## Strategic Report, Report of the Director and

## Financial Statements for the Year Ended 31 December 2015

<u>for</u>

**Eight Over Eight Restaurant Limited** 

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### **Eight Over Eight Restaurant Limited**

## Company Information for the Year Ended 31 December 2015

DIRECTOR:

W R Ricker

**SECRETARY:** 

Miss A Coles

**REGISTERED OFFICE:** 

**BCL House** 

2 Pavilion Business Park

Royds Hall Road

LEEDS

West Yorkshire

LS12 6AJ

**REGISTERED NUMBER:** 

04549622 (England and Wales)

**AUDITORS:** 

BCL Accountants Ltd

**BCL** House

2 Pavilion Business Park

Royds Hall Road

LEEDS LS12 6AJ

### Strategic Report for the Year Ended 31 December 2015

The director presents his strategic report for the year ended 31 December 2015.

#### **REVIEW OF BUSINESS**

The Company's turnover for the 12 months to 31st December 2015 fell by 5.6% compared with 2014.

The overall gross margin fell by .5% and direct wages increased by .5%

The company continues to look for expansion opportunities in the restaurant sector.

The director and senior executives regularly identify monitor and mange potential risks and currently access these to be

### Market Risk: Pricing and market changes

External influences, such as changes in the general economic climate, rate rises, competitor activity and changes to the licensing laws could have a detrimental effect on customers' spending patterns and therefore the Company's revenue, profitability and consequently the value of its assets.

### Market Risk: Consumer taste and brand management

Social and demographic changes are driving the long-term growth in eating-out while at the same time leading to a steady decline in the sales of on-trade drinks without food. These changes, together with other developments in consumer taste may reduce the appeal of the Ricker Restaurant venues to its customers, especially if the Company fails to anticipate and identify these changes and respond to them adequately and promptly

### Operational Risk: Cost of goods price increases and wage increases

Increases in the price of goods for resale as a result of increases in global demand and uncertainty of supply in producing nations can have a significant impact on the cost base consequently impacting margins. The national living wage comes into place in April 2016 essential increasing the pay by £910 per annum for full time employees over 25 having an impact on the GP margins

### Operational Risk: Energy price increases

The Ricker group is a large commercial user of gas and electricity. There is a risk that costs increase because of global increases in demand and uncertainty of supply in energy producing nations.

### Strategic Report for the Year Ended 31 December 2015

### PRINCIPAL RISKS AND UNCERTAINTIES

The director and senior executives regularly identify monitor and manage potential risks and currently access these to be:-

This list is not presumed to be exhaustive, and by its very nature is subject to change.

Increased supply of new restaurant concepts into the market

Adverse economic conditions and decline in consumer confidence in the UK

Scarcity or increase in prices of key raw materials, wages and overheads (including utilities)

Impact of terrorism

Increased regulation of industry leading to higher costs

Possible health pandemic that may cause customers to stay away or prevent restaurants being adequately staffed

Failure to provide customers with brand-standard value for money offerings and service levels

Failure of key suppliers to deliver products

Damage to brand image due to failures in environmental health or from contamination of products

The loss of key personnel or failure to manage succession planning

Breakdown in internal controls through fraud or error

Failure to evolve our offers in line with patterns of consumer demand

The director is confident of continued growth through their core benefits of quality and service delivered throughout the group.

W R Ricker - Director

Date: 20.9, 2016

## Report of the Director for the Year Ended 31 December 2015

The director presents his report with the financial statements of the company for the year ended 31 December 2015.

#### **DIVIDENDS**

No dividends will be distributed for the year ended 31 December 2015.

#### **DIRECTOR**

W R Ricker held office during the whole of the period from 1 January 2015 to the date of this report.

### STATEMENT OF DIRECTOR'S RESPONSIBILITIES

The director is responsible for preparing the Report of the Director and the financial statements in accordance with applicable law and regulations.

