Report of the Directors and

Financial Statements for the Year Ended 30th April 2010

<u>for</u>

The Addington Golf Club Limited

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The Addington Golf Club Limited

Company Information for the Year Ended 30th April 2010

DIRECTORS:

Mrs N L Noades R G Noades

S Hodsdon

SECRETARY:

P J Skinner

REGISTERED OFFICE:

Streete Court Rooks Nest Godstone

Surrey RH9 8BZ

REGISTERED NUMBER:

05830601 (England and Wales)

AUDITORS:

Meyer Wıllıams

Chartered Accountants & Statutory Auditors Queen Alexandra House 2 Bluecoats Avenue

Hertford Hertfordshire SG14 1PB

Report of the Directors for the Year Ended 30th April 2010

The directors present their report with the financial statements of the company for the year ended 30th April 2010

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of the ownership and management of a golf club

REVIEW OF BUSINESS

The results for the year and financial position of the company are as shown in the annexed financial statements

DIVIDENDS

No dividends will be distributed for the year ended 30th April 2010

FIXED ASSETS

In the opinion of the directors there is no significant difference between the net book value and the open market value of the company's freehold property

DIRECTORS

The directors shown below have held office during the whole of the period from 1st May 2009 to the date of this report

Mrs N L Noades

R G Noades

S Hodsdon

Other changes in directors holding office are as follows

P J Skinner ceased to be a director after 30th April 2010 but prior to the date of this report

FINANCIAL INSTRUMENTS

Treasury operations and financial instruments

The company operates a treasury function that is responsible for managing the liquidity and interest risks associated with the company's activities

A financial instrument is a contract that gives rise to a financial asset in one entity and a financial liability (or equity instrument) in another entity. The company's principal financial instruments include bank overdrafts and loans, used to raise finance for the company's operations, and various other financial assets and liabilities such as trade debtors and trade creditors arising directly from operations.

In accordance with the company's treasury policy, financial instruments are not entered into for speculative purposes

Liquidity Risk

The company manages its cash and borrowing requirements in order to maximise interest income and minimise interest expense, whilst ensuring the company has sufficient liquid resources to meet the operating needs of the business

Credit Risk

The company places its cash with creditworthy institutions and performs ongoing credit evaluations of its debtors' financial condition. The carrying amount of cash and debtors represent the maximum credit risk that the company is exposed to

All customers who wish to trade on credit terms are subject to credit verification procedures. Trade debtors are reviewed on a regular basis and provision is made for doubtful debts when necessary

Report of the Directors for the Year Ended 30th April 2010

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

The auditors are deemed to be reappointed under section 487(2) of the Companies Act 2006

ON BEHALF OF THE BOARD:

P J Skinner - Secretary

Date 22/12/2010

Report of the Independent Auditors to the Shareholders of The Addington Golf Club Limited

We have audited the financial statements of The Addington Golf Club Limited for the year ended 30th April 2010 on pages five to fourteen. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice)

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in a Report of the Auditors and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed

Respective responsibilities of directors and auditors

As explained more fully in the Statement of Directors' Responsibilities set out on page three, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view Our responsibility is to audit the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland) Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the directors, and the overall presentation of the financial statements

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 30th April 2010 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 Report of the Directors 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

11th Jamary 2011

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

J L Meyer (Senior Statutory Auditor) for and on behalf of Meyer Williams

Chartered Accountants & Statutory Auditors

Oueen Alexandra House

2 Bluecoats Avenue

Hertford

Hertfordshire

SG14 1PB

Date

Profit and Loss Account for the Year Ended 30th April 2010

	Notes	30.4.10 £	30 4 09 £
TURNOVER	2	1,300,557	1,310,913
Cost of sales		611,677	613,480
GROSS PROFIT		688,880	697,433
Administrative expenses		263,720	309,687
		425,160	387,746
Other operating income		32,807	7,793
OPERATING PROFIT	4	457,967	395,539
Exceptional items	5	-	300,000
		457,967	95,539
Interest payable and similar charges	6	2,720	3,392
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		455,247	92,147
Tax on profit on ordinary activities	7	4,780	18,417
PROFIT FOR THE FINANCIAL YEAR AFTER TAXATION		450,467	73,730

