP LIMITED ABBREVIATED ACCOUNTS 31 DECEMBER 2011



HOWELL DAVIES LIMITED

Chartered Accountants & Statutory Auditor
Tudor House
37a Birmingham New Road
Wolverhampton
West Midlands
WV4 6BL

ABBREVIATED ACCOUNTS

YEAR ENDED 31 DECEMBER 2011

Contents	Pages
Officers and professional advisers	1
The directors' report	2 to 3
Independent auditor's report to the company	4
Abbreviated profit and loss account	5
Statement of total recognised gains and losses	6
Abbreviated balance sheet	7
Cash flow statement	8
Notes to the abbreviated accounts	9 to 21

OFFICERS AND PROFESSIONAL ADVISERS

The Board of Directors E J Helps

S Boddice K P Threlfall C R Onens

Company Secretary C R Onens

Registered Office Scarfield Wharf

Alvechurch Worcestershire B48 7SQ

Auditor Howell Davies Limited

Chartered Accountants & Statutory Auditor Tudor House

37a Bırmıngham New Road Wolverhampton

Wolverhampton West Midlands WV4 6BL

THE DIRECTORS' REPORT

YEAR ENDED 31 DECEMBER 2011

The directors have pleasure in presenting their report and the financial statements of the company for the year ended 31 December 2011

Principal Activities and Business Review

The company's principal activity continued to be that of the operation of inland waterways marinas

Business Review

The Directors of ABC Leisure Group, the leading provider of everything related to canalboats (www everythingcanalboats com), are pleased to report that they were happy with the company's performance in 2011 against a difficult economic climate

With holidays continuing to be a large activity the company has invested in a new web based booking system bringing administrative efficiencies. The company has also embraced social media and has a presence on various platforms such as Facebook and Twitter.

The boat management business continues to perform in line with expectations and new boats are coming under the company's management each year. Most of the managed boats are located on company owned sites which provides other income streams.

The strategy of capital investments in company owned locations continued through the year. Planning permission has been obtained for the redevelopment of Gayton Marina and pre-commencement conditions have been granted for both this and for a Camping & Caravan site at Anderton Marina.

There has been a substantial investment in management training and staff development to ensure the company is able to offer the highest level of service to its many customers

The company has taken advantage of the exemptions available to medium size companies and has not published key performance indicators

Results and Dividends

The profit for the year, after taxation, amounted to £471,000 Particulars of dividends paid are detailed in note 7 to the financial statements

The Directors and their Interests in the Shares of the Company

The directors who served the company during the year together with their beneficial interests in the shares of the company were as follows

	Ordinary Shares of £1 ea	
	At	At
	31 December 2011	1 January 2011
E J Helps	66,667	66,667
S Boddice	66,667	66,667
K P Threlfall	66,667	66,667
C R Onens	-	-

THE DIRECTORS' REPORT (continued)

YEAR ENDED 31 DECEMBER 2011

Directors' Responsibilities

The directors are responsible for preparing 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 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 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.

In so far as the directors are aware

- there is no relevant audit information of which the company's auditor is unaware, and
- the directors have taken all steps that they ought to have taken to make themselves aware of any
 relevant audit information and to establish that the auditor is aware of that information

Auditor

Howell Davies Limited are deemed to be re-appointed under section 487(2) of the Companies Act

Registered office Scarfield Wharf Alvechurch Worcestershire B48 7SQ Signed on behalf of the directors

C R Onens

Director

Approved by the directors on 4 July 2012

INDEPENDENT AUDITOR'S REPORT TO ABC LEISURE GROUP LIMITED

UNDER SECTION 449 OF THE COMPANIES ACT 2006

We have examined the abbreviated accounts, together with the financial statements of ABC Leisure Group Limited for the year ended 31 December 2011 prepared under Section 396 of the Companies Act 2006

Respective Responsibilities of Directors and Auditor

The directors are responsible for preparing the abbreviated accounts in accordance with Section 445 of the Companies Act 2006. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated accounts to the Registrar of Companies and whether the abbreviated accounts have been properly prepared in accordance with the regulations made under that section and to report our opinion to you

