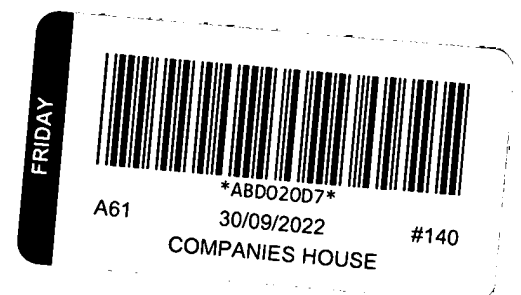

ATLAS (BICESTER) LIMITED

Directors' Report and Financial Statements

For the Year Ended 31 December 2021



ATLAS (BICESTER) LIMITED

Company Information

Directors

S J Lowe
A P Bradley

Registered number

10991349

Registered office

Quadrant House
Floor 6
4 Thomas More Square
London
E1W 1YW

ATLAS (BICESTER) LIMITED

Contents

	Page
Directors' Report	1 - 2
Independent Auditors' Report	3 - 5
Statement of Income and Retained Earnings	6
Statement of Financial Position	7
Notes to the Financial Statements	8 - 19

ATLAS (BICESTER) LIMITED

Directors' Report For the Year Ended 31 December 2021

The directors present their report and the audited financial statements for the year ended 31 December 2021.

Principal activities

The principal activity of the Company is that of owning and operating hotels.

Directors

The directors who served during the year and up to the date of signing these financial statements were:

S J Lowe
A P Bradley

Statement of directors' responsibilities in respect of the financial statements

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" Section 1A, and applicable law).

Under company law, 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 the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 102 Section 1A have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- 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 safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors are also 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.

ATLAS (BICESTER) LIMITED

Directors' Report (continued) For the Year Ended 31 December 2021

Going Concern

The Company had net current liabilities of £9,363,455 (2020: £22,293,979) and net liabilities of £234,438 (2020: £88,940) as at 31 December 2021. These positions were due to the amount payable to the parent company, Atlas2 Borrower Limited of £10,867,758 (2020: £24,280,296). The Directors of Atlas2 Borrower Limited have confirmed that they will not request for payment of any amounts due from the Company for a period of at least 12 months from the date of the approval of these financial statements.

Financial covenant testing on the Company's external borrowings commenced in September 2021. All covenants has been compliant during the year and since the year end.

The Directors and management have prepared detailed cash flow forecasts to December 2023, which indicates that the Company will have sufficient liquidity to meet obligations, excluding the intercompany balance due from the immediate parent undertaking as noted above, as they fall due and have sufficient headroom on covenant levels.

The cash flow forecast has been prepared on a cautious basis acknowledging that an element of the summer of 2021 performance, which is attributable to the staycation post C-19 bounce back, is unlikely to be recurring through 2022. The Directors consider the forecast to be a severe yet plausible scenario and that there is sufficient headroom in the forecasts to conclude that the Company has sufficient liquidity to continue as a going concern.

The directors continue to adopt the going concern basis of preparing the financial statements.

Directors' confirmations

In the case of each director in office at the date the directors' report is approved:

- so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware; and
- they have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

Independent Auditors

The independent auditors, PricewaterhouseCoopers LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

Small companies note

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006 and the company is therefore exempt from the requirement to prepare a Strategic Report.

This report was approved by the board on 30 June 2022 and signed on its behalf.



S J Lowe
Director

ATLAS (BICESTER) LIMITED

Independent Auditors' Report to the Members of ATLAS (BICESTER) LIMITED

Report on the audit of the financial statements

Opinion

In our opinion, Atlas (Bicester) Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2021 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" Section 1A, and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Directors' Report and Financial Statements (the "Annual Report"), which comprise: the Statement of Financial Position as at 31 December 2021; the Statement of Income and Retained Earnings for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

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

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

However, because not all future events or conditions can be predicted, this conclusion is not a guarantee as to the company's ability to continue as a going concern.

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

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance 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 an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of 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 based on these responsibilities.

ATLAS (BICESTER) LIMITED

Independent Auditors' Report to the Members of ATLAS (BICESTER) LIMITED

With respect to the Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on our work undertaken in the course of the audit, the Companies Act 2006 requires us also to report certain opinions and matters as described below.

Directors' Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Directors' Report for the year ended 31 December 2021 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Directors' Report.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Statement of directors' responsibilities in respect of the financial statements, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they 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 company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

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 an auditors' 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.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud, is detailed below.

