

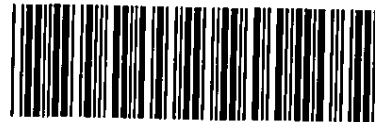
Company Registration No 5740292 (England and Wales)

**LOCALE ENTERPRISES LIMITED**

**ABBREVIATED ACCOUNTS**

**FOR THE PERIOD FROM 1 JUNE 2008 TO 30 MAY 2009**

SATURDAY



PC4 27/02/2010 424  
"PKR11HVE"  
COMPANIES HOUSE

# LOCALE ENTERPRISES LIMITED

## CONTENTS

---

	Page
Directors' report	1 - 2
Auditors' report	3
Abbreviated profit and loss account	4
Abbreviated balance sheet	5
Cash flow statement	6
Notes to the cash flow statement	7
Notes to the abbreviated accounts	8 - 13

---

# **LOCALE ENTERPRISES LIMITED**

## **DIRECTORS' REPORT**

***FOR THE PERIOD FROM 1 JUNE 2008 TO 30 MAY 2009***

---

The directors present their report and financial statements for the period ended 30 May 2009

### **Principal activities and review of the business**

The principal activity of the company during the period was that of a holding company

On 18 June 2009 a special resolution was passed to change the name of the company to Locale Enterprises Limited

### **Results and dividends**

The results for the period are set out on page 4

The directors do not recommend payment of an ordinary dividend

### **Future developments**

In June 2009 the company acquired the entire issued share capital of Mentorion 2 Limited for a total consideration of £100,000

### **Directors**

The following directors have held office since 1 June 2008

D G C Smillie

M Elphicke

C P Kay

M A Evans

### **Auditors**

In accordance with section 385 of the Companies Act 1985, a resolution proposing that Harris & Trotter LLP be reappointed as auditors of the company will be put to the Annual General Meeting

# LOCALE ENTERPRISES LIMITED

## DIRECTORS' REPORT (CONTINUED)

**FOR THE PERIOD FROM 1 JUNE 2008 TO 30 MAY 2009**

---

### **Statement of 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

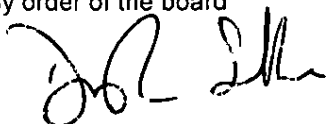
- select suitable accounting policies and then apply them consistently,
- make judgements and accounting estimates that are reasonable and prudent,
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business

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.

### **Statement of disclosure to auditors**

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

By order of the board



D G C Smillie

**Secretary**

2 February 2010

# **LOCALE ENTERPRISES LIMITED**

## **INDEPENDENT AUDITORS' REPORT TO LOCALE ENTERPRISES LIMITED**

### **UNDER SECTION 449 OF THE COMPANIES ACT 2006**

---

We have examined the abbreviated accounts set out on pages 4 to 13, together with the financial statements of Locale Enterprises Limited for the period ended 30 May 2009 prepared under section 396 of the Companies Act 2006

This report is made solely to the company, in accordance with section 449 of the Companies Act 2006. Our work has been undertaken so that we might state to the company those matters we are required to state to it in a special auditors' 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, for our work, for this report, or for the opinions we have formed.

#### **Respective responsibilities of directors and auditors**

The directors are responsible for preparing the abbreviated accounts in accordance with section 445 of the Companies Act 2006. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated accounts to the Registrar of Companies and whether the abbreviated accounts have been properly prepared in accordance with the regulations made under that section and to report our opinion to you.

We conducted our work in accordance with Bulletin 2008/4 issued by the Auditing Practices Board. In accordance with that Bulletin we have carried out the procedures we consider necessary to confirm, by reference to the financial statements, that the company is entitled to deliver abbreviated accounts and that the abbreviated accounts to be delivered are properly prepared.

#### **Opinion**

In our opinion the company is entitled to deliver abbreviated accounts prepared in accordance with section 445(3) of the Companies Act 2006, and the abbreviated accounts have been properly prepared in accordance with the regulations made under that section.



