Company Registration No. 09586509 (England and Wales)

THE SWAN@HAY LIMITED

UNAUDITED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2018

PAGES FOR FILING WITH REGISTRAR

THE SWAN@HAY LIMITED

CONTENTS

THE SWAN@HAY LIMITED

BALANCE SHEET

AS AT 31 DECEMBER 2018

	Notes	2018 £	2018 £	2017 £	2017 £
Fixed assets					
Intangible assets	4		687		783
Tangible assets	5		1,933,753		1,991,823
			1,934,440		1,992,606
Current assets					
Stocks	6	8,952		7,202	
Debtors	7	13,386		48,523	
Cash at bank and in hand		57,260		21,870	
		79,598		77,595	
Creditors: amounts falling due within one year	8	(99,033)		(82,497)	
Net current liabilities			(19,435)		(4,902)
Total assets less current liabilities			1,915,005		1,987,704
Creditors: amounts falling due after more than one year	9		(1,987,296)		(1,927,838)
Provisions for liabilities	10		(1,364)		(49,899)
Net (liabilities)/assets			(73,655)		9,967
Capital and reserves					
Called up share capital	11		2		2
Revaluation reserve	12		298,400		287,594
Profit and loss reserves			(372,057)		(277,629)
Total equity			(73,655)		9,967

The directors of the company have elected not to include a copy of the profit and loss account within the financial statements.

For the financial year ended 31 December 2018 the company was entitled to exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary companies.

The directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements.

The members have not required the company to obtain an audit of its financial statements for the year in question in accordance with section 476.

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

THE SWAN@HAY LIMITED

BALANCE SHEET (CONTINUED)

AS AT 31 DECEMBER 2018

The financial statements were approved by the board of directors and authorised for issue on 10 May 2019 and are signed on its behalf by:

Ulrike Le Roux
Director

Company Registration No. 09586509

1 Accounting policies

Company information

The Swan@Hay Limited is a private company limited by shares incorporated in England and Wales. The registered office is Sudbury House, 56 London Street, Faringdon, Oxfordshire, SN7 7AA.

1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £1.

The financial statements have been prepared under the historical cost convention, modified to include the revaluation of freehold properties and to include investment properties and certain financial instruments at fair value. The principal accounting policies adopted are set out below.

This company is a qualifying entity for the purposes of FRS 102, being a member of a group where the parent of that group prepares publicly available consolidated financial statements, including this company, which are intended to give a true and fair view of the assets, liabilities, financial position and profit or loss of the group. The company has therefore taken advantage of exemptions from the following disclosure requirements:

- Section 7 'Statement of Cash Flows': Presentation of a statement of cash flow and related notes and disclosures;
- *Section 33 'Related Party Disclosures': Compensation for key management personnel*

1.2 Going concern

The company participates in the group's centralised treasury arrangements and so shares banking arrangements with its parent and fellow subsidiaries. The directors have considered the group's ability to continue as a going concern and its ability to support the company if and when required. Given the considerable financial resources held by the group, the forecast trading and cash flow performance of the group, the directors consider that the going concern basis of the accounting continues to be appropriate for the preparation of the financial statements.

The ultimate parent undertaking and the company, Inter Rested Limited, has given a guarantee under S479C of the Companies Act 2006. This guarantee has the effect that the parent undertaking guarantees all outstanding liabilities to which the company is subject at the end of the financial year, to which the guarantee relates until they are satisfied in full.

1.3 Turnover

Revenue is recognised on a daily basis when a right to consideration has been earned.

Revenue attributable to events is recognised in the period which the event takes place.

1.4 Intangible fixed assets - goodwill

Goodwill represents the excess of the cost of acquisition of unincorporated businesses over the fair value of net assets acquired. It is initially recognised as an asset at cost and is subsequently measured at cost less accumulated amortisation and accumulated impairment losses. Goodwill is considered to have a finite useful life and is amortised on a systematic basis over its expected life, which is 10 years.

1 Accounting policies **(Continued)**

1.5 Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Freehold property	10 years
Plant and equipment	1 - 5 years
Fixtures and fittings	2 - 10 years

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is credited or charged to profit or loss.

Artwork and antiques are deemed to have an indefinite useful life and as such are not subject to depreciation. Annual impairment reviews are performed.