Basis of Opinion

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

Opinion

In our opinion the company is entitled to deliver abbreviated accounts prepared in accordance with Section 445(3) of the Companies Act 2006, and the abbreviated accounts have been properly prepared in accordance with the regulations made under that section

CHRISTOPHER POLE ACA (Senior

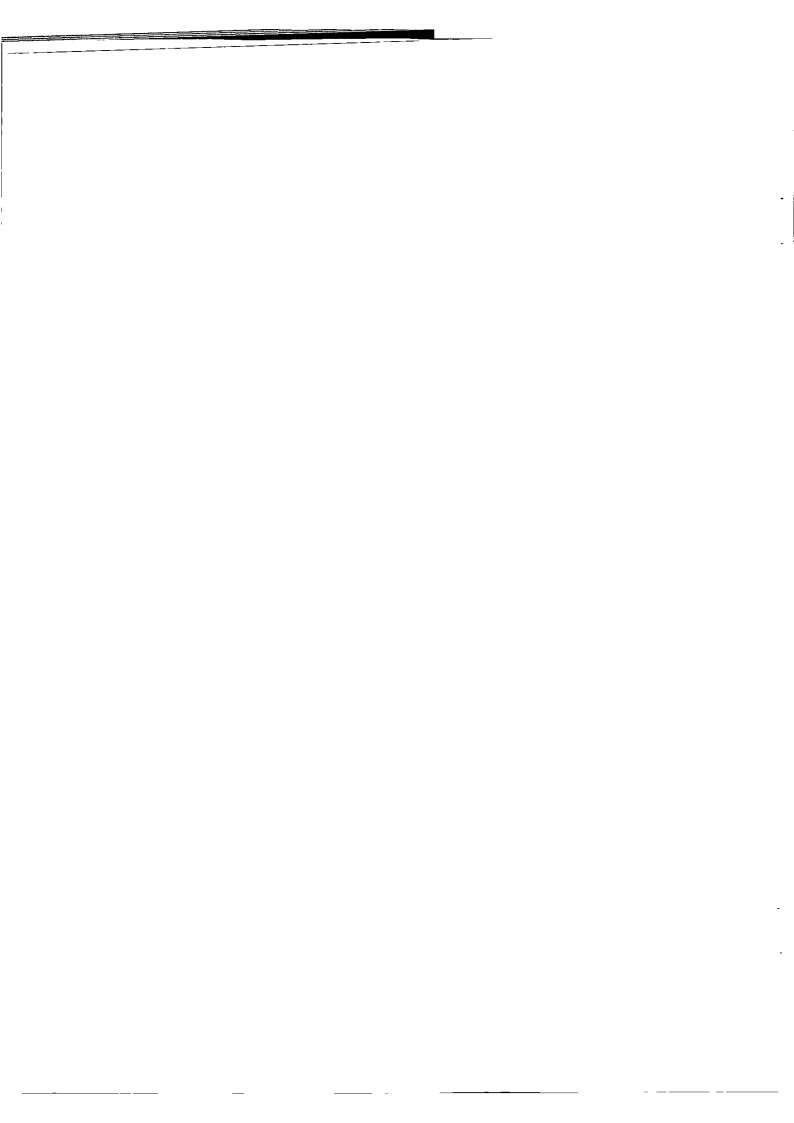
Statutory Auditor)
For and on behalf of

HOWELL DAVIES LIMITED Chartered Accountants

& Statutory Auditor

Tudor House 37a Birmingham New Road Wolverhampton West Midlands WV4 6BL

4 July 2012



ABBREVIATED PROFIT AND LOSS ACCOUNT

YEAR ENDED 31 DECEMBER 2011

	Note	2011 £000	2010 £000
Turnover		9,081	7,243
Cost of Sales		6,513	5,321
Distribution costs Administrative expenses		400 1,458	436 987
Operating Profit	2	710	499
Other provisions		(48)	_
		662	499
Interest receivable Interest payable and similar charges	5		24 (77)
Profit on Ordinary Activities Before Taxation		589	446
Tax on profit on ordinary activities		(118)	36
Profit on Ordinary Activities after Taxation		471	482
Extraordinary items	6	-	(1,886)
Profit/(Loss) for the Financial Year		471	(1,404)

The notes on pages 9 to 21 form part of these abbreviated accounts.

