

# **Brown's Hotel Limited**

Report and Financial Statements

Year ended 30 April 2017

Company Number 3197645

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# **Brown's Hotel Limited**

## **Report and financial statements for the year ended 30 April 2017**

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### **Directors**

The Hon Sir Rocco J V Forte  
David Gareth Caldecott

### **Registered office**

70 Jermyn Street, London, SW1Y 6NY

### **Auditor**

BDO LLP, 55 Baker Street, London, W1U 7EU

### **Bankers**

Bank of Scotland, The Mound, Edinburgh, EH1 1YZ

### **Solicitors**

Forsters LLP, 31 Hill Street, London, W1J 5LS

# Brown's Hotel Limited

## Report of the directors for the year ended 30 April 2017

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The Directors present their annual report and the audited financial statements for the year ended 30 April 2017.

### Directors

The Directors of the Company, all of whom served throughout the year, were:

The Hon Sir Rocco J V Forte  
David Gareth Caldecott

### Results and dividends

The Company made a profit after taxation of £Nil for the year (2016 - £Nil). The Directors do not propose to pay a dividend this year (2016 - £Nil).

### Business review

To 31 October 2006 the principal activity of the Company was the ownership and operation of Brown's Hotel in London. The 115 bedroom hotel is situated in the middle of London's Mayfair district. The hotel is the oldest five star hotel in London.

On 31 October 2006 the company sold the trade and assets of Brown's Hotel to Rocco Forte & Family (London) Limited, its immediate parent company. The company has not traded since 31 October 2006. There are currently no plans for the company to recommence trading.

### Provision of information to auditor

Each of the persons who are Directors at the time when this directors' report is approved has confirmed that:

- so far as that Director is aware, there is no relevant audit information of which the Company's auditor is unaware, and
- that Director has taken all the steps that ought to have been taken as a director in order to be aware of any information needed by the Company's auditor in connection with preparing their report and to establish that the Company's auditor is aware of that information.

This report has been prepared in accordance with the Special Provisions of Part 15 of the Companies Act 2006 relating to small companies.

The report of the Directors was approved on behalf of the Board by:



The Hon Sir Rocco J V Forte  
Director

14 August 2017

# **Brown's Hotel Limited**

## **Directors' responsibilities**

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The Directors are responsible for preparing the report of the Directors 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.

# **Brown's Hotel Limited**

## **Independent auditor's report**

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### **TO THE MEMBERS OF BROWN'S HOTEL LIMITED**

We have audited the financial statements of Brown's Hotel Limited for the year ended 30 April 2017 which comprise the balance sheet and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

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.

### **Respective responsibilities of directors and auditors**

As explained more fully in the statement of directors' responsibilities, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Financial Reporting Council's (FRC's) Ethical Standards for Auditors.

### **Scope of the audit of the financial statements**

A description of the scope of an audit of financial statements is provided on the FRC's website at [www.frc.org.uk/auditscopeukprivate](http://www.frc.org.uk/auditscopeukprivate).

### **Opinion on financial statements**

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 30 April 2017 and of its result for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

### **Opinion 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 directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report has been prepared in accordance with applicable legal requirements.

# Brown's Hotel Limited

## Independent auditor's report (*continued*)

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### **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 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; or
- the directors were not entitled to prepare the financial statements and the report of the directors in accordance with the small companies regime and to the exemption from the requirement to prepare a strategic report.



Mark RA Edwards (senior statutory auditor)  
For and on behalf of BDO LLP, statutory auditor  
London  
United Kingdom

14 August 2017

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

# Brown's Hotel Limited

Company number 3197645

## Balance sheet at 30 April 2017

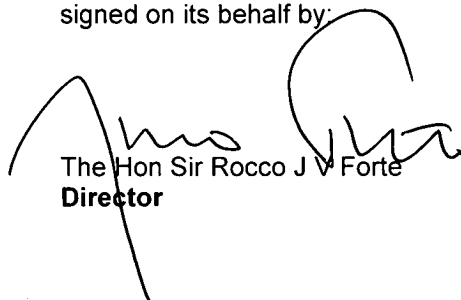
	Note	2017 £'000	2016 £'000
Debtors due within one year	4	5,000	5,000
<b>Total assets less current liabilities</b>		<b>5,000</b>	<b>5,000</b>
<b>Net assets</b>		<b>5,000</b>	<b>5,000</b>
<b>Capital and reserves</b>			
Called up share capital	5	3,036	3,036
Share premium	5	1,964	1,964
Profit and loss account		-	-
<b>Shareholder's funds</b>		<b>5,000</b>	<b>5,000</b>

The Company has no recognised gains or losses for the year. Accordingly, no profit and loss account or statement of comprehensive income has been provided.

There were no movements in shareholder's funds for the year. Accordingly, no statement of changes in equity has been provided.