CONTINUING OPERATIONS

None of the company's activities were acquired or discontinued during the current year or previous year

TOTAL RECOGNISED GAINS AND LOSSES

The company has no recognised gains or losses other than the profits for the current year or previous year

Balance Sheet 30th April 2010

		30.4.1	10	30 4 ()9
	Notes	£	£	£	£
FIXED ASSETS					
Intangible assets	8		4,836		7,253
Tangible assets	9		7,212,826		7,260,328
			7,217,662		7,267,581
CURRENT ASSETS					
Stocks	10	37,628		38,236	
Debtors	11	101,088		60,885	
Cash at bank and in hand		375,300		274,156	
		514,016		373,277	
CREDITORS					
Amounts falling due within one year	12	7,061,832		7,400,722	
NET CURRENT LIABILITIES			(6,547,816)		(7,027,445)
TOTAL ASSETS LESS CURRENT LIABILITIES			669,846		240,136
PROVISIONS FOR LIABILITIES	13		27,309		48,066
NET ASSETS			642,537		192,070
CAPITAL AND RESERVES					
Called up share capital	14		1		1
Profit and loss account	15		642,536		192,069
SHAREHOLDERS' FUNDS	19		642,537		192,070

The financial statements were approved by the Board of Directors on 22/12/2010 and were signed on its behalf by

R G Noades - Director

Cash Flow Statement for the Year Ended 30th April 2010

	Notes	30.4.10 £	30 4 09 £
Net cash inflow	110100	~	*
from operating activities	1	123,255	56,847
Returns on investments and			
servicing of finance	2	(2,720)	(3,392)
Taxation		(16,897)	(6,025)
Capital expenditure	2	(2,494)	62,530
Increase in cash in the period		101,144	109,960

Reconciliation of net cash flow to movement in net funds 3		
Increase in cash in the period	101,144	109,960
Change in net funds resulting		
from cash flows	101,144	109,960
Movement in net funds in the period	101,144	109,960
Net funds at 1st May	274,156	164,196
Net funds at 30th April	375,300	274,156

Notes to the Cash Flow Statement for the Year Ended 30th April 2010

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

			30.4.10	30 4 09
			£	£
	Operating profit		457,967	395,539
	Depreciation charges		52,412	50,074
	Provision for liabilities and charges		(20,757)	(19,768)
	Decrease/(Increase) in stocks		608	(8,231)
	Increase in debtors Decrease in creditors		(40,202)	(6,159)
	Decrease in creditors		(326,773)	(354,608)
	Net cash inflow from operating activities		123,255	56,847
2	ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN TH	E CASH FLOW	V STATEMENT	
			30.4.10	30 4 09
			£	£
	Returns on investments and servicing of finance			
	Interest paid		(2,720)	(3,392)
	Net cash outflow for returns on investments and servicing of finance	e	(2,720)	(3,392)
	Capital expenditure			===
	Purchase of tangible fixed assets		(2,494)	(187,470)
	Sale of tangible fixed assets		-	250,000
				
	Net cash (outflow)/inflow for capital expenditure		(2,494)	62,530
3	ANALYSIS OF CHANGES IN NET FUNDS			At
		At 1.5.09	Cash flow	30.4.10
		£	£	£
	Net cash			
	Cash at bank and in hand	274,156	101,144	375,300
		274,156	101,144	375,300
				
	Total	274,156	101,144	375,300
				======

Notes to the Financial Statements for the Year Ended 30th April 2010

ACCOUNTING POLICIES

Accounting convention

The financial statements have been prepared under the historical cost convention

Turnover

1

Turnover is the total amount receivable by the company for goods supplied and services provided which fall within the company's ordinary activities, excluding VAT and trade discounts

Goodwill

Goodwill, being the amount paid in connection with the acquisition of a business in 2007, is being amortised evenly over its estimated useful life of five years

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life

Freehold land and buildings - See below
Plant and machinery - 20% on cost
Furniture and equipment - 20% on cost

Although a provision for impairment has been made in an earlier financial year, depreciation is not provided in respect of freehold property. This policy represents a departure from the rules set out in the Companies Act 2006 which require all fixed assets to be depreciated over their expected useful lives. The company's property is maintained to such a standard that its residual value is not less than its cost and the directors consider that systematic annual depreciation would be inappropriate.

