

THE ROTHERWICK FOUNDATION

England & Wales · Charity number 1058900

Details

Status Registered

Legal form Trust

Registered 1996-10-29

Register [View on the Charity Commission register](#)

Contact

Address The Rotherwick Foundation
Ashdown Park
Wych Cross
Forest Row
E Sussex
RH18 5JR

Phone 01342820227

Email admin@rotherwickfoundation.org

Website rotherwickfoundation.org

Activities

Objects: THE ADVANCEMENT OF EDUCATION(INCLUDING SOCIAL AND PHYSICAL TRAINING) OF THE PUBLIC,THE GENERAL BENEFIT IN SUCH MANNER AS MAY BE CHARITABLE(INCLUDING THE RELIEF FROM SICKNESS) OF THE PUBLIC AND THE ADVANCEMENT OF THE PROTESTANT RELIGION.

Activities: The objective of the charity is the advancement of education, wellness and the relief of the sick within a 20 mile radius of either Tylney Hall Hotel, Rotherwick, Ashdown Park Hotel, Wych Cross or The Grand Hotel, Eastbourne.

Classification

- **How:** Makes Grants To Individuals, Makes Grants To Organisations
- **What:** General Charitable Purposes, Education/training, The Advancement Of Health Or Saving Of Lives, Disability, Religious Activities, Amateur Sport, Environment/conservation/heritage, Recreation
- **Who:** Children/young People, Elderly/old People, People With Disabilities, Other Charities Or Voluntary Bodies, The General Public/mankind

Geography

- **Area of benefit:** WITHIN A 20 MILE RADIUS OF EITHER TYLNEY HALL HOTEL,ROTHERWICK OR ASHDOWN PARK HOTEL,WYCH OR SUCH OTHER AREA OR AREAS AS THE TRUSTEES SHALL FROM TIME TO TIME SELECT
- East Sussex
- Hampshire
- Kent
- Surrey
- West Sussex

Finances

Period end	Income	Expenditure	Assets	Employees
2025-03-31	£24,177,480	£25,619,717	£37,521,053	0
2024-03-31	£51,821,595	£16,643,735	£38,963,290	0
2023-03-31	£130,000	£114,050	-	-
2022-03-31	£103,000	£5,769	-	-
2021-03-31	£3,000	£33,420	-	-

Trustees

Name	Role	Appointed
ANDREW HENRY WARDE DIXON		2008-04-22
Colonel Phillippe Roland Rossiter		2020-02-03
Jonathan Michael Webb		2019-05-07
Mark Quentin Robinson		2019-05-07

THE ROTHERWICK FOUNDATION

England & Wales - Charity number 1058900

Accounts

Charity Registration Number: 1058900

**The Incorporated Trustees of The Rotherwick
Foundation**

Report and Accounts

Year ended 31 March 2025

Trustees' Report

The trustees of the Rotherwick Foundation (the Foundation) present their report together with accounts for the year ended 31 March 2025. The financial statements have been prepared in accordance with the accounting policies set out in Note 1 to the accounts and comply with the Foundation's trust deed, the Charities Act 2011, the Charities (Accounts and Reports) Regulations 2008, and the provisions of the constitution.

OBJECTIVES AND ACTIVITIES

Objects and grant policy

The object of the Foundation is the advancement of education, wellness and the relief of the sick especially within a 20 mile radius of either Tylney Hall Hotel, Rotherwick; Ashdown Park Hotel, Wych Cross or The Grand Hotel, Eastbourne. The Foundation's grant giving policy (which is set out in general guidelines for applicants) is as follows:

- (i) the provision of scholarships, bursaries and maintenance allowances and educational grants tenable at any school, university or other educational establishment to people under 25 who or whose parents or guardians are resident in the specified localities or who attend or have for not less than five years attended a school or other educational establishment within those localities;
- (ii) the provision of financial assistance, equipment, books and clothing to such people on leaving school, university or other educational establishment for entry into a trade or profession;
- (iii) the provision of amenities and facilities including public recreation and sports grounds for public benefit;
- (iv) the advancement of religion and other charitable works and of the maintenance of churches;
- (v) the provision, maintenance, improvement and equipment of hospitals, nursing homes, hospices and clinics;
- (vi) such other charitable purposes as the charity trustees in their absolute discretion think fit to support or establish.

Public Benefit

The trustees have reviewed the Foundation's objectives and consider that they continue to satisfy the public benefit criteria. As part of this review, the trustees have consulted the guidance issued by the Charity Commissioners with regard to public benefit.

ACHIEVEMENTS AND PERFORMANCE

The Charity's achievements during the past 12 months are assessed in line with its core aims and objectives to provide financial support to causes focusing on Health and Education plus overarching strategy set by its Trustees.

Beneficiaries of Financial Support within the past 12 months - Health, Wellbeing and Education

Financial Year 2024/2025

The Foundation supported the following causes :

Hearing Dogs for the Deaf – Second year pledge to support the organisation, providing a partnership programme within the vicinity of each of the three Hotels.

Lord Wandsworth Foundation, Hook – Ongoing Financial assistance for two students through the school's Bursary Programme.

Trustees' Report

Royal Academy of Culinary Arts: "Adopt a School" Programme – Year 2 Financial support covering a 3-year period towards their programme at Plumpton College in conjunction with Table Talk Foundation.

Teenage Cancer Trust – Contribution towards the Specialist Nursing Service for young people over a 3-year period commencing 2024.

St Catherine's Hospice, Crawley – Second year donation towards the building of a new Hospice to serve the area and which duly opened in March 2024.

Phylis Tuckwell Hospice, Farnham – Over a 2-year period provided a financial donation towards a new replacement Hospice which is due to open in 2026.

Chailey Heritage Foundation, Chailey – Provided a donation over 2 years to fund the provision of their Specialist Services programme.

One-off donations were also provided to the following organisations during 2024/2025:

Eastbourne College – Financial assistance towards the uniforms for one Bursary Student.

Ditchling Museum of Art & Craft, Ditchling – To support access for five groups of disabled children to access the "Bloomin' Brilliant" exhibition.

Treloar Trust, Alton – Towards the Trust's 'Replacement of Hoists' project.

St Wilfrid's Hospice, Eastbourne – Towards the purchase of a 'cuddle' bed.

St. John's Church, Meads, Eastbourne – A grant was made towards much needed restoration and refurbishment of the Community Hub with works scheduled to be completed in Autumn 2024.

Support in Kind – In addition, through the hotel companies, the group is providing support in-kind to various organisations for fund raising events, complimentary meeting rooms etc.

Hearing Dogs for Deaf People were also supported through Elite Hotels' 'Charity of the Year' initiative 2024.

Pledges of Support for the Financial Year 2025/2026 onwards

In addition to the above the Trustees have also agreed to support the following causes:

Helen Arkell Dyslexia Charity, Surrey

St Catherine's Hospice, Crawley, West Sussex

Chestnut Tree House Hospice, East Sussex

St Michael's Hospice, Basingstoke, Hampshire

Strongbones Children's Charitable Trust, Hampshire

SASBAH (Sussex Association for Spina Bifida & Hydrocephalus), East Sussex

St Wilfrid's Hospice, Eastbourne

Bramber Bakehouse Charity, East Sussex

Hindleap Warren, East Sussex

Challengers, Surrey

Trustees' Report

Elite Hotels have nominated as their 'Charity of the Year 2025' the Air Ambulance Associations serving:

- Kent, Sussex & Surrey (KSS)
- Hampshire & Isle of White (HIOWAA)

Financial review

The Foundation's sole sources of income are grants from Elite Hotels (Rotherwick) Limited or its subsidiary companies (Elite Hotels Group). Elite Hotels (Rotherwick) Limited (which is controlled by West Indies Investments Limited) is itself the holding company for:

- Tylney Hall Hotel Limited,
- Ashdown Park (Sussex) Limited, and
- The Grand Hotel (Eastbourne) Limited

Together these entities are referred to as the Elite Hotels Group.

The total consolidated income for the Foundation and its subsidiary group was £24,177,480 (2024 - £51,821,595 including £37,471,444 relating to permanent endowment).

Total grants paid in the year to 31 March 2025 were £75,000 (2024 – £44,000).

In 2024 the hotels were professionally valued. The valuation, undertaken by Christie and Co Chartered Surveyors, gave a collective valuation of the three hotels that continue to be owned by the group of £55.8m. Within the financial statements of Elite Hotels (Rotherwick) Limited the freehold land and buildings are held at a deemed cost following adoption of FRS102 in 2016. The Foundation directly owns 9.09% of the shares in Elite Hotels (Rotherwick) Limited and indirectly through its gift of the entire share capital of West Indies Investments Limited a further 90.91%.

Elite Hotels (Rotherwick) Limited has consolidated equity of £29.4m (2024 - £30.9m), the Trustees are confident that the value of the individual hotels collectively is in excess of £55.8m (2024 - £55.8m). The trustees believe the ordinary shares in Elite Hotels (Rotherwick) limited held both directly and indirectly have a value in the order of £38.1m (2024 - £38.1m).