This treatment, as regards the company's artwork and antiques, is a departure from the requirements of the Companies Act 2006 concerning the depreciation of fixed assets. However, as detailed above, artwork and antiques are considered to have an indefinite useful life and as such the accounting policy is adopted to ensure the financial statements give a true and fair view.

1.6 Impairment of fixed assets

At each reporting period end date, the company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Recognised impairment losses are reversed if, and only if, the reasons for the impairment loss have ceased to apply. Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

1.7 Stocks

Stocks are valued at the lower of cost and net realisable value after making due allowance for obsolete stock.

1 Accounting policies **(Continued)**

1.8 Cash at bank and in hand

Cash at bank and in hand are basic financial assets and include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1.9 Financial instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the company's balance sheet when 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 asset and settle the liability simultaneously.

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.

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.

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 payments 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.

1.10 Equity instruments

Equity instruments issued by the company are recorded at the proceeds received, net of transaction costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

1.11 Taxation

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

1 Accounting policies **(Continued)**

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the profit and loss account 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.

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 period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the profit and loss account, 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.

1.12 Provisions

Provisions are made where an event has taken place that gives the Company a legal or constructive obligation that probably requires settlement by a transfer of economic benefit, and a reliable estimate can be made of the amount of the obligation.

Provisions are charged as an expense to the Statement of comprehensive income in the year that the Company becomes aware of the obligation, and are measured at the best estimate at the Balance sheet date of the expenditure required to settle the obligation, taking into account relevant risks and uncertainties.

When payments are eventually made, they are charged to the provision carried in the Balance sheet.

1.13 Employee benefits

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

1.14 Defined contribution pension plan

The Company operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Company pays fixed contributions into a separate entity. Once the contributions have been paid the Company has no further payment obligations.

The contributions are recognised as an expense in the Statement of comprehensive income when they fall due. Amounts not paid are shown in accruals as a liability in the Balance sheet. The assets of the plan are held separately from the Company in independently administered funds.

1.15 Leases

Rentals payable under operating leases, including any lease incentives received, are charged to income on a straight line basis over the term of the relevant lease except where another more systematic basis is more representative of the time pattern in which economic benefits from the lease asset are consumed.

1 Accounting policies **(Continued)**

1.16 Debtors

Short term debtors are measured at transaction price, less any impairment.

1.17 Creditors

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

1.18 Revaluation of tangible fixed assets

Individual freehold and leasehold properties are carried at current year value at fair value at the date of the revaluation less any subsequent accumulated depreciation and subsequent accumulated impairment losses. Revaluations are undertaken with sufficient regularity to ensure the carrying amount does not differ materially from that which would be determined using fair value at the Balance sheet date.

Fair values are determined from market based evidence, the advice of professionally qualified valuers and recent transactions for comparable real estate, adjusted if necessary for any difference in the nature, location or condition of the specific assets.

Revaluation gains and losses are recognised in the Statement of comprehensive income unless losses exceed the previously recognised gains or reflect a clear consumption of economic benefits, in which case the excess losses are recognised in profit and loss.

2 Employees

The average monthly number of persons (including directors) employed by the company during the year was 30 (2017 - 18).

3 Taxation

	2018	2017
	£	£
Current tax		
UK corporation tax on profits for the current period	-	(22,000)
Adjustments in respect of prior periods	38,328	11,972
Total current tax	38,328	(10,028)
Deferred tax		
Origination and reversal of timing differences	(17,809)	10,000
Changes in tax rates	1,874	-
Adjustment in respect of prior periods	(21,794)	-
Total deferred tax	(37,729)	10,000
Total tax charge/(credit)	599	(28)

In addition to the amount charged/(credited) to the profit and loss account, the following amounts relating to tax have been recognised directly in other comprehensive income:

	2018	2017
	£	£
Deferred tax arising on:		
Revaluation of property	(10,806)	-

4 *Intangible fixed assets*

	Goodwill
	£
Cost	
At 1 January 2018 and 31 December 2018	999
Amortisation and impairment	
At 1 January 2018	216
Amortisation charged for the year	96
At 31 December 2018	312
Carrying amount	
At 31 December 2018	687
At 31 December 2017	783