**Stephen Garbutta (Senior Statutory Auditor)**  
for and on behalf of Harris & Trotter LLP

2 February 2010

**Chartered Accountants**  
**Statutory Auditor**

65 New Cavendish Street  
London W1G 7LS

# LOCALE ENTERPRISES LIMITED

## ABBREVIATED PROFIT AND LOSS ACCOUNT

**FOR THE PERIOD FROM 1 JUNE 2008 TO 30 MAY 2009**

		Period from ended 1 June 2008 30 May 2009 £	Period from ended 1 June 2007 to 31 May 2008 £
	Notes		
Administrative expenses		(7,763)	(11,751)
<b>Operating loss</b>	<b>2</b>	<b>(7,763)</b>	<b>(11,751)</b>
Other interest receivable and similar income		949	355
Interest payable and similar charges	<b>4</b>	(66,355)	(91,707)
<b>Loss on ordinary activities before taxation</b>		<b>(73,169)</b>	<b>(103,103)</b>
Tax on loss on ordinary activities	<b>5</b>	-	-
<b>Loss for the period</b>	<b>11</b>	<b>(73,169)</b>	<b>(103,103)</b>

The profit and loss account has been prepared on the basis that all operations are continuing operations

There are no recognised gains and losses other than those passing through the profit and loss account

# LOCALE ENTERPRISES LIMITED

## ABBREVIATED BALANCE SHEET

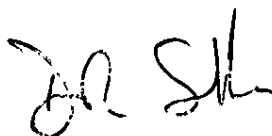
AS AT 30 MAY 2009

	Notes	30 May 2009		31 May 2008	
		£	£	£	£
<b>Fixed assets</b>					
Investments	6		3,514,832		3,514,832
<b>Current assets</b>					
Debtors	7	840		-	
Cash at bank and in hand		538,008		-	
		<u>538,848</u>		<u>-</u>	
<b>Creditors: amounts falling due within one year</b>	8	(2,782,283)		(2,347,418)	
<b>Net current liabilities</b>			(2,243,435)		(2,347,418)
<b>Total assets less current liabilities</b>			<u>1,271,397</u>		<u>1,167,414</u>
<b>Creditors amounts falling due after more than one year</b>	9		(650,000)		(1,013,064)
			<u>621,397</u>		<u>154,350</u>
<b>Capital and reserves</b>					
Called up share capital	10		12,501		10,000
Share premium account	11		877,715		340,000
Profit and loss account	11		(268,819)		(195,650)
<b>Shareholders' funds</b>	12		<u>621,397</u>		<u>154,350</u>

These abbreviated accounts have been prepared in accordance with the special provisions in section 445(3) of the Companies Act 2006 relating to medium-sized companies

Approved by the Board and authorised for issue on 2 February 2010

D G C Smillie  
Director



M Elphicke  
Director



Company Registration No 5740292

# LOCALE ENTERPRISES LIMITED

## CASH FLOW STATEMENT

**FOR THE PERIOD FROM 1 JUNE 2008 TO 30 MAY 2009**

	Period from ended 1 June 2008 to 30 May 2009 £	Period from ended 1 June 2007 to 31 May 2008 £
<b>Net cash inflow from operating activities</b>	248,882	164,351
<b>Returns on investments and servicing of finance</b>		
Interest received	949	355
Interest paid	(66,355)	(91,707)
<b>Net cash outflow for returns on investments and servicing of finance</b>	(65,406)	(91,352)
<b>Net cash inflow before management of liquid resources and financing</b>	183,476	72,999
<b>Financing</b>		
Issue of ordinary share capital	540,216	-
Repayment of long term bank loan	-	(72,628)
Repayment of other short term loans	(174,308)	-
<b>Net cash inflow/(outflow) from financing</b>	365,908	(72,628)
<b>Increase in cash in the period</b>	549,384	371



