STRATEGIC REPORT, REPORT OF THE DIRECTORS AND AUDITED CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2014

FOR

AGM HOLDINGS LIMITED (PREVIOUSLY AGM HOLDINGS PLC)

TUESDAY

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23/12/2014 COMPANIES HOUSE #394

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AGM HOLDINGS LIMITED

COMPANY INFORMATION FOR THE YEAR ENDED 31 MARCH 2014

DIRECTORS:

K Michael

Ms M Michael A P Demetriou

SECRETARY:

Ms M Michael

REGISTERED OFFICE:

Grand Pier Marine Parade Weston Super Mare

Somerset BS23 1AL

REGISTERED NUMBER:

04397732 (England and Wales)

AUDITORS:

T P Lewis & Partners (BOS) Limited

Chartered Accountants & Statutory Auditor 3/5 College Street Burnham on Sea

Somerset TA8 1AR

STRATEGIC REPORT FOR THE YEAR ENDED 31 MARCH 2014

The directors present their strategic report for the year ended 31 March 2014.

REVIEW OF BUSINESS

Following the acquisition of the company by the AGM Group in February 2008 the Grand Pier pavilion was tragically destroyed by fire on 28 July 2008 after the company had made significant improvements for the 2008 summer season. During the year ended 31 March 2010 planning permission was obtained for a new pavilion and construction commenced in September 2009. In the intervening period the directors took the opportunity to make substantial repairs to the pier substructure. The new facilities opened to the public in October 2010.

Fair review of the business

The key financial highlights are as follows:

	2014 £	2013 £	2012 £	2011 £	2010 £
Turnover	6,608,174	7,455,674	9,371,178	6,896,119	8,202,821
Net profit/(loss)	1,842,964	1,280,737	4,866,408	797,919	(73,359)

PRINCIPAL RISKS AND UNCERTAINTIES

The group's risk management strategy is controlled by the directors who try to reduce all risk exposure to a minimum. The group's principal financial instruments comprise bank balances and trade creditors. The main purpose of these instruments is to raise funds for the group's operations and to finance the group's operations. Due to the nature of the financial instruments used by the group there is no exposure to price risk. The group's approach to managing the risks applicable to the financial instruments concerned is shown below.

In respect of bank balances the liquidity risk is managed by maintaining a balance between the continuity of funding and flexibility. Trade creditors liquidity risk is managed by ensuring sufficient funds are available to meet the amounts due.

The group is also exposed to a number of external risks and these risks and methods of managing these are set out below. The ability to generate turnover and profit is dependent on the structural integrity of the pier itself. This risk is managed by undergoing a continuous repair and maintenance program. In addition, insurance is maintained to cover both rebuilding costs and loss of profits in the event of any major damage. Weather conditions affect the number of visitors and associated turnover significantly and the risks associated with this are mitigated by making as much as possible of the pier's facilities, all weather attractions. Also the lead time and stock levels of seasonal supplies are kept to a minimum to accommodate any peaks and troughs.

ON BEHALF OF THE BOARD:

	>
K Michael - Director	•
18 12 2014	

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31 MARCH 2014

The directors present their report with the financial statements of the company and the group for the year ended 31 March 2014.

PRINCIPAL ACTIVITY

The principal activity of the group in the year under review was that of a holding company. The principal activities of subsidiary and associated undertakings are given in note 12 to the accounts.

DIRECTORS

The directors shown below have held office during the whole of the period from 1 April 2013 to the date of this report.

K Michael Ms M Michael A P Demetriou

DIVIDENDS

No dividends will be distributed for the year ended 31 March 2014.

FUTURE DEVELOPMENTS

The board are of the opinion that, following the reopening of The Grand Pier and closure of loss making activities, the group is now trading profitably.

FINANCIAL INSTRUMENTS

The group's principal financial instruments comprise bank balances, bank overdrafts, trade creditors, trade debtors and loans to the group. The main purpose of these instruments is to raise funds for the group's operations and to finance the group's operations.

Due to the nature of the financial instruments used by the group there is no exposure to price risk. The group's approach to managing other risks applicable to the financial instruments concerned is shown below.

In respect of bank balances the liquidity risk is managed by maintaining a balance between the continuity of funding and flexibility through the use of overdrafts at floating rates of interest.

In respect of loans these comprise loans from the directors. The loans from the directors are interest free and payable on demand. The directors are aware of the company's required finance and have determined that these will only be repaid in whole or in part when finance is available.

