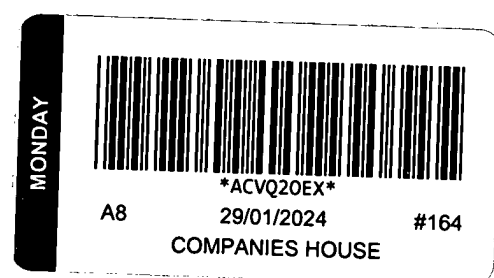


Report of the Directors and
Financial Statements for the Year Ended 30 June 2023
for
Bath Hotel And Spa Limited



Bath Hotel And Spa Limited

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for the Year Ended 30 June 2023

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Bath Hotel And Spa Limited

Company Information
for the Year Ended 30 June 2023

DIRECTORS:

Ms P Poussier
C F Skellett
A Jordan

SECRETARIES:

Ms R E Jefferson
Quayseco Limited

REGISTERED OFFICE:

Wessex Water Operations Centre
Claverton Down Road
Claverton Down
Bath
BA2 7WW

REGISTERED NUMBER:

05096794 (England and Wales)

AUDITORS:

Moore
Chartered Accountants and Statutory Auditor
30 Gay Street
Bath
BA1 2PA

Bath Hotel And Spa Limited

Report of the Directors for the Year Ended 30 June 2023

The directors present their report with the financial statements of the company for the year ended 30 June 2023.

PRINCIPAL ACTIVITY

The principle activity of the company was previously operating a leasehold property but the company is not currently trading.

DIRECTORS

The directors shown below have held office during the whole of the period from 1 July 2022 to the date of this report.

Ms P Poussier
C F Skellett
A Jordan

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.

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.

AUDITORS

In accordance with Section 489 of the Companies Act 2006, a resolution for the re-appointment of Moore Stephens as auditors of the company is to be proposed at the forthcoming Annual General Meeting.

Bath Hotel And Spa Limited

Report of the Directors
for the Year Ended 30 June 2023

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

ON BEHALF OF THE BOARD:



.....
Pearly Poussier - Director

Date: 15th December 2023

Report of the Independent Auditors to the Members of
Bath Hotel And Spa Limited

Opinion

We have audited the financial statements of Bath Hotel And Spa Limited (the 'company') for the year ended 30 June 2023 which comprise the Income Statement, Statement of Financial Position, Statement of Changes in Equity and Notes to the Financial Statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 101 'Reduced Disclosure Framework' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 30 June 2023 and of its loss 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.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Other information

The directors are responsible for the other information. The other information comprises the information in the Report of the Directors, but does not include the financial statements and our Report of the Auditors thereon.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Opinions 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 Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Report of the Directors has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the Report of the Directors.

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption from the requirement to prepare a Strategic Report or in preparing the Report of the Directors.

Responsibilities of directors

As explained more fully in the Statement of Directors' Responsibilities set out on page two, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Report of the Independent Auditors to the Members of
Bath Hotel And Spa Limited

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue a Report of the Auditors that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

We obtained an understanding of the legal and regulatory requirements applicable to the company and considered that the most significant are the Companies Act 2006, UK Financial Reporting Standards, and UK taxation legislation

We obtained an understanding of how the company complies with these requirements by discussions with management and those charged with governance.

We assessed the risk of material misstatement of the financial statements, including the risk of material misstatement due to fraud and how it might occur, by holding discussions with management and those charged with governance.

We inquired of management and those charged with governance as to any known instances of non-compliance or suspected non-compliance with laws and regulations.

Based on this understanding, we designed specific appropriate audit procedures to identify instances of non-compliance with laws and regulations. This included making enquiries of management and those charged with governance and obtaining additional corroborative evidence as required.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at www.frc.org.uk/auditorsresponsibilities. This description forms part of our Report of the Auditors.

Report of the Independent Auditors to the Members of
Bath Hotel And Spa Limited

Use of our report

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.



M J Powell (Senior Statutory Auditor)
for and on behalf of Moore
Chartered Accountants and Statutory Auditor
30 Gay Street
Bath
BA1 2PA

Date:15/12/23.....