Company law requires the director to prepare financial statements for each financial year. Under that law the director has 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 director must not approve the financial statements unless he is 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 director is 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 director is 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 him to ensure that the financial statements comply with the Companies Act 2006. He is 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 director is 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 he has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

### **AUDITORS**

The auditors, BCL Accountants Ltd, will be proposed for re-appointment at the forthcoming Annual General Meeting.

ON BEHALF OF THE BOARD:

W R Ricker - Director

Date: 209.2016

## Report of the Independent Auditors to the Members of Eight Over Eight Restaurant Limited

We have audited the financial statements of Eight Over Eight Restaurant Limited for the year ended 31 December 2015 on pages six to twenty. 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 Financial Reporting Standard 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 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 director and auditors

As explained more fully in the Statement of Director's Responsibilities set out on page four, the director is 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 director; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Strategic Report and the Report of the Director 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 2015 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.

### Opinion on other matter prescribed by the Companies Act 2006

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

### 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 director's remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Christopher Nunn FCA (Senior Statutory Auditor) for and on behalf of BCL Accountants Ltd

BCL House 2 Pavilion Business Park

Royds Hall Road LEEDS

LS12 6AJ

Date: 21 9 2016

## Income Statement for the Year Ended 31 December 2015

	Notes	31.12.15 £	31.12.14 £
TURNOVER		2,386,124	2,530,092
Cost of sales		1,101,129	1,153,862
GROSS PROFIT		1,284,995	1,376,230
Administrative expenses		1,149,920	1,166,426
OPERATING PROFIT	3	135,075	209,804
Interest payable and similar charges	4	127	481
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	ES:	134,948	209,323
Tax on profit on ordinary activities	5	36,038	51,601
PROFIT FOR THE FINANCIAL YEA	AR.	98,910	157,722

## Other Comprehensive Income for the Year Ended 31 December 2015

Notes	31.12.15 £	31.12.14 £
PROFIT FOR THE YEAR	98,910	157,722
OTHER COMPREHENSIVE INCOME		
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	98,910	157,722

## Balance Sheet 31 December 2015

		31.12.1	15	31.12.	14
	Notes	£	£	£	£
FIXED ASSETS					
Tangible assets	7		658,115		709,944
CURRENT ASSETS					
Stocks	8	36,205		33,121	
Debtors	9	98,956		71,577	
Cash at bank and in hand		104,921		123,148	
		240,082		227,846	
CREDITORS .					
Amounts falling due within one year	10	596,143		734,141	
NET CURRENT LIABILITIES			(356,061)		(506,295)
TOTAL ASSETS LESS CURRENT			202.054		202 640
LIABILITIES	•		302,054		203,649
PROVISIONS FOR LIABILITIES	12		5,403		5,908
NET ASSETS			296,651		197,741
NET ASSETS	•		====		====
CAPITAL AND RESERVES					
Called up share capital	13		1,000		1,000
Retained earnings	14		295,651		196,741
SHAREHOLDERS' FUNDS			296,651		197,741

## Balance Sheet - continued 31 December 2015

The financial statements were approved and authorised for issue the director on	20.9.2014 and were
signed by:	
(0)	
W R Ricker - Director	

## Statement of Changes in Equity for the Year Ended 31 December 2015

	Called up share capital £	Retained earnings	Total equity £
Balance at 1 January 2014	1,000	183,379	184,379
Changes in equity Dividends Total comprehensive income		(144,360) 157,722	(144,360) 157,722
Balance at 31 December 2014		196,741	197,741
Changes in equity Total comprehensive income	<u></u>	98,910	98,910
Balance at 31 December 2015	1,000	295,651	296,651

## <u>Cash Flow Statement</u> <u>for the Year Ended 31 December 2015</u>

	lotes	31.12.15 £	31.12.14 £
Cash flows from operating activities Cash generated from operations	1	164,595	226,543
Interest paid		(127)	(481)
Tax paid		(82,075)	(60,760)
Net cash from operating activities		82,393	165,302
Cash flows from investing activities			
Purchase of tangible fixed assets		(4,605)	(8,280)
Net cash from investing activities		(4,605)	(8,280)
Cash flows from financing activities	·		
Group Loans		(96,015)	(144.260)
Equity dividends paid		<u>-</u>	(144,360)
Net cash from financing activities		(96,015)	(144,360)
(Decrease)/increase in cash and cash equiv Cash and cash equivalents at beginning of	alents	(18,227)	12,662
year	2	123,148	110,486
		<del></del>	
Cash and cash equivalents at end of year	2	104,921	123,148

