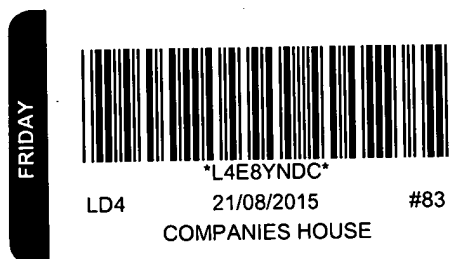


Registered number
1992395

RHINEFIELD TIMESHARE MANAGEMENT LIMITED

Report and Accounts

27 November 2014



RHINEFIELD TIMESHARE MANAGEMENT LIMITED
Report and accounts
Contents

	Page
Company information	1
Directors' report	2
Independent auditor's report	4
Profit and loss account	5
Balance sheet	6
Notes to the accounts	7

RHINEFIELD TIMESHARE MANAGEMENT LIMITED
Company Information

Directors

K Arkley
P Fullerton
J Hands

Secretary

Jordans Company Secretaries Limited

Auditor

BDO LLP
55 Baker Street
London
W1U 7EU

Registered office

The Old Library
The Drive
Sevenoaks
Kent
TN13 3AB

Registered number

1992395

RHINEFIELD TIMESHARE MANAGEMENT LIMITED

Registered number: 1992395

Directors' Report

The directors present their report and accounts for the period ended 27 November 2014.

Principal activities

The company's principal activity during the period continued to be that of the management of timeshare apartments.

Business review

The results for the period and financial position of the company are as shown in the annexed financial statements. The directors are optimistic as to the future success of the company.

Dividends

No dividends were paid during the period ended 27 November 2014 (2013 £Nil).

Directors

The following persons served as directors during the period:

K Arkley
P Fullerton
J Hands

Directors' responsibilities

The directors are responsible for preparing the directors' report and the financial statements in accordance with applicable law and regulations.

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

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

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

RHINEFIELD TIMESHARE MANAGEMENT LIMITED

Registered number: 1992395

Directors' Report

Provision of information to auditor

Each of the persons who are directors at the time when this directors' report is approved has confirmed that:

- so far as that director is aware, there is no relevant audit information of which the Company's auditor is unaware, and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of any information needed by the Company's auditor in connection with preparing their report and to establish that the Company's auditor is aware of that information.

This report has been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies.

This report was approved by the board on 26 May 2015



J Hands
Director

RHINEFIELD TIMESHARE MANAGEMENT LIMITED
Independent auditor's report
to the members of RHINEFIELD TIMESHARE MANAGEMENT LIMITED

We have audited the financial statements of Rhinefield Timeshare Management Limited for the period ended 27 November 2014 which comprise the Profit and Loss Account, the Balance Sheet and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in 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.

Respective responsibilities of directors and auditors

As explained more fully in the statement of directors' responsibilities, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Financial Reporting Council's (FRC's) Ethical Standards for Auditors.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the FRC's website at www.frc.org.uk/auditscopeukprivate.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 27 November 2014 and of its profit for the period then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matters prescribed by the Companies Act 2006

In our opinion the information given in the directors' report for the financial period for which the financial statements are prepared is consistent with the financial statements.

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to prepare the directors' report in accordance with the small companies regime and to the exemption from the requirement to prepare a strategic report.

BDO LLP

Stuart Collins (senior statutory auditor)
For and on behalf of BDO LLP, statutory auditor
London

29 May 2015

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

RHINEFIELD TIMESHARE MANAGEMENT LIMITED
Profit and Loss Account
for the period from 29 November 2013 to 27 November 2014

	Notes	2014 £	2013 £
Turnover		370,377	302,622
Cost of sales		(77,710)	(75,419)
Gross profit		<u>292,667</u>	<u>227,203</u>
Administrative expenses		(295,720)	(238,516)
Operating loss	2	<u>(3,053)</u>	<u>(11,313)</u>
Interest receivable and similar income	4	9,991	9,279
Profit/(loss) on ordinary activities before taxation		<u>6,938</u>	<u>(2,034)</u>
Tax on profit/(loss) on ordinary activities	5	-	-
Profit/(loss) for the period	9	<u>6,938</u>	<u>(2,034)</u>

Continuing operations

All results are derived from continuing operations.

Statement of total recognised gains and losses

The company has no recognised gains or losses other than the profit/(loss) for the above two periods.

RHINEFIELD TIMESHARE MANAGEMENT LIMITED**Balance Sheet****as at 27 November 2014**

	Notes	2014 £	2013 £
Current assets			
Debtors	6	159,600	147,214
Cash at bank and in hand		<u>242,755</u>	<u>124,639</u>
		402,355	271,853
Creditors: amounts falling due within one year	7	(263,238)	(139,674)
Net current assets		<u>139,117</u>	<u>132,179</u>
Total assets less current liabilities		<u>139,117</u>	<u>132,179</u>
Net assets		<u>139,117</u>	<u>132,179</u>
Capital and reserves			
Called up share capital	8	360,894	360,894
Profit and loss account	9	(221,777)	(228,715)
Shareholders' funds	10	<u>139,117</u>	<u>132,179</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 26 May 2015



J Hands
Director

RHINEFIELD TIMESHARE MANAGEMENT LIMITED

Notes to the Accounts

for the period from 29 November 2013 to 27 November 2014

1 Accounting policies

The principal accounting policies are summarised below. They have all been applied consistently throughout the period and preceding period.

