REGISTERED NUMBER: 07560247 (England and Wales)

Group Strategic Report, Report of the Directors and

Consolidated Financial Statements for the Year Ended 28 February 2018

<u>for</u>

Livingstone Leisure Limited

A7JTSM5V* 30/11/2018

COMPANIES HOUSE

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Livingstone Leisure Limited

Company Information for the Year Ended 28 February 2018

DIRECTORS:

Mr I R Cunningham Mr M J Enright

SECRETARY:

Mrs J A Cunningham

REGISTERED OFFICE:

34 Acreman Street

Sherborne Dorset DT9 3NX

REGISTERED NUMBER:

07560247 (England and Wales)

AUDITORS:

RSM UK Audit LLP Chartered Accountants Hartwell House 55-61 Victoria Street

Bristol BS1 6AD

Group Strategic Report for the Year Ended 28 February 2018

The directors present their strategic report of the company and the group for the year ended 28 February 2018.

REVIEW OF BUSINESS

The directors are pleased to report another successful trading year at Flambards, Birdland and One To Eleven for the year ended 28 February 2018.

The results are especially pleasing given some poor weather conditions experienced in the July and August trading period. Total revenues of £7.85m are a significant increase on last year's revenue reported of £3.76m, due to the acquisition of Lightwater Valley Attractions Ltd in June 2017. Margins and net performance are also increased comparable to the previous trading year.

In terms of capital expenditure our ride portfolio was significantly enhanced in July 2017 with the commissioning and opening of Skyforce a very large and very popular new ride in an excellent position on the Flambards park. We also upgraded our Go Kart track with a brand new fleet of vehicles at the beginning of the season.

Interest costs rose significantly reflecting the increased level of borrowings put in place in June 2017 to support the acquisition of Lightwater Valley Attractions Limited - now our wholly owned subsidiary based near Ripon trading as Lightwater Valley.

Our borrowings position is set out in more detail in note 18 in these accounts.

Lightwater is a long established and well regarded family park and expands the groups presence into the significant Northern catchment areas including the major conurbations of Yorkshire and and the North East.

KEY PERFORMANCE INDICATORS

The directors consider visitor numbers and spend per head to be key performance indicators.

Group Strategic Report for the Year Ended 28 February 2018

PRINCIPAL RISKS AND UNCERTAINTIES

The directors review business risks on a regular basis and focus on mitigation of those under our control, these are principally costs, health and safety, multiple corporate compliance obligations, return on investment, and customer satisfaction.

The principal risks outside our control include weather, economic climate (and its impact on discretionary spending) and competition. We mitigate competitive pressures by offering and outstanding value for money experience to our family customers. Weather and the economy will always be unknowns that can affect visitor numbers, but when they come we can promise a wonderful experience.

The main risks associated with the group's financial assets and liabilities are set out below, as are the policies agreed by the Board for their management.

The objectives of the group are to manage the group's financial risk; secure cost effective funding for the group's operations, and to minimise the adverse effects of fluctuations in the financial markets on the group's financial assets and liabilities, on reported profitability and on the cash flows of the group.

The group finances its activities through a combination of bank loans, finance leases, hire purchase contracts and cash deposits. Overdrafts are used to satisfy short term cash flow requirements. Other financial assets and liabilities, such as trade debtors and trade creditors, arise directly from the group's operating activities. The group does not trade in financial instruments but does use an interest swap to provide a fixed rate of interest on its bank loan.

The group's transactions are predominantly in sterling. The group does not hedge any currency exposures.

The directors consider that the health, safety and welfare of its employees, customers and all others who may be affected by its businesses and activities is of paramount importance and we have a relentless and continuing commitment to training for ride operators. The maintenance team check all rides daily before operation and at close of play and will not hesitate to close a ride if there is any doubt at all regarding its efficient and safe operation.

We are also subject to (and welcome) periodic audits from the HSE regarding our training, maintenance, and operating procedures and documentation - this of course in addition to the annual examination and certification exercise for each ride conducted by ADIPS - the industry body responsible for assessing the integrity and operation of rides.

FUTURE DEVELOPMENTS

No major capital projects are on the immediate horizon but a number of opportunities are under consideration including the Lodge development project at Lightwater Valley and development of a winter opening offer, which will make available the parks extensive indoor facilities throughout the winter with a reduced outdoor ride offer.

ON BEHALF OF THE BOARD:

M J Enright - Director

Date:

Report of the Directors

for the Year Ended 28 February 2018

The directors present their report with the financial statements of the company and the group for the year ended 28 February 2018.

PRINCIPAL ACTIVITY

The principal activity of the group in the year under review was that of the operation of visitor attractions.

DIVIDENDS

Interim dividends per share were paid during the year as follows:

 Ordinary A £1
 - 1.249994p
 - 28 February 2018

 Ordinary B £1
 - 1.25p
 - 28 February 2018

The total distribution of dividends for the year ended 28 February 2018 will be £10,000.

DIRECTORS

The directors shown below have held office during the whole of the period from 1 March 2017 to the date of this report.