5 Tangible fixed assets

	Freehold property	Plant and equipment	Fixtures and fittings	Antiques & artwork	Total
	£	£	£	£	£
Cost or valuation					
At 1 January 2018	1,595,173	147,143	314,342	22,605	2,079,263
Additions	-	10,652	-	-	10,652
At 31 December 2018	1,595,173	157,795	314,342	22,605	2,089,915
Depreciation and impairment					
At 1 January 2018	-	35,919	51,521	-	87,440
Depreciation charged in the year	-	29,450	39,272	-	68,722
At 31 December 2018	-	65,369	90,793	-	156,162
Carrying amount					
At 31 December 2018	1,595,173	92,426	223,549	22,605	1,933,753
At 31 December 2017	1,595,173	111,224	262,821	22,605	1,991,823

The directors have assessed the fair value of the freehold property at 31 December 2018 which is based on the fair value of the property, determined from market based evidence., the advice of professionally qualified valuers and recent transactions for comparable real estate, adjusted if necessary for any difference in the nature, location or condition of the specific assets.

If revalued assets were stated on an historical cost basis rather than a fair value basis, the total amounts included would have been as follows:

	2018	2017
	£	£
Cost	1,235,802	1,235,802
Accumulated depreciation	-	-
Carrying value	1,235,802	1,235,802

The revaluation surplus is disclosed in note 12.

6 Stocks

	2018	2017
	£	£
Food stock	3,305	3,627
Beverage stock	5,395	2,699
Housekeeping stock	252	876
	8,952	7,202

Stock recognised in cost of sales during the period as an expense was £178,848 (2017: £122,492).

The replacement value of stock is not materially different to the value of stock reported above.

7 Debtors

	2018	2017
Amounts falling due within one year:	£	£
Trade debtors	6,203	5,368
Amounts owed by group undertakings	5,109	39,193
Other debtors	2,074	3,962
	13,386	48,523

Amounts owed by group undertakings falling due within one year are trading balances that do not bear interest.

8 Creditors: amounts falling due within one year

	2018	2017
	£	£
Trade creditors	12,622	18,148
Amounts owed to group undertakings	26,569	15,011
Taxation and social security	22,562	19,637
Other creditors	37,280	29,701
	99,033	82,497

Amounts owed to group undertakings falling due within one year are trading balances that do not bear interest.

9 Creditors: amounts falling due after more than one year

	2018	2017
	£	£
Amounts owed to group undertakings	1,987,296	1,927,838

9 Creditors: amounts falling due after more than one year **(Continued)**

Amounts owed to group undertakings falling due after more than one year do not bear interest and have no fixed repayment date.

10 Deferred taxation

The following are the major deferred tax liabilities and assets recognised by the company and movements thereon:

Balances:	Liabilities 2018 £	Liabilities 2017 £
Accelerated capital allowances	(934)	-
Tax losses	(58,715)	(32,000)
Revaluations	61,093	71,899
Short term timing differences	(80)	10,000
	1,364	49,899

Movements in the year:	2018 £
Liability at 1 January 2018	49,899
Credit to profit or loss	(37,729)
Credit to other comprehensive income	(10,806)
Liability at 31 December 2018	1,364

11 Called up share capital

	2018 £	2017 £
Ordinary share capital		
Issued and fully paid		
2 Ordinary shares of £1 each	2	2
	2	2

12 *Revaluation reserve*

	2018 £	2017 £
At the beginning of the year	287,594	287,594
Deferred tax on revaluation of tangible assets	10,806	-
At the end of the year	*298,400*	*287,594*

13 Operating lease commitments

Lessee

At the reporting end date the company had outstanding commitments for future minimum lease payments under non-cancellable operating leases, as follows:

	2018	2017
	£	£
	-	5,985

14 Parent company

The immediate parent company is Interesting Hotels Limited, a company incorporated in England and Wales. The ultimate holding company is Inter Rested Limited, a company incorporated in England and Wales. The largest and smallest group for which consolidated accounts are prepared is Inter Rested Limited. Inter Rested Limited's registered office is Sudbury House, 56 London Street, Faringdon, Oxfordshire, SN7 7AA . The ultimate controlling party is Roger Hancox, by virtue of his 100% shareholding in Inter Rested Limited.

15 Contingent Liabilities

The company partly together with its holding company and fellow subsidiaries, to a group banking arrangement which includes multilateral cross guarantees. At 31 December 2018, the contingent liability under this arrangement was £nil (2017 - £nil).

16 Reserves

Revaluation reserve

Includes all revaluation gains and losses on the freehold property.

Profit & loss account

Includes all current and prior period retained profits and losses.