

Company registration  
number 04146183

**NEWBURY RACECOURSE ENTERPRISES LIMITED**

**REPORT AND FINANCIAL  
STATEMENTS**

**Year ended 31 December 2016**



**NEWBURY RACECOURSE ENTERPRISES LIMITED**

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**Year ended 31 December 2016**

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**NEWBURY RACECOURSE ENTERPRISES LIMITED**

**OFFICERS AND PROFESSIONAL ADVISERS**

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**DIRECTORS**

D J Burke  
M Lloyd Webber  
C E Spencer  
B T Stewart-Brown  
J M Thick  
R L Todd

**SECRETARY**

C E Spencer

**REGISTERED OFFICE**

The Racecourse  
Newbury  
Berkshire RG14 7NZ

**AUDITOR**

Deloitte LLP  
Abbots House  
Abbey Street  
Reading  
RG1 3BD

**BANKERS**

HSBC Bank plc  
6 Northbrook Street  
Newbury  
Berkshire RG14 1DJ

**SOLICITORS**

Burges Salmon  
One Glass Wharf  
Bristol BS2 0ZX

**NEWBURY RACECOURSE ENTERPRISES LIMITED**

**REPORT OF THE DIRECTORS**

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The directors have pleasure in submitting their annual report and accounts for the year ended 31 December 2016.

This directors' report has been prepared in accordance with the special provisions relating to small companies under section 415A of the Companies Act 2006.

The company is exempt from the requirements to prepare a Strategic Report. The consolidated financial statements of the company's parent company, Newbury Racecourse Plc include a Strategic Report.

**RESULTS AND DIVIDEND**

The profit on ordinary activities after taxation was £17,443 (2015: £4,028).

The directors have not recommended that a dividend be paid (2015: nil).

**ACTIVITIES AND REVIEW OF THE BUSINESS**

The company is involved in the holding and renting of land.

**FUTURE PROSPECTS**

The directors view the future with confidence and the company is expected to continue to perform at a similar level.

**DIRECTORS**

The directors who served until the date of signing are:

D J Burke  
M Lloyd Webber  
C E Spencer  
B T Stewart-Brown  
J Thick  
R Todd

**GOING CONCERN**

The company has net current assets and is able to meet its third party obligations as they fall due; it also has a positive cash position. The company is forecast to make profits before tax from renting its land. Having considered the financial position and performance of the entity and the current economic climate, the directors have concluded that the company has adequate resources to continue to trade for the foreseeable future and hence it is appropriate to prepare the financial statements on a going concern basis.

## **NEWBURY RACECOURSE ENTERPRISES LIMITED**

### **REPORT OF THE DIRECTORS (continued)**

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#### **AUDITOR**

Each of the persons who is a director at the date of approval of this report confirms that:

- (1) so far as the directors are aware, there is no relevant audit information of which the company's auditor is unaware; and
- (2) the directors have taken all the steps that they ought to have taken as a director in order to make himself/herself aware of any relevant audit information and to establish that the company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

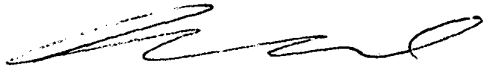
Deloitte LLP have expressed their willingness to continue in office as auditor and a resolution to reappoint them will be proposed at the forthcoming Annual General Meeting.

#### **APPROVAL OF REDUCED DISCLOSURES**

The company, as a qualifying entity, has taken advantage of the disclosure exemptions in FRS 102 paragraph 1.12. The company's shareholders have been notified in writing about the intention to take advantage of the disclosure exemptions and no objections have been received.

The company also intend to take advantage of these exemptions in the financial statements to be issued in the following year. Objections may be served on the company by Newbury Racecourse plc, as the immediate parent of the entity, or by a shareholder holding in aggregate 5 per cent or more of the total allocated shares in the company or more than half of the allotted share in the entity not held by Newbury Racecourse plc as the immediate parent.

Approved by the Board of Directors and signed on behalf of the Board



CLAIRE SPENCER  
Secretary  
The Racecourse  
Newbury

## **NEWBURY RACECOURSE ENTERPRISES LIMITED**

### **DIRECTORS' RESPONSIBILITIES STATEMENT**

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The directors are responsible for preparing the Annual 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 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;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- 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  
NEWBURY RACECOURSE ENTERPRISES LIMITED**

We have audited the financial statements of Newbury Racecourse Enterprises Limited for the year ended 31 December 2016 which comprise the Statement of Income and Retained Earnings, the Balance Sheet and the related notes 1 to 12. 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), including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland".

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 auditor**

As explained more fully in the Directors' Responsibilities Statement, 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 Auditing Practices Board's Ethical Standards for Auditors.

