

# **Premier Marinas Holdings Limited**

Annual Report and Financial Statements

Period Ended

29 September 2019

Company Number 05524490

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# Premier Marinas Holdings Limited

## Report and financial statements for the period ended 29 September 2019

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### Company information

#### Directors

P H Bradshaw  
M S Clare  
P J Pereira Gray  
T J Livett  
L N Patel  
B I Stimson

#### Secretary and registered office

C Kloet, Swanwick Marina, Swanwick, Southampton, Hampshire, SO31 1ZL

#### Company Number

05524490

#### Auditors

Deloitte LLP, Statutory Auditor, London



# Premier Marinas Holdings Limited

## Strategic report for the period ended 29 September 2019

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### Introduction

The directors of Premier Marinas Holdings Limited ("the company") present their strategic report together with the audited consolidated financial statements of the company and its subsidiary undertakings ("the group") for the 52 week period ended 29 September 2019.

### Business review

The results for the period are set out in the consolidated statement of comprehensive income on page 8.

The directors are satisfied with the performance of the group for the period, being broadly in line with the previous year, and with its financial position at the end of the period.

During the year the group continued its investment in its operations including the commencement of development works at its' Noss marina and the first of two phases to replace the floating marina infrastructure at its' Swanwick marina.

The group's head office provides senior management and shared service functions for finance, marketing, property development, HR and IT. The group's businesses, which are managed individually, report into the head office which is responsible for setting and monitoring performance targets. A broad range of performance indicators are applied (see page 2) and the directors are satisfied with the performance of all of the group's business against the targets set for the year.

The directors do not anticipate any significant changes to the level of business activity in the coming year, albeit it is impossible to quantify what impact Brexit may have on the group's customers.

### Going concern

The group's business activities, together with the factors likely to affect its future development, performance and position are set out in the Business Review above. In addition, the Strategic Report includes the group's policies and processes for managing its capital; its financial risk management; and its exposure to credit risk and liquidity risk.

The group meets its day to day working capital requirements through surplus cash and an overdraft facility. The group's forecasts and projections, taking account of possible changes in trading performance, show that the group will be able to operate within the level of its current facilities.

The directors believe that the company is well placed to manage its business risks successfully despite the current uncertain economic outlook.

On the basis of the cash flows generated by the group and equity financing provided by the shareholders, the directors have an expectation that the company and the group have the resources required to continue in operational existence for the foreseeable future. Thus, they continue to adopt the going concern basis in preparing the annual report and accounts.

# Premier Marinas Holdings Limited

## Strategic report for the period ended 29 September 2019 (continued)

### Principal risks and uncertainties

The group's activities expose it to a number of risks and uncertainties.

There is a risk that the markets for the group's products and services or its competitive position could deteriorate. The group manages these risks through building strong relationships with its customers and by maintaining high standards of customer service. The group conducts regular market research to ensure that it continues to meet its customers' expectations. The group continues to invest in online platforms to engage with customers and is mindful of the associated increased risk of cyber crime. In addition, in the long term, Climate Change may impact adversely on the services offered by the group and the environment in which the group operates.

The group recognises that its employees are critical to its success and the group is committed to creating a culture in which all employees feel valued for their contribution and are encouraged to achieve their full potential. The group is Investors in People accredited.

The group is committed to ensuring the safety of those people who work with it or who could be affected by its activities. The group devotes significant resources to managing and improving the safety of its operations. All such activities are actively promoted and led by the board, supported by internal and external reviews, training and education.

The principal financial risks facing the group include liquidity and credit risk. Whilst it is impossible to quantify what impact Brexit may have on the group's customers the directors do not anticipate any significant changes to the level of business activity in the coming year.

The group's credit risk is primarily attributable to amounts receivable from its customers. Amounts owed by customers are closely managed and the group has no significant concentration of risk with exposure spread over a large number of customers. To monitor liquidity and ensure that the group maintains sufficient funds for its ongoing operations and future developments, Premier closely monitors and forecasts profits and cash flow and maintains appropriate headroom in its current facilities.

### Financial key performance indicators

The key performance indicators of the group are set out below and the group is satisfied with these results against what remains a challenging environment for the sale of quality marina and marine related facilities.

	52 weeks ended 29 September 2019 £000	52 weeks ended 30 September 2018 £000
Turnover (page 8)	30,818	30,107
EBITDA (page 11)	14,016	13,665
Operating cash inflow (page 11)	14,256	14,418

This report was approved by the board on 12/12/19 and signed on its behalf.

  
P J Pereira Gray

Director

# Premier Marinas Holdings Limited

## Directors' report for the period ended 29 September 2019

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The directors present their report and the audited consolidated financial statements for the 52 week period ended 29 September 2019. The comparative figures are given for the 52 week period ended 30 September 2018.

Details regarding going concern and financial risk management can be found in the Strategic report on pages 1 and 2.

### Principal activity

The principal activity of the company is as an intermediate holding company. The principal activity of the group is the ownership and management of marinas and marine related facilities.

The subsidiary undertakings affecting the profits or net assets of the group in the period are listed in note 13 to the financial statements. Details of going concern and principal risks and uncertainties faced by the group are given in the Strategic Report.

### Results and dividends

The profit for the period, after taxation, amounted to £10,421,000 (30 September 2018 - profit £10,125,000). Gift Aid of £11,500,000 was paid in the period (30 September 2018 - £11,000,000). The directors do not recommend the payment of a dividend (30 September 2018 - £nil).

### Directors

The directors who served during the period and up to the signing of the financial statements were:

P H Bradshaw  
M S Clare  
P J Pereira Gray  
T J Livett  
L N Patel  
B I Stimson (appointed 1 April 2019)

### Directors' responsibilities statement

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 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), including FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. 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 judgments 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;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the group 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 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.

# Premier Marinas Holdings Limited

## Directors' report for the period ended 29 September 2019 (continued)

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### Charitable donations

The Group made Gift Aid payments totalling £11,500,000 (30 September 2018 - £11,000,000) to The Wellcome Trust. The Wellcome Trust is a charity registered in England and Wales, no. 210183 and is the Group's ultimate parent undertaking.