Bath Hotel And Spa Limited

Income Statement
for the Year Ended 30 June 2023

	Notes	30.6.23 £	30.6.22 £
TURNOVER		-	-
Administrative expenses		<u>1,000</u>	<u>1,000</u>
OPERATING LOSS		(1,000)	(1,000)
Interest receivable and similar income		<u>15</u>	<u>1</u>
		(985)	(999)
Interest payable and similar expenses	4	<u>72</u>	<u>72</u>
LOSS BEFORE TAXATION	5	(1,057)	(1,071)
Tax on loss	6	<u>-</u>	<u>(203)</u>
LOSS FOR THE FINANCIAL YEAR		<u>(1,057)</u>	<u>(868)</u>

The notes form part of these financial statements

Bath Hotel And Spa Limited

Other Comprehensive Income
for the Year Ended 30 June 2023

	Notes	30.6.23 £	30.6.22 £
LOSS FOR THE YEAR		(1,057)	(868)
OTHER COMPREHENSIVE INCOME		<u>-</u>	<u>-</u>
TOTAL COMPREHENSIVE LOSS FOR THE YEAR		<u>(1,057)</u>	<u>(868)</u>

The notes form part of these financial statements

Statement of Financial Position
30 June 2023

	Notes	£	30.6.23 £	£	30.6.22 £
CURRENT ASSETS					
Debtors	7		736		603
Cash at bank			<u>3,069</u>		<u>3,059</u>
			3,805		3,662
CREDITORS					
Amounts falling due within one year	8		<u>4,806</u>		<u>3,606</u>
NET CURRENT (LIABILITIES)/ASSETS			<u>(1,001)</u>		<u>56</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			<u>(1,001)</u>		<u>56</u>
CAPITAL AND RESERVES					
Called up share capital	9		4		4
Share premium			2,846,725		2,846,725
Retained earnings	10		<u>(2,847,730)</u>		<u>(2,846,673)</u>
SHAREHOLDERS' FUNDS			<u>(1,001)</u>		<u>56</u>

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

The financial statements were approved by the Board of Directors and authorised for issue on 15th December 2023 and were signed on its behalf by:



.....
Pearly Poussier - Director

The notes form part of these financial statements

Bath Hotel And Spa Limited

Statement of Changes in Equity
for the Year Ended 30 June 2023

	Called up share capital £	Retained earnings £	Share premium £	Total equity £
Balance at 1 July 2021	4	(2,845,805)	2,846,725	924
Changes in equity				
Total comprehensive loss	<u>-</u>	<u>(868)</u>	<u>-</u>	<u>(868)</u>
Balance at 30 June 2022	<u>4</u>	<u>(2,846,673)</u>	<u>2,846,725</u>	<u>56</u>
Changes in equity				
Total comprehensive loss	<u>-</u>	<u>(1,057)</u>	<u>-</u>	<u>(1,057)</u>
Balance at 30 June 2023	<u>4</u>	<u>(2,847,730)</u>	<u>2,846,725</u>	<u>(1,001)</u>

The notes form part of these financial statements

1. STATUTORY INFORMATION

Bath Hotel And Spa Limited is a private company, limited by shares, registered in England and Wales. The company's registered number and registered office address can be found on the Company Information page.

2. ACCOUNTING POLICIES

Basis of preparation

These financial statements have been prepared in accordance with Financial Reporting Standard 101 "Reduced Disclosure Framework" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

The company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by FRS 101 "Reduced Disclosure Framework":

- the requirements of paragraph 24(6) of IFRS 6 Exploration for and Evaluation of Mineral Resources;
- the requirements of IFRS 7 Financial Instruments: Disclosures;
- the requirements of paragraph 52, the second sentence of paragraph 89, and paragraphs 90, 91 and 93 of IFRS 16 Leases;
the requirements of paragraph 58 of IFRS 16;
- the requirements of the second sentence of paragraph 110 and paragraphs 113(a), 114, 115, 118, 119(a) to (c), 120 to 127 and 129 of IFRS 15 Revenue from Contracts with Customers;
- the requirement in paragraph 38 of IAS 1 Presentation of Financial Statements to present comparative information in respect of:
 - paragraph 79(a)(iv) of IAS 1;
- the requirements of paragraphs 10(d), 10(f), 16, 38A, 38B, 38C, 38D, 40A, 40B, 40C, 40D and 111 of IAS 1 Presentation of Financial Statements;
- the requirements of paragraphs 134 to 136 of IAS 1 Presentation of Financial Statements;
- the requirements of IAS 7 Statement of Cash Flows;
- the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors;
- the requirements of paragraphs 17 and 18A of IAS 24 Related Party Disclosures;
- the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group;
- the requirements of paragraphs 134(d) to 134(f) and 135(c) to 135(e) of IAS 36 Impairments of Assets.

Going concern

The Directors have considered the going concern basis of the Company in light of the impact of the global Coronavirus pandemic and specifically the situation in the United Kingdom. These are unprecedented times and the Directors have considered all aspects of the Company's business when looking at the going concern status.