Based on our understanding of the company and industry, we identified that the principal risks of non-compliance with laws and regulations related to health and safety and general data protection regulation (GDPR), and we considered the extent to which non-compliance might have a material effect on the financial statements. We also considered those laws and regulations that have a direct impact on the financial statements such as the requirements of the Companies Act 2006 and UK tax regulations. We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls), and determined that the principal risks were related to the risk that management may record inappropriate journal entries and the risk of bias in accounting estimates and judgements. Audit procedures performed by the engagement team included:

ATLAS (BICESTER) LIMITED

Independent Auditors' Report to the Members of ATLAS (BICESTER) LIMITED

- Enquiring of management and those charged with governance, of the policies and procedures to prevent and detect fraud as well as enquiries around actual and potential litigation and claims;
- Enquiring of those charged with governance as to whether management have knowledge of any actual, suspected or alleged fraud;
- Identifying journal entries to test based on risk criteria and comparing the identified entries to supporting documentation; and
- Assessing the reasonableness of key accounting estimates (because of the risk of management bias), including challenging assumptions and judgements made by management in their significant accounting estimates.

There are inherent limitations in the audit procedures described above. We are less likely to become aware of instances of non-compliance with laws and regulations that are not closely related to events and transactions reflected in the financial statements. Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Other required reporting

Companies Act 2006 exception reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not obtained all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.

Entitlement to exemptions

Under the Companies Act 2006 we are required to report to you if, in our opinion, the directors were not entitled to: prepare financial statements in accordance with the small companies regime; take advantage of the small companies exemption in preparing the Directors' Report; and take advantage of the small companies exemption from preparing a strategic report. We have no exceptions to report arising from this responsibility.



Suzanne Woolfson (Senior statutory auditor)

for and on behalf of

PricewaterhouseCoopers LLP

Chartered Accountants and Statutory Auditors
Watford
30 June 2022

ATLAS (BICESTER) LIMITED

**Statement of Income and Retained Earnings
For the Year Ended 31 December 2021**

	Note	2021 £	2020 £
Turnover	3	3,051,254	353,930
Cost of sales		(1,217,751)	(256,732)
Gross profit		1,833,503	97,198
Administrative expenses		(1,401,655)	(182,452)
Other operating income		7,710	355
Operating profit/(loss)	4	439,558	(84,899)
Interest receivable and similar income		2,496	14
Interest payable and similar expenses	7	(344,150)	(4,056)
Profit/(loss) before tax		97,904	(88,941)
Tax on profit/(loss)		(243,402)	-
Loss after tax		(145,498)	(88,941)
Retained deficit at the beginning of the year		(88,941)	-
Loss for the year		(145,498)	(88,941)
Retained deficit at the end of the year		(234,439)	(88,941)
The notes on pages 8 to 19 form part of these financial statements.			

ATLAS (BICESTER) LIMITED
Registered number: 10991349

Statement of Financial Position
As at 31 December 2021

	Note	2021 £	2021 £	2020 £	2020 £
Fixed assets					
Tangible assets	9		21,702,939		22,205,039
			<u>21,702,939</u>		<u>22,205,039</u>
Current assets					
Stocks		13,688		12,004	
Debtors	10	1,149,372		2,091,283	
Cash at bank and in hand		1,334,799		373,543	
		<u>2,497,859</u>		<u>2,476,830</u>	
Creditors: amounts falling due within one year	11	(11,861,314)		(24,770,809)	
Net current liabilities			<u>(9,363,455)</u>		<u>(22,293,979)</u>
Total assets less current liabilities			<u>12,339,484</u>		<u>(88,940)</u>
Creditors: amounts falling due after more than one year	12		(12,330,520)		-
Provisions for liabilities					
Deferred tax			(243,402)		-
Net liabilities			<u>(234,438)</u>		<u>(88,940)</u>
Capital and reserves					
Called up share capital	14		1		1
Retained deficit			(234,439)		(88,941)
Total equity			<u>(234,438)</u>		<u>(88,940)</u>

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and in accordance with the provisions of FRS 102 Section 1A - small entities.

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 30 June 2022.


S J Lowe
Director

The notes on pages 8 to 19 form part of these financial statements.