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES

YEAR ENDED 31 DECEMBER 2011

	2011 £000	2010 <i>£000</i>
Profit/(Loss) for the financial year attributable to the shareholders	471	(1,404)
Unrealised loss on revaluation of certain fixed assets	- .	(178)
Total gains and losses recognised since the last annual report	471	(1,582)

The notes on pages 9 to 21 form part of these abbreviated accounts



ABBREVIATED BALANCE SHEET

31 DECEMBER 2011

		2011		2010	
	Note	£000	£000	£000	£000
Fixed Assets					
Intangible assets	8				8
Tangible assets	9		6,129		<i>5,957</i>
Investments	10		100		100
			6,229		6,065
Current Assets					
Stocks	11	359		423	
Debtors	12	932		1,312	
Cash in hand		16		11	
		1,307		1,746	
Creditors Amounts Falling due					
Within One Year	13	6,470		7,001	
Net Current Liabilities			(5,163)		(5, 255)
Total Assets Less Current Liabilities	5		1,066		810
Provisions for Liabilities					
Deferred taxation	14		43		80
			1,023		730
				•	
Capital and Reserves					
Called-up equity share capital	15		200		200
Revaluation reserve	16		783		801
Profit and loss account	16		40		(271)
Shareholders' Funds	16		1,023		730

These abbreviated financial statements have been prepared in accordance with the special provisions for medium-sized companies under section 445(3) of the Companies Act 2006

These abbreviated accounts were approved by the directors and authorised for issue on 4 July 2012, and are signed on their behalf by

E J Helps Director

Company Registration Number 02860394

The notes on pages 9 to 21 form part of these abbreviated accounts



CASH FLOW STATEMENT

YEAR ENDED 31 DECEMBER 2011

	Note	2011 £000	£000	2010 £000	£000
Net Cash Inflow from Operating Activities	17		1,035		1,820
Returns on Investments and Servicing of Finance	17		(73)		(53)
Taxation	17		(10)		_
Capital Expenditure and Financial Investment	17		(400)		(476)
Equity Dividends Paid			(177)		(204)
Cash Inflow Before Financing			375		1,087
Financing	17		_		(300)
Increase in Cash	17		375		787

The notes on pages 9 to 21 form part of these abbreviated accounts.

NOTES TO THE ABBREVIATED ACCOUNTS

YEAR ENDED 31 DECEMBER 2011

1 Accounting Policies

Basis of Accounting

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

Turnover

The turnover shown in the profit and loss account represents amounts invoiced during the year, exclusive of Value Added Tax

Amortisation

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

Goodwill

100% Straight Line

Intangible Assets

25% Straight Line

Fixed Assets

All fixed assets are initially recorded at cost. Certain of the company's freehold land and buildings have been revalued on an open market, existing use basis

Depreciation

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

Freehold Buildings

2% Straight Line

Plant & Machinery

15% / 20% / 25% & 33 1/3% Straight Line

Narrowboats

- 10% Straight Line

Leasehold Property is written off over the period of the lease

No depreciation is provided for on freehold land

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

Stocks

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

Pension Costs

The company operates a defined contribution pension scheme for employees. The assets of the scheme are held separately from those of the company. The annual contributions payable are charged to the profit and loss account.

NOTES TO THE ABBREVIATED ACCOUNTS

YEAR ENDED 31 DECEMBER 2011

1 Accounting Policies (continued)

Deferred Taxation

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more tax, with the following exceptions

Provision is made for tax on gains arising from the revaluation (and similar fair value adjustments) of fixed assets, and gains on disposal of fixed assets that have been rolled over into replacement assets, only to the extent that, at the balance sheet date, there is a binding agreement to dispose of the assets concerned. However, no provision is made where, on the basis of all available evidence at the balance sheet date, it is more likely than not that the taxable gain will be rolled over into replacement assets and charged to tax only where the replacement assets are sold.

Deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date

2 Operating Profit

Operating profit is stated after charging/(crediting)

	2011 £000	2010 £000
Amortisation of intangible assets Depreciation of owned fixed assets Profit on disposal of fixed assets	8 239 (11)	27 168 (6)
Auditor's remuneration - as auditor	10	11

NOTES TO THE ABBREVIATED ACCOUNTS

YEAR ENDED 31 DECEMBER 2011

3 Particulars of Employees	3	Particulars of	of Employe	es
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The average number of staff employed by the company during the financial year amounted to

	2011	2010
	No	No
Boat Building Staff	9	7
Sales Staff	23	20
Administrative Staff	11	11
Operational Management	10	14
Boat Hire Staff	78	97
		
	131	149
The aggregate payroll costs of the above were		
	2011	2010
	£000	£000
Wages and salaries	2,682	2,750
Social security costs	197	219
Other pension costs	36	39
	2,915	3,008
		

4 Directors' Remuneration

The directors' aggregate remuneration in respect of qualifying services were

2011 £000	2010 <i>£000</i>
154	197
4	5
158	202
	£000 154 4

5 Interest Payable and Similar Charges

	2011 £000	2010 £000
Interest payable on bank borrowing	73	77

NOTES TO THE ABBREVIATED ACCOUNTS

YEAR ENDED 31 DECEMBER 2011

6.	Extraordinary Items			
		2011 £000		2010 £000
	Extraordinary charges			1,886
7	Dividends			
	Equity dividends	2011 £000		2010 £000
	Paid Equity dividends on ordinary shares	177		204
8	Intangible Fixed Assets			
		Goodwill £000	Other Intangible Assets £000	Total £000
	Cost At 1 January 2011 and 31 December 2011	381	20	401
	Amortisation At 1 January 2011 Charge for the year	381	12 8	393 8
	At 31 December 2011	381	20	401
	Net Book Value At 31 December 2011			
	At 31 December 2010		8	8

NOTES TO THE ABBREVIATED ACCOUNTS

YEAR ENDED 31 DECEMBER 2011

9. Tangible Fixed Assets

	Land and Buildings £000	Plant and Machinery £000	Narrow- boats £000	Total £000
Cost or Valuation				
At 1 January 2011	5,810	1,031	147	6,988
Additions	389	39		428
Disposals	_	-	(43)	(43)
At 31 December 2011	6,199	1,070	104	7,373
Depreciation				
At 1 January 2011	195	780	56	1,031
Charge for the year	122	107	10	239
On disposals	_	_	(26)	(26)
At 31 December 2011	317	887	40	1,244
Net Book Value				
At 31 December 2011	5,882	183	64	6,129
At 31 December 2010	5,615	251	91	5,957

Included within land and building is land at a cost of £1,083,779 (2010 £1,083,779) which is not depreciated

Certain of the company's Freehold Land & Buildings were revalued to £2,777,000 on 31 December 2010 by Robertson Surveyors, a firm of independent Chartered Surveyors, on an open market, existing use basis. The Leasehold Land & Buildings are included at cost

NOTES TO THE ABBREVIATED ACCOUNTS

YEAR ENDED 31 DECEMBER 2011

9 Tangible Fixed Assets (continued)

In respect of certain fixed assets stated at valuations, the comparable historical cost and	
depreciation values are as follows	

	2011 £000	2010 £000
Historical cost		
At 1 January 2011	2,736	2,601
Cost of additions to revalued assets brought forward	2	136
At 31 December 2011	2,738	2,737
Depreciation.		
At 1 January 2011	267	239
Charge for year	39	28
At 31 December 2011	306	267
Net historical cost value		
At 31 December 2011	2,432	2,470
At 1 January 2011	2,469	2,362
· · · · · · · · · · · · · · · · · · ·		

10 Investments

	Shares ın Subsıdiary Undertakings	Listed & Unlisted Investments	Total £000
Cost At 1 January 2011 and 31 December 2011			2,933
Amounts Written Off At 1 January 2011 and 31 December 2011			2,833
Net Book Value At 31 December 2011 and 31 December 2010			100