### Disclosure of information to auditors

The directors at the time when this Directors' Report is approved have confirmed that:

- so far as they are aware, there is no relevant audit information of which the Company and the Group's auditor is unaware, and
- they have taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company and the Group's auditors are aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of section 418 of the Companies Act 2006.

### Future developments and post balance sheet events

The directors expect the general level of activity to remain consistent with 2019 in the coming year. The general economic outlook remains uncertain which may have an impact on the group's customers' decisions.

There are no post balance sheet events affecting the Group that require disclosure in the financial statements.

### Auditors

The auditor, Deloitte LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

This report was approved by the board on \_\_\_\_\_ and signed on its behalf.



P J Pereira Gray

**Director**

# Premier Marinas Holdings Limited

## Independent auditor's report

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### Report on the audit of the financial statements

#### Opinion

In our opinion the financial statements of Premier Marinas Holdings Limited (the 'parent company') and its subsidiaries (the 'group'):

- give a true and fair view of the state of the group's and of the parent company's affairs as at 29 September 2019 and of the group's loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the consolidated statement of comprehensive income;
- the consolidated and company balance sheets;
- the consolidated and company statements of changes in equity;
- the consolidated statement of cash flows; and
- the related notes 1 to 26.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

#### 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 auditor's responsibilities for the audit of the financial statements section of our report.

We are independent of the group and the parent company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the Financial Reporting Council's ("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

We are required by ISAs (UK) to report in respect of the following matters where:

- the directors' use of the going concern basis of accounting in preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the group's or the parent company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

We have nothing to report in respect of these matters.

# Premier Marinas Holdings Limited

## Independent auditor's report (continued)

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### Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report 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 there is a material misstatement in the financial statements or a material misstatement of the other information. 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 respect of these matters.

### Responsibilities of directors

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, and for such internal control as the directors determine is 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 group's and the parent 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 group or the parent company or to cease operations, or have no realistic alternative but to do so.

### Auditor's 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 an auditor's report 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.

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](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditor's report.

### Report on other legal and regulatory requirements

#### 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 strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report have been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the group and of the parent company and their environment obtained in the course of the audit, we have not identified any material misstatements in the strategic report or the directors' report.



# Premier Marinas Holdings Limited

## Independent auditor's report (continued)

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

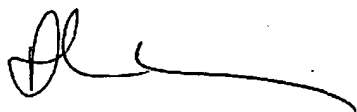
Under the Companies Act 2006 we are required to report in respect of the following matters if, in our opinion:

- 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.

We have nothing to report in respect of these matters.

### 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 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.



**Darren Longley FCA** (Senior Statutory Auditor)  
for and on behalf Deloitte LLP  
Statutory Auditor  
London, United Kingdom

Date 12<sup>th</sup> December 2019

# Premier Marinas Holdings Limited

## Consolidated statement of comprehensive income for the period ended 29 September 2019

	Note	52 weeks ended 29 September 2019 £'000	52 weeks ended 30 September 2018 £'000
Turnover	4	30,818	30,107
Cost of sales		(16,750)	(16,444)
<b>Gross profit</b>		<b>14,068</b>	<b>13,663</b>
Administrative expenses		(3,672)	(3,333)
<b>Operating profit</b>		<b>10,396</b>	<b>10,330</b>
Interest payable and similar expenses	8	(45)	(35)
<b>Profit before taxation</b>	5	<b>10,351</b>	<b>10,295</b>
Tax on profit	9	70	(170)
<b>Profit for the financial period</b>		<b>10,421</b>	<b>10,125</b>
Gift aid payments in respect of current year		(11,500)	(11,000)
<b>Total comprehensive loss for the period</b>		<b>(1,079)</b>	<b>(875)</b>

All results are derived from continuing operations.

The notes on pages 14 to 32 form part of these financial statements.

# Premier Marinas Holdings Limited

## Consolidated statement of changes in equity for the period ended 29 September 2019

	Share capital £'000	Profit and loss account £'000	Total equity £'000
<b>At 1 October 2018</b>	<b>177,433</b>	<b>118</b>	<b>177,551</b>
<b>Comprehensive loss for the period:</b>			
Profit for the period	-	10,421	10,421
Gift aid payments in respect of the current year	-	(11,500)	(11,500)
<b>Total comprehensive loss for the period</b>	<b>-</b>	<b>(1,079)</b>	<b>(1,079)</b>
Share capital issued in the period (note 21)	11,292	-	11,292
<b>Total transactions with owners</b>	<b>11,292</b>	<b>-</b>	<b>11,292</b>
<b>At 29 September 2019</b>	<b>188,725</b>	<b>(961)</b>	<b>187,764</b>
	Share capital £'000	Profit and loss account £'000	Total equity £'000
<b>At 2 October 2017</b>	<b>170,033</b>	<b>993</b>	<b>171,026</b>
<b>Comprehensive income for the period:</b>			
Profit for the period	-	10,125	10,125
Gift aid payments in respect of the current year	-	(11,000)	(11,000)
<b>Total comprehensive loss for the period</b>	<b>-</b>	<b>(875)</b>	<b>(875)</b>
Share capital issued in the period	7,400	-	7,400
<b>Total transactions with owners</b>	<b>7,400</b>	<b>-</b>	<b>7,400</b>
<b>At 30 September 2018</b>	<b>177,433</b>	<b>118</b>	<b>177,551</b>

The notes on pages 14 to 32 form part of these financial statements.