At the year end, the Foundation had total reserves of £37,521,053 (2024 - £38,963,290) General unrestricted reserves were £49,910 (2024- £1,492,147) and restricted reserves (being endowment funds) were £37,471,143 (2024 - £37,471,143).

Reserves Policy

The trustees aim to maintain free reserves at foundation level equivalent to the value of the average of 5 years donations.

The trustees consider that this will underpin its commitment to continue regular grants to a number of beneficiaries.

Investment Policy

The trustees adopt a conservative investment policy taking proper professional advice before implementing any change

Trustees' Report

Structure, governance and management

The Foundation was constituted by a Trust Deed dated 11 July 1996 made between West Indies Investments Limited (a Guernsey company) as donor and A H W Dixon, D A Smith and T E Mugleston as original trustees. The Trust Deed was amended by a Supplemental Deed dated 23 October 1996 and Deeds of Amendment dated 28 May 2019 and 2 June 2023. The Foundation is a registered charity in England & Wales, registered with the Charity Commission for England & Wales on 29 October 1996 under charity number 1058900. The trustees are incorporated as a body corporate under the Charities Act 1993 and a Certificate of Incorporation was issued on 20 March 2000 by the Charity Commission for England & Wales in the name of "The Incorporated Trustees of The Rotherwick Foundation".

New trustees, when required, are found in the first instance by the existing trustees. When recruiting new trustees, the trustees look for individuals with skills and experience which are of value to the Foundation and which are not necessarily represented by the existing trustees. The appointment of Trustees is confirmed during a Trustees meeting and are minuted accordingly. Whilst none of the trustees receive remuneration for their services as a trustee, in-line with the Foundation's rules, Andrew Dixon - as their NED representative on the board of Elite Hotels - receives appropriate remuneration for these services.

The trustees, who meet a minimum of four times a year, consider recommendations and make final decisions on the award of grants. The administration of the Foundation is undertaken at no cost to the Foundation by the head office staff of Elite Hotels (Rotherwick) Limited and day to day processing of applications is undertaken by the Managing Director, of the Elite Hotels Group. Mindful of the need for succession planning the trustees are proactively looking to appoint additional trustees over the next 12 months.

Training

The Foundation does not employ staff. All trustees are experienced business people or professionals. They are all aware of trustee responsibilities. It is not considered necessary to organise or fund any training courses.

Risk Management

The trustees have assessed the major risks to which the Foundation is exposed, in particular those risks related to the operation and finances of the Foundation, and are satisfied that systems are in place to mitigate exposure to the major risks, although it is recognised that systems can only provide reasonable, not absolute, assurance. These systems are reviewed at least once every year. Further description of the principal risks and uncertainty facing trading subsidiaries is given in the strategic report of the Consolidated Financial Statements of Elite Hotels (Rotherwick) Limited.

Tax status

The trustees are of the opinion that the Foundation is not liable for taxation on its charitable activities, as described in Note 1.

Trustees' Report

Reference and administrative details

Charity Name	The Rotherwick Foundation Registered Charity No: 1058900 (England and Wales)
Trustees	A H Dixon M Q Robinson J M Webb P R Rossiter
Address:	Ashdown Park Wych Cross Forest Row East Sussex RH18 5JR
Administration	Elite Hotels (Rotherwick) Limited Ashdown Park Wych Cross Forest Row East Sussex RH18 5JR
Solicitors:	Payne Hicks Beach Solicitors 10 New Square Lincoln's Inn London WC2A 3QG
Bankers:	HSBC 23/24 Paddington House Festival Place Basingstoke Hants RG21 &LJ
Auditors:	PKF Francis Clark Blackbrook Gate 1 Blackbrook Park Taunton Somerset TA1 2PX
Website:	www.rotherwickfoundation.org

Trustees' Report

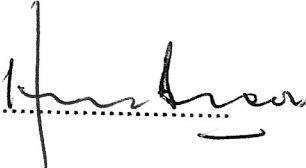
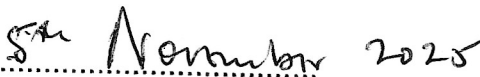
TRUSTEES' RESPONSIBILITIES IN RELATION TO THE FINANCIAL STATEMENTS

The Trustees are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations. Applicable law requires the Trustees to prepare financial statements for each financial year. Under that law the Trustees have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). The financial statements are required by law to give a true and fair view of the state of affairs of the Foundation and of the profit or loss of the Foundation for that period. In preparing these financial statements, the Trustees are required to: select suitable accounting policies and then apply them consistently; make judgments and estimates that are reasonable and prudent; state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Foundation will continue in business. The trustees are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the Foundation and to enable the trustees to ensure that the financial statements comply with the requirements of the Charities Act 2011. They are also responsible for safeguarding the assets of the Foundation and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Each Trustee listed on page 6 has declared that as far as they are aware there is no relevant audit information of which the Foundation's auditors are unaware; and they have taken all the steps that they ought to have taken as a Trustee to make themselves aware of any relevant audit information and to establish that the Foundation's auditors are aware of that information.

Signature and Declaration

I declare, in my capacity of Foundation trustee, that the trustees have approved the report above and have authorised me to sign it on their behalf.

Signature:  Date: 
A.H. Dixon

Independent auditors' report

to the members of The Incorporated Trustees of The Rotherwick Foundation

Opinion

We have audited the financial statements of The Rotherwick Foundation (the 'parent Charity') and its subsidiaries ("the Group") for the year ended 31 March 2025, which comprise the Consolidated Statement of Financial Activities, Consolidated and Charity balance sheets, Consolidated cash flow statement and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102. The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the group's and parent Charity's affairs as at 31 March 2025 and of the its incoming resources and application of resources for the year 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 Charities Act 2011.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the group in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the Trustees' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the group's ability to continue as a going concern for a period of at least twelve months from when the original financial statements were authorised for issue.

Our responsibilities and the responsibilities of the trustees with respect to going concern are described in the relevant sections of this report.

Other information

The Trustees are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

Independent auditors' report

to the members of The Incorporated Trustees of The Rotherwick Foundation

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters in relation to which the Charities (Accounts and Reports) Regulations 2008 require us to report to you if, in our opinion:

- the information given in the trustees' report is inconsistent in any material respect with the financial statements; or
- sufficient accounting records have not been kept; or
- the financial statements are not in agreement with the accounting records; or
- we have not received all the information and explanations we require for the audit.

Responsibilities of Trustees

As explained more fully on page 7, the Trustees are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Trustees determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Trustees are responsible for assessing the charity's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Trustees either intend to liquidate the charity or to cease operations, or have no realistic alternative but to do so.

Independent auditors' report

to the members of The Incorporated Trustees of The Rotherwick Foundation

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

As part of our audit planning, we obtained an understanding of the legal and regulatory framework that is applicable to the Group. We gained an understanding of the Group and the industry in which the Group operates as part of this assessment to identify the key laws and regulations affecting the Group. The key regulations we identified were Charity legislation, health and safety regulations, food standards and licensing laws, employment laws and regulations, health and safety legislation and The General Data Protection Regulation ("GDPR"). We also considered those laws and regulations that have a direct impact on the preparation of the financial statements such as the Charities Act 2011 and the Charities Statement of Recommended Practice (FRS102).

As part of our planning procedures, we assessed the risk of any non-compliance with laws and regulations on the Group's ability to continue trading and the risk of material misstatement to the accounts.

We also evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements and identified the greatest potential for fraud in respect of cut off and completion risk around revenue recognition..

Based on this understanding we designed our audit procedures to identify non-compliance with such laws and regulations. Our procedures involved the following:

- Enquiries of management regarding their knowledge of any non-compliance with laws and regulations that could affect the financial statements. As part of these enquiries, we also discussed with management whether there have been any known instances of fraud.
- Corroborating management representations through review of board minutes and supporting documentation including any matters reportable under health and safety legislation.
- Review of the most recent Food Hygiene Ratings awarded and findings discussion with management.
- Reviewing the ICO website for any evidence of breaches being reported, coupled with discussions with management in regards to GDPR compliance.
- Audited the risk of management override of controls, including through testing journal entries and other adjustments for appropriateness, and evaluating the business rationale of significant transactions outside the normal course of business.
- Reviewed estimates and judgements made in the accounts for any indication of bias and challenged assumptions used by management in making the estimates.
- Audited the risk of fraud in revenue recognition with a focus on completeness and cut off of income and treatment of income around the year end.
- Reviewed Charities Commission website to identify any issues/actions being taken.
- Reviewed trustees meeting minutes and made enquiries of trustees.

Independent auditors' report

to the members of The Incorporated Trustees of The Rotherwick Foundation

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statement. This risk increases the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements as we are less likely to become aware of instances of non-compliance. The risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment, collusion, omission or misrepresentation.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Use of our report

This report is made solely to the charity's members, as a body, in accordance with Part 4 of the Charities (Accounts and Reports) Regulations 2008. Our audit work has been undertaken so that we might state to the charity'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 charity and the charity's members as a body, for our audit work, for this report, or for the opinions we have formed.