Basis of accounting

The financial statements have been prepared under the historical cost convention, and in accordance with applicable United Kingdom accounting standards.

Turnover

Turnover represents net invoiced sales of service charges, excluding value added tax.

Cash flow statement

Under the provisions of FRS 1 (Revised): Cash Flow Statements, the Company has not prepared a cash flow statement because its parent company, Hand Picked Hotels Limited, prepares consolidated accounts. The cash flows of the Company are included in the consolidated cash flow statement.

Taxation

Corporation tax payable is provided on taxable profits at the current rate.

Deferred tax is provided in full on timing differences which result in an obligation at the balance sheet date to pay more tax, or a right to pay less tax at a future date, at rates expected to apply when they crystallise based on current tax rates and law. Timing differences arise from the inclusion of items of income and expenditure in tax computations in periods different from those in which they are included in the financial statements. Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered. Deferred tax balances are not discounted.

Related party transactions

The company has taken advantage of the exemptions in FRS 8 in connection with the disclosure of transactions with other wholly owned group undertakings.

2 Operating loss

2014

2013

£

£

This is stated after charging:

Auditor's remuneration for audit services

1,630

1,599

RHINEFIELD TIMESHARE MANAGEMENT LIMITED
Notes to the Accounts
for the period from 29 November 2013 to 27 November 2014

3 Staff costs	2014	2013
	£	£
Wages and salaries	<u>160,480</u>	<u>157,176</u>

Wages and salaries costs include £112,341 (2013: £108,173) recharged from Rhinefield House Hotel Limited with respect to maintenance, reception, porters and management wage costs, incurred by Rhinefield House Hotel on behalf of Rhinefield Timeshare Management Limited.

P Fullerton received remuneration for the period of £24,000 (2013: £24,000).

Average number of employees during the year	2014	2013
	Number	Number
Administration	<u>3</u>	<u>3</u>

4 Interest receivable and similar income	2014	2013
	£	£
Group interest receivable	6,018	6,018
Other interest receivable	<u>3,973</u>	<u>3,261</u>
	<u>9,991</u>	<u>9,279</u>

RHINEFIELD TIMESHARE MANAGEMENT LIMITED

Notes to the Accounts

for the period from 29 November 2013 to 27 November 2014

5 Taxation	2014	2013
	£	£
Analysis of charge in period		
Current tax	-	-
Deferred tax	-	-
Tax on profit on ordinary activities	<u>-</u>	<u>-</u>

Factors affecting tax charge for period

The differences between the tax assessed for the period and the standard rate of corporation tax are explained as follows:

	2014	2013
	£	£
Profit/(loss) on ordinary activities before tax	<u>6,938</u>	<u>(2,034)</u>
Standard rate of corporation tax in the UK	21.7%	23.3%
	£	£
Profit on ordinary activities multiplied by the standard rate of corporation tax	1,505	(475)
Effects of:		
Expenses not deductible for tax purposes	2,577	187
Losses brought forward utilised in the period	(1,915)	-
Group relief surrendered / (claimed)	(2,168)	288
Difference	<u>1</u>	<u>-</u>
Current tax charge for period	<u>-</u>	<u>-</u>

The company has an unrecognised deferred tax asset of £6,000 (2013: £7,000) in respect of trade losses carried forward available for offset against future trade profits.

6 Debtors	2014	2013
	£	£
Amounts due from intermediate parent undertaking	127,175	130,039
Amounts due from fellow subsidiary undertaking	2,991	3,161
Other debtors	26,501	11,372
Prepayments and accrued income	<u>2,933</u>	<u>2,642</u>
	<u>159,600</u>	<u>147,214</u>

RHINEFIELD TIMESHARE MANAGEMENT LIMITED

Notes to the Accounts

for the period from 29 November 2013 to 27 November 2014

7 Creditors: amounts falling due within one year			2014	2013
			£	£
Payments in advance			112,492	22,365
Trade creditors			12,936	10,631
Amounts due to immediate parent undertaking			11,744	11,442
Amounts due to fellow subsidiary undertaking			240	240
Amounts due to Rhinefield Owners Club			96,339	63,283
Other creditors			17,117	17,054
Accruals and deferred income			12,370	14,659
			<u>263,238</u>	<u>139,674</u>
8 Share capital	2014	2013	2014	2013
	Number	Number	£	£
Allotted, called up and fully paid: Ordinary shares of £1 each	360,894	360,894	<u>360,894</u>	<u>360,894</u>
9 Profit and loss account			2014	2013
			£	£
Opening profit and loss account			(228,715)	(226,681)
Profit/(loss) for the period			6,938	(2,034)
			<u>(221,777)</u>	<u>(228,715)</u>
10 Reconciliation of movement in shareholders' funds			2014	2013
			£	£
Opening shareholders' funds			132,179	134,213
Profit/(loss) for the period			6,938	(2,034)
			<u>139,117</u>	<u>132,179</u>

11 Ultimate parent company and controlling party

The company's ultimate parent undertaking is Alscot Sarl, which is registered in Luxembourg. The company's immediate parent undertaking is Rhinefield House Hotel Limited a company registered in England and Wales. The company's intermediate parent undertaking is Hand Picked Hotels Limited, which is registered in England and Wales. Hand Picked Hotels Limited is the largest and smallest group in whose financial statements the results of the company will be consolidated. The consolidated accounts of Hand Picked Hotels Limited will be available to the public and will be obtainable in due course from the Registrar of Companies, Companies House, Crown Way, Cardiff.

The controlling party is Mr G Hands.