# LOCALE ENTERPRISES LIMITED

## NOTES TO THE CASH FLOW STATEMENT

FOR THE PERIOD FROM 1 JUNE 2008 TO 30 MAY 2009

1	Reconciliation of operating loss to net cash inflow from operating activities	2009		2008	
		£		£	
	Operating loss	(7,763)		(11,751)	
	Increase in debtors	(840)		-	
	Increase in creditors within one year	257,485		176,102	
	<b>Net cash inflow from operating activities</b>	<b>248,882</b>		<b>164,351</b>	
2	Analysis of net debt	1 June 2008	Cash flow	Other non-cash changes	30 May 2009
		£	£	£	£
	Net cash				
	Cash at bank and in hand	-	538,008	-	538,008
	Bank overdrafts	(11,376)	11,376	-	-
		(11,376)	549,384	-	538,008
	Bank deposits	-	-	-	-
	Debt				
	Debts falling due within one year	(174,308)	(188,756)	-	(363,064)
	Debts falling due after one year	(1,013,064)	363,064	-	(650,000)
		(1,187,372)	174,308	-	(1,013,064)
	<b>Net debt</b>	<b>(1,198,748)</b>	<b>723,692</b>	<b>-</b>	<b>(475,056)</b>
3	Reconciliation of net cash flow to movement in net debt	2009		2008	
		£		£	
	Increase in cash in the period	549,384		371	
	Cash outflow from decrease in debt	174,308		72,628	
	<b>Movement in net debt in the period</b>	<b>723,692</b>		<b>72,999</b>	
	Opening net debt	(1,198,748)		(1,271,747)	
	<b>Closing net debt</b>	<b>(475,056)</b>		<b>(1,198,748)</b>	

# LOCALE ENTERPRISES LIMITED

## NOTES TO THE ABBREVIATED ACCOUNTS

FOR THE PERIOD FROM 1 JUNE 2008 TO 30 MAY 2009

### 1 Accounting policies

#### 1.1 Accounting convention

The financial statements are prepared under the historical cost convention

#### 1.2 Compliance with accounting standards

The financial statements are prepared in accordance with applicable United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), which have been applied consistently (except as otherwise stated)

#### 1.3 Investments

Fixed asset investments are stated at cost less provision for diminution in value

#### 1.4 Deferred taxation

Deferred taxation is provided in full in respect of taxation deferred by timing differences between the treatment of certain items for taxation and accounting purposes. The deferred tax balance has not been discounted

#### 1.5 Group accounts

The financial statements present information about the company as an individual undertaking and not about its group. The company and its subsidiary undertaking comprise a small-sized group. The company has therefore taken advantage of the exemptions provided by section 398 of the Companies Act 2006 not to prepare group accounts

2	Operating loss	2009	2008
		£	£
	Operating loss is stated after charging		
	Auditors' remuneration (including expenses and benefits in kind)	5,000	5,000

3	Investment income	2009	2008
		£	£
	Bank interest	949	355
		949	355

# LOCALE ENTERPRISES LIMITED

## NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED)

FOR THE PERIOD FROM 1 JUNE 2008 TO 30 MAY 2009

4 Interest payable	2009 £	2008 £
On bank loans and overdrafts	122	1,705
On other loans wholly repayable within five years	23,520	47,611
Other interest	42,713	42,391
	<u>66,355</u>	<u>91,707</u>
5 Taxation	2009 £	2008 £
Current tax charge	-	-
Factors affecting the tax charge for the period		
Loss on ordinary activities before taxation	<u>(73,169)</u>	<u>(103,103)</u>
Loss on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 21.00% (2008 - 20.00%)	<u>(15,365)</u>	<u>(20,621)</u>
Effects of		
Non deductible expenses	483	-
Tax losses utilised	14,882	20,621
	<u>15,365</u>	<u>20,621</u>
Current tax charge	-	-

# LOCALE ENTERPRISES LIMITED

## NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED)

FOR THE PERIOD FROM 1 JUNE 2008 TO 30 MAY 2009

### 6 Fixed asset investments

	Shares in subsidiary undertakings £
<b>Cost</b>	
At 1 June 2008 & at 30 May 2009	3,514,832
<b>Net book value</b>	
At 30 May 2009	3,514,832
At 31 May 2008	3,514,832