Mr I R Cunningham Mr M J Enright

DISCLOSURE IN THE STRATEGIC REPORT

The company has chosen in accordance with Companies Act 2006, s.414C (11) to set out in the company's Strategic Report information required by Large and Medium sized Companies and Group (Accounts and Reports) Regulations 2008, Sch. 7 to be contained in the Directors' Report. It has done so in respect of future developments.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Group Strategic Report, the Report of the Directors and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and the group and of the profit or loss of the group for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's and the group's transactions and disclose with reasonable accuracy at any time the financial position of the company and the group and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the group's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the group's auditors are aware of that information.

Report of the Directors for the Year Ended 28 February 2018

AUDITORS

The auditors, RSM UK Audit LLP, will be proposed for re-appointment at the forthcoming Annual General Meeting.

ON BEHALF OF THE BOARD:

M J Enright - Director -

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Report of the Independent Auditors to the Members of Livingstone Leisure Limited

Opinion

We have audited the financial statements of Livingstone Leisure Limited (the 'parent company') and its subsidiaries (the 'group') for the year ended 28 February 2018 which comprise the Consolidated Income Statement, Consolidated Balance Sheet, Company Balance Sheet, Consolidated Statement of Changes in Equity, Company Statement of Changes in Equity, Consolidated Cash Flow Statement 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 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the group's and of the parent company affairs as at 28 February 2018 and of the group's profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

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 group 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

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the 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 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.

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information. 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 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 Group Strategic Report and the Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Group Strategic Report and the Report of the Directors have been prepared in accordance with applicable legal requirements.

Other matter - prior period financial statements not audited

The company was exempt from audit in the year ended 28 February 2017 and consequently the corresponding figures are unaudited.

Report of the Independent Auditors to the Members of Livingstone Leisure Limited

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the group and the parent company and its environment obtained in the course of the audit, we have not identified material misstatements in the Group Strategic Report or 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 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.

Responsibilities of directors

As explained more fully in the Statement of Directors' Responsibilities set out on page four, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, 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 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.

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.

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.

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.

RSM UL AND LUP

Hywel Pegler (Senior Statutory Auditor) for and on behalf of RSM UK Audit LLP, Shaker Auditor

Chartered Accountants Hartwell House 55-61 Victoria Street Bristol

BS1 6AD

Date: 28 NOVEMBER 2018

Consolidated Income Statement for the Year Ended 28 February 2018

7	Notes	28.2.18 Continuing £	28.2.18 Discontinued £	28.2.18 Total £
TURNOVER Cost of sales		7,652,690 (885,086)	193,740 (69,523)	7,846,430 (954,609)
GROSS PROFIT		6,767,604	124,217	6,891,821
Administrative expenses		(5,560,879)	(188,308)	(5,749,187)
		1,206,725	(64,091)	1,142,634
Other operating income		86,871	-	86,871
OPERATING PROFIT/(LOSS)	4	1,293,596	(64,091)	1,229,505
Cost of fundamental reorganisation	5	(209,811)	-	(209,811)
		1,083,785	(64,091)	1,019,694
Interest receivable and similar income Interest payable and similar expenses	6	56,524 (215,407)	<u>-</u>	56,524 (215,407)
PROFIT/(LOSS) BEFORE TAXATION Tax on profit/(loss)	7	924,902 (102,348)	(64,091) 	860,811 (102,348)
PROFIT/(LOSS) FOR THE FINANCIAL YEAR		822,554	(64,091)	758,463
OTHER COMPREHENSIVE INCOME				
TOTAL COMPREHENSIVE INCOME FOR THE YEAR				758,463
Profit/(loss) attributable to: Owners of the parent		·		758,463
Total comprehensive income attributable to: Owners of the parent		758,4	<u>63</u>	(64,091)

Consolidated Income Statement for the Year Ended 28 February 2017

	Notes	28.2.17 Continuing £	28.2.17 Discontinued £	28.2.17 Total £
TURNOVER Cost of sales		3,757,448 (431,855)	<u>-</u>	3,757,448 (431,855)
GROSS PROFIT		3,325,593	-	3,325,593
Administrative expenses		(2,637,472)		(2,637,472)
		688,121	-	688,121
Other operating income		128,373	-	128,373
OPERATING PROFIT	4	816,494	-	816,494
Interest receivable and similar income Interest payable and similar expenses	6	1,759 (62,929)	<u> </u>	1,759 (62,929)
PROFIT BEFORE TAXATION Tax on profit	7	755,324 (344,205)	<u>-</u>	755,324 (344,205)
PROFIT FOR THE FINANCIAL YEA	R	411,119	-	411,119
OTHER COMPREHENSIVE INCOM	E			-
TOTAL COMPREHENSIVE INCOMP FOR THE YEAR	E			411,119
Profit attributable to: Owners of the parent				411,119
Total comprehensive income attributable Owners of the parent	to:	411,1	<u>19</u>	411,119