# Premier Marinas Holdings Limited

## Consolidated balance sheet at 29 September 2019

<b>Company Number 05524490</b>	<b>Note</b>	<b>29 September 2019 £'000</b>	<b>29 September 2019 £'000</b>	<b>30 September 2018 £'000</b>	<b>30 September 2018 £'000</b>
<b>Fixed assets</b>					
Intangible assets	11		601		721
Tangible assets	12		185,684		181,562
			<hr/>		<hr/>
			186,285		182,283
<b>Current assets</b>					
Stocks	14	6,077		5,958	
Debtors	15	2,220		1,852	
Cash at bank and in hand	16	6,168		92	
		<hr/>		<hr/>	
		14,465		7,902	
<b>Creditors: amounts falling due within one year</b>	17	(10,705)		(10,494)	
		<hr/>		<hr/>	
<b>Net current assets/(liabilities)</b>			3,760		(2,592)
			<hr/>		<hr/>
<b>Total assets less current liabilities</b>			190,045		179,691
			<hr/>		<hr/>
<b>Creditors: amounts falling due after more than one year</b>	18		(350)		(350)
<b>Provisions for liabilities</b>	19		(1,931)		(1,790)
			<hr/>		<hr/>
<b>Net assets</b>			187,764		177,551
			<hr/>		<hr/>
<b>Capital and reserves</b>					
Called up share capital	21		188,725		177,433
Profit and loss account	22		(961)		118
			<hr/>		<hr/>
<b>Equity attributable to owners of the parent company</b>			187,764		177,551
			<hr/>		<hr/>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on

12 December 2019

P J Pereira Gray  
Director

The notes on pages 14 to 32 form part of these financial statements.

# Premier Marinas Holdings Limited

## Company balance sheet at 29 September 2019

<b>Company Number 05524490</b>	<b>Note</b>	<b>29 September 2019 £'000</b>	<b>29 September 2019 £'000</b>	<b>30 September 2018 £'000</b>	<b>30 September 2018 £'000</b>
<b>Fixed assets</b>					
Investments	13		190,333		179,041
<b>Creditors: amounts falling due within one year</b>	17	(1,297)		(1,465)	
<b>Net current liabilities</b>			(1,297)		(1,465)
<b>Total assets less current liabilities</b>			189,036		177,576
<b>Provisions for liabilities</b>	19		(309)		(237)
<b>Net assets</b>			188,727		177,339
<b>Capital and reserves</b>					
Called up share capital	21		188,725		177,433
Profit and loss account	22		2		(94)
<b>Equity attributable to owners of the parent company</b>			188,727		177,339

The profit for the 52 weeks ended 29 September 2019 was £96,000 (52 weeks ended 30 September 2018: £nil). See note 10 to the financial statements.

The financial statements were approved and authorised for issue by the board and were signed on its behalf on

12 December 2019

P J Pereira Gray  
Director

The notes on pages 14 to 32 form part of these financial statements.

# Premier Marinas Holdings Limited

## Consolidated statement of cash flows for the period ended 29 September 2019

	52 weeks ended 29 September 2019 £'000	52 weeks ended 30 September 2018 £'000
<b>Cash flows from operating activities</b>		
<b>Operating profit for the financial period</b>	<b>10,396</b>	<b>10,330</b>
Adjustments for:		
Goodwill amortisation	120	121
Depreciation	3,500	3,214
<b>EBITDA</b>	<b>14,016</b>	<b>13,665</b>
Loss/(profit) on disposal of fixed assets	33	(27)
(Increase)/decrease in stock	(119)	253
(Increase)/decrease in debtors	(224)	1,103
Increase/(decrease) in creditors	477	(813)
Increase/(decrease) in provisions	73	237
Tax received/(paid)	-	-
<b>Operating cash inflow</b>	<b>14,256</b>	<b>14,418</b>
<b>Investing activities</b>		
Purchase of fixed assets	(7,656)	(6,074)
Purchase of trade and assets	-	(7,300)
Proceeds from sale of fixed assets	-	27
<b>Total investing activities</b>	<b>(7,656)</b>	<b>(13,347)</b>
<b>Finance activities</b>		
Gift Aid paid	(11,500)	(11,000)
Interest paid	(45)	(35)
Equity shares issued	11,292	7,400
<b>Total finance activities</b>	<b>(253)</b>	<b>(3,635)</b>
<b>Net increase/(decrease) in cash and cash equivalents</b>	<b>6,347</b>	<b>(2,564)</b>
<b>Cash and cash equivalents at beginning of year</b>	<b>(179)</b>	<b>2,385</b>
<b>Cash and cash equivalents at the end of year</b>	<b>6,168</b>	<b>(179)</b>
Cash and cash equivalents at the end of year comprise:		
Cash at bank and in hand (note 16)	6,168	92
Overdraft (note 17)	-	(271)
<b>Cash and cash equivalents at the end of year</b>	<b>6,168</b>	<b>(179)</b>

The notes on page 14 to 32 form part of these financial statements.

# Premier Marinas Holdings Limited

## Company statement of changes in equity for the period ended 29 September 2019

	Share capital £'000	Profit and loss account £'000	Total equity £'000
<b>At 1 October 2018</b>	<b>177,433</b>	<b>(94)</b>	<b>177,339</b>
<b>Comprehensive income for the period:</b>			
Profit for the period	-	96	96
<b>Total comprehensive income for the period</b>	<b>-</b>	<b>96</b>	<b>96</b>
Share capital issued in the period (note 21)	11,292	-	11,292
<b>Total transactions with owners</b>	<b>11,292</b>	<b>-</b>	<b>11,292</b>
<b>At 29 September 2019</b>	<b>188,725</b>	<b>2</b>	<b>188,727</b>
	Share capital £'000	Profit and loss account £'000	Total equity £'000
<b>At 2 October 2017</b>	<b>170,033</b>	<b>(94)</b>	<b>169,939</b>
<b>Comprehensive income for the period:</b>			
Profit for the period	-	-	-
<b>Total comprehensive income for the period</b>	<b>-</b>	<b>-</b>	<b>-</b>
Share capital issued in the period	7,400	-	7,400
<b>Total transactions with owners</b>	<b>7,400</b>	<b>-</b>	<b>7,400</b>
<b>At 30 September 2018</b>	<b>177,433</b>	<b>(94)</b>	<b>177,339</b>

The notes on pages 14 to 32 form part of these financial statements.