Trade debtors are managed in respect of credit and cash flow risk by policies concerning the credit offered to customers and the regular monitoring of amounts outstanding for both time and credit limits.

Trade creditors liquidity risk is managed by ensuring sufficient funds are available to meet amounts due.

POTENTIAL IMPACT OF THE INTRODUCTION OF THE EURO

The introduction of the euro in the UK would be unlikely to present significant problems or upheaval for the group.

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31 MARCH 2014

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 the group and of the profit or loss of the group 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 accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- 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 and the group's transactions and disclose with reasonable accuracy at any time the financial position of the company and the group 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 the group 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 group'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 group's auditors are aware of that information.

AUDITORS

T P Lewis & Partners (BOS) Limited have expressed their willingness to continue in office.

ON BEHALF OF THE BOARD:
Ms M Mietael - Secretary
Ms M Michael - Secretary
.1. 1
18/12./20.14 Date:

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF AGM HOLDINGS LIMITED

We have audited the financial statements of AGM Holdings Limited for the year ended 31 March 2014 on pages seven to thirty two. 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 a Report of the Auditors 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 set out on page four, 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 group's and the parent 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 Report of the Directors to identify material inconsistencies with the audited financial statements. 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 group's and of the parent company's affairs as at 31 March 2014 and of the group's 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.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements.

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF AGM HOLDINGS LIMITED

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 by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company 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.

Juliet Oestreich FCCA (Senior Statutory Auditor)

for and on behalf of T P Lewis & Partners (BOS) Limited

Chartered Accountants

& Statutory Auditor

3/5 College Street

Burnham on Sea

Somerset

TA8 1AR

Date: 19/12/2014

CONSOLIDATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MARCH 2014

		2014	2013
	Notes	£	as restated £
TURNOVER		7 200114	0.220.275
Group and share of joint venture Less:		7,389114	8,220,275
Share of joint venture's turnover		(780,940)	(764,601)
GROUP TURNOVER		6,608,174	7,455,674
Continuing operations Discontinued operations		6,105,174 503,000	7,455,674
Cost of sales	2	(1,236,513)	(2,046,120)
GROSS PROFIT	2	5,371,661	5,409,554
Net operating expenses	2	(3,010,112)	(3,924,460)
OPERATING PROFIT	4	2,361,549	1,485,094
Continuing operations Discontinued operations		3,344,173 (982,624)	1,485,094
		2,361,549	1,485,094
SHARE OF OPERATING PROJoint venture	OFIT IN	44,669	207,667
TOTAL OPERATING PROFIT JOINT VENTURE AND ASSO	CIATE	1ARE OF 2,406,218	1,692,761
Interest receivable and similar in	come	6.170	10.777
Group Joint venture		5,172 986	18,776 2,670
VOIL TOILUIV			
		2,412,376	1,714,207

CONSOLIDATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MARCH 2014

,		2014	2013 as restated
	Notes	£	£
Brought forward		2,412,376	1,714,207
Interest payable and similar ch Group Joint venture	arges 6	(557,541) (11,871)	(422,950) (10,520)
PROFIT ON ORDINARY A BEFORE TAXATION	CTIVITIES	1,842,964	1,280,737
Tax on profit on ordinary activ Group Joint venture	ities 7	300,928 (28,945)	5,950 (61,043)
PROFIT FOR THE FINANC AFTER TAXATION	CIAL YEAR	2,114,947	1,225,664
Minority interest - equity		113,835	(31,573)
RETAINED PROFIT FOR T FOR THE GROUP	THE FINANCIAL YEAR	2,228,782	1,194,071

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES FOR THE YEAR ENDED 31 MARCH 2014

	2014 £	2013 as restated £
RETAINED PROFIT FOR THE FINANCIAL YEAR FOR THE GROUP	2,228,782	1,194,071
Revaluation gain on investment property	1,383,045	· _
Prior year adjustment	174,793	-
TOTAL GAINS AND LOSSES RECOGNISED SINCE LAST ANNUAL REPORT	3,786,620	_1,194,071