The directors consider that the policy adopted is necessary in order that the financial statements give a true and fair view. The amount of depreciation which might otherwise have been provided cannot be separately identified or quantified.

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

In accordance with Financial Reporting Standard 19 provision is made at current rates for taxation deferred in respect of all material timing differences except those relating to revalued fixed assets

Hire purchase and leasing commitments

Rentals paid under operating leases are charged to the profit and loss account on a straight line basis over the period of the lease, with the exception of operating lease contracts deemed to be onerous which are fully provided for in the financial statements in accordance with FRS 12

Pension costs and other post-retirement benefits

The company operates a defined contribution pension scheme Contributions are charged to the profit and loss account as they become payable in accordance with the scheme

Cash and liquid resources

For the purpose of the cashflow statement cash and liquid resources are defined as cash at bank and in hand

Related party transactions

As disclosed in the related parties note, the parent company is Altonwood Limited and the ultimate parent company is Altonwood Holdings Limited. The results of the company are included in the consolidated financial statements of Altonwood Holdings Limited, which are available to the public from the Registrar of Companies, Companies House, Crown Way, Cardiff CF4 3UZ

The company has taken advantage of the exemptions conferred by Financial Reporting Standard 8, "Related Party Disclosures" Transactions and balances are not disclosed for companies where the ultimate parent company controls 100% or more of the voting rights.

Notes to the Financial Statements - continued for the Year Ended 30th April 2010

2 TURNOVER

The turnover and profit before taxation are attributable to the one principal activity of the company

An analysis of turnover by geographical market is given below

		30.4.10	30 4 09
	UK	£ 1,300,557	£ 1,310,913
		1,300,557	1,310,913
3	STAFF COSTS		
		30.4.10 £	30 4 09 £
	Wages and salaries	278,902	303,634
	Social security costs Other pension costs	21,139 1,729	22,919 1,577
	Cutor penalen voor	301,770	328,130
		***	====
	The average monthly number of employees during the year was as follows	30.4.10	30 4 09
	Administrative and operational	26	27
	Directors	4	4
		30	31
4	OPERATING PROFIT		
	The operating profit is stated after charging		
		30.4.10 £	30 4 09 £
	Hire of equipment	834	3,726
	Depreciation - owned assets Goodwill amortisation	49,995 2,417	47,657 2,417
	Auditors' remuneration	8,250	9,575
	Directors' remuneration	<u>-</u>	<u>-</u>
5	EXCEPTIONAL ITEMS		
		30.4.10	30 4 09
		£	£
	Loss on sale of freehold property	-	300,000
		<u>-</u>	300,000
			

Notes to the Financial Statements - continued for the Year Ended 30th April 2010

6	INTEREST PAYABLE AND SIMILAR CHARGES		
		30 4.10	30 4 09
		£	£
	Interest on corporation tax	317	-
	Other interest payable	2,403	3,392
		2,720	3,392
7	TAXATION		
	Analysis of the tax charge		
	The tax charge on the profit on ordinary activities for the year was as follows		
	The war comme of the proof of the state of t	30 4.10	30 4 09
		£	£
	Current tax		-
	UK corporation tax	6,300	18,417
	Underprovision in respect of prior year	(1,520)	· -
	Tax on profit on ordinary activities	4,780	18,417
	Factors affecting the tax charge The tax assessed for the year is lower than the standard rate of corporation tax in below	the UK The differe	nce is explained
	below		
		30.4.10	30 4 09
		£	£
	Profit on ordinary activities before tax	455,247	92,147
	Profit on ordinary activities		
	multiplied by the standard rate of corporation tax		
	in the UK of 21% (2009 - 28%)	95,602	25,801
	Effects of		
	Depreciation in excess of capital allowances	4,377	(899)
	Loss on sale of fixed asset	-	84,000
	Expenses not allowable for tax purposes	52	(28)
	Group relief	(93,731)	(89,070)
	Marginal relief	•	(1,387)
	Overprovision in prior year	(1,520)	
	Current tax charge	4,780	18,417
			

