

REGISTERED NUMBER: 09436498 (England and Wales)

Financial Statements
for the Year Ended 31 March 2019
for
Oddfellows Chester Ltd

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for the Year Ended 31 March 2019

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Oddfellows Chester Ltd
Company Information
for the Year Ended 31 March 2019

DIRECTOR: D D McGeorge

REGISTERED OFFICE: Eccleston Hill House
Hill Road
Eccleston
Chester
Cheshire
CH4 9HG

REGISTERED NUMBER: 09436498 (England and Wales)

AUDITORS: RP Smith & Co
2 Southport Road
Chorley
Lancashire
PR7 1LB

Oddfellows Chester Ltd (Registered number: 09436498)

Balance Sheet
31 March 2019

		31.3.19		31.3.18 as restated	
	Notes	£	£	£	£
FIXED ASSETS					
Tangible assets	3		5,000,000		5,057,986
CURRENT ASSETS					
Debtors	4	133,750		69,600	
Cash at bank		<u>2,088</u>		<u>1,415</u>	
		135,838		71,015	
CREDITORS					
Amounts falling due within one year	5	<u>1,507,713</u>		<u>1,374,998</u>	
NET CURRENT LIABILITIES			<u>(1,371,875)</u>		<u>(1,303,983)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			3,628,125		3,754,003
CREDITORS					
Amounts falling due after more than one year	6		<u>3,251,870</u>		<u>3,469,003</u>
NET ASSETS			<u>376,255</u>		<u>285,000</u>
CAPITAL AND RESERVES					
Called up share capital			100		100
Retained earnings			<u>376,155</u>		<u>284,900</u>
SHAREHOLDERS' FUNDS			<u>376,255</u>		<u>285,000</u>

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

In accordance with Section 444 of the Companies Act 2006, the Income Statement has not been delivered.

The financial statements were approved by the director on 7 February 2020 and were signed by:

D D McGeorge - Director

Notes to the Financial Statements
for the Year Ended 31 March 2019

1. STATUTORY INFORMATION

Oddfellows Chester Ltd 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 Company 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" including the provisions of Section 1A "Small Entities" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

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

The company meets its day to day working capital requirements via its trading activities and the use of an interest free loan provided by its parent company, funded by its shareholders.

The company's loan facility provided by its bankers AIB is due to be renewed in July 2020. Overdraft facilities provided to fellows subsidiaries Oddfellows Park Limited and Oddfellows Rooms Limited are due to be renewed in February 2020. The Director expects these facilities to be renewed. The Director has obtained assurances of the continued support of the shareholders for at least 12 months from the date of signing of these accounts. This support includes the provision of additional loan facilities if these are required.

The Director has reviewed the company and group's forecasts and projections. These projections reflect the significant improvement in results within the group following the year end which is in part due to the appointment of a new management team.

The Director is aware that the above matters may cast doubt on the company's ability to continue as a going concern. However, the Director has concluded that the company remains a going concern and has prepared the accounts on that basis. The financial statements do not include any adjustments that would result if the company was unable to continue as a going concern.

Related party exemption

The company has taken advantage of exemption, under the terms of Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland', not to disclose related party transactions with wholly owned subsidiaries within the group.

Tangible fixed assets

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

Plant and machinery	- 25% on reducing balance
Computer equipment	- 33% on reducing balance

Taxation

Taxation for the year comprises current and deferred tax. Tax is recognised in the 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.

Notes to the Financial Statements - continued
for the Year Ended 31 March 2019

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.

Foreign currencies

The financial statements are presented in sterling, which is also the functional currency of the company. Transactions in currencies other than the functional currency of the company are recorded at the rate of exchange on the date the transaction occurred. Monetary items denominated in other currencies are translated at the rate prevailing at the end of the reporting period. All differences are taken to profit and loss. Non-monetary items that are measured at historic cost in a foreign currency are not retranslated.