<u>Consolidated Balance Sheet</u> <u>28 February 2018</u>

		28.2	.18	28.2	.17
	Notes	£	£	£	£
FIXED ASSETS					
Intangible assets	10		2,472,574		614,391
Tangible assets	11		8,438,830		3,055,871
Investments	12		•		-
Investment property	13		643,694		643,694
			11,555,098		4,313,956
CURRENT ASSETS					
Stocks	14	150,999		94,901	
Debtors	15	274,987		101,748	
Cash at bank and in hand	, ,	255,277		562,365	
			_		
CREDITORS		681,263	,	759,014	
Amounts falling due within one year	16	1,640,344		543,364	
NET CURRENT (LIABILITIES)/ASS	ETS		(959,081)		215,650
TOTAL ASSETS LESS CURRENT LIABILITIES			10,596,017		4,529,606
CREDITORS					
Amounts falling due after more than one					
year	17		(6,425,961)		(1,249,287)
,			(-,,		
PROVISIONS FOR LIABILITIES	22		(521,082)		(379,808)
NET ASSETS			3,648,974		2,900,511
CAPITAL AND RESERVES					
Called up share capital	23		800,004		800,004
Revaluation reserve	2.7		1,268,840		1,268,840
Retained earnings			1,580,130		831,667
SHAREHOLDERS' FUNDS			3,648.974		2,900,511
The financial statements were approved t	y the Boar	d of Directors on	27/11/1	8aı	nd were signed on

Director

its behalf by:

MENRIGHT

Company Balance Sheet 28 February 2018

		28.2	.18	28.2.	17
	Notes	£	£	£	£
FIXED ASSETS					
Intangible assets	10		504,164		614,391
Tangible assets	11 12		3,153,003		3,055,871
Investments Investment property	12		6,447,560 643.694		643,694
investment property	13		043.094		043,074
			10,748,421		4,313,956
CURRENT ASSETS					
Stocks	14	93,591		94,901	
Debtors	15	170,006	•	101,748	
Cash at bank and in hand		224,718	-	562,365	
		488,315		759,014	
CREDITORS Amounts falling due within one year	16	2,763,761		543,364	
			-	······································	
NET CURRENT (LIABILITIES)/ASS	ETS		(2,275,446)		215,650
TOTAL ASSETS LESS CURRENT			0.172.076		4.520.606
LIABILITIES			8,472,975		4,529,606
CREDITORS					
Amounts falling due after more than one					
year	17		(4,746,071)		(1,249,287)
PROVISIONS FOR LIABILITIES	22		(192,401)		(379,808)
NET ASSETS			3,534.503		2,900,511
NET MOETO			2,55 1.505		2,700,511
CAPITAL AND RESERVES					
Called up share capital	23		800,004		800,004
Revaluation reserve	د ب		1,268,840		1,268,840
Retained earnings			1,465,659		831,667
			2.524.502		0.000.711
SHAREHOLDERS' FUNDS			3,534,503		2,900,511
			•		
Company's profit for the financial year			643,992		411,119
			j	1 6	
T1 - E	l l	1 - 6 10 1	27/1	1/1/2	4

The financial statements were approved by the Board of Directors on 27/11/18 and were signed on its behalf by:

Mr M J Enright - Director

Consolidated Statement of Changes in Equity for the Year Ended 28 February 2018

	Called up share capital £	Retained earnings	Revaluation reserve £	Total equity £
Balance at 1 March 2016	800,004	430,548	1,268,840	2,499,392
Changes in equity Dividends Total comprehensive income Balance at 28 February 2017	800,004	(10,000) 411,119 831,667	1,268,840	(10,000) 411,119 2,900,511
Changes in equity Dividends Total comprehensive income		(10,000) 758,463		(10,000) 758,463
Balance at 28 February 2018	800,004	1,580,130	1,268,840	3,648,974

Company Statement of Changes in Equity for the Year Ended 28 February 2018

	Called up share capital £	Retained earnings	Revaluation reserve	Total equity £
Balance at 1 March 2016	800,004	430,548	1,268,840	2,499,392
Changes in equity Dividends Total comprehensive income Balance at 28 February 2017	800,004	(10,000) 411,119 831,667	1,268,840	(10,000) 411,119 2,900,511
Changes in equity Dividends Total comprehensive income	<u> </u>	(10,000) 643,992	- 	(10,000) 643,992
Balance at 28 February 2018	800,004	1,465,659	1,268,840	3,534,503

Consolidated Cash Flow Statement for the Year Ended 28 February 2018

		28.2.18	28.2.17
	Notes	£	£
Cash flows from operating activities			
Cash generated from operations	27	1,334,354	1,015,989
Interest paid		(273,224)	(49,986)
Interest element of hire purchase paymen	nts		
paid		(39,646)	(12,943)
Tax paid		(270,587)	
Net cash from operating activities		<u>750,897</u>	953,060
Cash flows from investing activities			
Purchase of tangible fixed assets		(102,348)	(242,718)
Purchase of investment property		-	(228,098)
Sale of intangible fixed assets		-	10,000
Acquisition of subsidiary		(4,119,542)	-
Interest received		333	1,759
Net cash from investing activities		(4,221,557)	(459,057)
Cash flows from financing activities			510.050
New loans in year		4,168,854	518,258
Loan repayments in year		(544,167)	(609,235)
Capital Element of Finance Lease Renta	IS	(459,603)	(72,374)
Amount withdrawn by directors		(1,512)	(300,090)
Equity dividends paid		· <u> </u>	(10,000)
Net cash from financing activities		3,163,572	(473,441)
(Decrease)/increase in cash and cash e	anivalents	(307,088)	20,562
Cash and cash equivalents at beginning		(307,000)	20,502
year	28	562,365	541,803
Cash and cash equivalents at end of ye	ear 28	255,277	562,365
			

1. STATUTORY INFORMATION

Livingstone Leisure 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 General Information page.