PKF Francis Clark

Chartered Accountants and Statutory Auditor
Blackbrook Gate 1
Blackbrook Park
Taunton
Somerset
TA1 2PX

Date: 17/11/2025
Date:

PKF Francis Clark is eligible to act as an auditor in terms of section 1212 of the Companies Act 2006

Consolidated statement of financial activities

for the year ended 31 March 2025

(including consolidated income and expenditure account and statement of total recognised gains and losses)

	<i>Note</i>	<i>Unrestricted funds</i> £	<i>Endowment Funds</i> £	<i>Total 2025</i> £	<i>Total 2024</i> £
<i>Income from</i>					
Donations and legacies	2(a)	-	-	-	37,471,144
Other trading activities	2(b)	24,106,079	-	24,106,079	14,247,383
Investment income	2(c)	71,401	-	71,401	79,936
Other income	2(d)	-	-	-	23,132
Total		24,177,480	-	24,177,480	51,821,595
<i>Expenditure on:</i>					
Charitable activities	3	87,139	-	87,139	59,521
Raising funds	3	25,532,578	-	25,532,578	16,584,214
Total		25,619,717	-	25,619,717	16,643,735
<i>Net income / (expenditure) and movement on funds</i>		(1,442,237)	-	(1,442,237)	35,177,860
<i>Reconciliation of funds</i>					
Total funds brought forward		1,492,147	37,471,143	38,963,290	3,785,430
Total funds carried forward		49,910	37,471,143	37,521,053	38,963,290

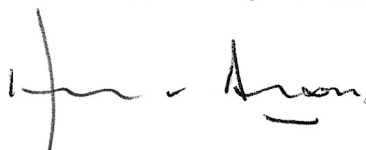
Consolidated and charity balance sheets

at 31 March 2025

	Note	Consolidated 2025 £	Charity 2025 £	Consolidated 2024 £	Charity 2024 £
Fixed assets					
Tangible fixed assets	7	55,008,393	-	56,342,339	-
Investments	8	-	38,063,000	-	38,063,000
		<u>55,008,393</u>	<u>38,063,000</u>	<u>56,342,339</u>	<u>38,063,000</u>
Current assets					
Stocks	9	205,712	-	249,394	-
Debtors	10	365,608	-	473,264	-
Cash at bank and in hand	17(b)	1,154,901	195,119	904,482	71,758
		<u>1,726,221</u>	<u>195,119</u>	<u>1,627,140</u>	<u>71,758</u>
Creditors					
Amounts falling due within one year	11	(19,199,412)	(12,349)	(18,980,721)	(1,849)
Net current liabilities (assets)		<u>(17,473,191)</u>	<u>182,770</u>	<u>(17,353,581)</u>	<u>69,909</u>
Total assets less current liabilities		<u>37,535,202</u>	<u>38,245,770</u>	<u>38,988,758</u>	<u>39,132,909</u>
Creditors falling due in more than one year	12	(14,149)	-	(25,468)	-
Net assets		<u>37,521,053</u>	<u>38,245,770</u>	<u>38,963,290</u>	<u>38,132,909</u>
Funds					
Permanent endowment		37,471,143	37,471,143	37,471,143	37,471,143
Unrestricted funds		49,910	774,627	1,492,147	661,766
Total charity funds		<u>37,521,053</u>	<u>38,245,770</u>	<u>38,963,290</u>	<u>38,132,909</u>

These financial statements were approved by the Trustees on2025 and signed on their behalf by:

A H Dixon
Trustee

5th November


Consolidated cash flow statement

for the year ended 31 March 2025

	Note	2025 £	2024 £
Net cash inflow from operating activities including grants receivable	17(a)	2,239,311	2,430,277
Cash (outflow) / inflow from investing activities			
Purchase of fixed assets		(297,900)	(954,684)
Receipts from disposals of fixed assets		-	32,001
Interest received		71,401	79,936
		<u>(226,499)</u>	<u>(842,747)</u>
Cash (outflow) / inflow from financing activities			
Interest paid		(1,150,530)	(793,825)
Capital element of finance lease payments		(11,863)	(20,402)
Bank loans paid		(600,000)	-
		<u>(1,762,393)</u>	<u>(814,227)</u>
Increase / (Decrease) in cash and cash equivalents		250,419	773,303
Cash and cash equivalents brought forward		904,482	131,179
Cash and cash equivalents carried forward	17(b)	<u>1,154,901</u>	<u>904,482</u>

Notes to the financial statements

for the year ended 31 March 2025

1. Accounting policies

Constitution

The Rotherwick Foundation is a Trust, registered with the Charity Commission in England & Wales with a registered number 1058900 on 29 October 1996. Its registered office is Ashdown Park, Wych Cross, Forest Row, East Sussex, RH18 5JR.

Basis of accounting and basis statement of compliance

The financial statements have been prepared in accordance with Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) (effective 1 January 2019) – (Charities SORP (FRS 102)), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Charities Act 2011. The financial statements comply with the Charities SORP (FRS102).

The financial statements have been prepared to give a 'true and fair' view and have departed from the Charities (Accounts and Reports) Regulations 2008 only to the extent required to provide a 'true and fair' view. This departure has involved following the Charities SORP (FRS 102) published in October 2019 rather than the Accounting and Reporting by Charities: Statement of Recommended Practice effective from 1 April 2005 which has since been withdrawn.

The preparation of financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Group and Foundation's accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions or estimates are significant to the financial statements are summarised within this note.

Monetary amounts in these financial statements are rounded to the nearest pound.

Going concern

The trustees have given consideration to the appropriateness of the going concern assertion in the preparation of the financial statements of the foundation. In doing this a number of factors have been considered, including going concern risks impacting the Elite Hotels Group, which include inflation and the broader economic conditions impacting hospitality.

Based on this review the Trustees have concluded there are no material uncertainties in relation to going concern.

Accounting convention

The financial statements are prepared in accordance with the historical cost convention except that as disclosed in the accounting policies certain items are shown at fair value.

The functional currency of The Rotherwick Foundation is considered to be pounds sterling because that is the currency of the primary economic environment in which the charity operates.

Notes to the financial statements

for the year ended 31 March 2025

1. Accounting policies (continued)

Basis of consolidation

The consolidated financial statements consolidate the financial statements of the Foundation and its subsidiaries undertakings drawn for the year to 31 March 2025.

The comparative results reflect the performance and position of the group from the point of acquisition (August 2023 until 31 March 2024 and thus the results may not be directly comparable).

Tangible fixed assets and depreciation

Tangible assets are initially measured at cost (or deemed cost) and subsequently measured as cost or valuation, net of depreciation or any impairment losses.

The cost of tangible assets included directly attributable incremental costs incurred in their acquisition and installation.

Depreciation is charged so as to write off the cost of assets, other than land and properties under construction over their estimated useful life, as follows:

Furniture, fittings and equipment	- straight line between 3 and 8 years
Plant and machinery	- 5% straight line
Motor vehicles	- 30% reducing balance

Depreciation is provided on freehold land and buildings at 0% per annum on the basis that the hotel are historical buildings, hence the useful economic life cannot be reasonably estimated. Additionally the trustees' opinion (having sought the advice of the Directors of Elite Hotels) is that the residual value of the property is so high that any depreciation charge would be negligible and immaterial. This is in accordance with accounting standard FRS 102. The trustees have considered the value of the property, in light of the recent valuation, and do not believe any impairment to the value included in the financial statements is necessary.

Revaluation of fixed assets

Properties are carried at fair value at the date of the revaluation less any subsequent accumulated depreciation and subsequent impairment losses. Revaluations are performed with sufficient regularity to ensure that 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 normally undertaken by professionally qualified valuers.

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 or loss.

Notes to the financial statements

for the year ended 31 March 2025

1. Accounting policies (continued)

Impairment of non financial assets

At each balance sheet date the trustees' review the carrying amount of the charity's tangible 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 the asset does not generate cash flows that are independent from other assets the Charity 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 as an expense immediately.

Fixed asset investments

Fixed asset investments are included at market value at the balance sheet date. Unrealised gains and losses represent the movement in market values during the year and are credited or charged to the Statement of Financial Activities based on the market value at the period end.

Stocks

Stocks are stated at the lower of cost and estimated selling price less costs to complete and sell. Cost is determined using the first-in, first-out (FIFO) method.

Donations and Gifts

Income is recognised once the Charity is entitled to the donation. Donations are recognised on a receivable basis.

Grant and Donations Issued

Grants issued are accounted for on payment. All grants and donations issued are for the benefit of Charities.