NOTES TO THE ABBREVIATED ACCOUNTS

YEAR ENDED 31 DECEMBER 2011

10. Investments (continued)

Unlisted investments

The company owns 39% of the issued ordinary share capital of Drifters Leisure Limited and 25% of the issued ordinary share capital of Latelink Limited

Shares in Subsidiary Undertakings

The company owns 100% of the issued share capital of Viking Afloat Limited, ABC Boat Hire Limited (formerly UK Boating Limited), Discount Boat Hire Limited, ABC Boat Management Limited, ABC Boat Shares Limited (formerly Wessex Narrowboats Limited), Canalboat Holidays Limited, Alvechurch Boat Centres Limited, UK Boat Hire Limited, UK Hire Boat Limited, Tillerman Boats Limited, Canalboat Club Limited, Deckshare Limited and Everything Canal Boats Limited, all of which are incorporated in the United Kingdom

The aggregate capital and reserves and the profit and (loss) for these companies, all of which are non trading apart from Drifters Leisure Limited and Latelink Limited, are as follows

	2011 £000	2010 £000
Aggregate capital and reserves		
Viking Afloat Limited	100	100
ABC Boat Hire Limited (formerly UK Boating Limited)	-	_
Discount Boat Hire Limited	-	_
ABC Boat Shares Limited (formerly Wessex Narrowboats Limited)	-	_
ABC Boat Management Limited	_	_
Drifters Leisure Limited	1	1
Canalboat Holidays Limited	_	-
Alvechurch Boat Centres Limited	-	_
UK Hire Boat Limited	_	_
UK Boat Hire Limited	_	-
Everything Canal Boats Limited	_	_
Tillerman Boats Limited	_	_
Canalboat Club Limited	_	-
Deckshare Limited		_
Latelink Limited	11	9

NOTES TO THE ABBREVIATED ACCOUNTS

YEAR ENDED 31 DECEMBER 2011

10. Investments (continued)

	2011 £000	2010 £000
Profit and (loss) for the year		
Viking Afloat Limited	_	_
ABC Boat Hire Limited	-	-
(formerly UK Boating Limited)		
Discount Boat Hire Limited	-	-
ABC Boat Shares Limited	-	_
(formerly Wessex Narrowboats Limited)		2.047
ABC Boat Management Limited	_	2,017
Drifters Leisure Limited	-	-
Canalboat Holidays Limited	-	_
Alvechurch Boat Centres Limited	_	_
UK Hire Boat Limited	-	-
UK Boat Hire Limited	_	-
Everything Canal Boats Limited	-	_
Tillerman Boats Limited	_	-
Canalboat Club Limited	_	-
Deckshare Limited	_	_
Latelink Limited	2	7

The aggregate capital and reserves and the profit for the year for Drifters Leisure Limited and Latelink Limited are stated as at 31 October 2011

11. Stocks

	Stock	2011 £000 359	2010 £000 423
12.	Debtors		
	To do debbers	2011 £000 393	2010 £000 571
	Trade debtors Amounts recoverable on contracts	13	25
	Amounts recoverable from members Prepayments and accrued income	171 355	157 559
		932	1,312

NOTES TO THE ABBREVIATED ACCOUNTS

YEAR ENDED 31 DECEMBER 2011

13. Creditors: Amounts Falling due Within One Year

	2011	2010
	£000	£000
Bank Overdraft	3,031	3,400
Trade creditors	2,290	2,671
Amounts owed to group undertakings	100	100
Corporation tax	155	10
Other taxation and social security	364	284
Other creditors	269	365
Accruals and deferred income	261	171
	6,470	7,001

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

	2011	2010
	£000	£000
Bank Overdraft	3,031	3,400

The bank loan and overdraft are secured by a fixed and floating charge over all of the company's assets

14. Deferred Taxation

The movement in the deferred taxation provision during the year was

	2011	2010
	£000	£000
Provision brought forward Profit and loss account movement arising during the	80	126
year	(37)	(46)
Provision carried forward	43	80

The provision for deferred taxation consists of the tax effect of timing differences in respect of

	2011 £000	2010 <i>£000</i>
Excess of taxation allowances over depreciation on		
fixed assets	43	80
		