CONSOLIDATED BALANCE SHEET 31 MARCH 2014

		20	14	20 as res	
	Notes	£	£	£	£
FIXED ASSETS					
Intangible assets	9		3,500		500
Tangible assets	10		29,075,232		32,770,207
Investments	11				
Interest in joint venture			,		
Share of gross assets			1,070,526		1,133,835
Share of gross liabilities			(741,193)		(806,099)
			329,333		327,736
Interest in associate			•		
Other investments			3,500		3,500
Investment property	12		2,000,000		549,265
			31,411,565		33,651,208
			, ,		, ,
CURRENT ASSETS					
Stocks	13	876,554		939,288	
Debtors	14	584,308		1,218,834	
Investments	15	241,853		241,853	
Cash at bank and in hand		1,315,488		1,258,147	
		3,018,203		3,658,122	
CREDITORS				•	
Amounts falling due within one year	16	(7,277,498)		(18,182,717)	
·					
NET CURRENT LIABILITIES			(4,259,295)		(14,524,595)
TOTAL ASSETS LESS CURRENT					
LIABILITIES			27,152,270		19,126,613
CREDITORS					
Amounts falling due after more than on	ne				
year	17		(13,540,000)		(9,502,129)
PROVISIONS FOR LIABILITIES	21		(88,971)		(389,899)
MINORITY INTERESTS	22		(413,313)		263,574
	•				
NET ASSETS			13,109,986		9,498,159

CONSOLIDATED BALANCE SHEET - continued 31 MARCH 2014

	Notes	2014 £	2013 £
CAPITAL AND RESERVES	110103	~	~
Called up share capital	23	100,000	100,000
Revaluation reserve	24	1,426,705	43,660
Other reserves	24	45,000	45,000
Profit and loss account	24	11,538,281	9,309,499
SHAREHOLDERS' FUNDS	27	13,109,986	9,498,159

The financial statements were approved by the Board of Directors on 18/12/2014 and were signed on its behalf by:

Ms M Michael - Director

COMPANY BALANCE SHEET 31 MARCH 2014

		20	14	2013	
	Notes	£	£	£	£
FIXED ASSETS					
Intangible assets	9		500		500
Tangible assets	10		-		-
Investments	11 12		13,013,178		13,013,182
Investment property	12		-		
			13,013,678		13,013,682
CURRENT ASSETS					
Debtors	14	1,584,101		3,803,838	
Investments	15	241,853		241,853	
Cash at bank		4,357		23,201	
		1,830,311		4,068,892	
CREDITORS	1.0	600.706		0.002.604	
Amounts falling due within one year	16	692,726		9,083,604	
NET CURRENT LIABILITIES			1,137,585		(5,014,712)
TOTAL ASSETS LESS CURRENT LIABILITIES			14,151,263		7,998,970
CREDITORS Amounts falling due after more than or			12 540 000		0.502.120
year	17		13,540,000		9,502,129
NET (LIABILITIES)/ASSETS			611,263		(1,503,159)
CAPITAL AND RESERVES					
Called up share capital	23		100,000		100,000
Profit and loss account	24		511,263		(1,603,159)
SHAREHOLDERS' FUNDS	27		611,263		(1,503,159)

The financial statements were approved by the Board of Directors on 18/12/2014 and were signed on its behalf by:

Ms M Michael - Director

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2014

		20	14	20	13
	Notes	£	£	£	£
Net cash inflow from operating activities	1		1,729,795		9,928,832
Returns on investments and servicing of finance	2		(518,585)		(204,357)
Taxation			268,742		(396,815)
Capital expenditure and financial investment	2		129,771		1,963,932
			1,609,723		11,291,592
Financing	2		(1,552,382)		(11,755,040)
Increase/(decrease) in cash in the p	eriod		57,341		(463,448)
Reconciliation of net cash flow to movement in net debt	3				
(Decrease) in cash in the period Cash (inflow)/outflow		57,341		(463,448)	
from (increase)/decrease in debt		<u>(4,517,871</u>)		2,477,917	
Change in net debt resulting from cash flows			(4,460,530)		2,014,469
Movement in net debt in the period Net debt at 1 April	i		(4,460,530) (8,585,919)		2,014,469 (10,600,388)
Net debt at 31 March			(13,046,449)		(8,585,919)

NOTES TO THE CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2014

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

Year ended 31 March 2014			
	Continuing	Discontinued	Total
	£	£	£
Operating profit/(loss)	3,344,173	(982,624)	2,361,549
Depreciation charges	2,210,984	-	2,210,984
Loss on disposal of fixed assets	4,923	1,277,010	1,281,933
Increase in stocks	27,435	35,299	62,734
Increase in debtors	351,393	283,138	634,531
Increase in creditors	(4,037,029)	<u>(784,907</u>)	(4,821,936)
Net cash inflow from continuing operating activities	1,901,879		
Net cash inflow from discontinued operating activities		(172,084)	
Net cash inflow from operating activities			1,729,795
Year ended 31 March 2013			£
Operating profit			1,485,094
Depreciation charges			2,456,448
Decrease in stocks			2,315
Decrease in debtors			4,770,851
Increase in creditors			1,214,124
			9,928,832