2. ACCOUNTING POLICIES

Basis of preparing the financial statements

These financial statements have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention, modified to include the interest rate swap at fair value.

Basis of consolidation

The consolidated financial statements, prepared in accordance with FRS102 incorporate those of Livingstone Leisure Limited and all of its subsidiaries (i.e. entities that the Group controls through its power to govern the financial and operating policies so as to obtain economic benefits). Subsidiaries acquired during the year are consolidated using the purchase method. Their results are incorporated from the date that control passes. All financial statements are made up to 28 February 2018. All intra-group transactions, balances and unrealised gains on transactions between group companies are eliminated on consolidation. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Where necessary, adjustments are made to the financial statements of subsidiaries to bring the accounting policies used into line with those used by other members of the Group.

Critical accounting judgements and key sources of estimation uncertainty

In the application of the company's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods. The Directors do not believe that any accounting estimates or judgements to be critical.

Turnover

Turnover is measured at the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes.

Goodwill

Goodwill, being the amounts paid in connection with the acquisition of Birdland in 2012, Flambards in 2014 and Lightwater Valley in 2017, is being amortised as follows:

Birdland Evenly over its estimated useful life of 10 years Flambards Evenly over its estimated useful life of 10 years Lightwater Valley Evenly over its estimated useful life of 10 years

Intangible assets

Intangible assets are initially measured at cost. After initial recognition, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

2. ACCOUNTING POLICIES - continued

Tangible fixed assets

Tangible fixed assets are measured at cost or valuation, less accumulated depreciation and impairment losses.

Depreciation is provided at the following annual rates in order to write off the cost less estimated residual value of each asset over its estimated useful life.

Freehold property - 1% per annum, except for land which is not depreciated

Leasehold property - 2% on cost Improvements to property - 2% on cost

Plant and machinery - 7.5% to 33% on reducing balance

Attractions - 5% to 10% on cost

Motor vehicles - 20% on reducing balance

Livestock - not depreciated

Investments

Investments are shown at original cost and are reviewed annually by the directors for any impairment.

Investment property

Investment property is shown at most recent valuation. Any aggregate surplus or deficit arising from changes in fair value is recognised in profit or loss.

Investment Property is shown at directors' valuation, which is reviewed annually.

Stocks

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

2. ACCOUNTING POLICIES - continued

Financial instruments Basic financial instruments

Financial assets

Short term debtors are measured at transaction price (which is usually the invoice price), less any impairment losses for bad and doubtful debts.

Loans and other financial assets are initially recognised at transaction price including any transaction costs and subsequently measured at amortised cost determined using the effective interest method, less any impairment losses for bad and doubtful debts.

Financial liabilities

Short term creditors are measured at transaction price (which is usually the invoice price).

Loans and other financial liabilities are initially recognised at transaction price net of any transaction costs and subsequently measured at amortised cost determined using the effective interest method.

Interest-bearing borrowings classified as basic financial instruments

Interest-bearing borrowings are recognised initially at the present value of future payments discounted at a market rate of interest. Subsequent to initial recognition, interest-bearing borrowings are stated at amortised cost using the effective interest method, less any impairment losses.

Cash and cash equivalents

Cash and cash equivalents comprise cash balances and call deposits. Bank overdrafts that are repayable on demand and form an integral part of the Group's cash management are included as a component of cash and cash equivalents for the purpose only of the cash flow statement.

Other financial instruments

Financial instruments not considered to be Basic financial instruments (Other financial instruments)

Other financial instruments not meeting the definition of Basic Financial Instruments are recognised initially at fair value. Subsequent to initial recognition other financial instruments are measured at fair value with changes recognised in profit or loss.

Derivative financial instruments and hedging

Derivative financial instruments are recognised at fair value. The gain or loss on remeasurement to fair value is recognised immediately in profit or loss. Derivative financial instruments are not designated as hedging instruments.

Taxation

Taxation for the year comprises current and deferred tax. Tax is recognised in the Consolidated Income Statement, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current or deferred taxation assets and liabilities are not discounted.

Current tax is recognised at the amount of tax payable using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

2. ACCOUNTING POLICIES - continued

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

Timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements. Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the year end and that are expected to apply to the reversal of the timing difference.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Hire purchase and leasing commitments

Assets obtained under hire purchase contracts or finance leases are capitalised in the balance sheet. Those held under hire purchase contracts are depreciated over their estimated useful lives. Those held under finance leases are depreciated over their estimated useful lives or the lease term, whichever is the shorter.

The interest element of these obligations is charged to profit or loss over the relevant period. The capital element of the future payments is treated as a liability.

Rentals paid under operating leases are charged to profit or loss on a straight line basis over the period of the lease.