ATLAS (BICESTER) LIMITED

Notes to the Financial Statements For the Year Ended 31 December 2021

1. General information

Atlas (Bicester) Limited is a private company limited by shares and incorporated in the United Kingdom and registered in England. The address of the registered office is given on the Company Information page. The nature of the Company's operations and its principal activities are set out in the Directors' Report.

1.1 Statement of compliance

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (FRS102) including FRS 102 Section 1A Small Entities and the requirements of the Companies Act 2006.

These financial statements are presented in Sterling which is the currency of the primary economic environment in which the Company operates.

2. Accounting policies

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 Basis of preparation of financial statements

The financial statements have been prepared on a going concern basis, under the historical cost convention.

The preparation of financial statements in compliance with FRS 102 Section 1A Small Entities requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company's accounting policies.

2.2 Going concern

The Company had net current liabilities of £9,363,455 (2020: £22,293,979) and net liabilities of £234,438 (2020: £88,940) as at 31 December 2021. These positions were due to the amount payable to the parent company, Atlas2 Borrower Limited of £10,867,758 (2020: £24,280,296). The Directors of Atlas2 Borrower Limited have confirmed that they will not request for payment of any amounts due from the Company for a period of at least 12 months from the date of the approval of these financial statements.

Financial covenant testing on the Company's external borrowings commenced in September 2021. All covenants has been compliant during the year and since the year end.

The Directors and management have prepared detailed cash flow forecasts to December 2023, which indicates that the Company will have sufficient liquidity to meet obligations, excluding the intercompany balance due from the immediate parent undertaking as noted above, as they fall due and have sufficient headroom on covenant levels.

The cash flow forecast has been prepared on a cautious basis acknowledging that an element of the summer of 2021 performance, which is attributable to the staycation post C-19 bounce back, is unlikely to be recurring through 2022. The Directors consider the forecast to be a severe yet plausible scenario and that there is sufficient headroom in the forecasts to conclude that the Company has sufficient liquidity to continue as a going concern.

The directors continue to adopt the going concern basis of preparing the financial statements.

ATLAS (BICESTER) LIMITED

Notes to the Financial Statements For the Year Ended 31 December 2021

2. Accounting policies (continued)

2.3 Turnover

Turnover is primarily derived from hotel operations, including the rental of rooms and food and beverage sales. Turnover is recognised when rooms are occupied and food and beverages are sold. Turnover is recognised exclusive of Value Added Tax and trade discounts.

2.4 Government grants

Grants are accounted for under the accruals model as permitted by FRS 102 Section 1A.

Grants of a revenue nature are recognised in "other income" within the Statement of Comprehensive Income in the same period as the related expenditure. This includes the Government Coronavirus Job Retention Scheme ('Furlough'). The Group has not directly benefited from any other forms of government assistance.

2.5 Tangible assets

Tangible assets, with the exception of Hotel properties, 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.

Hotel properties are carried at fair value less any subsequent accumulated depreciation. Revaluations are undertaken with sufficient regularity to ensure that the carrying amount does not differ materially from that which would be determined using fair value at the end of the reporting year. Fair values are determined from market evidence normally undertaken by professional qualified valuers.

Changes in fair value are recognised in other comprehensive income and accumulated in the revaluation reserve except to the extent that any decrease in value in excess of the credit balance on the revaluation reserve, or reversal of such a transaction, is recognised in the Income Statement.

Repairs and maintenance are charged to the Statement of Comprehensive Income during the year in which they are incurred.

In line with the Guidance Notes for the Hotel Industry, issued by the British Association of Hospitality Accountants, the Company splits its hotel properties into two elements, the core of the building and the surface finishes.

ATLAS (BICESTER) LIMITED

Notes to the Financial Statements For the Year Ended 31 December 2021

2. Accounting policies (continued)

2.5 Tangible assets (continued)

Depreciation is provided on all other items of tangible assets so as to write off their carrying value over their expected useful economic lives. It is provided at the following rates:

Depreciation is provided on the following basis:

Hotel buildings comprising:

- Freehold property - 50 years
- Surface finishes and services - 20 years
- Fixtures, fittings and equipment - 3 to 20 years

Freehold land is not depreciated and leasehold land is depreciated over the lease year. Depreciation on assets under construction does not commence until they are complete and available for use.

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

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

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

2.6 Stocks

Stocks 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. Work in progress and finished goods include labour and attributable overheads.

At each reporting 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.

2.7 Financial instruments

Financial instruments are recognised in the Company's Statement of Financial Position where the Company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the assets and settle the liabilities simultaneously.