Notes to the financial statements

for the year ended 31 March 2025

1. Accounting policies (continued)

Income

All incoming resources are included in the Consolidated Statement of Financial Activities where the charity is entitled to the income and the amount can be qualified with reasonable accuracy, and is stated net of VAT. The following specific policies are applied to particular categories of income:

- Donations and gifts are recognised once the Charity is entitled to the donation. Donations are recognised on receivable basis.
- Accommodation is included as income from other trading activities is recognised at the point of the customer staying in the room. Deposits received in advance of customer stays are treated as payments on account and recognised within creditors due within one year. Gift vouchers purchased for services to be redeemed in future periods are recognised in accruals and deferred until they are used.
- Food and beverage are included as income from other trading activities is recognised at the point of sale.
- Rental income included in other trading activities is recognised on a straight line basis.
- Grants of revenue nature included in other trading activities are recognised in the same period as the related expenditure.
- Investment income is included when receivable.

Expenditure

Expenditure is recognised on an accruals basis as a liability is incurred and is reported as part of the expenditure to which it relates: Costs of generating voluntary income comprise the costs associated with attracting voluntary income, and those incurred in trading activities that raise funds. Charitable expenditure comprises those costs incurred by the charity in the delivery of its activities and services for its beneficiaries. It includes both costs that can be allocated directly to such activities and those costs of an indirect nature necessary to support them.

Taxation

Income tax expense represents the sum of the current tax currently payable and deferred tax. Tax is recognised in profit or loss, except that a change attributable to an item of income or expense recognised as other comprehensive income is also recognised directly in other comprehensive income.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the company operates and generates taxable income.

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 have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more, tax.

Defined contribution pension obligation

For defined contribution scheme the amounts recognised in profit and loss is the contributions payable for the year. Contributions that are unpaid at the balance sheet date are recognised in creditors less than one year.

Notes to the financial statements

for the year ended 31 March 2025

1. Accounting policies (continued)

Operating Leases

Rentals payable under operating leases are charged in the profit and loss account on a straight-line basis over the lease term.

Finance leases

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee.

Assets held under finance leases are recognised at the lower of their fair value at inception of the lease and the present value of the minimum lease payments. These assets are depreciated on a straight-line basis over the shorter of the useful life of the asset and the lease term. The corresponding liability to the lessor is included in the balance sheet as a finance lease obligation.

Lease payments are apportioned between finance costs in the profit and loss account and reduction of the lease obligation so as to achieve a constant periodic rate of interest on the remaining balance of the liability.

Financial instruments

Classification

The group holds the following financial instruments:

- Short term trade and other debtors and creditors;
- Bank loans (held by subsidiary); and
- Cash and bank balances.

All financial instruments are classified as basic.

Recognition and measurement

The charity has chosen to apply the recognition and measurement principles in FRS102.

Financial instruments are recognised when the charity becomes party to the contractual provisions of the instrument and derecognised when in the case of assets, the contractual rights to cash flows from the assets expire or substantially all the risks and rewards of ownership are transferred to another party, or in the case of liabilities, when the company's obligations are discharged, expire or are cancelled.

Except for bank loans, such instruments are initially measured at transaction price, including transaction costs, and are subsequently carried at the undiscounted amount of the cash or other consideration expected to be paid or received, after taking account of impairment adjustment. Bank loans are initially measured at transaction price, including transaction costs, and are subsequently carried at amortised cost using the effective interest method.

Notes to the financial statements

for the year ended 31 March 2025

1. Accounting policies (continued)

Restricted Funds

Permanent Endowment

By a deed of appointment made on 22 April 2008, the Foundation accepted a gift of 2 Ordinary Shares of \$1.00 each in West Indies Investments Ltd, a Guernsey registered company. This represents the entire issued shares in this company. The gift of the shares was made on condition that they and/or any property representing them will be treated as non-expendable capital of the Foundation.

Critical accounting judgements and key sources of estimation uncertainty

In the application of the Charity's accounting policies, the Trustees are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revision to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

The key judgement that has significant impact on the financial statements is in respect of going concern, as described above.

The key estimates that have a significant effect on the amounts recognised in the financial statements are described below:

Investments in subsidiary undertakings (note 8)

Investments in subsidiary undertakings are included at market value at the balance sheet date. The calculation of this market value requires estimation by the trustees, which includes estimation of the value of the assets held by Elite Hotels (Rotherwick) Limited.

The investment carrying amount is £38,063,000 (2024 - £38,063,000)

Notes to the financial statements

for the year ended 31 March 2025

2. Income

(a) Donations

	<i>Unrestricted funds 2025 £</i>	<i>Restricted funds 2025 £</i>	<i>Total 2025 £</i>	<i>Total 2024 £</i>
Donations	-	-	-	37,471,144
Donated services	-	-	-	-
	<u>-</u>	<u>-</u>	<u>-</u>	<u>37,471,144</u>

Income from donations was unrestricted.

(b) Other trading activities - group

	<i>Unrestricted funds 2025 £</i>	<i>Restricted funds 2025 £</i>	<i>Total 2025 £</i>	<i>Total 2024 £</i>
Rendering of services	23,677,388	-	23,677,388	13,886,982
Grants and subsidies receivable	343,571	-	343,571	305,745
Rental income	85,120	-	85,120	54,656
	<u>24,106,079</u>	<u>-</u>	<u>24,106,079</u>	<u>14,247,383</u>

Income from trading activities was unrestricted.

The Foundation did not have any income arising from trading activities.

(c) Investment income - group

Unrestricted income

	<i>2025 £</i>	<i>2024 £</i>
Interest receivable	71,401	79,936
	<u>71,401</u>	<u>79,936</u>

(d) Other income - group

Unrestricted income

	<i>2025 £</i>	<i>2024 £</i>
Profit on disposal of tangible fixed assets	-	23,132
	<u>-</u>	<u>23,132</u>

Notes to the financial statements

for the year ended 31 March 2025

3. Expenditure

Charitable activities

	<i>Unrestricted funds 2025 £</i>	<i>Restricted funds 2025 £</i>	<i>Total 2025 £</i>	<i>Total 2024 £</i>
Costs of operating				
-grants to institutions	75,000	-	75,000	44,000
- support and governance cost***	12,139	-	12,139	15,521
	<u>87,139</u>	<u>-</u>	<u>87,139</u>	<u>59,521</u>

Raising funds

	<i>Unrestricted funds 2025 £</i>	<i>Restricted funds 2025 £'</i>	<i>Total 2025 £</i>	<i>Total 2024 £</i>
Costs of operating and establishment				
-cost of sales	3,865,889	-	3,865,889	2,502,938
- direct payroll costs	8,308,588	-	8,308,588	5,222,840
- other direct costs	847,257	-	847,257	478,917
Other operating costs				
-indirect payroll and staff costs	3,616,686	-	3,616,686	2,575,884
-premises costs	3,361,230	-	3,361,230	2,330,382
-other	2,670,232	-	2,670,232	1,512,937
Depreciation				
- owned assets	1,631,846	-	1,631,846	1,110,888
Support costs – governance related ***	80,320	-	80,320	55,603
Interest payable: -				
Loans held at amortised cost				
- bank loans and overdrafts	1,150,530	-	1,150,530	793,825
	<u>25,532,578</u>	<u>-</u>	<u>25,532,578</u>	<u>16,584,214</u>

Notes to the financial statements

for the year ended 31 March 2025

3. Expenditure (continued)

	2025	2024
	£	£
(***) Support costs - governance related include		
Auditors' remuneration - audit fees	56,430	29,340
	<u> </u>	<u> </u>

In addition to the audit fees above, fees for non-audit service provided by the auditors (included in other operating costs) were as follows

Taxation fees - corporation tax	15,040	15,000
Other services (including accountancy, cyber and other taxation)	8,850	13,113
	<u> </u>	<u> </u>

Notes to the financial statements

for the year ended 31 March 2025

4. Net expenditure from trading activities of subsidiaries

The Rotherwick Foundation had five subsidiary companies during the year ended 31 March 2025 details of which are given in note 8. There are four indirect trading subsidiaries Elite Hotels (Rotherwick) Limited, Ashdown Park (Sussex) Limited, The Grand Hotel (Eastbourne) Limited and Tylney Hall Hotel Limited and one investment holding subsidiary, West Indies Investments Limited.

Elite Hotels (Rotherwick) Limited's principal activity is that of a holding company, involving the provision of management services to its subsidiary undertakings.

A summary of the trading results for the entity are shown below, with the comparative reflecting the period from August 2023 to March 2024, due to the acquisition occurring in the comparative period. Audited accounts are filed with the Registrar of Companies.

	2025	2024
	£	£
Profit and loss account		
Turnover	475,200	457,200
Gross Profit	475,200	457,200
Administrative expenses	(1,472,653)	(867,200)
Other operating income	-	8,923
Operating (loss)	(997,453)	(401,730)
Interest from shares in group undertaking	1,320,828	1,519,861
Other interest receivable	24,845	
Interest payable and similar charges	(1,150,530)	(793,825)
Loss before taxation	(802,310)	324,306
Taxation	-	-
Loss for the financial year	(802,310)	324,306
Balance sheet		
Fixed assets	21,858	32,268
Investments	14,000,300	14,000,300
Current assets	17,291,032	18,252,290
Creditors: amounts falling due within one year	(15,368,344)	(15,466,457)
Creditors: amounts falling due after more than one year	(239,315)	(310,560)
Net assets	15,705,531	16,507,841
Capital and reserves	15,705,531	16,507,841

Notes to the financial statements

for the year ended 31 March 2025

4. Net expenditure from trading activities of subsidiaries (continued)

Ashdown Park (Sussex) Limited's principal activity is the operation of Ashdown Park Hotel & Country Club in Sussex. The hotel continues to operate in the luxury hotel market always aiming to deliver distinctly memorable experiences.