3. TANGIBLE FIXED ASSETS

	Long leasehold £	Plant and machinery £	Computer equipment £	Totals £
COST				
At 1 April 2018	5,000,000	98,635	46,353	5,144,988
Impairments	-	(32,322)	(9,976)	(42,298)
At 31 March 2019	<u>5,000,000</u>	<u>66,313</u>	<u>36,377</u>	<u>5,102,690</u>
DEPRECIATION				
At 1 April 2018	-	55,539	31,463	87,002
Charge for year	-	10,774	4,914	15,688
At 31 March 2019	<u>-</u>	<u>66,313</u>	<u>36,377</u>	<u>102,690</u>
NET BOOK VALUE				
At 31 March 2019	<u>5,000,000</u>	<u>-</u>	<u>-</u>	<u>5,000,000</u>
At 31 March 2018	<u>5,000,000</u>	<u>43,096</u>	<u>14,890</u>	<u>5,057,986</u>

Leasehold property includes freehold property subject to the sale and leaseback transaction disclosed in note 7. The carrying value of the freehold subject to the finance lease as at 31 March 2019 amounted to £1,650,000.

4. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	31.3.19	31.3.18
	£	as restated £
Trade debtors	116,000	69,600
Prepayments and accrued income	<u>17,750</u>	<u>-</u>
	<u>133,750</u>	<u>69,600</u>

Notes to the Financial Statements - continued
for the Year Ended 31 March 2019

5. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	31.3.19	31.3.18 as restated
	£	£
Bank loans and overdrafts	204,111	199,590
Finance leases	13,020	12,564
Amounts owed to group undertakings	945,089	820,843
Founder loan - D D McGeorge	206,101	206,101
Founder loan - A K McGeorge	133,900	133,900
Accrued expenses	5,492	2,000
	<u>1,507,713</u>	<u>1,374,998</u>

On 17th March 2017 the company completed a sale and leaseback transaction on the freehold located at 16-22 Lower Bridge Street, Chester, CH1 1RS. Sale proceeds of £1.65m have been treated as a finance lease repayable over the minimum lease term of 50 years. Interest on the lease is charged to the profit and loss account on an annual basis.

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

	31.3.19	31.3.18 as restated
	£	£
Bank loans - 1-2 years	1,639,578	204,113
Bank loans - 2-5 years	-	1,639,579
Finance leases	1,612,292	1,625,311
	<u>3,251,870</u>	<u>3,469,003</u>

Amounts falling due in more than five years:

Repayable by instalments		
Finance leases	<u>1,560,213</u>	<u>1,612,747</u>

7. SECURED DEBTS

The following secured debts are included within creditors:

	31.3.19	31.3.18 as restated
	£	£
Bank loans	<u>1,843,689</u>	<u>2,043,282</u>

The bank loan is secured by way of a first legal mortgage over the leasehold properties located at 16-22 Lower Bridge Street, Chester, CH1 1RS and 5 Grosvenor Place, Chester, CH1 2DE. In addition to this, personal guarantees from shareholders in the sum of £261,194 and an unlimited inter-company guarantee from Oddfellows Rooms Limited are also in place. The loan is repayable over 3 years. The loan bears interest at a rate of 2.5% above the Bank's Base Rate.

Notes to the Financial Statements - continued
for the Year Ended 31 March 2019

8. DISCLOSURE UNDER SECTION 444(5B) OF THE COMPANIES ACT 2006

The Report of the Auditors was unqualified.

Without qualifying our opinion, we draw attention to Note 2 in the financial statements which includes details of certain bank facilities due to be renewed in the months following the date of signing of these financial statements. These conditions indicate the existence of a material uncertainty that may cast doubt about the Company's ability to continue as a going concern. To date, the company and group has been fully supported by the shareholders.

Kieran Brophy ACA (Senior Statutory Auditor)
for and on behalf of RP Smith & Co

9. ULTIMATE CONTROLLING PARTY

The directors consider the ultimate parent undertaking to be Oddfellows Holdings Limited, a company registered in England & Wales, which is the largest group of undertakings to prepare group accounts including the financial statements of the company. The ultimate controlling parties are Mr D D McGeorge, a director of the company, A K McGeorge, represented on the Board and Mr B A Baldrey, a director of Mango River Limited, by virtue of their rights and responsibilities under the shareholders' agreement of Oddfellows Holdings Limited. Copies of the group accounts can be obtained from the Registrar of Companies, Companies House, Crown Way, Cardiff, CF14 3UZ.

This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.