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

	2014 £	2013 £
Returns on investments and servicing of finance		
Interest received	6,158	21,446
Interest paid	(569,412)	(433,470)
Dividends received	44,669	207,667
Net cash outflow for returns on investments and servicing of		
finance	(518,585)	(204,357)

NOTES TO THE CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2014

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

			2014 £	2013 £
	Capital expenditure and financial investment Purchase of tangible fixed assets Purchase of fixed asset investments Purchase of investment property Sale of tangible fixed assets Sale of investment property		(42,422) (4,597) (67,690) 244,480	(39,473) (153,687) (42,908) - 2,200,000
	Net cash inflow/(outflow) for capital expenditure and investment	l financial	129,771	1,963,932
	Financing New loans in year Amounts repaid to participating interests Amount withdrawn by directors Net cash (outflow)/inflow from financing		4,517,871 (1,049) (6,069,204) (1,552,382)	(495,541) - (11,259,499) (11,755,040)
3.	ANALYSIS OF CHANGES IN NET DEBT			A 4
	Net cash: Cash at bank and in hand	At 1.4.13 £ 1,258,147	Cash flow £ 57,341	At 31.3.14 £ 1,315,488
		1,258,147	57,341	1,315,488
	Debt: Debts falling due			
	within one year Debts falling due	(341,937)	(480,000)	(821,937)
	after one year	(9,502,129) (9,844,066)	(4,037,871) (4,517,871)	(13,540,000) (14,361,937)
	Total	(8,585,919)	(4,460,530)	(13,046,449)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2014

1. ACCOUNTING POLICIES

Accounting convention

The financial statements have been prepared under the historical cost convention as modified by the revaluation of certain assets and are in accordance with applicable accounting standards.

Basis of consolidation

The consolidated financial statements include the results of AGM Holdings Limited and its subsidiary undertakings drawn up to 31 March.

Investments in joint venture undertakings are stated at the group's share of the fair value of the underlying net assets less provisions. The group's share of the profits of these undertakings for the year ended 31 March are included in the consolidated profit and loss account, applying the gross equity method.

The group is reliant on the continued support of its shareholders. The shareholders have confirmed their continuing support of the group and as a result the directors have adopted the going concern basis of accounting for the group.

Turnover

Turnover comprises the invoiced value of goods and services supplied by the group, excluding value added tax and trade discounts.

For the insurance broking subsidiaries within the group, income is recognised on the issue of the insurance companies' debit note in respect of each policy.

Goodwill

The group accounts consolidate the financial statements of the company and its subsidiary undertakings made up to 31 March. The profits and losses of subsidiary undertakings are consolidated from the date of acquisition and, where relevant, up to the date of disposal. Purchased goodwill arising on consolidation represents the difference between the aggregate of the fair values of the identifiable assets and liabilities acquired and the fair value of the consideration given. The goodwill is capitalised and amortised through the profit and loss account on a straight line basis over its useful economic life.

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 - not provided

Plant and machinery - 25% on reducing balance
Fixtures and fittings - 15% on reducing balance
Motor vehicles - 25% on reducing balance
Computer equipment - 33% on reducing balance

No depreciation is provided on the pier property to the extent that the residual value is below book value. This is a unique property and the directors are committed to maintain it at a high level of repair. In their opinion, the residual value is considerably in excess of book value.

Investment property

Investment property is shown at most recent valuation. Any aggregate surplus or deficit arising from changes in market value is transferred to a revaluation reserve.

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 MARCH 2014

1. ACCOUNTING POLICIES - continued

Stocks

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

Cost includes all direct expenditure and an appropriate proportion of fixed and variable overheads.

Cost is calculated on a first in, first out basis.

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.

Pension costs and other post-retirement benefits

The group operates a defined contribution pension scheme. Contributions payable to the group's pension scheme are charged to the profit and loss account in the period to which they relate.

