ABBREVIATED ACCOUNTS

FOR THE YEAR ENDED 30 JUNE 2012

FOR

THE ARDEN HOTEL LIMITED

MONDAY

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COMPANY INFORMATION FOR THE YEAR ENDED 30 JUNE 2012

DIRECTORS:

D J Gardner S J M Gardner A G Cheal J E Gardner Mrs R M Gardner P L Bretherton

SECRETARY

D J Gardner

REGISTERED OFFICE

Coventry Road Bickenhill Solihull West Midlands B92 0EH

REGISTERED NUMBER.

03707886 (England and Wales)

AUDITORS

Williams, Anderson & Dudley

Registered Auditors 359 Yardley Road

Yardley Birmingham West Midlands **B25 8NB**

BANKERS:

Barclays Bank Plc One Snowhill

Snow Hill Queensway

Birmingham West Midlands **B4 6GN**

SOLICITORS.

Hammonds LLP Rutland House 148 Edmund Street

Birmingham B3 2JR

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 30 JUNE 2012

The directors present their report with the accounts of the company for the year ended 30 June 2012

PRINCIPAL ACTIVITIES

The principal activities of the company in the year under review were those of a hotel, restaurant and leisure club

REVIEW OF BUSINESS

Sales of £3,634,696 were achieved during the year, just £7,672 lower than last year. Despite the outlook for the broader economy being rather gloomy, we forecast modest growth of 1-2% in sales for the forthcoming year. This is largely attributed to our growing presence on the internet. However, as in previous years, forecasting is notoriously difficult and getting harder, due to booking lead times reducing.

Gross margins fell marginally from 83 7% to 83 0%. Like last year, we attribute this to an increase in raw material prices due to economy wide inflation coupled with constant sales meaning that efficiencies are lower Total overheads remained consistent over the period. Wages and staff costs were relatively constant, being 1% lower than the previous year. As highlighted in last years report, light and heat has reverted to levels experienced in the year ended 30 June 2010 as a result of last years favourable contract pricing. Commission charges continued to increase (by some 22 5% on last year) as a direct result of the growth of internet sales.

Interest payments continued to decline (as a result of rates remaining constant and amount outstanding declining). Likewise depreciation decreased as there were no significant additions during the year

Overall a particularly tough year, although the company managed to service all of its commitments. The outlook remains tough, although we anticipate next years results should show an improvement as we continue to adapt to the changing environment.

DIVIDENDS

No dividends will be distributed for the year ended 30 June 2012

DIRECTORS

The directors shown below have held office during the whole of the period from 1 July 2011 to the date of this report

D J Gardner

S J M Gardner

A G Cheal

J E Gardner

Mrs R M Gardner

P L Bretherton

STATEMENT OF DIRECTORS' RESPONSIBILITIES

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

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 30 JUNE 2012

STATEMENT OF DIRECTORS' RESPONSIBILITIES - continued

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.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditors are unaware, and each director has taken all the steps that he or she ought to have taken as a director in order to make himself or herself aware of any relevant audit information and to establish that the company's auditors are aware of that information

ON BEHALF OF THE BOARD:

D J Gardner - Director

2 November 2012

REPORT OF THE INDEPENDENT AUDITORS TO THE ARDEN HOTEL LIMITED UNDER SECTION 449 OF THE COMPANIES ACT 2006

We have examined the abbreviated accounts set out on pages five to seventeen, together with the full financial statements of The Arden Hotel Limited for the year ended 30 June 2012 prepared under Section 396 of the Companies Act 2006

This report is made solely to the company, in accordance with Section 449 of the Companies Act 2006. Our work has been undertaken so that we might state to the company those matters we are required to state to it in a special 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, for our work, for this report, or for the opinions we have formed

Respective responsibilities of directors and auditors

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

Leigh Martyn Dudley FCCA (Senior Statutory Auditor) for and on behalf of Williams, Anderson & Dudley Registered Auditors 359 Yardley Road Yardley Birmingham West Midlands B25 8NB

2 November 2012

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ABBREVIATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 30 JUNE 2012

	Notes	30 6 12 £	30 6 11 £
TURNOVER		3,634,696	3,642,368
Cost of sales		(617,266)	(595,107)
		3,017,430	3,047,261
Administrative expenses		2,782,623	2,773,161
OPERATING PROFIT	3	234,807	274,100
Interest receivable and similar income		8	6
		234,815	274,106
Interest payable and similar charges	4	82,333	94,601
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		152,482	179,505
Tax on profit on ordinary activities	5	7,627	83,529
PROFIT FOR THE FINANCIAL YEAR		144,855	95,976

CONTINUING OPERATIONS

None of the company's activities were acquired or discontinued during the current year or previous year