ATLAS (BICESTER) LIMITED

Notes to the Financial Statements For the Year Ended 31 December 2021

2. Accounting policies (continued)

2.7 Financial instruments (continued)

Basic financial assets

Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

Impairment of financial assets

Financial assets, other than those held at fair value through profit or loss, are assessed for indicators of impairment at each reporting end date.

Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows have been affected. If an asset is impaired, the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been, had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

Derecognition of financial assets

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire or are settled, or when the Company transfers the financial asset and substantially all the risks and rewards of ownership to another entity, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party.

Classification of financial liabilities

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities.

ATLAS (BICESTER) LIMITED

Notes to the Financial Statements For the Year Ended 31 December 2021

2. Accounting policies (continued)

2.7 Financial instruments (continued)

Basic financial liabilities

Basic financial liabilities, including creditors, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future receipts discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

Derecognition of financial liabilities

Financial liabilities are derecognised when the Company's contractual obligations expire or are discharged or cancelled.

2.8 Finance costs

Finance costs are charged to profit or loss 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.

2.9 Interest income

Interest income is recognised in profit or loss using the effective interest method.

2.10 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the Income Statement because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

ATLAS (BICESTER) LIMITED

Notes to the Financial Statements For the Year Ended 31 December 2021

2. Accounting policies (continued)

Deferred tax

Deferred tax liabilities are generally recognised for all timing differences and deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Such assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the year when the liability is settled or the asset is realised. Deferred tax is charged or credited to the Income Statement, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. Deferred tax assets and liabilities are offset when the Company has a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

3. Turnover

An analysis of turnover by class of business is as follows:

	2021 £	2020 £
Hotel operations	3,051,254	353,930
	<u>3,051,254</u>	<u>353,930</u>

All turnover arose within the United Kingdom.

4. Operating profit/(loss)

Auditors' remuneration

Fees payable to the Company's auditors and their associates for the audit of the Company's annual financial statements were £3,500 (2020: £3,250).

Directors' emoluments

The directors received no emoluments for their services as directors of the company during the year (2020: £nil).

5. Employees

The average monthly number of employees, including directors, during the year was 24 (2020 - 5).

ATLAS (BICESTER) LIMITED

**Notes to the Financial Statements
For the Year Ended 31 December 2021**

6. Interest receivable and similar income

	2021 £	2020 £
Interest receivable from related undertakings	2,496	14
	<u>2,496</u>	<u>14</u>

7. Interest payable and similar expenses

	2021 £	2020 £
Bank interest payable	338,653	-
Loans from group undertakings	5,497	4,056
	<u>344,150</u>	<u>4,056</u>

8. Taxation

	2021 £	2020 £
Total current tax	<u>-</u>	<u>-</u>
Deferred tax		
Origination and reversal of timing differences	170,628	-
Adjustments in respect of previous periods	72,774	-
Total deferred tax	<u>243,402</u>	<u>-</u>
Total tax	<u>243,402</u>	<u>-</u>

ATLAS (BICESTER) LIMITED

**Notes to the Financial Statements
For the Year Ended 31 December 2021**

8. Taxation (continued)**Factors affecting tax charge for the year**

The tax assessed for the year is higher than (2020 - higher than) the standard rate of corporation tax in the UK of 19% (2020 - 19%). The differences are explained below:

	2021 £	2020 £
Profit/(loss) before tax	97,904	(88,941)
Profit/(loss) multiplied by standard rate of corporation tax in the UK of 19% (2020 - 19%)	18,602	(16,899)
Effects of:		
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment	7,637	-
Adjustments in respect of previous periods	72,774	-
Fixed asset differences	24,485	-
Change in tax rates	41,520	-
Other differences leading to an increase in the tax charge	-	23,577
Group relief	103,966	-
Transfer pricing adjustments	(25,582)	(6,678)
Total tax for the year	243,402	-

Factors that may affect future tax charges

In the Spring Budget 2021, the Government announced that from 1 April 2023 the corporation tax rate would increase to 25% (rather than remaining at 19%, as previously enacted). This new law was substantively enacted on 24 May 2021 and has resulted in deferred tax assets and liabilities which were previously measured at 19% being remeasured at 25% as part of the current year movement, as detailed above.