On the basis of their assessment of the company's financial position and of the letter of support received from the directors of YTL Hotels & Properties Sdn Bhd, an intermediate parent company, the company's directors have a reasonable expectation that the company will be able to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

2. ACCOUNTING POLICIES - continued

Taxation

Current taxes are based on the results shown in the financial statements and are calculated according to local tax rules, using tax rates enacted or substantially enacted by the balance sheet date.

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the balance sheet liability method.

Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

Financial liabilities & equity

Debt and equity instruments are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangement.

Other financial liabilities, including borrowings, are initially measured at fair value, net of transaction costs.

Other financial liabilities are subsequently measured at amortised cost using the effective interest method, with interest expense recognised on an effective yield basis.

Equity Instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs.

Financial Instruments

Financial assets and financial liabilities are recognised in the Company's balance sheet when the Company becomes a party to the contractual provisions of the instrument.

2. ACCOUNTING POLICIES - continued

Financial assets

All financial assets are recognised and de-recognised on a trade date where the purchase or sale of a financial asset is under a contract whose terms require delivery of the financial asset within the timeframe established by the market concerned, and are initially measured at fair value, plus transaction costs, except for those financial assets classified as at fair value through profit or loss, which are initially measured at fair value.

Impairment of Financial Assets

Financial assets, other than those at fair value through profit and loss, are assessed for indicators of impairment at each balance sheet date. Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows of the investment have been affected. For listed and unlisted equity investments classified as available for sale, a significant or prolonged decline in the fair value of the security below its cost is considered to be objective evidence of impairment.

For financial assets carried at amortised cost, the amount of the impairment is the differences between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective interest rate.

3. EMPLOYEES AND DIRECTORS

There were no staff costs for the year ended 30 June 2023 nor for the year ended 30 June 2022.

4. INTEREST PAYABLE AND SIMILAR EXPENSES

	30.6.23	30.6.22
	£	£
Bank interest	<u>72</u>	<u>72</u>

5. LOSS BEFORE TAXATION

Audit fees for the year totalled £1,000 (2022: £1,000).

6. TAXATION

Analysis of tax income

	30.6.23	30.6.22
	£	£
Current tax:		
Tax	<u>-</u>	<u>(203)</u>
Total tax income in income statement	<u>-</u>	<u>(203)</u>

Notes to the Financial Statements - continued
for the Year Ended 30 June 2023

6. TAXATION - continued

Factors affecting the tax expense

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

	30.6.23	30.6.22
	£	£
Loss before income tax	<u>(1,057)</u>	<u>(1,071)</u>
Loss multiplied by the standard rate of corporation tax in the UK of 20.500% (2022 - 19%)	(217)	(203)
Effects of:		
Unrecognised tax losses	<u>217</u>	<u>-</u>
Tax income	<u>-</u>	<u>(203)</u>

There are taxable losses available at the year end of £2,205,719 (2022: £2,205,719). The deferred tax asset has not been recognised in the financial statements due to the uncertainty of its recovery, as there is insufficient evidence that there will be sufficient taxable profits in the foreseeable future.

The company has used its taxable trading losses for group relief and is to be reimbursed for these and therefore a tax credit has been recognised.

7. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	30.6.23	30.6.22
	£	£
Amounts owed by group undertakings	203	203
Other debtors	<u>533</u>	<u>400</u>
	<u>736</u>	<u>603</u>

8. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	30.6.23	30.6.22
	£	£
Amounts owed to group undertakings	3,600	2,400
Other creditors	6	6
Accruals and deferred income	<u>1,200</u>	<u>1,200</u>
	<u>4,806</u>	<u>3,606</u>

Notes to the Financial Statements - continued
for the Year Ended 30 June 2023

9. CALLED UP SHARE CAPITAL

Allotted, issued and fully paid:

Number:	Class:	Nominal value:	30.6.23	30.6.22
		£	£	£
4	Ordinary	£1	<u>4</u>	<u>4</u>

10. RESERVES

	Retained earnings £	Share premium £	Totals £
At 1 July 2022	(2,846,673)	2,846,725	52
Deficit for the year	<u>(1,057)</u>		<u>(1,057)</u>
At 30 June 2023	<u>(2,847,730)</u>	<u>2,846,725</u>	<u>(1,005)</u>

11. ULTIMATE PARENT COMPANY

The company's parent company is Bath Hotel & Spa BV, a company incorporated in Netherlands.

The largest group in which the results of the Company are consolidated is that headed by YTL Corporation Berhad incorporated in Malaysia. The consolidated financial statements of this group are available to the public and can be obtained from Yeoh Tiong Lay Plaza, 55 Jalan Bukit Bintang, 55100 Kuala Lumpur, Malaysia.

12. RELATED PARTY DISCLOSURES

There were no balances outstanding with related parties at the year end other than those owed to group undertakings.