TOTAL RECOGNISED GAINS AND LOSSES

The company has no recognised gains or losses other than the profits for the current year or previous year

ABBREVIATED BALANCE SHEET 30 JUNE 2012

		30 6	12	30 6	11
	lotes	£	£	£	£
FIXED ASSETS	_				
Tangible assets	7		8,165,078		8,455,096
Investments	8		50,000		50,000
			8,215,078		8,505,096
CURRENT ASSETS					
Stocks	9	26,634		37,297	
Debtors	10	108,637		160,116	
Cash in hand		8,223		15,455	
OPENITORS		143,494		212,868	
CREDITORS Amounts falling due within one year	11	1,213,492		1,200,952	
NET CURRENT LIABILITIES			(1,069,998)		(988,084)
TOTAL ASSETS LESS CURRENT LIABILITIES			7,145,080		7,517,012
CREDITORS					
Amounts falling due after more than one year	12		(2,733,014)		(3,166,347)
PROVISIONS FOR LIABILITIES	16		(45,546)		(129,000)
NET ASSETS			4,366,520		4,221,665
CAPITAL AND RESERVES					
Called up share capital	17		29,900		29,900
Profit and loss account	18		4,336,620		4,191,765
SHAREHOLDERS' FUNDS	20		4,366,520		4,221,665

The abbreviated accounts have been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to medium-sized companies

The financial statements were approved by the Board of Directors on 2 November 2012 and were signed on its behalf by

D J Gardner - Director

Made

CASH FLOW STATEMENT FOR THE YEAR ENDED 30 JUNE 2012

		30 6	12	30 6	
N. A. a. a. b. an Sharra	Notes	£	£	£	£
Net cash inflow from operating activities	1		591,952		592,474
Returns on investments and servicing of finance	2		(82,325)		(102,660)
Taxation			(96,529)		(183,236)
Capital expenditure	2		(1,915)		(1,830)
Equity dividends paid			-		(125,000)
			411,183		179,748
Financing	2		(433,333)		(433,333)
Decrease in cash in the period			(22,150)		(253,585)
Reconciliation of net cash flow to movement in net debt	3				
Decrease in cash in the period Cash outflow		(22,150)		(253,585)	
from decrease in debt		433,333		433,333	
Change in net debt resulting from cash flows			411,183		179,748
Movement in net debt in the period Net debt at 1 July			411,183 (3,842,772)		179,748 (4,022,520)
Net debt at 30 June			(3,431,589)		(3,842,772)

NOTES TO THE CASH FLOW STATEMENT FOR THE YEAR ENDED 30 JUNE 2012

1	RECONCILIATION OF OPERATING PROFIT TO NET CASH INFLOW FROM OPERATING
	ACTIVITIES

30 6 12	30 6 11
£	£
234,807	274,100
291,933	314,828
10,663	(5,679)
51,479	67,845
3,070	(58,620)
591,952	592,474
	£ 234,807 291,933 10,663 51,479 3,070

2 ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN THE CASH FLOW STATEMENT

	30 6 12 £	30 6 11 £
Returns on investments and servicing of finance Interest received Interest paid	8 (82,333)	6 (102,666)
Net cash outflow for returns on investments and servicing of finance	(82,325)	(102,660)
Capital expenditure Purchase of tangible fixed assets	(1,915)	(1,830)
Net cash outflow for capital expenditure	(1,915) 	(1,830) ====
Financing Loan repayments in year	(433,333)	(433,333)
Net cash outflow from financing	(433,333)	(433,333)

NOTES TO THE CASH FLOW STATEMENT FOR THE YEAR ENDED 30 JUNE 2012

3	ANALYSIS OF CHANGES IN NET DEBT			A A
		At 1 7 11 £	Cash flow £	At 30 6 12 £
	Net cash			
	Cash at bank and in hand Bank overdraft	15,455 (258,547)	(7,232) (14,918)	8,223 (273,465)
		(243,092)	(22,150)	(265,242)
	Debt Debts falling due			
	within one year Debts falling due	(433,333)	-	(433,333)
	after one year	(3,166,347)	433,333	(2,733,014)
		(3,599,680)	433,333	(3,166,347)
	Total	(3,842,772)	411,183	(3,431,589)

NOTES TO THE ABBREVIATED ACCOUNTS FOR THE YEAR ENDED 30 JUNE 2012

1 ACCOUNTING POLICIES

Accounting convention

The financial statements have been prepared under the historical cost convention

Turnover

Turnover represents net invoiced sales of goods, excluding value added tax

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life

Freehold property

- 5% on cost and 2% on cost

Fixtures, fittings, plant and equipment

- 25% on cost and 15% on reducing balance

Computer equipment

- 25% on cost

No depreciation is provided on the land element of freehold property

Stocks

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

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date

Hire purchase and leasing commitments

Rentals paid under operating leases are charged to the profit and loss account on a straight line basis over the period of the lease