Finance leases

Minimum lease payments are apportioned between the finance charge and the reduction of the outstanding liability using the rate implicit in the lease. The finance charge is allocated to each period during the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability. Contingent rents are charged as expenses in the periods in which they are incurred.

Pension costs

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

There was a nil balance outstanding at the year end (2017: nil).

Termination payments

Termination payments are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

Going concern

The directors have considered the group's projected future cashflows, working capital requirements and its banking facilities, and are confident that it has sufficient cashflows to meet its working capital requirements for at least the next twelve months. For the reasons noted, the Directors continue to prepare the financial statements on a going concern basis.

Notes to the Consolidated Financial Statements - continued for the Year Ended 28 February 2018

3. EMPLOYEES AND DIRECTORS

	28.2.18	28.2.17
	t	t.
Wages and salaries	2,448,332	1,166,832
Social Security costs	137,747	69,034
Other pension costs	112,760	43,333
	2,698,839	1,279,199

The average number of employees during the year was as follows:

	Group		Compai	ıy
	28.2.18	28.2.17	28.2.18	28.2.17
Birdland	12	12	12	12
Flambards	100	93	100	93
Head Office	3	3	3	3
Lightwater Valley Attractions Limited	200			
	315	108	115	108
			28.2.18 £	28.2.17 £
Directors' remuneration			65,000	65,000
Directors' pension contributions to money pu	urchase schemes		43,282	43,333
The number of directors to whom retirement	benefits were accru	ing was as follow	ws:	
Money purchase schemes			1	

The directors also received dividends during the year, £5,000 being received by Mr M J Enright (2017: £5,000) and £3,813 by Mr I R Cunningham (2017: £3,813).

The directors also received benefits in kind during the year of £1,512 (2017: £1,503).

4. **OPERATING PROFIT**

The operating profit is stated after charging/(crediting):

	28.2.18	28.2.17
	£	£
Hire of plant and machinery	124,209	16,968
Depreciation - owned assets	292,785	138,390
Depreciation - assets on hire purchase contracts	160,023	41,063
Profit on disposal of fixed assets	-	(10,000)
Goodwill amortisation	273,914	110,227
Auditors' remuneration	14,500	-
Auditors' remuneration for non audit work	28,329	-
Operating lease rentals - land and buildings	136,909	32,100

28.2	2.18 28.2.17 £ £
	9,811)
6. INTEREST PAYABLE AND SIMILAR EXPENSES	
	2.18 28.2.17 £ £
	3,603 -
	7,158 49,986
	5,780 12,943 2,866 -
Leasing 22	2,800
<u>215</u>	5,407 62,929
7. TAXATION	
Analysis of the tax charge	
The tax charge on the profit for the year was as follows:	
28.2	2.18 28.2.17 £ £
Current tax:	
	9,594 113,420
Pre-Acquisition taxation adjustment (26	<u>-</u>
Total current tax 212	2,735 113,420
Deferred tax (110	230,785
Tax on profit 102	2,348 344,205
Reconciliation of total tax charge included in profit and loss The tax assessed for the year is lower than the standard rate of corporation tax in the explained below:	e UK. The difference is
	2.18 28.2.17 £ £
	<u>755,324</u>
Profit multiplied by the standard rate of corporation tax in the UK of 19.102% (2017 - 20%)	4,432 151,065
Effects of:	
	7,670 (7,333)
	2,895) -
Depreciation in excess of capital allowances Utilisation of tax losses	- 223,781 - (23,308)
Adjustments to tax charge in respect of previous periods (26)	6,859)
Total tax charge <u>102</u>	2,348 344,205

8. INDIVIDUAL INCOME STATEMENT

As permitted by Section 408 of the Companies Act 2006, the Income Statement of the parent company is not presented as part of these financial statements.

9.	DIVIDENDS		
<i>)</i> .		28.2.18	28.2.17
	Ordinary A shares of £1 each	£	£
	Interim	5,000	5,000
	Ordinary B shares of £1 each Interim	5,000	5,000
	ince in		
		10,000	10,000
	·		
10.	INTANGIBLE FIXED ASSETS		
	Group		
			Goodwill £
	COST		ı.
	At 1 March 2017		1,102,270
	Additions		2,124,393
	Additions on acquisition		7,704
	At 28 February 2018		3,234,367
	AMORTISATION		
	At 1 March 2017		487,879
	Amortisation for year		273,914
	At 28 February 2018		761,793
	NET BOOK VALUE		
	At 28 February 2018		2,472,574
	At 28 February 2017		614,391
	At 28 February 2017		014,331
	Company		
	Company		Goodwill
	COST		£
	At 1 March 2017		
	and 28 February 2018		1,102,270
	AMORTISATION		
	At 1 March 2017		487,879
	Amortisation for year		110,227
	At 28 February 2018		598,106
	NET BOOK VALUE		
	At 28 February 2018		504,164
	At 28 February 2017		614,391