# Premier Marinas Holdings Limited

## Notes forming part of the financial statements for the period ended 29 September 2019

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### 1 General information

Premier Marinas Holdings Limited is a private company limited by shares, incorporated in the United Kingdom under the Companies Act and registered in England and Wales. The address of the registered company is given on the company information page and the nature of the company's operations and its principal activity is as an intermediate holding company. The principal activity of the group is the ownership and management of marinas and marine related facilities.

### 2 Accounting policies

#### 2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006. The functional currency is £ sterling because that is the currency of the primary economic environment in which the entity operates.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires Group management to exercise judgement in applying the Company's accounting policies (see note 3).

The following principal accounting policies have been applied:

#### 2.2 Basis of consolidation

The consolidated financial statements present the results of the group and its own subsidiaries ("the group") as if they form a single entity. Intercompany transactions and balances between group companies are therefore eliminated in full.

The consolidated financial statements incorporate the results of business combinations using the acquisition method. In the Balance Sheet, the acquiree's identifiable assets, liabilities and contingent liabilities are initially recognised at their fair values at the acquisition date. The results of acquired operations are included in the Consolidated Statement of Comprehensive Income from the date on which control is obtained. They are deconsolidated from the date control ceases.

As permitted by Section 408 of the Companies Act 2006, Premier Marinas Holdings Limited is exempt from the requirement to present its own Statement of Comprehensive Income.

#### 2.3 Operating results

The operating results included transactions up to and including the Sunday nearest to 30 September of each year. Accordingly, as required by Section 390(3) of the Companies Act 2006 the accounts refer to the 52 week period for the period. The results for the year include transactions up to and including the Sunday nearest 30 September 2019 i.e. 29 September 2019.

In the prior period, the results were for the 52 weeks up to and including the Sunday nearest 30 September 2018 i.e. 30 September 2018.



# Premier Marinas Holdings Limited

## Notes forming part of the financial statements for the period ended 29 September 2019 (*continued*)

### 2 Accounting policies (*continued*)

#### 2.4 Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before revenue is recognised:

##### ***Sale of goods***

Revenue from the sale of goods (for instance sale of fuel) is recognised when all of the following conditions are satisfied:

- the Group has transferred the significant risks and rewards of ownership to the buyer;
- the Group retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- the amount of revenue can be measured reliably;
- it is probable that the Group will receive the consideration due under the transaction; and
- the costs incurred or to be incurred in respect of the transaction can be measured reliably.

##### ***Rendering of services***

- Revenue from a contract to provide services (for instance marina berthing or property rental) is recognised in the period in which the services are provided in accordance with the stage of completion of the contract when all of the following conditions are satisfied:
- the amount of revenue can be measured reliably;
- it is probable that the Group will receive the consideration due under the contract;
- the stage of completion of the contract at the end of the reporting period can be measured reliably; and
- the costs incurred and the costs to complete the contract can be measured reliably.

#### 2.5 Parent company disclosure exemptions

In preparing the separate financial statements of the parent company, which meets the definition of a qualifying entity, advantage has been taken of the following disclosure exemptions available in FRS 102:

- No cash flow statement has been presented for the parent company;
- Disclosures in respect of the parent company's financial instruments have not been presented as equivalent disclosures have been provided in respect of the group as a whole;
- No disclosure has been given for the aggregate remuneration of the key management personnel of the parent company as their remuneration is included in the totals for the group as a whole.
- No disclosure has been given of a reconciliation of shares outstanding in the period.

#### 2.6 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

# Premier Marinas Holdings Limited

## Notes forming part of the financial statements for the period ended 29 September 2019 (continued)

### 2 Accounting policies (continued)

#### 2.6 Tangible fixed assets (continued)

At each reporting date the company assesses whether there is any indication of impairment. If such indication exists, the recoverable amount of the asset is determined which is the higher of its fair value less costs to sell and its value in use. An impairment loss is recognised where the carrying amount exceeds the recoverable amount.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives.

Depreciation is provided on the following basis:

Freehold and long leasehold land	-	Not depreciated
Freehold buildings	-	Up to 75 years
Long leasehold buildings	-	Over the length of the lease
Pontoons	-	4% - 20%
Lock structures	-	2.5% - 5%
Fixtures, fittings and equipment	-	13% - 25%
Assets in the course of construction		Not depreciated

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the Consolidated Statement of Comprehensive Income.

#### 2.7 Goodwill and negative goodwill

Goodwill arising on the acquisition of subsidiary companies is carried in the Balance Sheet as an intangible fixed asset.

Intangible assets acquired as part of an acquisition of a business are capitalised separately from goodwill if the fair value can be measured reliably on initial recognition. Intangible assets acquired as part of an acquisition are not recognised where they arise from legal or other contractual rights, and where there is no history of exchange transactions.

Where goodwill is regarded as having a finite economic life, goodwill is capitalised and written off on a straight line basis over its useful economic life which is 10 years. Provision is made for any impairment. Amortisation and impairment costs are recognised within Administrative Costs.

Negative goodwill is similarly included in the Balance Sheet and is credited to the Statement of Comprehensive Income over the periods in which the non-monetary assets are recovered through depreciation or sale. Negative goodwill in excess of the fair values of the non-monetary assets acquired is credited to the Statement of Comprehensive Income in the periods expected to benefit.

#### 2.8 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment. Where merger relief is applicable, the cost of the investment in a subsidiary undertaking is measured at the nominal value of the shares issued together with the fair value of any additional consideration paid.

# Premier Marinas Holdings Limited

## Notes forming part of the financial statements for the period ended 29 September 2019 *(continued)*

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### 2 Accounting policies *(continued)*

#### 2.9 Stocks and property stock

Stocks including property stocks (eg land and buildings held for sale or development) are stated at the lower of cost and net realisable value, being the estimated selling price less costs to complete and sell. Cost is based on the cost of purchase on a first in first out basis.

At each balance sheet date, stocks are assessed for impairment. If stock is impaired, the carrying amount is reduced to its selling price less costs to complete and sell. The impairment loss is recognised immediately in profit or loss.