### Notes to the Cash Flow Statement for the Year Ended 31 December 2015

## 1. RECONCILIATION OF PROFIT BEFORE TAXATION TO CASH GENERATED FROM OPERATIONS

	31.12.15	31.12.14
	. £	£
Profit before taxation	134,948	209,323
Depreciation charges	56,433	45,172
Finance costs	127	481
	191,508	254,976
(Increase)/decrease in stocks	(3,084)	9,919
Increase in trade and other debtors	(4,063)	(5,521)
Decrease in trade and other creditors	(19,766)	(32,831)
Cash generated from operations	164,595	226,543
	<del></del>	

## 2. CASH AND CASH EQUIVALENTS

The amounts disclosed on the Cash Flow Statement in respect of cash and cash equivalents are in respect of these Balance Sheet amounts:

### Year ended 31 December 2015

	31.12.15 £	1.1.15 £
Cash and cash equivalents	104,921	123,148
Year ended 31 December 2014		
	31.12.14	1.1.14
	£	£
Cash and cash equivalents	123,148	110,486
	1994 <del>-</del>	

## Notes to the Financial Statements for the Year Ended 31 December 2015

#### 1. ACCOUNTING POLICIES

### Basis of preparing the financial statements

These financial statements have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

### Related party exemption

The company has taken advantage of exemption, under the terms of Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland', not to disclose related party transactions with wholly owned subsidiaries within the group.

### Change in accounting estimate.

The director has reviewed the remaining estimated useful life of the short leasehold and improvements and concluded that the number of years remaining should be reduce in line with the remaining lease term. This has resulted in an increased depreciation charge for the current year and future years from £32,723 to £45,057.

### **Turnover**

Turnover is the amount derived from ordinary activities and stated after trade discounts, other sales taxes and net of 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.

Short leasehold - in accordance with the property
Improvements to property - in accordance with the property
Plant and machinery - 20% on reducing balance
Fixtures and fittings - 15% on reducing balance
Computer equipment - 33.3333% on cost

#### 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.

### Pension costs and other post-retirement benefits

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

## 2. STAFF COSTS

	31.12.15 £	31.12.14 £
Wages and salaries	560,255	582,596
Social security costs	46,426	46,797
Other pension costs	1,671	-
	608,352	629,393
The average monthly number of employees during the year was as follows:	31.12.15	31.12.14
Staff	<del>41</del>	<u>41</u>

## Notes to the Financial Statements - continued for the Year Ended 31 December 2015

### 3. OPERATING PROFIT

Effects of:

Rounding

Deferred Tax Charge

Total tax charge

Depreciation in excess of capital allowances

The operating profit is stated after charging:

	Depreciation - owned assets Auditors' remuneration	31.12.15 £ 56,434 6,750	31.12.14 £ 45,172 6,750
	Director's remuneration		<u>·</u>
4.	INTEREST PAYABLE AND SIMILAR CHARGES  Corporation Tax Interest	31.12.15 £ 127	31.12.14 £ 481
5.	TAXATION		
	Analysis of the tax charge The tax charge on the profit on ordinary activities for the year was as follows:	31.12.15 £	31.12.14 £
	Current tax: UK corporation tax	36,543	51,271
	Deferred tax	(505)	330
	Tax on profit on ordinary activities	36,038	51,601
	Reconciliation of total tax charge included in profit and loss  The tax assessed for the year is higher than the standard rate of corporation to explained below:	ax in the UK. T	he difference is
		31.12.15	31.12.14 £
	Profit on ordinary activities before tax	134,948	209,323
	Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 20.250% (2014 - 21.490%)	27,327	44,984

6,280

330

51,601

9,222

**(6)** 

(505)