2. ANALYSIS OF OPERATIONS

Cost of sales Gross profit	Continuing £ 1,004,964 5,100,211	2014 Discontinued £ 231,549	Total £ 1,236,513	2013 Total £ 2,046,120 5,409,554
Net operating expenses:	3,100,211	271,430	3,371,001	3,402,334
Administrative expenses Other operating income	1,631,527 (204,989) 1,426,538	1,583,576	3,215,103 (204,989) 3,010,114	7,538,407 (3,613,947) 3,924,460

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 MARCH 2014

3. STAFF COSTS

4.

STAFF COSTS		
	2014	2013
	£	£
Wages and salaries	1,882,210	
Social security costs	30,721	51,414
Other pension costs	21,005	15,915
Other pension costs		
•	1,933,936	2,389,676
	1,755,750	2,303,070
The average monthly number of employees during the year was as	follows:	
	2014	2013
Management and administration	178	282
		
OPERATING PROFIT		
The operating profit is stated after charging/(crediting):		
	2014	2013
	£	£
Other operating leases	49,359	259,165
Depreciation - owned assets	2,210,984	2,456,448
Loss/(profit) on disposal of fixed assets	1,281,933	-
Auditors' remuneration	36,732	54,905
Foreign exchange differences		
	150.000	150.000
Directors' remuneration	150,000	150,000

5. PRIOR YEAR ADJUSTMENT

For the previous year, legal costs amounting to £174,793 associated with the rebuild of the Pier were charged to the profit and loss account. As this is considered material to the accounts this has been disclosed as a prior period adjustment.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 MARCH 2014

6. INTEREST PAYABLE AND SIMILAR CHARGES

	2014	2013
	£	£
Bank interest	12,867	217
Bank loan interest	521,498	388,911
Mortgage interest	13,468	30,227
Bond interest	21,958	14,115
Corporation tax interest		
	569,791	433,470

7. TAXATION

Analysis of the tax charge

The tax charge on the profit on ordinary activities for the year was as follows:

	2014 £	2013 £
Current tax: UK corporation tax	28,945	61,043
Total current tax	28,945	61,043
Deferred tax	(300,928)	(5,950)
Tax on profit on ordinary activities	(271,983)	55,093

Factors affecting the tax (credit)/charge

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

Profit on ordinary activities before tax	2014 £ <u>1,842,964</u>	2013 £ 1,280,737
Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 20% (2013 - 24%)	368,593	307,377
Effects of: Expenses not deductible for tax purposes Depreciation in excess of capital allowances Utilisation of tax losses	7,258 97,159 (444,065)	78,778 75,933 (401,045)
Current tax (credit)/charge	28,945	61,043

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 MARCH 2014

8. LOSS OF PARENT COMPANY

As permitted by Section 408 of the Companies Act 2006, the profit and loss account of the parent company is not presented as part of these financial statements. The parent company's profit/(loss) for the financial year was £2,114,422 (2013 - £(1,176,443)).

9. **INTANGIBLE FIXED ASSETS**

Group

	Goodwill £	Computer software £	Totals £
COST	10 500 555	***	10 501 055
At 1 April 2013	12,500,575	500	12,501,075
Additions	-	3,000	3,000
At 31 March 2014	12,500,575	3,500	12,504,075
AMORTISATION			,
At 1 April 2013	12,500,575	-	12,500,575
		 .	
At 31 March 2014	12,500,575		12,500,575
NET BOOK VALUE			
At 31 March 2014		3,500	3,500
At 31 March 2013		500	500

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 MARCH 2014

9. INTANGIBLE FIXED ASSETS - continued

10.

At 31 March 2013

Company			
			Computer software £
COST At 1 April 2013 and 31 March 2014			500
NET BOOK VALUE At 31 March 2013 and 31 March 2014			500
TANGIBLE FIXED ASSETS			
Group	Freehold property £	Short leasehold £	Plant and machinery £
COST OR VALUATION At 1 April 2013 Additions Disposals	26,557,196 - -	2,297,408 (2,161,581)	11,655,059 25,148 (815,556)
At 31 March 2014	26,557,196	135,827	10,864,651
DEPRECIATION At 1 April 2013 Charge for year Elimination on disposal	19,175 5,138 -	887,298 7,990 (853,626)	7,123,707 2,107,063 (603,756)
At 31 March 2014	24,313	41,662	8,627,014
NET BOOK VALUE At 31 March 2014	26,532,883	94,165	2,237,637