#### 2.10 Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

#### 2.11 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

In the Consolidated Statement of Cash Flows, where a right of set-off exists, cash and cash equivalents are shown net of bank overdrafts that are repayable on demand and form an integral part of the Company's cash management.

#### 2.12 Financial instruments

The Group only enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in non-puttable ordinary shares.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade payables or receivables, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or financed at a rate of interest that is not a market rate or in case of an out-right short-term loan not at market rate, the financial asset or liability is measured, initially, at the present value of the future cash flow discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost.

# Premier Marinas Holdings Limited

## Notes forming part of the financial statements for the period ended 29 September 2019 (*continued*)

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### 2 Accounting policies (*continued*)

#### 2.12 Financial instruments (*continued*)

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Consolidated Statement of Comprehensive Income.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If a financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate, which is an approximation of the amount that the Group would receive for the asset if it were to be sold at the balance sheet date.

#### 2.13 Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

#### 2.14 Finance costs

Finance costs are charged to the Consolidated Statement of Comprehensive Income over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

#### 2.15 Operating leases: the Group as lessee

Rentals paid under operating leases are charged to the Consolidated Statement of Comprehensive Income on a straight line basis over the lease term.

Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight line basis over the period until the date the rent is expected to be adjusted to the prevailing market rate.

The Group has taken advantage of the optional exemption available on transition to FRS 102 which allows lease incentives on leases entered into before the date of transition to the standard 31 March 2014 to continue to be charged over the period to the first market rent review rather than the term of the lease.

#### 2.16 Interest income

Interest income is recognised in the Consolidated Statement of Comprehensive Income using the effective interest method.

#### 2.17 Borrowing costs

All borrowing costs are recognised in the Consolidated Statement of Comprehensive Income in the year in which they are incurred.

**Premier Marinas Holdings Limited**  
**Notes forming part of the financial statements**  
**for the period ended 29 September 2019 (continued)**

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**2 Accounting policies (continued)**

**2.18 Taxation**

Tax is recognised in the Consolidated Statement of Comprehensive Income, except that a change attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the Company and the Group operate and generate income.

**2.19 Deferred taxation**

Deferred tax is provided in full on timing differences which result in an obligation at the Balance Sheet date to pay more tax, or a right to pay less tax, at a future date, at rates expected to apply when they crystallise based on current tax rates and law. Timing differences arise from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in the financial statements. Deferred tax is not provided on unremitted earnings of subsidiaries and associates where there is no commitment to remit these earnings. Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered.

**2.20 Employee benefits**

The Group provides a range of benefits to employees, including annual bonus arrangements, long-term incentive plans, paid holiday arrangements and defined contribution pension plans:

**Short term benefits**

Short term benefits, including holiday pay, private medical insurance, medical assessments, permanent disability insurance and life insurance are recognised as an expense in the period in which the service is received.

**Pensions**

The Group participates in three defined contribution pension plans, administered by Legal and General Assurance Society, Skandia Life and Scottish Life. Contributions are charged to the Statement of Comprehensive Income in the period in which they are incurred.

**Annual bonus plan**

An expense is recognised in the Statement of Comprehensive Income when the Group has a legal or constructive obligation to make payments under the plan as a result of past events and a reliable estimate of the obligation can be made.

**Long-term incentive plans**

The cost is recognised in the Statement of Comprehensive Income over the period of service to which the plan relates. Where amounts are left in the plan after vesting date, any adjustment in value between the date of vesting and the date of payment is recognised in the Statement of Comprehensive Income.

**Termination benefits**

Termination benefits are payable when employment is terminated by the Group, or whenever an employee accepts voluntary redundancy in exchange for these benefits. The Group recognises termination benefits when it is demonstrably committed to either (i) terminating the employment of current employees according to a detailed formal plan without possibility of withdrawal or (ii) providing termination benefits as a result of an offer of voluntary redundancy.

**Premier Marinas Holdings Limited**  
**Notes forming part of the financial statements**  
**for the period ended 29 September 2019 (continued)**

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

In preparing these financial statements, the directors have made the following critical judgements:

- Determine whether properties held as property stock remain to be treated as stock. These decisions depend on an assessment of whether the properties remain to be held for sale/development.

Other key sources of estimation uncertainty:

- **Goodwill and tangible fixed assets (notes 11 and 12)**

Goodwill and tangible fixed assets are amortised and depreciated over their useful lives taking into account residual values, where appropriate. The actual lives of the assets and residual values are assessed annually and may vary depending on a number of factors. In re-assessing asset lives, factors such as technological innovation, product life cycles and maintenance programmes are taken into account. Residual value assessments and impairment calculations consider issues such as future market conditions, cash flow forecasts, the remaining life of the asset and projected disposal values.

- **Trade debtors (note 15)**

Trade debtors are assessed for recoverability taking into account the customer's account history and the underlying asset security available to the group in the event of default by the customer.

- **Long Term Incentive Plan ("LTIP") (note 19)**

The provision held for the group's LTIP is calculated by reference to future cash flows to and from the group's shareholder and valuation of the group to the shareholder. These cash flows are based on rolling budgets and projections that may differ from those actually achieved in future years.

**4 Turnover**

	52 weeks ended 29 September 2019 £'000	52 weeks ended 30 September 2018 £'000
An analysis of turnover by class of business is as follows:		
Marina berthing fees and associated marina goods and services	25,987	25,590
Rent and service charges from properties	4,831	4,517
	<hr/> 30,818 <hr/>	<hr/> 30,107 <hr/>

All turnover derives from the United Kingdom and all operations are based in the United Kingdom.