36,038

## Notes to the Financial Statements - continued for the Year Ended 31 December 2015

	tor the Teur Endea	51 December 2015	•	
6.	DIVIDENDS			
			31.12.15	31.12.14
			£	£
	Ordinary 'A' .01p. shares of 1p each Interim		-	86,616
	Ordinary 'B' 0.01p shares of 1p each Interim		-	57,744
				144,360
				====
7.	TANGIBLE FIXED ASSETS			
			Improvements	
		Short leasehold	to property	Plant and
		teasenoid £	property £	machinery £
	COST	ow.	~	<b>~</b>
	At 1 January 2015	84,425	733,650	65,082
	Additions	<u>.</u>	, <u>-</u>	4,605
	At 31 December 2015	84,425	733,650	69,687
	DEPRECIATION	<del></del>		<del></del>
	At 1 January 2015	39,340	131,211	37,839
	Charge for year	3,512	41,552	6,092
	At 31 December 2015	42,852	172,763	43,931
	NET BOOK VALUE			
	At 31 December 2015	41,573	560,887	25,756
	At 31 December 2014	45,085	602,439	27,243
		Fixtures		
		and	Computer	
		fittings	equipment	Totals
	COST	£	£	£
	At 1 January 2015	64,835	6,602	954,594
	Additions	-	-	4,605
	At 31 December 2015	64,835	6,602	959,199
	DEPRECIATION			
	At 1 January 2015	29,658	6,602	244,650
	Charge for year	5,278	0,002	56,434
	-	<del></del>		
	At 31 December 2015	34,936	6,602	301,084
	NET BOOK VALUE			
	At 31 December 2015	29,899		658,115
	At 31 December 2014	35,177		709,944
		<del></del>		

## Notes to the Financial Statements - continued for the Year Ended 31 December 2015

8.	STOCKS	31.12.15	31.12.14
	Stocks	36,205 ———	33,121 =====
9.	DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR	31.12.15 £	31.12.14 £
	Prepayments	98,956 ====	71,577 =====
10.	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR		
,	CREDITORS, AMOUNTS LABBING DOE WITHIN ONE TEAM	31.12.15	31.12.14
		£	£
	Trade creditors	237,933	288,192
	Amounts owed to group undertakings	67,015	- 82 202
	Tax Social security and other taxes	36,670 11,660	82,202 11,725
	VAT	60,869	89,771
	Other creditors	6,049	17,147
	Accrued expenses	175,947	245,104
		596,143	734,141
11.	LEASING AGREEMENTS		
	Minimum lease payments under non-cancellable operating leases fall due as fo	llows:	
		31.12.15	31.12.14
		£	£
	Within one year	200,000	200,000
	Between one and five years In more than five years	800,000 1,366,667	800,000 1,566,667
	in more man rive years		1,500,007
		2,366,667	2,566,667
12	BROWISIONS FOR LIABILITIES		
12.	PROVISIONS FOR LIABILITIES	31.12.15	31.12.14
		£	£
	Deferred Taxation	5,403	5,908
	•	===	=====
			Deferred tax
	Balance at 1 January 2015 Credit to January Statement during year		5,908
	Credit to Income Statement during year		(505)
	Balance at 31 December 2015		5,403

## Notes to the Financial Statements - continued for the Year Ended 31 December 2015

### 13. CALLED UP SHARE CAPITAL

Allotted, issu	ued and fully paid:			
Number:	Class:	Nominal value:	31.12.15 £	31.12.14 £
60,000	Ordinary 'A' .01p.	1p	====	====
Allotted and	issued:	•		
Number:	Class:	Nominal value:	31.12.15 £	31.12.14 £
40,000	Share capital 2	lp	400	400

The shares of the company were purchased by Ricker Restaurants Holdings Limited on 26th March 2008.

#### 14. RESERVES

	Retained earnings £
At 1 January 2015 Profit for the year	196,741 98,910
At 31 December 2015	295,651

### 15. ULTIMATE PARENT COMPANY

The ultimate parent company is Barons Trust.