	43	80

NOTES TO THE ABBREVIATED ACCOUNTS

YEAR ENDED 31 DECEMBER 2011

15. Share Capital

Authorised share capital

Authorised share capital				
		2011 £000		2010 £000
1,000,000 Ordinary shares of £1 each		1,000		1,000
Allotted, called up and fully paid.				
	2011		2010	
	No	£000	No	£000
200,001 Ordinary shares of £1 each	200,001	200	200,001	200

16. Reconciliation of Shareholders' Funds and Movement on Reserves

	Share capital £000	Revaluation reserve £000	Profit and loss account £000	Total share-holders' funds £000
Balance b/fwd 1/1/10	200	801	(271)	730
Profit for the year	_	_	471	471
Equity dividends Other movements - transfer to/from	_	-	(177)	(177)
revaluation reserve		(18)	17	(1)
Balance c/fwd 31/12/11	200	783	40	1,023

NOTES TO THE ABBREVIATED ACCOUNTS

YEAR ENDED 31 DECEMBER 2011

17 Notes to the Cash Flow Statement

Reconciliation of Operating Profit to Net Cash Inflow from Operating Activities

Operating profit Amortisation Depreciation Profit on disposal of fixed assets Decrease/(increase) in stocks Decrease/(increase) in debtors (Decrease)/increase in creditors Net cash inflow from operating activities Returns on Investments and Servicing of Finance	2011 £000 710 8 239 (11) 64 395 (370) 1,035	2010 £000 499 27 168 (6) (181) (79) 1,392
Interest received Interest paid Net cash outflow from returns on investments and servicing of finance Taxation	2011 £000	2010 £000 24 (77) ——————————————————————————————————
Taxation Capital Expenditure	2011 £000 (10)	2010 £000
Payments to acquire intangible fixed assets Payments to acquire tangible fixed assets Receipts from sale of fixed assets Net cash outflow from capital expenditure Financing	2011 £000 (428) (400)	2010 £000 (35) (493) 52 ———————————————————————————————————
Net outflow from other long-term creditors Net cash outflow from financing	2011 £000 	2010 £000 (300) (300)

NOTES TO THE ABBREVIATED ACCOUNTS

YEAR ENDED 31 DECEMBER 2011

17. Notes to the Cash Flow Statement (continued)

Reconciliation of Net Cash Flow to Movement in Net Debt

	2011		2010		
	£000		£000	£000	£000
Increase in cash in the period	375	5		787	
Net cash outflow from other long-term creditors	-	_		300	
		_	375		1,087
Change in net debt			375		1,087
Net debt at 1 January 2011			(3,389)		(4,477)
Net debt at 31 December 2011			(3,015)		(3,389)
Analysis of Changes in Net Debt					
		31	At Dec 2011 £000	Cash flows £000	At 1 Jan 2011 £000
Net cash Cash in hand and at bank			16	5	11
Bank Overdraft			(3,031)	369	(3,400)
			(3,015)	374	(3,389)
Net debt			(3,015)	374	(3,389)

NOTES TO THE ABBREVIATED ACCOUNTS

YEAR ENDED 31 DECEMBER 2011

18. Transactions with Directors

(i) The company operates 21 narrowboats, under its sponsorship scheme, for leisure companies in which the directors have an interest. The terms of the agreements under which these boats are operated are the standard terms for all such agreements.

The income to the company in relation to these narrowboats is as follows -

Company	Interest held by	Income
. ,	-	£000
Churchill Leisure	Mr S Boddice	192
Hanbury Leisure	Mr E J Helps	146

(ii) During the year newly built narrowboats were sold by the company to leisure companies in which a director has an interest

The value of these sales were as follows -

Company	Interest held by	Sales Value £000
Churchill Leisure	Mr S Boddice	Nil
Hanbury Leisure	Mr E J Helps	70

(iii) During the year the company sold boats, on brokerage agreements, on behalf of leisure companies in which a director has an interest. The terms of the brokerage were the standard terms for all such agreements

The value of the brokerage commissions were as follows -

Company	Interest held by	Sales Value £000
Churchill Leisure	Mr S Boddice	1
Hanbury Leisure	Mr E J Helps	2