# Premier Marinas Holdings Limited

Notes forming part of the financial statements  
for the period ended 29 September 2019 (continued)

## 5 Profit before taxation

	52 weeks ended 29 September 2019 £'000	52 weeks ended 30 September 2018 £'000
The profit before taxation is stated after charging/(crediting):		
Depreciation of tangible fixed assets	3,500	3,214
Cost of stocks recognised as an expense	2,280	2,202
Loss/(profit) on disposal of fixed assets	33	(27)
Positive goodwill amortisation	120	121
Operating lease rentals (including service charges)	1,310	1,224

## 6 Auditors' remuneration

	52 weeks ended 29 September 2019 £'000	52 weeks ended 30 September 2018 £'000
Fees payable to the Group's auditor and its associates for the audit of the group's financial statements	54	41
the group's subsidiaries' financial statements	73	66
Total audit services	127	107
Fees payable to the Group's auditor and its associates for other services		
Other assurance services - agreed procedures on a cost statement	4	3
Total Non Audit services	4	3

# Premier Marinas Holdings Limited

Notes forming part of the financial statements  
for the period ended 29 September 2019 (continued)

## 7 Employees

	52 weeks Ended 29 September 2019 £'000	52 weeks ended 30 September 2018 £'000
Staff costs were as follows:		
Wages and salaries	5,693	5,064
Social security costs	487	471
Pension costs	223	204
	<u>6,403</u>	<u>5,739</u>

The directors serving at 29 September 2019 and 30 September 2018 were paid by Premier Marinas Limited and the amounts paid for their services to the company are shown in the accounts of Premier Marinas Limited for the current period. The directors serving at 29 September 2019 received total emoluments of £420,279 (30 September 2018 - £340,625) from Premier Marinas Limited during the period, but it is not practicable to allocate this between their services as directors of Premier Marinas Holdings Limited and their services as directors of the other companies in the group. The highest paid director received emoluments of £339,029, including company pension contributions to a defined contribution scheme of £10,000. One director was a member of a defined contribution pension scheme (30 September 2018 - One).

	52 weeks ended 29 September 2019 Number	52 weeks ended 30 September 2018 Number
The monthly average number of group employees and directors during the period were:		
Marina and operations	120	126
Administration	55	55
	<u>175</u>	<u>181</u>

The Company has no employees.

## 8 Interest payable and similar expenses

	52 weeks Ended 29 September 2019 £'000	52 weeks Ended 30 September 2018 £'000
Bank interest payable	32	22
Preference dividend paid to third party shareholders of a subsidiary undertaking	13	13
	<u>45</u>	<u>35</u>



# Premier Marinas Holdings Limited

Notes forming part of the financial statements  
for the period ended 30 September 2019 (*continued*)

## 9 Taxation on profit

	52 weeks ended 29 September 2019 £'000	52 weeks ended 30 September 2018 £'000
<b>Corporation tax</b>		
Current tax on profits/loss for the period	354	495
Adjustments in respect of previous periods	(494)	(170)
<b>Total current tax</b>	<b>(140)</b>	<b>325</b>
<b>Deferred tax</b>		
Accelerated capital allowances	184	13
Adjustments in respect of previous period	(114)	(168)
<b>Total Deferred tax</b>	<b>70</b>	<b>(155)</b>
<b>Taxation on profit</b>	<b>(70)</b>	<b>170</b>

The tax charge arising in the period is considered unlikely to crystallise as a result of the group's intention to gift aid to Wellcome Trust the profit that gives rise to the charge. However, on the basis that this is contingent on future events, a tax liability has been disclosed in the Balance Sheet to reflect the position at the period end.

### Factors affecting tax charge for the year

The tax assessed for the year is lower than (30 September 2018 - lower than) the standard rate of corporation tax in the UK of 19% (30 September 2018 - 19%). The differences are explained below:

	52 weeks Ended 29 September 2019 £'000	52 weeks ended 30 September 2018 £'000
Profit before taxation	10,351	10,295
Profit multiplied by standard rate of corporation tax in the UK of 19% (30 September 2018 - 19%)	1,967	1,956
Effects of:		
Expenses not deductible	158	263
Prior year adjustment	(494)	(338)
Gift Aid paid in the period	(1,701)	(1,712)
<b>Total tax on profit</b>	<b>(70)</b>	<b>170</b>

# Premier Marinas Holdings Limited

Notes forming part of the financial statements  
for the period ended 29 September 2019 (*continued*)

## 9 Taxation (*continued*)

In recent years the UK Government has steadily reduced the rate of UK corporation tax, with the latest rates substantively enacted now standing at 19% with effect from 1 April 2015 and 17% with effect from 1 April 2020. The closing deferred tax assets and liabilities have been calculated at 17% in accordance with the rates enacted at the balance sheet date.

## 10 Parent company profit for the year

The company has taken advantage of the exemption allowed under section 408 of the Companies Act 2006 and has not presented its own Statement of Comprehensive Income in these financial statements. The profit after tax of the parent company for the period was £96,000 (30 September 2018 - £nil).

## 11 Intangible fixed assets

	Positive goodwill £'000	Negative goodwill £'000	Total £'000
<i>Cost or valuation</i>			
At 1 October 2018	2,917	(5,874)	(2,957)
At 29 September 2019	2,917	(5,874)	(2,957)
<i>Amortisation</i>			
At 1 October 2018	(2,196)	5,874	3,679
Amortisation	(120)	-	(120)
At 29 September 2019	(2,316)	5,874	3,558
<i>Net book value</i>			
At 29 September 2019	601	-	601
At 30 September 2018	721	-	721

Goodwill is allocated to the company's cash generating units (CGUs) determined to be an individual marina and impairment is based on the independent valuation of each. These are reviewed annually for impairment.

# Premier Marinas Holdings Limited

Notes forming part of the financial statements  
for the period ended 29 September 2019 (*continued*)

## 12 Tangible fixed assets

Group	Freehold land and buildings £'000	Long leasehold land and buildings £'000	Lock structure £'000	Pontoons £'000	Fixtures, fittings and equipment £'000	Total £'000
<i>Cost or valuation</i>						
At 1 October 2018	133,609	46,324	2,130	14,983	22,137	219,183
Additions	2,555	402	219	2,268	2,212	7,656
Disposals	(569)	-	-	-	(67)	(636)
At 29 September 2019	135,595	46,726	2,349	17,251	24,282	226,043
<i>Depreciation</i>						
At 1 October 2018	7,977	7,637	1,120	9,164	11,723	37,621
Charge in period	683	589	72	692	1,464	3,500
Disposals	(569)	-	-	-	(33)	(602)
At 29 September 2019	8,091	8,226	1,192	9,856	13,154	40,519
<i>Net book value</i>						
At 29 September 2019	<b>127,504</b>	<b>38,500</b>	<b>1,157</b>	<b>7,395</b>	<b>11,128</b>	<b>185,684</b>
At 30 September 2018	125,632	38,687	1,010	5,819	10,414	181,562

Included in Tangible Fixed Assets - Freehold land and buildings - is £16,700,000 (2018: £16,846,000) of assets in the course of construction. Assets totalling £5,851,000 are pledged as security in respect of the Group's overdraft facility – see note 17.