The financial statements have been prepared in accordance with the special provisions relating to companies subject to the small companies regime within Part 15 of the Companies Act 2006.

The financial statements were approved by the Board and authorised for issue on 14 August 2017. They were signed on its behalf by:



The Hon Sir Rocco J V Forte  
Director

The notes on pages 6 and 7 form part of these financial statements.

# Brown's Hotel Limited

## Notes forming part of the financial statements for the year ended 30 April 2017

### 1 Accounting policies

#### *Statement of preparation*

The financial statements have been prepared in accordance with the Companies Act 2006 and Financial Reporting Standard 101 *Reduced Disclosure Framework* ("FRS 101"). The principal accounting policies adopted in the preparation of the financial statements are set out below. The policies have been consistently applied to all the years presented, unless otherwise stated.

The financial statements have been prepared on a historical cost basis. The presentation currency used is pound sterling and amounts have been presented in round thousands ("£000s").

The Company's ultimate parent company, Rocco Forte Hotels Limited, includes the Company in its consolidated financial statements. The consolidated financial statements of Rocco Forte Hotels Limited, which is incorporated in the UK, are prepared in accordance with International Financial Reporting Standards as adopted by the EU and are publically available.

In preparing the financial statements the company has taken advantage of all disclosure exemptions conferred by FRS 101. Therefore the following disclosures have not been provided:

- A statement of cashflows
- Certain comparative information as otherwise required by EU endorsed IFRS
- Disclosure of related party transactions with other wholly owned members of the group headed by Rocco Forte Hotels Limited.
- Certain financial instrument disclosures as provided in the consolidated financial statements of Rocco Forte Hotels Limited

#### *Amounts due from Group companies*

Amounts due from Group companies are recognised initially at fair value. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment. The carrying value is assessed at each reporting date to determine whether there is objective evidence that it is impaired. An impairment loss is calculated as the difference between its carrying value amount and the present value of estimated cashflows discounted at the asset's original effective interest rate.

#### **Critical accounting estimates and assumptions**

The company makes certain estimates and assumptions regarding the future. Estimates and judgements are continually evaluated based on historical experience and other factors, including expectations of future events, that are believed to be reasonable under the circumstances. In the future actual experience may differ from these estimates and assumptions. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

#### *Impairment testing*

Intercompany receivables are tested for impairment when events or circumstances indicate that their carrying value may not be recoverable. The recoverable amount is determined based on value in use calculations. The use of this method requires the estimation of future cash flows and the choice of a discount rate in order to calculate the present value of the cash flows. Information on the discount rates and key judgements are included in note 3 to the consolidated financial statements of Rocco Forte Hotels Limited.



# Brown's Hotel Limited

## Notes forming part of the financial statements for the year ended 30 April 2017 (continued)

### 2 Profit on ordinary activities before taxation

The Company had no employees during the year and the prior year. The Directors received no remuneration in respect of services provided to the Company during the year (2016 - £Nil).

Auditor's remuneration for audit services of the Company for the year of £875 (2016 - £1,000) and £415 (2016 - £450) for taxation services have been borne by the ultimate parent, Rocco Forte Hotels Limited.

### 3 Tax on profit on ordinary activities

There was no tax payable in 2017 (2016 - £Nil).

There was no difference between the total current tax and the amount calculated by applying the standard rate of UK corporation tax to the result before tax in the current year (2016 - £Nil).

There are no deferred tax assets or liabilities as at 30 April 2017 (2016 - £Nil).

### 4 Debtors due within one year

	2017 £'000	2016 £'000
Loan to parent company	5,000	5,000

This loan is non-interest bearing and is repayable on demand.

### 5 Called up share capital and reserves

	2017 £'000	2016 £'000
12,144,600 ordinary shares of 25p each in issue	3,036	3,036

The following describes the nature and purpose of each reserve within equity.

**Share Capital** - Nominal value of share capital subscribed for.

**Share premium** - Amounts subscribed for share capital in excess of nominal value.

**Profit and loss account** - All net gains and losses and transactions with owners (dividends):

### 6 Contingent liabilities

The Company is party to a group loan facility over which the Group's bankers have a cross guarantee secured by way of a fixed and floating charge on the assets of certain group companies. The amount outstanding on this facility at 30 April 2017 was £122,583,933 (2016 - £119,798,912).

### 7 Ultimate parent company and controlling party

At the year end the Company's immediate parent is Rocco Forte & Family (London) Limited. Rocco Forte Hotels Limited is the ultimate parent company and is the only group in which the results of the Company are consolidated. Copies of the Group financial statements of Rocco Forte Hotels Limited are publicly available.

The Hon Sir Rocco J V Forte, a Director of Rocco Forte Hotels Limited and members of his close family, control the Company as a result of controlling directly or indirectly 75% of the issued share capital of Rocco Forte Hotels Limited (2016 - 76%).