11. TANGIBLE FIXED ASSETS

Group	G	ro	u	p
-------	---	----	---	---

Group			Improvements	
	Freehold property	Short leasehold	to property	Plant and machinery
COST At 1 March 2017 Additions Additions on acquisition	£ 750,000	£ - 22,464 2,809,885	£ 282,503 -	£ 2,192,879 248,686 430,857
At 28 February 2018	750,000	2,832,349	282,503	2,872,422
At 20 I Columny 2010	750,000	2,032,349		2,072,122
DEPRECIATION At 1 March 2017 Charge for year	29,375 7,500	56,872	16,756 5,650	327,551 191,914
At 28 February 2018	36,875	56,872	22,406	519,465
NET BOOK VALUE At 28 February 2018	713,125	2,775,477	260,097	2,352,957
At 28 February 2017	720,625		265,747	1,865,328
	Attractions £	Motor vehicles	Livestock £	Totals £
COST At 1 March 2017 Additions Additions on acquisition	41,359 70,993 2,252,882	3,700	170,290 - -	3,440,731 342,143 5,493,624
At 28 February 2018	2,365,234	3,700	170,290	9,276,498
DEPRECIATION At 1 March 2017 Charge for year	10,253 190,178	925 694	<u>-</u>	384,860 452,808
At 28 February 2018	200,431	1,619	<u> </u>	837,668
NET BOOK VALUE At 28 February 2018	2,164,803	2,081	170,290	8,438,830
At 28 February 2017	31,106	2,775	<u>170,290</u>	3,055,871
•			28.2.18 £	31.1.17 £
Group Carrying value of fixed assets included above hire purchase contracts	eld under financ	e leases and	2,328,411	684,018
Company Carrying value of fixed assets included above hire purchase contracts	eld under financ	e leases and	702,770	684,018

11. TANGIBLE FIXED ASSETS - continued

Valuation in 2015

Cost

Company	,			
	·	~	Improvements	D1 . 1
		Freehold	to	Plant and
		property £	property £	machinery £
COST OR VALUATION		~	~	~
At 1 March 2017		750,000	282,503	2,192,879
Additions				248,686
At 28 February 2018		750,000	282,503	2,441,565
DEPRECIATION				
At 1 March 2017		29,375	16,756	327,551
Charge for year		7,500	5,650	170,733
At 28 February 2018		36,875	22,406	498,284
NET BOOK VALUE				
At 28 February 2018		713,125	260,097	1,943,281
At 28 February 2017		720,625	265,747	1,865,328
		Motor		
	Attractions £	vehicles £	Livestock £	Totals £
COST OR VALUATION	r	L		L
At 1 March 2017	41,359	3,700	170,290	3,440,731
Additions	41,288		-	289,974
At 28 February 2018	82,647	3,700	170,290	3,730,705
DEPRECIATION				
At 1 March 2017	10,253	925	-	384,860
Charge for year	8,265	694		192,842
At 28 February 2018	18,518	1,619		577,702
NET BOOK VALUE				
At 28 February 2018	<u>64,129</u>	2,081	170,290	3,153,003
At 28 February 2017	31,106	2,775	170,290	3,055,871
Cost or valuation at 28 February 2018 is	represented by:	•		
	,		•	
		Freehold	Improvements	Plant and
		rreenoid	to	Fiant and

property

£

750,000

750,000

property

£

282,503

282,503

machinery £

1,212,300

1,229,265

2,441,565

11. TANGIBLE FIXED ASSETS - continued

Company

	Attractions £	Motor vehicles £	Livestock £	Totals £
Valuation in 2015 Cost	82,647	3,700	170,290	1,212,300 2,518,405
	82,647	3,700	170,290	3,730,705

If plant and machinery had not been revalued they would have been included at the following historical cost:

	28.2.18	28.2.17
Cost	£ 	£ 282,700
Aggregate depreciation	188,135	164,494

Plant and equipment was valued on an open market basis on 28 February 2015 by the directors and is reviewed annually.

12. FIXED ASSET INVESTMENTS

Company

Company	Shares in group undertakings £
COST Additions	6,447,560
At 28 February 2018	6,447,560
NET BOOK VALUE At 28 February 2018	6,447,560

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

Subsidiary

Lightwater Valley Attractions Ltd

Registered office: 34 Acreman Street, Sherborne, Dorset, DT9 3NX

Nature of business: Operation of visitor attractions

Class of shares: holding
Ordinary £1 100.00

13. INVESTMENT PROPERTY

Grou	р
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Group	Total £
FAIR VALUE At 1 March 2017 and 28 February 2018	643,694
NET BOOK VALUE At 28 February 2018	643,694
At 28 February 2017	643,694
Company	Total £
FAIR VALUE At 1 March 2017 and 28 February 2018	643,694
NET BOOK VALUE At 28 February 2018	643,694
At 28 February 2017	643,694

Investment Property is shown at original cost as the directors consider the current market value of the assets to be similar to original cost.