# Premier Marinas Holdings Limited

Notes forming part of the financial statements  
for the period ended 29 September 2019 (continued)

## 13 Fixed asset investments

Company	Investments in subsidiary companies £'000
<i>Cost and net book value</i>	
At 1 October 2018	179,041
Additions	11,292
	<hr/>
At 29 September 2019	<b>190,333</b>
	<hr/>

Premier Marinas Limited is held directly by Premier Marinas Holdings Limited

In the 52 weeks to 29 September 2019 the company increased its investment in Premier Marinas Limited by £11,292,000. This investment comprises the issue of ordinary shares in exchange for cash of £11,292,000 to fund expansion by the group.

The subsidiary undertakings at 29 September 2019, unless otherwise stated, and 30 September 2018 are set out below. All subsidiary undertakings are held indirectly other than Premier Marinas Limited.

Subsidiary undertakings	Country of incorporation	Principal activity	Class and percentage of shares held
Premier Marinas Limited	Great Britain	Operation of two yacht marinas	Ordinary shares 100%
Premier Marinas (Gosport) Limited	Great Britain	Operation of a yacht marina	Ordinary shares 100%
Premier Marinas (Southsea) Limited	Great Britain	Operation of a yacht marina	Ordinary shares 100%
Premier Marinas (Falmouth) Limited	Great Britain	Operation of a yacht marina	Ordinary shares 100%
Premier Marinas (Brighton) Limited	Great Britain	Operation of a yacht marina	Ordinary shares 100%
Premier Marinas (Eastbourne) Limited	Great Britain	Operation of a yacht marina	Ordinary shares 100%
Gosport Real Estate Limited	Great Britain	Property development	Ordinary shares 100%
Gosport Estates Limited	Great Britain	Property development	Ordinary shares 100%
Premier Marinas (Hamble) Limited	Great Britain	Operation of a yacht marina	Ordinary shares 100%
Premier Marinas (Dart) Limited	Great Britain	Operation of a yacht marina	Ordinary shares 100%
Falmouth Yacht Marina Limited	Great Britain	Holding company	Ordinary shares 100%
Eastbourne Estates Limited	Great Britain	Property development	Ordinary shares 100%

All of the above companies have a registered address of Swanwick Marina, Swanwick, SO31 1ZL.

# Premier Marinas Holdings Limited

Notes forming part of the financial statements  
for the period ended 29 September 2019 (*continued*)

## 14 Stocks

	Group 29 September 2019 £'000	Group 30 September 2018 £'000	Company 29 September 2019 £'000	Company 30 September 2018 £'000
Finished goods and goods for resale	296	177	-	-
Property stock	5,781	5,781	-	-
	<u>6,077</u>	<u>5,958</u>	<u>-</u>	<u>-</u>

The difference between purchase price or production cost of stocks and their replacement cost is not material.

## 15 Debtors

	Group 29 September 2019 £'000	Group 30 September 2018 £'000	Company 29 September 2019 £'000	Company 30 September 2018 £'000
Trade debtors	794	1,082	-	-
Prepayments and accrued income	1,426	770	-	-
	<u>2,220</u>	<u>1,852</u>	<u>-</u>	<u>-</u>

## 16 Cash and cash equivalents

	Group 29 September 2019 £'000	Group 30 September 2018 £'000	Company 29 September 2019 £'000	Company 30 September 2018 £'000
Cash at bank and in hand	6,168	92	-	-
	<u>6,168</u>	<u>92</u>	<u>-</u>	<u>-</u>

# Premier Marinas Holdings Limited

Notes forming part of the financial statements  
for the period ended 29 September 2019 (continued)

## 17 Creditors: amounts falling due within one year

	Group 29 September 2019 £'000	Group 30 September 2018 £'000	Company 29 September 2019 £'000	Company 30 September 2018 £'000
Overdraft	-	271	-	-
Trade creditors	733	537	-	-
Amounts owed to group undertakings	-	-	1,297	1,452
Taxation and social security	282	427	-	-
Other creditors	827	841	-	-
Corporation tax creditor	393	519	-	-
Accruals and deferred income	8,470	7,899	-	-
	<u>10,705</u>	<u>10,494</u>	<u>1,297</u>	<u>1,452</u>

The Group has an overdraft facility of £3,000,000 secured via a fixed and floating charge on the assets of its Southsea Marina. Interest is charged at 2% above LIBOR. Intercompany balances are repayable on demand and bear interest at 7% per annum.

## 18 Creditors: amounts falling due after one year

	Group 29 September 2019 £'000	Group 30 September 2018 £'000	Company 29 September 2019 £'000	Company 30 September 2018 £'000
Minority interest preference shares	350	350	-	-
	<u>350</u>	<u>350</u>	<u>-</u>	<u>-</u>

### Minority interest preference shares

The non-equity minority interest relates to cumulative preference shares in Falmouth Yacht Marina Limited. The preference shares are non-voting and entitle the holders to special berthing privileges. The full rights of these shares are disclosed in the accounts of Falmouth Yacht Marina Limited, which may be obtained from the Registrar of Companies.