Investments

Investments held as fixed assets are stated at cost less provision for any permanent diminution in value

2 STAFF COSTS

	30 6 12 £	30 6 11 £
Wages and salaries Social security costs	1,300,620 80,659	1,307,584 85,405
	1,381,279	1,392,989
The average monthly number of employees during the year wa	as as follows 30 6 12	30 6 11
Management and administration staff Restaurant and hotel staff	3 111 ————	3 111
	<u> 114</u>	<u>114</u>

NOTES TO THE ABBREVIATED ACCOUNTS - continued FOR THE YEAR ENDED 30 JUNE 2012

3	OPERATING PROFIT		
	The operating profit is stated after charging		
		30 6 12 £	30 6 11 £
	Equipment rental Depreciation - owned assets Other operating leases Auditors' remuneration	62,398 291,933 10,000 4,800	66,743 314,828 10,000 4,800
	Directors' remuneration	150,000	150,000
4	INTEREST PAYABLE AND SIMILAR CHARGES	30 6 12	30 6 11
	Bank interest Loan note interest	£ 63,460 18,873 82,333	£ 81,270 13,331 94,601
5	TAXATION		
	Analysis of the tax charge The tax charge on the profit on ordinary activities for the year was as follows:	30 6 12 £	30 6 11 £
	Current tax UK corporation tax	91,081	96,529
	Deferred tax	(83,454)	(13,000)
	Tax on profit on ordinary activities	7,627	83,529
	UK corporation tax has been charged at 25 50% (2011 - 27 50%)		

NOTES TO THE ABBREVIATED ACCOUNTS - continued FOR THE YEAR ENDED 30 JUNE 2012

5 TAXATION - continued

Factors affecting the tax charge

The tax assessed for the year is higher than the standard rate of corporation tax in the UK. The difference is explained below

	30 6 12 £	30 6 11 £
Profit on ordinary activities before tax	152,482	179,505
Profit on ordinary activities multiplied by the standard rate of corporation tax	20.002	40.264
In the UK of 25 500% (2011 - 27 500%) Effects of	38,883	49,364
Depreciation in excess of capital allowances Marginal tax relief	67,104 (14,906)	65,434 (18,269)
Current tax charge	91,081	96,529

Factors that may affect future tax charges

Due to the phased removal of Industrial Buildings allowances, future tax charges were expected to increase until the year ended 30 June 2012, when the effect will stabilise as the phasing out will be complete. This has proved to be the case and therefore a stabilisation of tax charges is expected in the next financial year.

No deferred taxation has been provided in respect of any future capital gain on the company's freehold property as it is not anticipated that the property will be disposed of within the foreseeable future

6 **DIVIDENDS**

	30 6 12 £	30 6 11 £
Ordinary shares of £1 each	·-	405.000
Interim dividends	<u>-</u>	125,000

7

NOTES TO THE ABBREVIATED ACCOUNTS - continued FOR THE YEAR ENDED 30 JUNE 2012

TANGIBLE FIXED ASSETS				
	Freehold property	Fixtures, fittings, plant and equipment	Computer equipment	Totals
	£	£	£	£
COST				
At 1 July 2011 Additions	10,793,303 -	2,334,358 1,915	98,591 -	13,226,252 1,915
At 30 June 2012	10,793,303	2,336,273	98,591	13,228,167
DEPRECIATION				
At 1 July 2011	2,697,963	1,975,111	98,082	4,771,156
Charge for year	230,865	60,559	509	291,933
At 30 June 2012	2,928,828	2,035,670	98,591	5,063,089
NET BOOK VALUE				
At 30 June 2012	7,864,475	300,603		8,165,078
At 30 June 2011	8,095,340	359,247	509	8,455,096

Included in cost of land and buildings is freehold land of £1,500,000 (2011 - £1,500,000) which is not depreciated

8 FIXED ASSET INVESTMENTS

	Snares in group undertakings £
COST At 1 July 2011 and 30 June 2012	50,000
NET BOOK VALUE At 30 June 2012	50,000
At 30 June 2011	50,000

The company's investments at the balance sheet date in the share capital of companies include the following

