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Company Registration No. 4432

Willstan Properties Limited

Report and Financial Statements

52 week period ended 27 December 2011



Willstan Properties Limited

Report and financial statements 2011

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Willstan Properties Limited

Report and financial statements 2011

Officers and professional advisers

Directors

Mr A D Steele

Mr N Cooper

Secretary

Mr D Read

Registered Office

369 Newtownards Road

Belfast

BT4 1AJ

United Kingdom

Auditor

Deloitte LLP

Chartered Accountants and Statutory Auditor

London

Willstan Properties Limited

Directors' report

The directors present their report and audited financial statements for the 52 week period ended 27 December 2011.

This report has been prepared in accordance with the special provisions relating to the small companies under Section 415A of the companies Act 2006.

Principal activity

The principal activity of the Company is property investment and management.

Review of business developments and future activities

The Company's affairs and trading results for the financial period are shown in the attached financial statements. The directors expect the current level of activity to continue.

The directors do not propose to pay a dividend for the period (28 December 2010: £nil).

Directors

The present membership of the Board of Directors is set out on page 1.

The directors who served throughout the period and subsequently, except as shown below, are:

A D Steele
N Cooper

Terms of payment

William Hill Organization Limited, another operating company within the Group discharges all expenditure on behalf of the Group's UK subsidiaries. William Hill Organization Limited's normal practice is to agree terms of trading, including payment terms, with suppliers to all UK Group undertakings and, provided suppliers perform in accordance with agreed terms, it is the Group's policy that payment should be made accordingly. At 27 December 2011, the number of creditor days for William Hill Organization Limited was 15 days (28 December 2010 – 17 days).

Financial risk management

The Company is exposed to financial risk through its financial assets and liabilities. The key financial risk is that the proceeds from financial assets are not sufficient to fund the obligations arising from liabilities as they fall due. The most important components of financial risk are interest rate risk, currency risk, credit risk, liquidity risk, cash flow risk and price risk. Due to the nature of the Company's business and the assets and liabilities contained within the Company's balance sheet the only financial risks the directors consider relevant to this Company are credit risk and liquidity risk. These risks are mitigated by the nature of the debtor balances owed, with these primarily due from other group companies who are able to repay these if required.

Adoption of International Financial Reporting Standards (IFRS)

The Group has used IFRS as the primary basis for reporting for the 52 week period ended 27 December 2011.

The Company has evaluated the benefits of adopting IFRS and does not currently consider it beneficial to move away from producing financial statements under UK GAAP. This decision will be reassessed from time-to-time.

Willstan Properties Limited

Directors' report (continued)

Auditor

Each of the directors in office at the date when this report was approved confirms that:

- So far as the director is aware, there is no relevant audit information of which the Company's auditor is unaware and
- The director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

The confirmation should be interpreted in accordance with Section 418 of the Companies Act 2006.

Accordingly, Deloitte LLP have expressed their willingness to continue in office as auditors. A resolution was passed at the Annual General Meeting to re-appoint Deloitte LLP to continue in office as auditors.

Approved by the Board of Directors
and signed on behalf of the Board



D Read
Secretary

28 JUNE 2012

Willstan Properties Limited

Directors' responsibility statement

The directors are responsible for preparing the Annual 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; 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 keeping proper 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.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF WILLSTAN PROPERTIES LIMITED

We have audited the financial statements of Willstan Properties Limited for the 52 week period ended 27 December 2011, which comprise the Profit and Loss Account, the Balance Sheet, and the related notes 1 to 11. 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 auditor

As explained more fully in the Directors' Responsibilities Statement, 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 Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

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 December 2011 and of its profit for the 52 week 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 matter prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report for the financial year 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 take advantage of the small companies exemption in preparing the Director's report.



Robert Matthews (Senior Statutory Auditor)
for and on behalf of Deloitte LLP
Chartered Accountants and Statutory Auditor
London, United Kingdom

28 June 2012

Willstan Properties Limited

Profit and loss account

52 week period ended 27 December 2011

		52 week period ended 27 December 2011 £	52 week period ended 28 December 2010 £
	Notes		
Turnover		9,400	9,400
Cost of sales		-	-
Gross profit		9,400	9,400
Net operating expenses		(924)	(674)
Operating profit	2	8,476	8,726
Net interest receivable	4	9,243	9,150
Profit on ordinary activities before taxation		17,719	17,876
Tax credit on profit on ordinary activities	5	-	494
Profit on ordinary activities after taxation		17,719	18,370

There have been no recognised gains or losses other than those included in the profit and loss account for the current and preceding periods and accordingly no statement of total recognised gains and losses has been presented.

All transactions in the current and preceding financial period are attributable to continuing activities.