# Premier Marinas Holdings Limited

Notes forming part of the financial statements  
for the period ended 29 September 2019 (*continued*)

## 19 Provisions for liabilities

	29 September 2019 £'000	30 September 2018 £'000
Deferred taxation	1,622	1,552
Employee related provision - LTIP	309	237
	<hr/>	<hr/>
Provisions for liabilities	1,931	1,790
	<hr/>	<hr/>

Deferred taxation provided in the financial statements, are as follows:

Deferred tax	Group £'000
Liability at 1 October 2018	1,552
Charge in period in respect of accelerated capital allowances	184
Adjustment in respect of prior period	(114)
	<hr/>
Liability at 29 September 2019	1,622
	<hr/>

### Deferred taxation

Deferred taxation provided in the financial statements, and the amount unprovided of the total potential liability, are as follows:

Deferred tax	Provided 2019 £'000	Unprovided 2019 £'000	Provided 2018 £'000	Unprovided 2018 £'000
Group				
Accelerated capital allowances	1,622	-	1,552	-
	<hr/>	<hr/>	<hr/>	<hr/>
Provision	1,622	-	1,552	-
	<hr/>	<hr/>	<hr/>	<hr/>

### Employee related provision - LTIP

	Group £'000	Company £'000
Liability at 1 October 2018	237	237
Charged in the period	151	151
Utilised in the period	(79)	(79)
	<hr/>	<hr/>
Liability at 29 September 2019	309	309
	<hr/>	<hr/>

The Long Term Incentive Plan (LTIP) is a cash settled bonus scheme which vests after three years, with half of the award held over for a further two years i.e. a five year plan. The LTIP award is based upon achievement of certain levels of IRR as calculated by reference to cash flows to and from the group's shareholder.

# Premier Marinas Holdings Limited

Notes forming part of the financial statements  
for the period ended 29 September 2019 (*continued*)

## 20 Financial instruments

	Group 2019 £'000	Group 2018 £'000	Company 2019 £'000	Company 2018 £'000
<b>Financial assets</b>				
Financial assets measured at undiscounted amount - trade debtors and other debtors (note 15)	2,220	1,852	-	-
	<u>2,220</u>	<u>1,852</u>	<u>-</u>	<u>-</u>
	<u>2,220</u>	<u>1,852</u>	<u>-</u>	<u>-</u>
<b>Financial liabilities</b>				
Financial liabilities measured at undiscounted amounts – overdraft, trade creditors and other creditors (note 17)	10,705	10,494	1,297	1,702
	<u>10,705</u>	<u>10,494</u>	<u>1,297</u>	<u>1,702</u>
	<u>10,705</u>	<u>10,494</u>	<u>1,297</u>	<u>1,702</u>

## 21 Called up share capital

	2019 £'000	2018 £'000
<b>Shares classified as equity</b>		
<i>Allotted, called up and fully paid</i>		
188,726,796 Ordinary shares of £1 each (30 September 2018 – 177,434,796 ordinary shares)	188,725	177,433
	<u>188,725</u>	<u>177,433</u>

During the 52 week period ended 29 September 2019 the company issued 11,292,000 shares in consideration of a cash receipt of £11,292,000.

## 22 Reserves

### Share capital

Called up share capital represents the nominal value of the shares issued.

### Profit and loss account

The profit and loss account represents accumulated comprehensive income for the 52 week period and prior periods less any dividends paid.



# Premier Marinas Holdings Limited

## Notes forming part of the financial statements for the period ended 29 September 2019 (continued)

### 23 Pension commitments

During the period the Group participated in three defined contribution Group Personal Pension Plans administered by Legal & General Assurance Society, Skandia Life and Scottish Life. The Group's contributions are charged to the Statement of Comprehensive Income in the period they are incurred. The pension charge cost for the period was £222,982 (30 September 2018 - £203,810). The balance outstanding as at 30 September 2019 was £31,103 (30 September 2018 - £29,783).

### 24 Commitments under operating leases and capital commitments

At 29 September 2019 the Group and the Company had future minimum lease payments under non-cancellable operating leases as follows:

	Land and buildings 2019 £'000	Other 2019 £'000	Land and buildings 2018 £'000	Other 2018 £'000
<b>Group</b>				
Within one year	781	33	781	33
Within two to five years	2,822	14	2,822	13
Over five years	68,995	-	69,701	-
	<u>72,598</u>	<u>47</u>	<u>73,304</u>	<u>46</u>

The company had no annual commitments under non-cancellable operating leases.

(i) At 29 September 2019 the Group had contracted capital commitments for tangible fixed assets of £1,364,000 (30 September 2018 - £370,000).

(ii) At 29 September 2019 the Company had contracted capital commitments of £Nil (30 September 2018 - £Nil).

### 25 Related party transactions

During the period to 29 September 2019 the group paid Gift Aid totalling £11,500,000 (30 September 2018 - £11,000,000) to its ultimate parent undertaking, the Wellcome Trust.

During the period to 29 September 2019 M Clare (a Director) purchased services from the group to the value of £14,995 (30 September 2018 - £17,067) and T Livett (a Director) purchased services from the group to the value of £459 (30 September 2018 - £350). No amounts were outstanding at the period end (30 September 2018 - £Nil).

Key management personnel remuneration totalled £518,931 for the period ended 29 September 2019 (1 October 2018 - £425,266), being remuneration of £420,279 (1 October 2018 - £340,625) disclosed in note 7 and a provision under the LTIP of £98,652 (1 October 2018 - £84,641).

# Premier Marinas Holdings Limited

Notes forming part of the financial statements  
for the period ended 29 September 2019 (*continued*)

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## 26 Controlling party

The Company is a company limited by shares. The immediate parent company is Gower Place Investments Limited, a company incorporated in England and Wales. The Company is considered a subsidiary of the Wellcome Trust (a charity registered in England and Wales, no. 210183) through its corporate trustee The Wellcome Trust Limited, as trustee of the Wellcome Trust, whose place of business is Gibbs' Building, 215 Euston Road, London, United Kingdom, for accounting purposes and its assets and liabilities have been consolidated with those of the Wellcome Trust as required by section 9 of FRS 102. The group accounts of the Wellcome Trust, whose place of business is Gibbs Building, 215 Euston Road, London, United Kingdom, are the largest and smallest accounts which consolidate the results of the group.