A summary of the trading results for the entity are shown below, with the comparative reflecting the period from August 2023 to March 2024, due to the acquisition occurring in the comparative period. Audited accounts are filed with the Registrar of Companies.

	2025	2024
	£	£
Profit and loss account		
Turnover	6,808,888	4,016,848
Cost of sales excluding depreciation and amortisation	(3,983,933)	(2,521,015)
Depreciation and amortisation		(308,289)
Gross Profit	2,824,955	1,187,544
Administrative expenses	(3,165,885)	(1,935,543)
Other operating income	147,662	108,386
Operating (loss)	(193,268)	(639,613)
Interest receivable	14,640	15,287
Interest payable and similar charges	(630,481)	(654,034)
(Loss) before taxation	(809,109)	(1,278,360)
Taxation	-	-
Net loss	(809,109)	(1,242,360)
Balance sheet		
Fixed assets	14,017,887	14,367,402
Current assets	451,602	454,354
Creditors: amounts falling due within one year	(1,351,721)	(1,161,608)
Creditors: amounts falling due after more than one year	(8,048,469)	(7,781,738)
Net assets	5,069,299	5,878,408
Capital and reserves	5,069,299	5,878,408

Notes to the financial statements

for the year ended 31 March 2025

4. Net expenditure from trading activities of subsidiaries (continued)

The Grand Hotel (Eastbourne) Limited's principal activity is the operation of the Grand Hotel in Eastbourne, East Sussex. The hotel continues to operate in the luxury hotel market always aiming to deliver distinctly memorable experiences.

A summary of the trading results for the entity are shown below, with the comparative reflecting the period from August 2023 to March 2024, due to the acquisition occurring in the comparative period. Audited accounts are filed with the Registrar of Companies.

	2025	2024
	£	£
Profit and loss account		
Turnover	10,073,031	6,027,005
Cost of sales excluding depreciation and amortisation	(5,319,584)	(3,396,687)
Depreciation and amortisation		(499,154)
	<hr/>	<hr/>
Gross Profit	4,753,447	2,131,164
Administrative expenses	(4,353,358)	(2,232,673)
Other operating income	232,654	146,793
Share of (loss) / profit from associates	-	-
	<hr/>	<hr/>
Operating profit	632,743	45,284
Interest receivable	17,820	20,081
Interest payable and similar charges	(641,898)	(746,768)
	<hr/>	<hr/>
(Loss) before taxation	8,665	(681,403)
Taxation	-	-
	<hr/>	<hr/>
Net loss	8,665	(681,403)
	<hr/> <hr/>	<hr/> <hr/>
Balance sheet		
Fixed assets	15,929,746	16,549,432
Current assets	527,760	597,573
Creditors: amounts falling due within one year	(1,379,812)	(1,307,271)
Creditors: amounts falling due after more than one year	(8,284,141)	(9,054,846)
	<hr/>	<hr/>
Net assets	6,793,553	6,874,888
	<hr/> <hr/>	<hr/> <hr/>
Capital and reserves	6,793,553	6,874,888
	<hr/> <hr/>	<hr/> <hr/>

Notes to the financial statements

for the year ended 31 March 2025

4. Net expenditure from trading activities of subsidiaries (continued)

Tylney Hall Hotel Limited's principal activity is the operation of the Tylney Hall Hotel & Gardens in Hampshire. The hotel continues to operate in the luxury hotel market always aiming to deliver distinctly memorable experiences.

A summary of the trading results for the entity are shown below, with the comparative reflecting the period from August 2023 to March 2024, due to the acquisition occurring in the comparative period. Audited accounts are filed with the Registrar of Companies.

	2025	2024
	£	£
Profit and loss account		
Turnover	6,795,469	3,843,129
Cost of sales excluding depreciation and amortisation	(3,718,217)	(2,286,993)
Depreciation and amortisation		(296,570)
	<hr/>	<hr/>
Gross Profit	3,077,252	1,259,566
Administrative expenses	(3,025,713)	(1,950,599)
Other operating income	102,375	173,431
Share of (loss) / profit from associates	-	-
	<hr/>	<hr/>
Operating (loss)	153,914	(517,602)
Interest receivable	14,096	18,577
Interest payable and similar charges	(48,449)	(93,068)
	<hr/>	<hr/>
(Loss) before taxation	119,561	(592,093)
Taxation	-	-
	<hr/>	<hr/>
Net loss	119,561	(592,093)
	<hr/> <hr/>	<hr/> <hr/>
Balance sheet		
Fixed assets	17,303,430	17,657,765
Current assets	352,861	407,839
Creditors: amounts falling due within one year	(1,084,368)	(1,041,376)
Creditors: amounts falling due after more than one year	(773,692)	(1,345,558)
	<hr/>	<hr/>
Net assets	15,798,231	15,678,670
	<hr/> <hr/>	<hr/> <hr/>
Capital and reserves	15,789,231	15,678,670
	<hr/> <hr/>	<hr/> <hr/>

Notes to the financial statements

for the year ended 31 March 2025

4. Net expenditure from trading activities of subsidiaries (continued)

West Indies Investments Limited's principal activity is that of an investment holding company.

A summary of the trading results for the entity are shown below, with the comparative reflecting the period from August 2023 to March 2024, due to the acquisition occurring in the comparative period.

	2025 £	2024 £
Profit and loss account		
Turnover	-	-
Cost of sales excluding depreciation and amortisation	-	-
Depreciation and amortisation	-	-
	<hr/>	<hr/>
Gross Profit		-
Administrative expenses	(71,905)	(6,213)
Other operating income	-	-
Exceptional cost	-	(1,962,000)
	<hr/>	<hr/>
Operating (loss)	(71,905)	(1,968,213)
Interest receivable	-	-
Interest payable and similar charges	-	-
	<hr/>	<hr/>
(Loss) before taxation	(71,905)	(1,968,213)
Taxation	-	-
	<hr/>	<hr/>
Net loss	(71,905)	(1,968,213)
	<hr/> <hr/>	<hr/> <hr/>
Balance sheet		
Fixed assets	34,603,000	34,603,000
Current assets	239,315	310,560
Creditors: amounts falling due within one year	(2,820)	(2,160)
Creditors: amounts falling due after more than one year	-	-
	<hr/>	<hr/>
Net assets	34,839,495	34,911,400
	<hr/> <hr/>	<hr/> <hr/>
	<hr/>	<hr/>
Capital and reserves	34,839,495	34,911,400
	<hr/> <hr/>	<hr/> <hr/>

Notes to the financial statements

for the year ended 31 March 2025

5. Staff numbers and costs

The Foundation does not employ any staff.

The average number of staff employed by the subsidiary undertakings (including directors) during the year, analysed by category was as follows:

	2025	2024
	No	No
Operational	443	483
Administration and support	110	114
	-----	-----
	553	597
	-----	-----

The aggregate payroll cost of the subsidiary undertakings was as follows:

	2025	2024
	£	£
Wages and salaries	10,819,107	7,080,488
Social security costs	867,029	558,703
Pension costs	239,138	159,533
	-----	-----
	11,925,274	7,798,724
	-----	-----

The Key Management Personnel of the group comprise the Trustees of the Rotherwick Foundation, the Directors of the Elite Hotels (Rotherwick) Group and the Directors of West Indies Investments Limited. There were no emoluments paid to the Trustees in their capacity as trustees.

Trustee expenses totalling £56 (2024 - £235) were incurred during the year.

The total emoluments (including pension contributions) paid to the Directors of the subsidiary undertakings amounted to £551,763 (2024 - £366,520).

Notes to the financial statements

for the year ended 31 March 2025

5. Staff numbers and costs (continued)

The following numbers of staff in the subsidiary undertakings had employee benefits of £60,000 or more during the year:

	2025	2024
	No.	No.
£130,000 +	1	-
£120,000-£129,999	-	1
£110,000-£119,999	1	-
£100,000-£109,999	1	-
£90,000-£99,999	-	-
£80,000-£89,999	1	1
£70,000-£79,999	-	1
£60,000-£69,999	-	-

6. Taxation

The charity is exempt from taxation in respect of income or capital gains received within categories covered by Chapter 3 Part 11 of the Corporation Tax Act 2010 or Section 256 of the Taxation of Chargeable Gains Act 1992, to the extent that such income or gains are applied exclusively to charitable purposes.

The group has tax losses carried forward of £37,476,725 (2024 - £36,189,056). Deferred tax has not been recognised on all of the carried forward tax losses due to uncertainty surrounding the timing of their utilisation.