Willstan Properties Limited

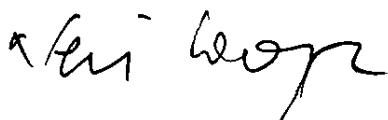
Balance sheet

27 December 2011

	Notes	27 December 2011 £	28 December 2010 £
Fixed assets			
Tangible assets	6	29,329	30,003
Current assets			
Debtors	7	950,535	931,892
Cash at bank and in hand		-	250
		950,535	932,142
Creditors: amounts falling due within one year	8	(293)	(293)
Net current assets		950,242	931,849
Net assets		979,571	961,852
Capital and reserves			
Called up share capital	9,10	9,090	9,090
Profit and loss account	10	970,481	952,762
Shareholder's funds	10	979,571	961,852

The financial statements of Willstan Properties Limited, registered company number 4432, were approved by the Board of Directors and authorised for issue on 28 June 2012.

Signed on behalf of the Board of Directors



N Cooper

Director

Willstan Properties Limited

Notes to the accounts

52 week period ended 27 December 2011

1. Accounting policies

A summary of the Company's principal accounting policies, which have been applied consistently throughout the current period and the prior period is set out below.

Basis of preparation

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

A cash flow statement, as required by Financial Reporting Standard ("FRS") 1 (Revised) has not been prepared, as the Company is a wholly owned subsidiary of William Hill PLC, a company incorporated in Great Britain and the consolidated accounts of William Hill PLC include a cash flow statement in the form prescribed by FRS 1.

William Hill Organization Limited, another operating company within the Group, discharges all expenditure including auditor's remuneration on behalf of the Group's UK subsidiaries with appropriate charges being made to the Company for its share of the cost.

Going concern

Whilst current economic conditions create uncertainty over the demand for the Company's services, the directors have reviewed forecasts and projections, taking account of reasonably possible changes in trading performance, and expect that the Company will remain profitable and cash generative and have adequate resources to continue in operational existence for the foreseeable future. The Company has positive net assets of £979,571 and a profit after tax of £17,719. Accordingly, they continue to adopt the going concern basis in preparing the Company's financial statements.

Revenue recognition and turnover

Turnover represents rents receivable from tenants of properties and represents the value of services provided. Turnover is recorded at the value of consideration due. Turnover arises exclusively in the United Kingdom.

Tangible fixed assets

Tangible fixed assets are stated in the balance sheet at cost, less provision, if any, for impairment together with additions at cost, less cumulative depreciation.

Depreciation is provided on all tangible fixed assets, other than freehold land, at rates calculated to write off the cost or valuation, less estimated residual value, of each asset on a straight-line basis over its expected useful life, as follows:

Freehold buildings	-	50 years
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Tax

Current tax, including UK corporation tax and foreign tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the Company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

A net deferred tax asset is regarded as recoverable and therefore recognised only when, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Willstan Properties Limited

Notes to the accounts

52 week period ended 27 December 2011

1. Accounting policies (continued)

Tax (continued)

Deferred tax is not recognised when fixed assets are sold and it is more likely than not that the taxable gain will be rolled over, being charged to tax only if and when the replacement assets are sold.

Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date. Deferred tax is measured on a non-discounted basis.

2. Operating profit

Operating profit is stated after charging:

	52 week period ended 27 December 2011 £	52 week period ended 28 December 2010 £
Depreciation	674	674

Auditor's remuneration of £1,000 (28 December 2010 - £1,000) is borne by William Hill Organization Limited. The auditor received no fees for non-audit work in either period.

3. Staff costs

The directors of the Company are also directors of other trading and holding companies within the Group and it is not practicable to allocate their remuneration for the period to 27 December 2011 between their services to each company. Therefore, details of their remuneration, for the 52 week period ended 27 December 2011 and the 52 week period ended 28 December 2010 are disclosed in the financial statements of William Hill Organization Limited.

	52 week period ended 27 December 2011 No.	52 week period ended 28 December 2010 No.
The number of directors who are members of:		
Defined benefit pension scheme	-	1
Defined contribution scheme	2	1

Disclosures in respect of both pension schemes are provided in the financial statements of William Hill Organization Limited. The defined benefit scheme has a deficit at 27 December 2011 of £25,602,000 (28 December 2010: £22,557,000). With effect from 31 March 2011, the defined benefit scheme was closed to future accrual and its members transferred into the defined contribution scheme.

Other than the directors, the Company had no employees during the 52 week period to 27 December 2011 or in the preceding period.