26,538,021 1,410,110 4,531,352

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 MARCH 2014

10. TANGIBLE FIXED ASSETS - continued

Group

COST OR WALKATION	Fixtures and fittings £	Motor vehicles	Computer equipment £	Totals £
COST OR VALUATION At 1 April 2013	161,801	57,414	493,940	41,222,818
Additions	-	12,750	4,524	42,422
Disposals	(4,074)	(16,268)	(1,916)	(2,999,395)
At 31 March 2014	157,727	53,896	496,548	38,265,845
DEPRECIATION				
At 1 April 2013	89,569	36,405	296,455	8,452,609
Charge for year	17,986	6,581	66,227	2,210,985
Elimination on disposal	(2,338)	(11,345)	(1,916)	(1,472,981)
At 31 March 2014	105,217	31,641	360,766	9,190,613
NET BOOK VALUE				
At 31 March 2014	52,510	22,255	135,782	29,075,232
At 31 March 2013	72,232	21,011	197,481	32,770,207
Cost or valuation at 31 March 2014 is rep	resented by:			
		Freehold	Short	Plant and
		property	leasehold	machinery
		£	£	£
Valuation in 2009		43,660	-	-
Cost		26,513,536	135,827	10,864,651
		26,557,196	135,827	10,864,651
	Fixtures			
	and	Motor	Computer	
	fittings	vehicles	equipment	Totals
	£	£	£	£
Valuation in 2009	152 202	53.906	406 549	43,660
Cost	157,727	53,896	496,548	38,222,185
	157,727	53,896	496,548	38,265,845

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 MARCH 2014

10. TANGIBLE FIXED ASSETS - continued

Group

If freehold property had not been revalued it would have been included at the following historical cost:

Cost	2014 £ 2,226,148	2013 £ 2,226,148
Cost Aggregate depreciation	6,873	6,873

AGM Estates Limited's freehold was valued on an open market basis on 22 September 2009 by the directors.

Company

	Computer equipment £
COST	
At 1 April 2013	
and 31 March 2014	1,208
DEPRECIATION	
At 1 April 2013	
and 31 March 2014	1,208
NET BOOK VALUE At 31 March 2013 and 31 March 2014	

11. FIXED ASSET INVESTMENTS

	G	Froup	Co	mpany
	2014	2013	2014	2013
	£	£	£	£
Shares in group undertakings	-	-	13,012,126	13,012,130
Participating interests	329,333	327,736	1,052	1,052
Other investments	3,500	3,500		
	332,833	331,236	13,013,178	13,013,182

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 MARCH 2014

11. FIXED ASSET INVESTMENTS - continued

Additional information is as follows:

Group	Interest	Interest		
	in joint	in	Listed	
	venture £	associate £	investments £	Totals £
COST	T.	r.	r.	L
At 1 April 2013	327,736	-	3,500	331,236
Additions Transfers	1,597	-	-	1,597
ransiers	-	-		
At 31 March 2014	329,333	<u> </u>	3,500	332,833
NET BOOK VALUE				
At 31 March 2014	329,333		<u>3,500</u>	332,833
At 31 March 2013	327,736		3,500	331,236
Company				
- 1	Shares in	Interest	Interest	
	group undertakings	in joint venture	in associate	Totals
	£	£	£	£
COST				
At 1 April 2013 Impairments	13,012,130 (4)	52	1,000	13,013,182 (4)
mpanments	(4)	<u>-</u>		
	13,012,126	52	1,000	13,013,178
NET BOOK VALUE			•	
At 31 March 2014	13,012,126	52	1,000	13,013,178
At 31 March 2013	13,012,130	52	1,000	13,013,182

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

Subsidiaries

Grand Pier Limited

Nature of business: operators of the Grand Pier Weston-Super-Mare

Class of shares: holding Ordinary 100.00

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 MARCH 2014

11. FIXED ASSET INVESTMENTS - continued

AGM	Catering	Lim	ited
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Nature of business: operator of restaurant outlets

Class of shares: holding ordinary 90.00

The company ceased to trade on 30 June 2013 and cessation accounts have been completed for the period ended 31 August 2013

AGM Estates Limited

Nature of business: property development and investment

Class of shares: holding ordinary 100.00

AGM Resorts Limited

Nature of business: Property holding and catering

Class of shares: holding Ordinary 100.00

Gardencentre.co.uk Limited

Nature of business: online retail garden centre

The company ceased to trade on 30 September 2011 and has subsequently been struck off.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 MARCH 2014