Arden Restaurant & Hotel Limited

Nature of business Dormant

holding
79 55

·	30 6 12	30 6 11
	£	£
Aggregate capital and reserves	50,000	50,000

NOTES TO THE ABBREVIATED ACCOUNTS - continued FOR THE YEAR ENDED 30 JUNE 2012

8	FIXED ASSET INVESTMENTS - continued		
	Kelube Limited Nature of business Dormant	~	
	Class of shares Ordinary	% holding 100 00	20.6.44
	Aggregate capital and reserves	30 6 12 £ 1,000	30 6 11 £ 1,000
9	STOCKS	30 6 12	30 6 11
	Stocks	£ 26,634	£ 37,297
10	DEBTORS: AMOUNTS FALLING DUE WITHIN ONE Y	/EAR 30 6 12	30 6 11
	Trade debtors	£ 100,097	£ 149,561
	Prepayments and accrued income	8,540 108,637	10,555 160,116
11	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE		
		30 6 12 £	30 6 11 £
	Bank loans and overdrafts (see note 13) Trade creditors Amounts owed to group undertakings	706,798 161,935 50,000	691,880 136,532 50,000
	Tax Social security and other taxes Accruals and deferred income	91,081 134,408 69,270	96,529 122,928 103,083
		1,213,492	1,200,952
12	CREDITORS: AMOUNTS FALLING DUE AFTER MORYEAR	RE THAN ONE	
		30 6 12 £	30 6 11 £
	Bank loans (see note 13) Other loans (see note 13)	833,334 1,899,680	1,266,667 1,899,680 ————
		2,733,014	3,166,347

LOANS

13

NOTES TO THE ABBREVIATED ACCOUNTS - continued FOR THE YEAR ENDED 30 JUNE 2012

	30 6 12 £	30 6 11 £
Amounts falling due within one year or on demand		
Bank overdrafts	273,465	258,547
Bank loans	433,333	433,333
	706,798	691,880
Amounts falling due between one and two years		
Bank loans	433,333	433,333
Amounts falling due between two and five years		
Bank loans	400,001	833,334
Other loans	1,899,680	1,899,680
	2,299,681	2,733,014

Bank loans are repayable by quarterly instalments. Interest on the bank loans is chargeable at 1.15% over Barclays base rate.

The loan notes are repayable by 2014 Interest is charged at Libor rate

14 OPERATING LEASE COMMITMENTS

The following operating lease payments are committed to be paid within one year

	build	buildings	
	30 6 12 £	30 6 11 £	
Expiring Between one and five years	10,000	10,000	

Land and

NOTES TO THE ABBREVIATED ACCOUNTS - continued FOR THE YEAR ENDED 30 JUNE 2012

15 SECUREI	DEBTS
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The following secured debts are included within creditors

	30 6 12	30 6 11
	£	£
Bank overdrafts	273,465	258,547
Bank loans	1,266,667	1,700,000
	1,540,132	1,958,547
		

The bank loans and overdrafts are secured by a charge over Arden Hotel & Restaurant, Coventry Road, Bickenhill, Solihull dated 13 September 1999 and also by a cross guarantee and debenture between Arden Restaurant & Hotel Limited and The Arden Hotel Limited dated 4 March 1999

16 PROVISIONS FOR LIABILITIES

Deferred tax	30 6 12 £ 45,546 ———	30 6 11 £ 129,000
Balance at 1 July 2011 Credit to profit and loss account during year		Deferred tax £ 129,000 (83,454)
Balance at 30 June 2012		45,546

The provision for deferred taxation has not been discounted as it is the directors' belief that it will have no material impact upon the financial statements

17 CALLED UP SHARE CAPITAL

	Allotted, issued and fully paid Number Class		Nominal 30 value	0612 30611 £ £
	29,900	Ordinary		£ £ 9,900 = 29,900 = ==
18	RESERVES			Profit and loss account £
	At 1 July 2017 Profit for the y			4,191,765 144,855
	At 30 June 20)12		4,336,620

NOTES TO THE ABBREVIATED ACCOUNTS - continued FOR THE YEAR ENDED 30 JUNE 2012

19 RELATED PARTY DISCLOSURES

The loan notes included within creditors are unsecured and are owned by J E Gardner and Mrs R M Gardner (£899,840) and P L Bretherton (£999,840) During the year ended 30 June 2012 the company paid interest on these loan notes amounting to £8,940 (2011 £6,315) to J E and Mrs R M Gardner and £9,933 (2011 £7,016) to P L Bretherton

Also, during the year, the company was charged rent of £10,000 (2011 £10,000) for the use of certain land owned by J E Gardner, P L Bretherton, S J M Gardner, A G Cheal and D J Gardner Prior to January 2009, this land was owned by J E Gardner and P L Bretherton only

20 RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	30 6 12	30 6 11
	£	£
Profit for the financial year	144,855	95,976
Dividends	<u> </u>	(125,000)
Net addition/(reduction) to shareholders' funds	144,855	(29,024)
Opening shareholders' funds	4,221,665	4,250,689
Closing shareholders' funds	4,366,520	4,221,665
		