Notes to the financial statements

for the year ended 31 March 2025

7. Tangible fixed assets

Consolidated

	<i>Land and buildings</i>	<i>Furniture fittings and equipment</i>	<i>Motor vehicles</i>	<i>Plant and machinery</i>	<i>Total</i>
Cost:					
At 1 April 2024	50,790,641	5,251,876	45,992	1,364,718	57,453,227
Additions	4,647	208,877	-	84,376	297,900
Disposals	-	-	-	-	-
	<hr/>	<hr/>	<hr/>	<hr/>	<hr/>
At 31 March 2025	50,795,288	5,460,753	45,992	1,449,094	57,751,127
	<hr/>	<hr/>	<hr/>	<hr/>	<hr/>
Depreciation:					
At 1 April 2024	-	1,031,514	8,174	71,200	1,110,888
Charge for the year	-	1,474,953	11,346	145,547	1,631,846
Disposals	-	-	-	-	-
	<hr/>	<hr/>	<hr/>	<hr/>	<hr/>
At 31 March 2025	-	2,506,467	19,520	216,747	2,742,734
	<hr/>	<hr/>	<hr/>	<hr/>	<hr/>
Net book value:					
At 31 March 2025	50,795,288	2,954,286	26,472	1,232,347	55,008,393
At 31 March 2024	50,790,641	4,220,362	37,818	1,293,518	56,342,339
	<hr/> <hr/>	<hr/> <hr/>	<hr/> <hr/>	<hr/> <hr/>	<hr/> <hr/>

Included within the net book value of land and buildings above is £50,795,288 (2024 - £50,790,641) in respect of freehold land and buildings.

Notes to the financial statements

for the year ended 31 March 2025

7. Tangible fixed assets (continued)

Assets held under finance leases and hire purchase contracts

The net carrying amount of tangible assets includes the following amounts in respect of assets held under finance leases and hire purchase contracts:

	2025	2024
	£	£
Fixtures, fittings and equipment	-	15,847

8. Fixed asset investments

Foundation

As at 31 March 2025 the following fixed asset investments were held by the Foundation.

<i>Name of Company</i>	<i>Co number</i>	<i>Shares Held</i>	<i>Proportion of voting rights and shares held</i>	<i>Nature of business</i>
Subsidiary Undertakings				
West Indies Investments Limited	FC037297	Ordinary	100%	Investment holding company
Elite Hotels (Rotherwick) Limited*	01899376	Ordinary	100%	Operation of a hotel and provision of associated services.
Ashdown Park (Sussex) Limited**	02708290	Ordinary	100%	Operation of a hotel and provision of associated services.
The Grand Hotel (Eastbourne) Limited**	03514189	Ordinary	100%	Operation of a hotel and provision of associated services.
Tyley Hall Hotel Limited **	01853685	Ordinary	100%	Operation of a hotel and provision of associated services.

The Foundation directly owns 100% of West Indies Investments Limited and 9.09% of Elite Hotels (Rotherwick) Limited.

* The Foundation owns 9.09% of this entity directly with the rest held via its interest in West Indies Investments Limited.

** Owned directly via interests in Elite Hotels (Rotherwick) Limited.

Notes to the financial statements

for the year ended 31 March 2025

8. Fixed asset investments (continued)

Investments are classified as follows:

	Consolidated	Charity	Consolidated	Charity
	2025	2025	2024	2024
	£	£	£	£
Investment in subsidiaries	-	38,063,000	-	38,063,000
	<u> </u>	<u> </u>	<u> </u>	<u> </u>

9. Stocks

	Consolidated	Charity	Consolidated	Charity
	2025	2025	2024	2024
	£	£	£	£
Consumables	205,712	-	249,394	-
	<u> </u>	<u> </u>	<u> </u>	<u> </u>

10. Debtors

	Consolidated	Charity	Consolidated	Charity
	2025	2025	2024	2024
	£	£	£	£
Trade debtors	189,919	-	256,019	-
Other debtors	9,115	-	-	-
Prepayments and accrued income	166,574	-	217,245	-
	<u> </u>	<u> </u>	<u> </u>	<u> </u>
	365,608	-	473,264	-
	<u> </u>	<u> </u>	<u> </u>	<u> </u>

Notes to the financial statements

for the year ended 31 March 2025

11. Creditors: amounts falling due within one year

	Consolidated 2025	Charity 2025	Consolidated 2024	Charity 2024
	£	£	£	£
Bank loans	14,400,000	-	15,000,000	-
Finance leases	9,887	-	10,431	-
Trade creditors	929,688	-	1,132,144	-
Other tax and social security	1,115,479	-	557,884	-
Pension creditor	58,879	-	54,106	-
Other creditors	-	-	464	-
Accruals	524,433	12,349	548,277	1,849
Payments on account	2,161,046	-	1,677,415	-
	-----	-----	-----	-----
	19,199,412	12,349	18,980,721	1,849
	=====	=====	=====	=====

12. Creditors: amounts falling due after more than one year

	Consolidated 2025	Charity 2025	Consolidated 2024	Charity 2024
	£	£	£	£
Finance lease	14,149	-	25,468	-
	=====	=====	=====	=====

Notes to the financial statements

for the year ended 31 March 2025

13. Financial instruments - Loans

The carrying value of the Group and Charity's financial assets and liabilities (excluding trade debtors and trade creditors measured at the undiscounted amount receivable or payable) is summarised below: -

	Consolidated	Charity	Consolidated	Charity
	2025	2025	2024	2024
	£	£	£	£
Bank loans	14,400,000	-	15,000,000	-
Included in creditors less than one year	(14,400,000)	-	(15,000,000)	-
	-----	-----	-----	-----
	-	-	-	-
	=====	=====	=====	=====

The amounts shown as bank loans of Elite Hotels (Rotherwick) Limited above are secured by means of:

- A first legal charge over the properties known as the Ashdown Park Hotel, The Grand Hotel Eastbourne, and Tylney Hall Hotel.
- A fixed charge over the book debts of the subsidiary companies;
- A floating charge over the remainder of the group's assets.

The facility, entered into in February 2019 expired in February 2024 and was renewed by Elite Hotels (Rotherwick) Limited in May 2024 for a further two years to February 2026 with quarterly capital repayments falling due of £150k.

Notes to the financial statements

for the year ended 31 March 2025

14. Finance leases - Group

Obligations under Finance lease and hire purchase contracts, are due as follows:

	2025	2024
	£	£
Within one year	9,887	10,431
Between two to five years	14,149	25,468
	-----	-----
Total	24,036	35,899
Less amounts falling due within one year	(9,887)	(10,431)
	-----	-----
Amount falling after more than one year	14,149	25,468
	=====	=====

15. Analysis of group net assets between funds

	Unrestricted funds	Permanent endowment	Total funds
	2025	2025	2025
	£	£	£
Fixed assets	17,537,250	37,471,143	55,008,393
Net current assets / (liabilities)	(17,473,191)	-	(17,473,191)
Creditors more than one year	(14,149)	-	(14,149)
	-----	-----	-----
Total net assets	49,910	37,471,143	37,521,053
	=====	=====	=====

	Unrestricted funds	Permanent endowment	Total funds
	2024	2024	2024
	£	£	£
Fixed assets	18,871,196	37,471,143	56,342,339
Net current assets / (liabilities)	(17,353,581)	-	(17,353,581)
Creditors more than one year	(25,468)	-	(25,468)
	-----	-----	-----
	1,491,147	37,471,143	38,963,290
	=====	=====	=====

Notes to the financial statements

for the year ended 31 March 2025

16. Financial commitments

Operating leases – lessee

At 31 March 2025 the group had total financial commitments under non-cancellable operating leases as set out below:

	2025	2024
	£	£
Within one year	21,829	24,401
Between two to five years	32,810	61,499
	-----	-----

The amount of non cancellable operating lease payments recognised as an expense during the year was £24,401 (2024 - £20,402)

Operating leases – lessor

	2025	2024
	£	£
Within one year	38,683	48,063
Between two to five years	62,342	104,759
More than five years	-	1,875
	-----	-----

17 Notes to the cash flow statement

(a) Reconciliation of net movement in funds to net cash flow from operating activities:

	2025	2024
	£	£
Net expenditure for the period before transfers	(1,442,237)	35,177,860
Non cash donation received less cash	-	(34,521,264)
Decrease in stock	43,682	27,548
Decrease in debtors	107,656	320,219
Increase / (decrease) in creditors	819,235	(375,731)
Depreciation	1,631,846	1,110,888
Profit on disposal of assets	-	(23,122)
Interest receivable	(71,401)	(79,825)
Interest payable	1,150,530	793,825
	-----	-----
Net cash inflow / (outflow) from operating activities	2,239,311	2,430,277
	-----	-----

Notes to the financial statements

for the year ended 31 March 2025

17. Notes to the cash flow statement (continued)

(b) Analysis of cash and cash equivalents

Group

	2025 £	2024 £
Cash at bank and in hand	1,154,901	904,482

(c) Analysis of changes in net funds / (debt)

	At 31 March 2024 £	Cashflow £	At 31 March 2025 £
Finance lease obligations	(35,899)	11,863	(24,036)
Loans	(15,000,000)	600,000	(14,400,000)
Cash at bank	904,482	250,419	1,154,901
	----- (14,131,417) =====	----- 862,282 =====	----- (13,269,135) =====

18. Movement in funds

The movement in funds, during the year, for the group and Charity were as follows:

	Consolidated 2025 £	Charity 2025 £	Consolidated 2024 £	Charity 2024 £
Net movement in funds	(1,442,237)	112,861	35,177,860	34,347,479
Funds brought forward	38,963,290	38,132,909	3,785,430	3,785,430
Funds carried forward	----- 37,521,053 =====	----- 38,245,770 =====	----- 38,963,290 =====	----- 38,132,909 =====

Notes to the financial statements

for the year ended 31 March 2025

19. Related parties

Foundation only

Mr A H W Dixon is a non-executive director of Elite Hotels (Rotherwick) Limited.