### 16. DIRECTOR'S ADVANCES, CREDITS AND GUARANTEES

W R Ricker is a director of Ricker Restaurants Limited, which has a service contract to provide consultancy to Eight Over Eight Limited. This amounted to £40,000 in the period and the prior year.

### 17. ULTIMATE CONTROLLING PARTY

The ultimate controlling party is the Barons Trust by virtue of it's shareholdings in Walcott Peak Ltd.

Walcott Peak Ltd are the majority shareholders in Willem Ltd , Winnett Investments Ltd and Wakefield Investments Ltd

Willem Ltd, Winnett Investments Limited and Wakefield Investments are majority shareholders in the Holding company (Ricker Restaurants Holdings) Ltd.

# Reconciliation of Equity 1 January 2014 (Date of Transition to FRS 102)

		UK GAAP	Effect of transition to FRS 102	FRS 102
	Notes	£	£	£
FIXED ASSETS				•
Tangible assets		746,836	-	746,836
CURRENT ASSETS				
Stocks		43,040	_	43,040
Debtors		66,056	_	66,056
Cash at bank and in hand		110,486	-	110,486
			<del></del>	
		219,582	-	219,582
CDEDIMORG				
CREDITORS  Amounts falling due within one year		(776,461)		(776,461)
Amounts faming due within one year		(770,401)		(770,401) ————
NET CURRENT LIABILITIES		(556,879)	_	(556,879)
TOTAL ASSETS LESS CURRENT				
LIABILITIES		189,957	-	189,957
PROVISIONS FOR LIABILITIES		(5,578)		(5,578)
1 ROVISIONS FOR LIABILITIES		(3,378)		(3,378)
NET ASSETS		184,379	-	184,379
			<del></del>	
CAPITAL AND RESERVES				
Called up share capital		1,000	-	1,000
Retained earnings		183,379	<del>-</del>	183,379
SHAREHOLDERS' FUNDS		184,379	_	184,379
SIMILITOEDENS FORDS		=====		=====

## Reconciliation of Equity - continued 31 December 2014

	UK GAAP	Effect of transition to FRS 102	FRS 102
Notes	£	£	£
FIXED ASSETS			,
Tangible assets	709,944	-	709,944
CURRENT ASSETS	<del></del>		
Stocks	33,121	_	33,121
Debtors	71,577	_	71,577
Cash at bank and in hand	123,148	_	123,148
Cutif at outer and in name			
	227,846	-	227,846
	<del></del>	<del></del>	
CREDITORS			
Amounts falling due within one year	(734,141)	•	(734,141)
NET CURRENT LIABILITIES	(50( 205)		(50( 205)
NET CURRENT LIABILITIES	(506,295)		(506,295)
TOTAL ASSETS LESS CURRENT			
LIABILITIES	203,649	_	203,649
		•	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
PROVISIONS FOR LIABILITIES	(5,908)	-	(5,908)
NET ASSETS	197,741		197,741
CADITAL AND DECEDVES	<del></del>	•	
CAPITAL AND RESERVES	1,000		1,000
Called up share capital Retained earnings	1,000	-	1,000
Ketaniea edilliik?	190,741		190,741
SHAREHOLDERS' FUNDS	197,741	_	197,741
· · · · · · · · · · · · · · · · · · ·	======		====

## Reconciliation of Profit for the Year Ended 31 December 2014

	UK GAAP £	Effect of transition to FRS 102 £	FRS 102
TURNOVER	2,530,092	-	2,530,092
Cost of sales	(1,153,862)	<u> </u>	(1,153,862)
GROSS PROFIT	1,376,230	-	1,376,230
Administrative expenses	(1,166,426)		(1,166,426)
OPERATING PROFIT	209,804		209,804
Interest payable and similar charges	(481)	<u>-</u>	(481)
PROFIT ON ORDINARY ACTIVITIES			
BEFORE TAXATION	209,323	-	209,323
Tax on profit on ordinary activities	(51,601)	-	(51,601)
PROFIT FOR THE FINANCIAL YEAR	157,722	-	157,722