#### Holdings of more than 20%

The company holds more than 20% of the share capital of the following companies

Company	Country of registration or incorporation	Class	Shares held %
<b>Subsidiary undertakings</b>			
Loco Locale Limited	England & Wales	Ordinary	100.00

The aggregate amount of capital and reserves and the results of these undertakings for the last relevant financial year were as follows

		Capital and reserves 2009 £	Profit/(loss) for the year 2009 £
	<b>Principal activity</b>		
Loco Locale Limited	Operation of restaurants and retail units	3,210,256	50,244

### 7 Debtors

	2009 £	2008 £
Prepayments and accrued income	840	-

# LOCALE ENTERPRISES LIMITED

## NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED)

FOR THE PERIOD FROM 1 JUNE 2008 TO 30 MAY 2009

8	Creditors amounts falling due within one year	2009 £	2008 £
	Bank loans and overdrafts	363,064	185,684
	Trade creditors	4,059	4,059
	Amounts owed to subsidiary undertakings	2,405,160	2,152,675
	Accruals and deferred income	10,000	5,000
		<u>2,782,283</u>	<u>2,347,418</u>

Bank loans are secured by an inter-company cross guarantee on the assets of the company and of its subsidiary and via personal guarantees provided by the directors D G C Smillie and M Elphicke

9	Creditors amounts falling due after more than one year	2009 £	2008 £
	Bank loans	-	363,064
	Other loans	650,000	650,000
		<u>650,000</u>	<u>1,013,064</u>

### Analysis of loans

Wholly repayable within five years	1,013,064	1,187,372
	<u>1,013,064</u>	<u>1,187,372</u>
Included in current liabilities	(363,064)	(174,308)
	<u>650,000</u>	<u>1,013,064</u>

### Loan maturity analysis

In more than one year but not more than two years	162,500	174,308
In more than two years but not more than five years	487,500	838,756
	<u>650,000</u>	<u>1,013,064</u>

Included in other loans is £650,000 in respect of 6 5% loan notes. The loan notes will be repayable in full on sale or floatation of the company or in four equal tranches on 31 March 2011, 31 March 2012, 31 March 2013 and 31 March 2014

# LOCALE ENTERPRISES LIMITED

## NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED)

FOR THE PERIOD FROM 1 JUNE 2008 TO 30 MAY 2009

10 Share capital	2009 £	2008 £
<b>Authorised</b>		
20,000 Ordinary of £1 each	20,000	20,000
<b>Allotted, called up and fully paid</b>		
12,501 Ordinary of £1 each	12,501	10,000

On 25 February 2009 2,501 ordinary £1 shares were issued for a premium of £540,216 in order to raise additional group finance. These shares rank pari passu with the existing shares of the company.

11 Statement of movements on reserves	Share premium account £	Profit and loss account £
Balance at 1 June 2008	340,000	(195,650)
Loss for the period	-	(73,169)
Premium on shares issued during the period	537,715	-
Balance at 30 May 2009	877,715	(268,819)

12 Reconciliation of movements in shareholders' funds	2009 £	2008 £
Loss for the financial period	(73,169)	(103,103)
Proceeds from issue of shares	540,216	-
Net addition to/(depletion in) shareholders' funds	467,047	(103,103)
Opening shareholders' funds	154,350	257,453
Closing shareholders' funds	621,397	154,350

## 13 Employees

### Number of employees

There were no employees during the period apart from the directors

# **LOCALE ENTERPRISES LIMITED**

## **NOTES TO THE ABBREVIATED ACCOUNTS (CONTINUED)**

***FOR THE PERIOD FROM 1 JUNE 2008 TO 30 MAY 2009***

---

### **14 Post balance sheet events**

In June 2009 the company acquired the entire issued share capital of Mentorion 2 Limited for a total consideration of £100,000