14. STOCKS

	Group		Company	
	28.2.18	28.2.17	28.2.18	28.2.17
	£	£	£	£
Stocks	<u>150,999</u>	94,901	93,591	<u>94,901</u>

15. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	Group		Company	
	28.2.18	28.2.17	28.2.18	28.2.17
	£	£	£	£
Trade debtors	17,827	17,435	7,999	17,435
Accrued income	833	-	833	-
Tax	22,516	-	-	-
VAT	13,797	40,887	14,540	40,887
Prepayments	220,014	43,426	146,634	43,426
	274,987	101,748	170,006	101,748

16. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	Group		Company	
	28.2.18	28.2.17	28.2.18	28.2.17
	£	£	£	£
Bank loans and overdrafts (see note 18)	635,888	-	518,241	-
Other loans (see note 18)	-	204,297	=	204,297
Hire purchase contracts (see note 19)	368,340	72,375	128,329	72,375
Trade creditors	144,004	113,509	127,181	113,509
Amounts owed to group undertakings		-	1,763,885	-
Corporation tax	138,223	113,420	138,223	113,420
Social security and other taxes	12,889	57	-	57
Other creditors	76,312	3,374	4,028	3,374
Directors' current accounts	8,488	-	8,488	
Accrued expenses	256,200	36,332	75,386	36,332
	1,640,344	543,364	2,763,761	543,364

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

	Group		Company	
	28.2.18	28.2.17	28.2.18	28.2.17
	£	£	£	£
Bank loans (see note 18)	5,878,315	-	4,471,500	-
Other loans (see note 18)	93,730	1,046,849	-	1,046,849
Hire purchase contracts (see note 19)	453,916	202,438	274,571	202,438
	6,425,961	1,249,287	4,746,071	1,249,287

18. LOANS

An analysis of the maturity of loans is given below:

	G	roup	Co	mpany
	28.2.18	28.2.17	28.2.18	28.2.17
	£	£	£	£
Amounts falling due within one year or on dema Bank loans	and: 635,888		518,241	
Other loans	033,000	204,297	310,241	204,297
Other loans		201,257		201,257
	635,888	204,297	518,241	204,297
Amounts falling due between one and two years	::			
Bank loans - 1-2 years	659,647	-	542,000	-
Other loans - 1-2 years		231,808	-	231,808
SWAP Liability	93,730	-		<u>-</u>
	753,377	231,808	542,000	231,808
				
Amounts falling due between two and five years				
Bank loans - 2-5 years	1,978,941	-	1,626,000	-
Other loans - 2-5 years		421,778		421,778
	1,978,941	421,778	1,626,000	421,778
Amounts falling due in more than five years:				
Repayable by instalments	2 220 727		2 202 500	
Bank loans more 5 yr by instal Other loans more 5yrs instal	3,239,727	393,263	2,303,500	393,263
Other loans more byts mstar		393,203		
	3,239,727	393,263	2,303,500	393,263

The loan falling due in more than five years has annual capital repayment terms as agreed in the loan facility letters.

The loans are secured by debentures held by the Group's bankers and a fixed charge over all of the property owned by the Group.

19. LEASING AGREEMENTS

Minimum lease payments fall due as follows:

Group

	Hire purchase contra	
	28.2.18	28.2.17
	£	£
Net obligations repayable:		
Within one year	368,340	72,375
Between one and five years	453,916	202,438
	822,256	274,813

Notes to the Consolidated Financial Statements - continued for the Year Ended 28 February 2018

19. LEASING AGREEMENTS - continued

Company		
- '	Hire purcha	ise contracts
	28.2.18	28.2.17
	£	£
Net obligations repayable:		
Within one year	128,329	72,375
Between one and five years	274,571	202,438
	402,900	274,813
Group	Non concelle	able operating
		ises
	28.2.18	28.2.17
	£	£
Within one year	285,408	3,600
Between one and five years	346,535	, <u>-</u>
In more than five years	1,588,303	25,000
	2,220,246	28,600
Company		
• •	Non-cancella	ble operating
	lea	ises
	28.2.18	28.2.17
	£	£
Within one year	45,397	3,600
Between one and five years	167,190	-
In more than five years	1,588,303	25,000
	1,800,890	28,600
SECURED DEBTS		

20. SECURED DEBTS

The following secured debts are included within creditors:

	Gr	Group		Company	
	28.2.18	8.2.18 28.2.17	28.2.18	28.2.17	
	£	£	£	£	
Bank loans	6,514,203	-	4,989,741		

The loans are secured by a fixed and floating charge over all of the assets of the group.

21. FINANCIAL INSTRUMENTS

and .		~		11 1 111.	
The carrying	amounts of the	tinancial	accets and	liabilities	include:
I IIC Call yillg	announts of the	minumona	assets and	Huomitios	moraco.

The carrying amounts of the infancial assets and macritics metade.	2018 £	2017 £
Assets measured at amortised cost	47,406	58,322
Liabilities measured at fair value through profit or loss	93,730	-
Liabilities measured at amortised cost	7,769,331	1,756,319

Interest Rate Swaps

The Group uses interest rates swaps to manage its exposure to interest rate movements on its bank borrowings. Contracts with nominal values of £844,010 (2017: £1,021,209) fix interest payments on variable rate debts at an average rate of Bank of England Base rate at each reset date for periods up until 2021. Contracts with nominal values of £844,010 (2017: £1,021,209) swap fixed interest payments of 5.25% (2017 5.25%) to variable interest rates linked to Bank of England Base Rate. The movement on the fair value of the interest rate swap in the year was £56,191.

Financial instruments measured at fair value

Derivative financial instruments

The fair value of the interest rate swap is based on information provided by the Group's bankers and is reviewed annually to determine the impact on future cash flows.