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

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

**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 31 December 2016 and of its profit 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.

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF  
NEWBURY RACECOURSE ENTERPRISES LIMITED (continued)**

**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..

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 any material misstatements in the Directors' Report.

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

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 take advantage of the small companies exemption from preparing a Strategic Report and in preparing the Directors' Report.



**Andrew Bond FCA**  
**(Senior Statutory Auditor)**  
**For and on behalf of Deloitte LLP**  
Statutory Auditor  
Reading, United Kingdom



**NEWBURY RACECOURSE ENTERPRISES LIMITED**  
**STATEMENT OF INCOME AND RETAINED EARNINGS**  
**Year ended 31 December 2016**

	Note	2016 £	2015 £
TURNOVER	1	20,580	19,348
GROSS PROFIT		<u>20,580</u>	<u>19,348</u>
Administrative expenses		<u>(2,290)</u>	<u>(15,320)</u>
OPERATING PROFIT	2	<u>18,290</u>	<u>4,028</u>
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		18,290	4,028
Tax on profit on ordinary activities	4	(806)	-
PROFIT FOR THE YEAR		<u>17,444</u>	<u>4,028</u>
RETAINED EARNINGS AT 1 JANUARY 2016		158,012	153,984
Profit for the year		17,444	4,028
RETAINED EARNINGS AT 31 DECEMBER 2016		<u>175,456</u>	<u>158,012</u>

There were no recognised gains or losses in the year other than the profit/loss for the current and previous financial years. Accordingly, no separate statement of comprehensive income has been presented.

All amounts derive from continuing operations.

**NEWBURY RACECOURSE ENTERPRISES LIMITED**

**BALANCE SHEET**

**As at 31 December 2016**

	Note	2016 £	2015 £
<b>FIXED ASSETS</b>			
Tangible assets	5	1,315,298	1,315,298
		<u>1,315,298</u>	<u>1,315,298</u>
<b>CURRENT ASSETS</b>			
Debtors falling due in less than one year	6	2,341	-
Debtors falling due after more than one year	7	7,500,001	7,500,001
Cash at bank and in hand		3,459	1,290
		<u>7,505,801</u>	<u>7,501,291</u>
<b>CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR</b>	8	(3,500)	-
<b>NET CURRENT ASSETS</b>		<u>7,502,301</u>	<u>7,501,291</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		8,817,599	8,816,589
<b>CREDITORS: AMOUNTS FALLING DUE AFTER ONE YEAR</b>	9	(939,142)	(955,576)
<b>NET ASSETS</b>		<u>7,878,457</u>	<u>7,861,013</u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	10	1,001	1,001
Share premium account		7,702,000	7,702,000
Profit and loss account surplus		175,456	158,012
<b>Shareholder's funds</b>		<u>7,878,457</u>	<u>7,861,013</u>

The financial statements of Newbury Racecourse Enterprises, company number 04146183, were approved by the board of directors and authorised for issue on 28/9/17

They were signed on its behalf by:



**RICHARD TODD**  
Director

# **NEWBURY RACECOURSE ENTERPRISES LIMITED**

## **ACCOUNTING POLICIES**

**Year ended 31 December 2016**

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### **Accounting policies**

The principal accounting policies are summarised below. They have all been applied consistently throughout the year and to the preceding year.

### **Basis of preparation**

The financial statements are prepared under the historical cost convention, modified to include certain items at fair value and in accordance with Financial Reporting Standard 102 (FRS 102) issued by the Financial Reporting Council.

The prior year financial statements have not been restated as there are no material adjustments on adoption of FRS 102 in the current year.

Newbury Racecourse Enterprises Limited is consolidated in the financial statements of its parent, Newbury Racecourse plc. The consolidated financial statements of Newbury Racecourse Plc are prepared in accordance with FRS 102, are available to the public and may be obtained from the address in note 12. Newbury Racecourse Enterprises Limited meets the definition of a qualifying entity under FRS 102 and has therefore taken advantage of the disclosure exemptions available to it in respect of its separate financial statements. Exemptions have been taken in respect of the following disclosures;

- Financial instruments,
- Cash flow statement and related notes;
- Remuneration of key personnel; and
- Reconciliation of the number of shares outstanding from the beginning to the end of the period

### **Going Concern**

The company has net current assets and is able to meet its third party obligations as they fall due; it also has a positive cash position. The company has shown consistent profits and is forecast to continue making profits from renting its land. Having considered the financial position and performance of the entity and the current economic uncertainty, the directors have concluded that the company has adequate resources to continue to trade for the foreseeable future and hence it is appropriate to prepare the financial statements on a going concern basis.