Elite Hotels (Rotherwick) Limited donated administration and management services. The value of these services has been estimated at £30,000 (2024 - £30,000) and has been included within donations and administration.

The Grand Hotel (Eastbourne) Limited, a subsidiary company of Elite Hotels (Rotherwick) Limited, made donations of £200,000 (2024 - £nil) to the Foundation during the year. There were no balances outstanding at the year end.

20. The Incorporated Trustees of The Rotherwick Foundation Statement of Financial Activities for the year ended 31 March 2025.

	Unrestricted funds 2025 £	Permanent endowment 2025 £	Total 2025 £	Total 2024 £
Income from				
Donations and legacies	230,000	-	230,000	30,000
Funds brought forward	-	-	-	41,127,143
	-----	-----	-----	-----
Total	230,000	-	230,000	41,157,143
	-----	-----	-----	-----
Expenditure on				
Governance costs	11,954	-	11,954	15,335
Grants made	75,000	-	75,000	44,000
Management and admin costs	30,000	-	30,000	30,000
Bank charges	185	-	185	186
	-----	-----	-----	-----
Total	117,139	-	117,139	89,521
	-----	-----	-----	-----
Impairment of investment	-	-	-	(6,720,143)
	-----	-----	-----	-----
Net income (expenditure) and movement in funds	112,861	-	112,861	34,347,479
	-----	-----	-----	-----
Reconciliation of funds				
Total funds brought forward	661,766	37,471,143	38,132,909	3,785,430
Total funds carried forward	774,627	37,471,143	38,245,770	38,132,909
	=====	=====	=====	=====

THE ROTHERWICK FOUNDATION

England & Wales - Charity number 1058900

Accounts

Charity Registration Number: 1058900

**The Incorporated Trustees of The Rotherwick
Foundation**

Report and Accounts

Year ended 31 March 2024

Trustees' Report

The trustees of the Rotherwick Foundation (the Foundation) present their report together with accounts for the year ended 31 March 2024. The financial statements have been prepared in accordance with the accounting policies set out in Note 1 to the accounts and comply with the Foundation's trust deed, the Charities Act 2011, the Charities (Accounts and Reports) Regulations 2008, and the provisions of the constitution.

OBJECTIVES AND ACTIVITIES

Objects and grant policy

The object of the Foundation is the advancement of education, wellness and the relief of the sick especially within a 20 mile radius of either Tylney Hall Hotel, Rotherwick; Ashdown Park Hotel, Wych Cross or The Grand Hotel, Eastbourne.

The Foundation's grant giving policy (which is set out in general guidelines for applicants) is as follows:

- (i) the provision of scholarships, bursaries and maintenance allowances and educational grants tenable at any school, university or other educational establishment to people under 25 who or whose parents or guardians are resident in the specified localities or who attend or have for not less than five years attended a school or other educational establishment within those localities;
- (ii) the provision of financial assistance, equipment, books and clothing to such people on leaving school, university or other educational establishment for entry into a trade or profession;
- (iii) the provision of amenities and facilities including public recreation and sports grounds for public benefit;
- (iv) the advancement of religion and other charitable works and of the maintenance of churches;
- (v) the provision, maintenance, improvement and equipment of hospitals, nursing homes, hospices and clinics;
- (vi) such other charitable purposes as the charity trustees in their absolute discretion think fit to support or establish.

Public Benefit

The trustees have reviewed the Foundation's objectives and consider that they continue to satisfy the public benefit criteria. As part of this review, the trustees have consulted the guidance issued by the Charity Commissioners with regard to public benefit.

ACHIEVEMENTS AND PERFORMANCE

The Charity's achievements during the past 12 months are assessed in line with its core aims and objectives to provide financial support to causes focusing on Health and Education plus over-arching strategy set by its Trustees.

Beneficiaries of Financial Support within the past 12 months - Health, Wellbeing and Education

Financial Year 2023/2024

The Foundation supported the following causes during:

Hampshire Medical Fund – Provision of non-core equipment to hospitals within the Basingstoke and Andover regions.

Challengers, Guildford – Hampshire Play and Youth Services provided for physically and mentally disabled children aged 2-18 yrs.

Trustees' Report

Hampshire Hospitals NHS Foundation Trust – Providing a Complementary Therapy service for palliative patients at Winchester and Andover Hospitals.

Hearing Dogs for the Deaf – A 3-year pledge to support the organisation, providing a partnership programme within the vicinity of each of the three Hotels.

Lord Wandsworth Foundation, Hook – Financial assistance for two students through the school's Bursary Programme for a 3-year term.

Royal Academy of Culinary Arts: "Adopt a School" Programme – Funding over a 3-year period towards their programme at Plumpton College in conjunction with Table Talk Foundation from 2023.

Teenage Cancer Trust – Contribution towards the Specialist Nursing Service for young people over a 3-year period commencing 2024.

St Catherine's Hospice, Crawley – Over a 2-year period provide donations towards the building of a new Hospice to serve the area and which duly opened in March 2024.

One-off donations were also provided to the following organisations during 2023/2024:

Bramber Bakehouse, Eastbourne – Working with victims of human trafficking.

Strongbones Children's Charitable Trust, Hastings – Sussex based national charity providing equipment for those children who, because of their disability, would otherwise be excluded from education.

Treloar Trust, Alton – Providing a donation towards equipment for a new swimming pool facility to allow access for disabled children. The Trustees have also pledged to provide support towards the Trust's 'Replacement of Hoists' project.

St Wilfrid's Hospice, Eastbourne – Providing a one-off donation for IT Equipment required for the new role of Community Nursing Services. Further support has also been pledged for 2024 towards the purchase of a Cuddle Bed.

Support in Kind – In addition, through the hotel companies, the group is providing support in-kind to various organisations for fund raising events, complimentary meeting rooms etc.

Pledges of Support for the Financial Year 2024/2025 onwards

In addition to the above the Trustees have also agreed to support the following causes:

Phylis Tuckwell Hospice, Farnham – Over a 2-year period provide a financial donation towards a new replacement Hospice which is due to open in 2026.

Eastbourne College – Provide financial assistance towards the uniforms for one Bursary Student.

Chailey Heritage Foundation, Chailey – Provide a donation over 2 years to fund the provision of their Specialist Services programme.

St. John's Church, Meads, Eastbourne – Provide a grant towards much needed restoration and refurbishment of the Community Hub with works scheduled to be completed in Autumn 2024.

Ditchling Museum of Art & Craft, Ditchling – Donation provided to support access for five groups of disabled children to access the "Bloomin' Brilliant" exhibition.

Trustees' Report

Financial review

On 17 August 2023 the foundation entered into a Deed of Appointment which released the Foundation from certain of the conditions that were attached to the gift of shares in West Indies Investments Limited made under the 2008 Deed of Appointment. By consequence the Foundation obtained control of Elite Hotels (Rotherwick) Limited and, in accordance with the requirements of FRS102, has prepared consolidated financial statements representing the performance and position of the group headed by the Foundation. The initial recognition of obtaining control has been treated as a permanent endowment donation as disclosed in note 2.

The Foundation's sole sources of income are grants from Elite Hotels (Rotherwick) Limited or its subsidiary companies (Elite Hotels Group). Elite Hotels (Rotherwick) Limited (which is controlled by West Indies Investments Limited) is itself the holding company for:

- Tylney Hall Hotel Limited,
- Ashdown Park (Sussex) Limited, and
- The Grand Hotel (Eastbourne) Limited

Together these entities are referred to as the Elite Hotels Group.

Total income for the Group in the year was £51,821,595 (2023 - £130,000) of which £37,471,144 (2023: £nil) related to the permanent endowment donation described above. Total grants paid in the year to 31 March 2024 were £44,000 (2023 - £50,500).

In 2024 the hotels were professionally valued. The valuation, undertaken by Christie and Co Chartered Surveyors, gave a collective valuation of the three hotels that continue to be owned by the group of £56.5m. Within the financial statements of Elite Hotels (Rotherwick) Limited the freehold land and buildings are held at a deemed cost following adoption of FRS102 in 2016. The Foundation directly owns 9.09% of the shares in Elite Hotels (Rotherwick) Limited and indirectly through its gift of the entire share capital of West Indies Investments Limited a further 90.91%.