Notes to the Financial Statements - continued for the Year Ended 30th April 2010

8 INTANGIBLE FIXED ASSETS

	Goodwill £
COST	~
At 1st May 2009 and 30th April 2010	12,087
•	
AMORTISATION At 1st May 2009	4,834
Amortisation for year	2,417
At 30th April 2010	7,251
NET BOOK VALUE	
At 30th April 2010	4,836
At 30th April 2009	7,253

The goodwill arose on the acquisition of the assets and liabilities of The Addington Golf Syndicate Limited The goodwill is being amortised on a straight line basis over its useful economic life of five years

9 TANGIBLE FIXED ASSETS

10

	Freehold land and buildings £	Plant and machinery £	Furniture and equipment £	Totals £
COST				
At 1st May 2009	7,156,129	118,829	129,254	7,404,212
Additions	<u> </u>		2,494	2,494
At 30th April 2010	7,156,129	118,829	131,748	7,406,706
DEPRECIATION				
At 1st May 2009	65,000	46,010	32,875	143,885
Charge for year		23,766	26,229	49,995
At 30th April 2010	65,000	69,776	59,104	193,880
NET BOOK VALUE				
At 30th April 2010	7,091,129	49,053	72,644	7,212,826
At 30th April 2009	7,091,129	72,819	96,379	7,260,327
STOCKS				
			30.4.10 £	30 4 09 £
Goods for resale			37,628	38,236
				====

Notes to the Financial Statements - continued for the Year Ended 30th April 2010

DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR
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11	DEBIORS: AMOUNTS FALLING DUE WITHIN ONE TEAR		
		30.4.10	30.4 09
		£	£
	Trade debtors	17,943	1,467
	Corporation tax debtor	4,078	-
	Prepayments	79,067	59,418
		101,088	60,885
12	CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR		
12	CREDITORS. ANIOUNTS PALEING DOL WITHIN ONL TEAK	30.4.10	30 4 09
		£	£
	Trade creditors	81,831	72,514
	Corporation tax	6,300	18,417
	Social security and other taxes	79,725	61,566
	Amounts owed to group undertakings	6,457,780	6,869,229
	Accruals and deferred income	436,196	378,996
		7,061,832	7,400,722
13	PROVISIONS FOR LIABILITIES		
		30.4.10	30 4 09
		£	£
	Other provisions		
	Provision for obligation under		
	operating lease commitments	27,309	48,066
		27,309	48,066
			===
			Other provisions £
	Balance at 1st May 2009		48,066
	Movement in the year		(20,757)
			-
	Balance at 30th April 2010		27,309

In an earlier year a provision was made in accordance with FRS12 for the net present value of the company's obligation in respect of the lease agreement for equipment now considered to be obsolete. Notwithstanding this provision the company is currently disputing this liability and will vigorously defend any claim in respect thereof which may arise in the future

14 CALLED UP SHARE CAPITAL

Allotted, issu	ied and fully paid.			
Number	Class	Nominal	30.4.10	30 4 09
		value	£	£
1	Ordinary	£1	1	1

Notes to the Financial Statements - continued for the Year Ended 30th April 2010

15 RESERVES

RESERVES	
	Profit
	and loss
	account
	£
At 1st May 2009	192,069
Profit for the year	450,467
At 30th April 2010	642,536

16 ULTIMATE PARENT COMPANY

In the directors' opinion the company's parent company and controlling party is Altonwood Limited, a company incorporated in England. The company's ultimate parent company is Altonwood Holdings Limited, a company incorporated in England.

17 CONTINGENT LIABILITIES

The company has given guarantees to its bankers in respect of other group companies which amounted to £3,481,137 at 30th April 2010 (2009 £3,540,660)

18 ULTIMATE CONTROLLING PARTY

The company's ultimate controlling party during the current and previous years has been Mr R G Noades, by virtue of his shareholding in the company's ultimate parent company

19 RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	30.4.10 £	30 4 09 f
Profit for the financial year	450,467	73,730
Net addition to shareholders' funds	450,467	73,730
Opening shareholders' funds	192,070	118,340
Closing shareholders' funds	642,537	192,070

20 PENSION SCHEME

The company operates a defined contribution pension scheme for the benefit of certain staff. The assets of the scheme are administered by trustees in a fund independent from those of the company.

The total contributions paid in the period amounted to £1,729 (2009 £1,577)