Willstan Properties Limited

Notes to the accounts

52 week period ended 27 December 2011

4. Net interest receivable

	52 week period ended 27 December 2011 £	52 week period ended 28 December 2010 £
Interest receivable on loans to Group undertakings	9,571	9,570
Interest payable on loans from Group undertakings	(328)	(420)
Net interest receivable	<u>9,243</u>	<u>9,150</u>

5. Tax on profit on ordinary activities

	52 week period ended 27 December 2011 £	52 week period ended 28 December 2010 £
Corporation tax	-	-
Prior year adjustment	-	(494)
Current tax (credit)	<u>-</u>	<u>(494)</u>

Reconciliation to current tax charge:

Profit before tax	<u>17,719</u>	<u>17,876</u>
Tax at 26.5% (28 December 2010: 28%)	4,696	5,005
Permanent differences	179	189
Group relief received for no consideration	(4,875)	(5,194)
Amounts in respect of prior years	-	(494)
Current tax (credit)	<u>-</u>	<u>(494)</u>

The Company earns its profits in the UK. Therefore, the tax rate used for tax on profit on ordinary activities is the standard rate for UK corporation tax. The corporation tax rate reduced from 28% to 26% on 1 April 2011, giving an effective tax rate for the period of 26.5%.

The Company's planned level of capital investment is expected to remain at similar level of investment. Therefore, it expects to be able to claim capital allowances in excess of depreciation in future years, at a similar level to the current year.

Willstan Properties Limited

Notes to the accounts

52 week period ended 27 December 2011

5. Tax on profit on ordinary activities (continued)

Factors that may affect future tax charges

Under UK GAAP, deferred tax is calculated at the tax rate that has been enacted or substantively enacted at the balance sheet date. Legislation was passed in July 2011 to reduce the main rate of UK Corporation tax from 26% to 25% from 1 April 2012. Hence the tax rate of 25% has been applied in the calculation of deferred tax.

The 2012 budget (delivered on 21 March 2012) announced a further reduction of 1% to the UK corporation tax rate, meaning the rate will be 24% effective from 1 April 2012. The Government has announced that it intends to introduce further reductions to the tax rate falling by 1% each year down to 22% by 1 April 2014. These further reductions to the tax rate have not been substantively enacted at the balance sheet date and are therefore not reflected in the financial statements.

6. Tangible fixed assets

	Land and buildings £
Cost:	
At 28 December 2010 and 27 December 2011	33,711
Accumulated depreciation:	
At 28 December 2010	3,708
Charge for period	674
At 27 December 2011	4,382
Net book value:	
At 27 December 2011	29,329
At 28 December 2010	30,003
	27 December 2011 28 December 2010
	£ £
The net book value of land and buildings comprises:	
Freehold	29,329 30,003

Willstan Properties Limited

Notes to the accounts

52 week period ended 27 December 2011

7. Debtors

	27 December 2011 £	28 December 2010 £
Amounts owed by Group undertakings	950,535	931,892

The amounts due to and from fellow Group undertakings are presented net, as there is a right to offset.

In general, amounts due to/from Group undertakings arise from normal trading activities between the Company and fellow Group companies. Interest arising on intercompany balances is calculated using LIBOR plus 100 basis points.

8. Creditors: amounts falling due within one year

	27 December 2011 £	28 December 2010 £
Other creditors	293	293

9. Called up share capital

	27 December 2011 £	28 December 2010 £
Authorised:		
1,000 ordinary shares of £1 each	1,000	1,000
9,000 deferred shares of £1 each	9,000	9,000
	<u>10,000</u>	<u>10,000</u>
Allotted, issued and fully paid:		
90 ordinary shares of £1 each	90	90
9,000 deferred shares of £1 each	9,000	9,000
	<u>9,090</u>	<u>9,090</u>

The deferred shares carry no right to dividends or votes and in the event of a liquidation the maximum distribution payable would be the nominal value of those shares.

10. Reconciliation of movement in shareholder's funds and statement of movements in reserves

	Called up share capital £	Profit and loss account £	Total £
At 29 December 2010	9,090	952,762	961,852
Profit for the financial period	-	17,719	17,719
Balance at 27 December 2011	<u>9,090</u>	<u>970,481</u>	<u>979,571</u>

Willstan Properties Limited

Notes to the accounts

52 week period ended 27 December 2011

11. Ultimate parent company and related party transactions

The Company is taking advantage of the exemption granted by paragraph 3(c) of FRS 8, Related Party Disclosures, not to disclose transactions with companies within the William Hill PLC Group, which are related parties.

At the balance sheet date, the Company's ultimate parent company and controlling party was William Hill PLC, a company incorporated in Great Britain. The Company's immediate parent company and controlling entity is Willstan Racing Holdings Limited, a company incorporated in Great Britain. The parent company of the largest and smallest groups for which Group accounts are prepared of which this company is a member is William Hill PLC, a company incorporated in Great Britain. Copies of the financial statements of William Hill PLC and Willstan Racing Holdings Limited are available from Companies House, Crown Way, Maindy, Cardiff CF14 3UZ. Copies of the accounts for Willstan Properties Limited are maintained and available from Greenside House, 50 Station Road, Wood Green, London, N22 7TP.