ATLAS (BICESTER) LIMITED

Notes to the Financial Statements For the Year Ended 31 December 2021

9. Tangible assets

	Freehold property £	Fixtures and fittings £	Assets under course of construction £	Total £
Cost or valuation				
At 1 January 2021	22,146,757	58,282	-	22,205,039
Additions	7,399	39,592	1,250	48,241
Transfers between classes	(43,455)	43,455	-	-
At 31 December 2021	22,110,701	141,329	1,250	22,253,280
Depreciation				
Charge for the year on owned assets	530,858	19,483	-	550,341
At 31 December 2021	530,858	19,483	-	550,341
Net book value				
At 31 December 2021	21,579,843	121,846	1,250	21,702,939
At 31 December 2020	22,146,757	58,282	-	22,205,039

10. Debtors

	2021 £	2020 £
Trade debtors	21,194	7,166
Amounts owed by group undertakings	-	1
Amounts owed by related undertakings	71,070	368
Other debtors	985,258	2,062,341
Prepayments and accrued income	71,850	21,407
	1,149,372	2,091,283

The amounts owed by group undertakings and amounts owed by related undertakings are unsecured, repayable on demand and carry an interest rate of between 0% and 3.64% (2020: between 0% and 3.86%).

ATLAS (BICESTER) LIMITED

**Notes to the Financial Statements
For the Year Ended 31 December 2021**

11. Creditors: amounts falling due within one year

	2021 £	2020 £
Bank loans	164,339	-
Trade creditors	211,718	86,388
Amounts owed to group undertakings	11,024,296	109,092
Amounts owed to related undertakings	-	24,280,296
Other taxation and social security	7,036	2,409
Other creditors	217,982	223,096
Accruals and deferred income	235,943	69,528
	<u>11,461,314</u>	<u>24,380,811</u>

The amounts owed to group undertakings and related undertakings are unsecured, repayable on demand and carry an interest rate of between 0% and 3.64% (2020: between 0% and 3.86%).

12. Creditors: Amounts falling due after more than one year

	2021 £
Bank loans	12,330,520
	<u>12,330,520</u>

Analysis of the maturity of loans is given below:

	2021 £	2020 £
Amounts falling due within one year		
Bank loans	164,339	-
Amounts falling due 1-2 years		
Bank loans	163,882	-
Amounts falling due 2-5 years		
Bank loans	12,166,638	-
	<u>12,494,859</u>	<u>-</u>

ATLAS (BICESTER) LIMITED

**Notes to the Financial Statements
For the Year Ended 31 December 2021**

12. Creditors: Amounts falling due after more than one year (continued)

On 20 February 2021, the Company borrowed funds of £12,600,000 under a term loan, which is repayable in 2026. The loan accrues interest at a variable rate equivalent to LIBOR +2.85%. At 31 December 2021, the variable rate changed to be the equivalent of SONIA +2.85%.

Issue costs of £126,000 were incurred in respect of the loan and these costs have been deducted from the initial carrying value and will be charged to the Statement of Income and Retained Earnings as part of the interest charge calculated using the effective interest rate method.

13. Deferred taxation

	2021 £
At beginning of year	-
Charged to profit or loss	243,402
At end of year	243,402

The deferred taxation balance is made up as follows:

	2021 £	2020 £
Fixed asset timing differences	243,751	-
Short term timing differences	(349)	-
	243,402	-

14. Called up share capital

	2021 £	2020 £
Allotted, called up and fully paid		
1 (2020 - 1) Ordinary share of £1	1	1

ATLAS (BICESTER) LIMITED

Notes to the Financial Statements For the Year Ended 31 December 2021

15. Controlling party

At the start of the year, the Company's immediate parent undertaking was Titan Investment Atlas Limited, a company incorporated in Jersey.

On 3 February 2021, the Company's immediate parent undertaking become Atlas2 Borrower Limited, a company incorporated in England and Wales.

The largest and smallest group for which financial statements are drawn up which incorporate the results of Atlas (Bicester) Limited is that headed by Atlas2 Holding Limited, a company incorporated in England and Wales. The consolidated financial statements of Atlas2 Holding Limited can be obtained from the Company Secretary at Quadrant House, Floor 6, 4 Thomas More Square, London E1W 1YW.

The Company's ultimate parent undertaking remains unchanged, being Titan Investment Limited, a company incorporated in Jersey.

The ultimate controlling party is Affinity Nominees Limited through their ownership of Titan Investment Limited.