### **Tangible fixed assets**

Tangible fixed assets are stated at cost, net of any depreciation or provision for impairment. Depreciation is not provided on freehold land.

### **Impairment of assets**

Assets, other than those measured at fair value, are assessed for indicators of impairment at each balance sheet date. If there is objective evidence of impairment, an impairment loss is recognised in profit or loss.

## **NEWBURY RACECOURSE ENTERPRISES LIMITED**

### **ACCOUNTING POLICIES (continued)**

**Year ended 31 December 2016**

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#### **Critical accounting judgements and key sources of estimation uncertainty**

In the application of the Company's accounting policies, which are described in note 1, the directors are required to make judgements, estimates and assumptions about the carrying amounts 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 if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods. There are no such significant judgements in the financial year ended 31 December 2016.

#### **Taxation**

Current tax, including UK corporation tax and foreign tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted at the balance sheet date.

Deferred tax is recognised in respect of all timing differences and 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.

#### **Operating lease income**

Operating lease income is credited to the profit and loss account on a straight-line basis over the term of the lease.

# NEWBURY RACECOURSE ENTERPRISES LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2016

### 1. TURNOVER

Turnover represents rental income receivable in the UK.

### 2. OPERATING PROFIT

This is stated after crediting:

	2016 £	2015 £
Lease income	20,580	19,348

Auditor's remuneration of £1,000 (2015: £1,000) is expensed and borne by Newbury Racecourse PLC.

### 3. STAFF COSTS

The company has no employees (2015: no employees). Directors' remuneration is met by Newbury Racecourse plc where there remuneration and benefits are disclosed. It is not practicable to split their remuneration between their services as directors of the two companies.

### 4. TAXATION

Reconciliation of tax on profits on ordinary activities at the standard rate to total actual amount of current tax:

	2016 £	2015 £
Profit on ordinary activities before tax	17,444	4,028
<b>Total profits chargeable to corporation tax</b>	<b>17,444</b>	<b>4,028</b>
Tax on profit on ordinary activities at 20% (2015: 20%)	3,489	806
Adjustments in respect of prior years	806	-
Group relief not paid for	(3,489)	(806)
<b>Total actual amount of current tax</b>	<b>806</b>	<b>-</b>

Current year losses have been utilised through group relief via the parent company.

**NEWBURY RACECOURSE ENTERPRISES LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS**

**Year ended 31 December 2016**

**5. TANGIBLE FIXED ASSETS**

**Freehold  
land  
£**

**Cost and net book value**

At 1 January 2016 and 31 December 2016

1,315,298

All freehold land is held for rental purposes.

**6. DEBTORS: AMOUNTS FALLING DUE IN LESS THAN ONE YEAR**

	<b>2016 £</b>	<b>2015 £</b>
Trade debtors	<u>2,341</u>	<u>-</u>

**7. DEBTORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR**

	<b>2016 £</b>	<b>2015 £</b>
Amounts owed by parent company	<u>7,500,001</u>	<u>7,500,001</u>

Amounts owed by parent company are repayable in more than 5 years, unsecured and interest free.

**8. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	<b>2016 £</b>	<b>2015 £</b>
Accruals and deferred income	<u>(3,500)</u>	<u>-</u>

**NEWBURY RACECOURSE ENTERPRISES LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS**

**Year ended 31 December 2016**

**9. CREDITORS: AMOUNTS FALLING DUE AFTER ONE YEAR**

	<b>2016</b>	<b>2015</b>
	<b>£</b>	<b>£</b>
Amounts owed to parent company	<u>(939,142)</u>	<u>(955,576)</u>

Amounts owed to parent company are repayable in more than 5 years, unsecured and interest free.

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**10. SHARE CAPITAL**

	<b>2016</b>	<b>2015</b>
	<b>£</b>	<b>£</b>
Authorised 10,000 ordinary shares of £1 each	<u>10,000</u>	<u>10,000</u>
	<b>£</b>	<b>£</b>
Allotted, called up and fully paid 1,001 ordinary shares of £1 each	<u>1,001</u>	<u>1,001</u>

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**11. RELATED PARTIES**

As a wholly owned subsidiary undertaking of Newbury Racecourse Plc, the company has taken advantage of the exemption under FRS 102 33.1A from disclosing transactions between entities, 100% or more of whose voting rights are controlled within the group.

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**12. ULTIMATE PARENT COMPANY AND CONTROLLING PARTY**

The company's ultimate parent company and controlling party is Newbury Racecourse plc, a company registered in England and Wales. This is the smallest and largest group in which the company's results are consolidated. Copies of the group financial statements are available from The Racecourse, Newbury, Berkshire, RG14 7NZ.

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