11. FIXED ASSET INVESTMENTS - continued

Regency Insurance Brokers Limited Nature of business: insurance brokers	%		
Class of shares: ordinary	holding 100.00	2014	2013
Aggregate capital and reserves (Loss)/profit for the year		£ 283,990 (25,784)	£ 307,848 405,414
AGM City Space Investments Limited Nature of business: speculative property development	0/		
Class of shares: ordinary	% holding 95.00	2014	2013
Aggregate capital and reserves (Loss)/profit for the year		£ 107,695 (31,146)	£ 138,841 4,586,609
AGM City Space Developments Limited Nature of business: speculative property development	%		
Class of shares: ordinary	holding 100.00	2014 £	2013 £
Aggregate capital and reserves Loss for the year		- -	(319,846) (316,214)

The company ceased to trade prior to the year end and was subsequently struck off following the year end.

Further investments are held in the following dormant companies:

	Shareholding	capital and reserves£
	Shareholding	I CSCI VCST
Regency Insurance Group Services Limited	100%	1
AGM Bristol Property Limited	100%	2
Regency Warranties Administration Limited	80%	1,000
AGM Guernsey Limited	100%_	100

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 MARCH 2014

11. FIXED ASSET INVESTMENTS - continued

Joint Venture

AGM Joint Ventures Limited			
Nature of business: property development			
Class of shares: ordinary	% holding 50.00		
•		2014 £	2013 £
Aggregate capital and reserves Loss for the year		188,098 10,756	138,841 4 <u>,586,609</u>
Regency Event Solutions Limited Nature of business: Commercial lender	%		
Class of shares:	holding		
Ordinary	50.00	2014 £	2013 £
Aggregate capital and reserves		58,709	30,696
Profit/(loss) for the year		28,013	29,439
Regency Purchasing Group Limited Nature of business: Commission sales of beverages			
ivature of business. Commission sales of beverages	%		
Class of shares:	holding		
Ordinary	50.00	2014 £	2013 £
Aggregate capital and reserves		790,403	732,332
Profit for the year		397,823	379,751

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 MARCH 2014

12. **INVESTMENT PROPERTY**

Cyrout	Э.

	Total £
COST At 1 April 2013 Additions	549,265 67,690
Revaluation	1,383,045
At 31 March 2014	_2,000,000
NET BOOK VALUE At 31 March 2014	2,000,000
At 31 March 2013	549,265

13. STOCKS

	Group	
	2014	2013
	£	£
Stocks	163,209	226,488
Work-in-progress	713,345	712,800
	<u>876,554</u>	939,288

14. **DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	Group		Cor	Company	
	2014	2013	2014	2013	
	£	£	£	£	
Trade debtors	113,372	116,930	-	-	
Amounts owed by group undertakings	-	-	1,345,865	3,570,334	
Amounts owed by participating interests	217,509	319,683	193,236	188,504	
Other debtors	201,658	463,129	45,000	45,000	
Directors' loan accounts	5	5	-	-	
Prepayments	51,764	319,087	-		
	584,308	1,218,834	1,584,101	3,803,838	

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 MARCH 2014

15. CURRENT ASSET INVESTMENTS

	2014	2013
		£
Listed investments	241,853	241,853

Market value of listed investments at 31 March 2014 was £643,125 (2013 £183,750).

16. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	Group		Cor	npany
	2014	2013	2014	2013
	£	£	£	£
Bank loans and overdrafts (see note 18)	821,937	341,937	480,000	-
Trade creditors	298,498	650,041	1,733	1,899
Amounts owed to group undertakings	-	-	80,012	3,655,545
Amounts owed to participating interests	2,248	3,297	2,219	3,219
Tax	2,646	5,887	´ -	-
Social security and other taxes	27,027	44,873	-	-
VAT	261,122	251,198	-	-
Other creditors	3,511,386	8,467,113	191	201
Directors' loan accounts	2,043,494	8,112,693	45,654	5,358,525
Accrued expenses	309,140	305,678	82,917	64,215
	7,277,498	18,182,717	692,726	9,083,604

17. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	G	Group		npany
	2014	2013	2014	2013
	£	£	£	£
Bank loans (see note 18)	13,540,000	9,502,129	13,540,000	9,502,129

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 MARCH 2014

18. LOANS

An analysis of the maturity of loans is given below:

	G	roup	Cor	npany
	2014	2013	2014	2013
	£	£	£	£
Amounts falling due within one year or on demand: Bank loans	821,937	341,937	480,000	
Amounts falling due between one				
and two years:				
Bank loans – 1-2 years	480,000		480,000	
Amounts falling due between two				
and five years:				
Bank loans - 2-5 years	1,440,000		1,440,000	
Amounts falling due in more than				
five years:				
Repayable otherwise than by instalments		C 522 0C0		6 522 060
Bank loans more 5 yrs non-inst		6,533,969		6,533,969
Danasahla harimatalmanta				
Repayable by instalments	11,620,000	2,968,160	11,620,000	2,968,130
Bank loans more 5 yr by instal	11,020,000	2,908,100	11,020,000	2,900,130

19. OPERATING LEASE COMMITMENTS

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

Group

Group		d and dings
	2014	2013
	£	£
Expiring:		
In more than five years	49,359	257,674

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 MARCH 2014

20. SECURED DEBTS

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The following secured debts are included within creditors:

	G	Group		Company	
	2014	2013	2014	2013	
	£	£	£	£	
Bank loans	14,361,937	9,844,066	14,020,000	9,502,129	

The company's bank borrowings are secured by an unlimited guarantee from Grand Pier Limited dated 6 February 2008 and supported by a debenture incorporating a first legal charge over the freehold of the Grand Pier, Weston-Super-Mare. The bank also has a deed of charge over 145,000 £1 ordinary shares in Grand Pier Limited.

The director K Michael provided an interest guarantee on 23 January 2008.

21. PROVISIONS FOR LIABILITIES

	Group	
Deferred tax	2014 £ 88,971	2013 £ 389,899
Group		Deferred tax £
Balance at 1 April 2013 Decelerated capital allowances		389,899 (300,928)
Balance at 31 March 2014		88,971

22. MINORITY INTERESTS

Minority interests comprise equity minority interests only.

23. CALLED UP SHARE CAPITAL

Allotted, is:	sued and fully paid:			
Number:	Class:	Nominal	2014	2013
		value:	£	£
100,000	Ordinary	£1	100,000	100,000

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 MARCH 2014

24. RESERVES

Group	Profit and loss account	Revaluation reserve £	Other reserve	Totals . £
At 1 April 2013	9,134,706	43,660	45,000	9,223,366
Revaluation in year	-	1,383,045	-	1,383,045
Prior year adjustment	<u> 174,793</u>			174,793
	9,309,499	1,426,705	45,000	10,781,204
Profit for the year	2,228,782			2,228,782

11,538,281

1,426,705

At 31 March 2014

Сотрапу	Profit and loss account £
At 1 April 2013 Deficit for the year	(1,603,159) 2,114,422
At 31 March 2014	511,263

25. RELATED PARTY DISCLOSURES

K Michael

Director and shareholder

The director K Michael has provided loans to group companies.

	2014	2013
	£	£
Amount due to related party at the balance sheet date	2,043,494	8,112,693

AGM Joint Ventures Limited

Joint venture investment

Aggregated intercompany debtors with AGM Holdings plc group companies.

	2014	2013
	£	£
Amount due from related party at the balance sheet date	215,261	189,086

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13,009,986

45,000

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 31 MARCH 2014

25. RELATED PARTY DISCLOSURES - continued

Regency Purchasing G	roup Li	mited
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Associated company

Called up share capital not paid.	2014	2013
Amount due to related party at the balance sheet date	£ 1,000	£ 1,000
Regency Warranties Administration Limited Dormant subsidiary		
Called up share capital not paid.		

onite up the corporation and production and the corporation and th	2014 £	2013 £
Amount due to related party at the balance sheet date	<u>800</u>	800

26. ULTIMATE CONTROLLING PARTY

The company is controlled by the director K Michael.

27. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS Group

Group	2014	2013 as restated
	£	£
Profit for the financial year	2,228,782	1,194,071
Other recognised gains and losses relating to the year (net)	1,383,045	
Net addition to shareholders' funds	3,611,827	1,194,071
Opening shareholders' funds (originally £9,323,366	0.400.150	0.100.005
before prior year adjustment £174,793)	9,498,159	8,129,295
Closing shareholders' funds	13,109,986	9,498,159
Company		
1	2014	2013
	£	£
Profit/(Loss) for the financial year	2,114,422	(1,176,443)
Net reduction of shareholders' funds	2,114,422	(1,176,443)
Opening shareholders' funds	(1,503,159)	(326,716)
Closing shareholders' funds	611,263	(1 <u>,503,159</u>)