22. PROVISIONS FOR LIABILITIES

	Grou	ıp	Comp	any
	28.2.18 £	28.2.17 £	28.2.18 £	28.2.17 £
Deferred tax	521,082	379,808	192,401	379,808
Group				Deferred tax £
Balance at 1 March 2017 Credit to Income Statement during year Pre-acquisition				379,808 (110,387) 251,661
Balance at 28 February 2018				521,082
Company				Deferred tax £
Balance at 1 March 2017 Credit to Income Statement during year				379,808 (187,407)
Balance at 28 February 2018		•		192,401

23. CALLED UP SHARE CAPITAL

Allotted, iss	ued and fully paid:			
Number:	Class:	Nominal	28.2.18	28.2.17
		value:	£	£
400,002	Ordinary A	£1	400,002	400,002
400,002	Ordinary B	£1	400,002	400,002
			800,004	800,004

Ordinary shares carry no right to fixed income, each carry the right to one vote at general meetings of the company.

24. PENSION COMMITMENTS

The Group and Company operate defined contribution pension schemes for all qualifying employees in the UK. The assets of the scheme are held separately from those of the Group in an independently administered fund. The contributions payable by the Group charged to the Profit and Loss amounted to £112,760 (2017: company £43,333). No contributions were payable into the fund at the year end (2017: £Nil).

25. CAPITAL COMMITMENTS

	28.2.18	28.2.17
	£	£
Contracted but not provided for in the		
financial statements	31,000	

26. RELATED PARTY DISCLOSURES

During the year, the company made payments to IPS Pension Trustees in respect of rent for the Birdland site amounting to £28,093 (2017: £22,917). The directors of the company are each ultimate beneficiaries of the SIPP funds under management by IPS Pension Trustees.

27. RECONCILIATION OF PROFIT FOR THE FINANCIAL YEAR TO CASH GENERATED FROM OPERATIONS

	28.2.18	28.2.17
	£	£
Profit for the financial year	758,463	411,119
Depreciation charges	726,722	289,679
Profit on disposal of fixed assets		(10,000)
Finance costs	215,407	62,929
Finance income	(56,524)	(1,759)
Taxation	102,348	344,205
	1,746,416	1,096,173
Increase in stocks	135,265	(17,019)
Increase in trade and other debtors	334,182	(5,608)
Increase/(decrease) in trade and other creditors	(881,509)	<u>(57,557</u>)
Cash generated from operations	1,334,354	1,015,989

Notes to the Consolidated Financial Statements - continued for the Year Ended 28 February 2018

28. CASH AND CASH EQUIVALENTS

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

	Year ended 28 February 2018			28.2.18	1.3.17
	Cash and cash equivalents			£ 255,277	£ 562,365
	Year ended 28 February 2017				
				28.2.17 £	1.3.16 £
	Cash and cash equivalents			562,365	<u>541,803</u>
29.	ANALYSIS OF NET DEBT				
			C	Other non-cash	
				changes	
		1.3.17	Cashflow		28.2.18
		£	£	£	£
	Net cash:	5/0.0/5	(205.000)		255 255
	Cash at bank and in hand	562,365	(307,088)	·-	255,277
	Debt:				
	Bank loans and overdrafts	(1,251,146)	(5,314,390)	-	(6,565,536)
	Hire purchase contracts	(274,813)	(547,443)		(822,256)
	Net debt:	(963,594)	(6,168,921)		(7,132,515)

30. BUSINESS COMBINATIONS

On 6 June 2017, Livingstone Leisure Limited acquired 100 per cent of the issued share capital of Lightwater Valley Attractions Limited. Lightwater Valley Attractions limited is a company incorporated in England and Wales which is an owner and operator of theme parks. The cost of the acquisition comprised cash consideration of £6,333,063.

Consolidated turnover and consolidated profit after tax comprise turnover of £4,100,080 and profit after tax of £320,615 contributed by Lightwater Valley Attractions Limited between the date of its acquisition and the 28 February 2018.

The goodwill arising on acquisition of £2,124,393 is considered to have a useful life of 10 years.

Lightwater Valley Attractions Limited has been accounted for using the purchase method of accounting. At 6 June 2017 (the 'acquisition date'), the assets and liabilities of Lightwater Valley Attractions Limited were consolidated at their fair values to the Company, as set out below:

consonance at their rain values to the company, as set out offer.	Fair value at date of acquisition £
Intangible fixed assets	7,704
Tangible fixed assets	5,493,624
Stocks	191,363
Trade debtors	52,429
Other debtors	2,116,375
Prepayments	432,476
Cash at bank	211,643
TOTAL ASSETS	8,505,614
	1 700 201
Bank loans	1,788,291 807,911
Trade creditors Other creditors	1,193,184
Accruals	141,400
Taxation provision	251,661
Taxanon provision	
TOTAL LIABILITIES	4,182,447
NET ASSETS	4,323,167
Goodwill	2,124,393
Total consideration	6,447,560
Satisfied by:	
Cash	4,216,688
Assignment of inter-company debt	2,116,375
Acquisition costs	114,497
	6,447,560