Elite Hotels (Rotherwick) Limited has consolidated equity of £30.9m (2023 - £32.5m), the Trustees are confident that the value of the individual hotels collectively is in excess of £55.8m (2023 - £56.5m). The trustees believe the ordinary shares in Elite Hotels (Rotherwick) limited held both directly and indirectly have a value in the order of £38.1m (2023 - £40.2m).

At the year end, the Group had total reserves of £38,963,290 (2023 - £3,785,430) General unrestricted reserves were £1,492,147 (2023 - £3,785,429) and restricted permanent endowment reserves were £37,471,143 (2023 - £1).

Reserves Policy

The trustees aim to maintain free reserves at foundation level equivalent to the value of the average of 5 years donations. The trustees consider that this will underpin its commitment to continue regular grants to a number of beneficiaries.

Investment Policy

The trustees adopt a conservative investment policy taking proper professional advice before implementing any changes.

Trustees' Report

Structure, governance and management

The Foundation was constituted by a Trust Deed dated 11 July 1996 made between West Indies Investments Limited (a Guernsey company) as donor and A H W Dixon, D A Smith and T E Muggleston as original trustees. The Trust Deed was amended by a Supplemental Deed dated 23 October 1996 and Deeds of Amendment dated 28 May 2019 and 2 June 2023. The Foundation is a registered charity in England & Wales, registered with the Charity Commission for England & Wales on 29 October 1996 under charity number 1058900. The trustees are incorporated as a body corporate under the Charities Act 1993 and a Certificate of Incorporation was issued on 20 March 2000 by the Charity Commission for England & Wales in the name of "The Incorporated Trustees of The Rotherwick Foundation".

New trustees, when required, are found in the first instance by the existing trustees. When recruiting new trustees, the trustees look for individuals with skills and experience which are of value to the Foundation and which are not necessarily represented by the existing trustees.

The trustees, who meet four times a year, consider recommendations and make final decisions on the award of grants. The administration of the Foundation is undertaken at no cost to the Foundation by the head office staff of Elite Hotels (Rotherwick) Limited and day to day processing of applications is undertaken by the Managing Director, of the Elite Hotels Group. Mindful of the need for succession planning the trustees are proactively looking to appoint additional trustees over the next 12 months.

Training

The Foundation does not employ staff. All trustees are experienced business people or professionals. They are all aware of trustee responsibilities. It is not considered necessary to organise or fund any training courses.

Risk Management

The trustees have assessed the major risks to which the Foundation is exposed, in particular those risks related to the operation and finances of the Foundation, and are satisfied that systems are in place to mitigate exposure to the major risks, although it is recognised that systems can only provide reasonable, not absolute, assurance. These systems are reviewed at least once every year. Further description of the principal risks and uncertainty facing trading subsidiaries is given in the strategic report of the Consolidated Financial Statements of Elite Hotels (Rotherwick) Limited.

Tax status

The trustees are of the opinion that the Foundation is not liable for taxation on its charitable activities, as described in Note 1.

Trustees' Report

Reference and administrative details

Charity Name	The Rotherwick Foundation Registered Charity No: 1058900 (England and Wales)
Trustees	A H Dixon M Q Robinson J M Webb P R Rossiter
Address:	Ashdown Park Wych Cross Forest Row East Sussex RH18 5JR
Administration	Elite Hotels (Rotherwick) Limited Ashdown Park Wych Cross Forest Row East Sussex RH18 5JR
Solicitors:	Payne Hicks Beach Solicitors 10 New Square Lincoln's Inn London WC2A 3QG
Bankers:	HSBC 23/24 Paddington House Festival Place Basingstoke Hants RG21 &LJ
Auditors:	PKF Francis Clark Blackbrook Gate 1 Blackbrook Park Taunton Somerset TA1 2PX
Website:	www.rotherwickfoundation.org

Trustees' Report


TRUSTEES' RESPONSIBILITIES IN RELATION TO THE FINANCIAL STATEMENTS

The Trustees are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations. Company law requires the Trustees to prepare financial statements for each financial year. Under that law the Trustees have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). The financial statements are required by law to 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 Trustees are required to: select suitable accounting policies and then apply them consistently; make judgments and estimates that are reasonable and prudent; state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business. The trustees are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the Foundation and to enable the trustees to ensure that the financial statements comply with the requirements of the Charities Act 2011. They are also responsible for safeguarding the assets of the Foundation and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Each Trustee listed on page 6 has declared that as far as they are aware there is no relevant audit information of which the Foundation's auditors are unaware; and they have taken all the steps that they ought to have taken as a Trustee to make themselves aware of any relevant audit information and to establish that the Foundation's auditors are aware of that information.

Signature and Declaration

I declare, in my capacity of Foundation trustee, that the trustees have approved the report above and have authorised me to sign it on their behalf.

Signature:  Date: 16th January 2025

A.H. Dixon

Independent auditors' report

to the members of The Incorporated Trustees of The Rotherwick Foundation

Opinion

We have audited the financial statements of The Rotherwick Foundation (the 'parent Charity') and its subsidiaries ("the Group") for the year ended 31 March 2024, which comprise the Consolidated Statement of Changes in Financial Activities, Consolidated and Charity balance sheets, Consolidated cash flow statement and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102. The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the group's and parent Charity's affairs as at 31 March 2024 and of the group net income for the year 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 Charities Act 2011.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the Trustees' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the original financial statements were authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Other information

The Trustees are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Independent auditors' report

to the members of The Incorporated Trustees of The Rotherwick Foundation

Opinion on other matter prescribed by the Charities Act 2011

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Trustees' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Trustees' Report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of our knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the Trustees Report (Incorporating the Strategic Report).

- We have nothing to report in respect of the following matters where the Charities Act 2011 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 parent company financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of Trustees' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of Trustees

As explained more fully on page 8, the Trustees are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Trustees determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Trustees are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Trustees either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

Independent auditors' report

to the members of The Incorporated Trustees of The Rotherwick Foundation

As part of our audit planning, we obtained an understanding of the legal and regulatory framework that is applicable to the Group. We gained an understanding of the Group and the industry in which the Group operates as part of this assessment to identify the key laws and regulations affecting the Group. The key regulations we identified were Charity legislation, health and safety regulations, food standards and licensing laws, employment laws and regulations, health and safety legislation and The General Data Protection Regulation ("GDPR"). We also considered those laws and regulations that have a direct impact on the preparation of the financial statements such as the Charities Act 2011.

As part of our planning procedures, we assessed the risk of any non-compliance with laws and regulations on the Group's ability to continue trading and the risk of material misstatement to the accounts.

We also evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements and identified the greatest potential for fraud in respect of cut off and completion risk around revenue recognition..

Based on this understanding we designed our audit procedures to identify non-compliance with such laws and regulations. Our procedures involved the following:

- Enquiries of management regarding their knowledge of any non-compliance with laws and regulations that could affect the financial statements. As part of these enquiries, we also discussed with management whether there have been any known instances of fraud.
- Corroborating management representations through review of board minutes and supporting documentation including any matters reportable under health and safety legislation.
- Review of the most recent Food Hygiene Ratings awarded and findings discussion with management.
- Reviewing the ICO website for any evidence of breaches being reported, coupled with discussions with management in regards to GDPR compliance.
- Audited the risk of management override of controls, including through testing journal entries and other adjustments for appropriateness, and evaluating the business rationale of significant transactions outside the normal course of business.
- Reviewed estimates and judgements made in the accounts for any indication of bias and challenged assumptions used by management in making the estimates.
- Audited the risk of fraud in revenue recognition with a focus on completeness and cut off of income and treatment of income around the year end.
- Reviewed Charities Commission website to identify any issues/actions being taken.
- Reviewed trustees meeting minutes and made enquiries of trustees.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements. The risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate omissions, collusion, forgery, misrepresentations, or the override of internal controls. We are also less likely to become aware of instances of non-compliance with laws and regulations that are not closely related to events and transactions reflected in the financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Independent auditors' report

to the members of The Incorporated Trustees of The Rotherwick Foundation

Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Charities Act 2011. 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.



PKF Francis Clark

Chartered Accountants and Statutory Auditor
Blackbrook Gate 1
Blackbrook Park
Taunton
Somerset
TA1 2PX

Date: 24th JANUARY 2025

PKF Francis Clark is eligible to act as an auditor in terms of section 1212 of the Companies Act 2006

Consolidated statement of financial activities

for the year ended 31 March 2024

		<i>Unrestricted funds 2024</i>	<i>Permanent endowment 2024</i>	<i>Total 2024</i>	<i>Total 2023</i>
	<i>Notes</i>	<i>£</i>	<i>£</i>	<i>£</i>	<i>£</i>
Income from:					
Donations and legacies	2(a)	-	37,471,144	37,471,144	130,000
Other trading activities	2(b)	14,247,383	-	14,247,383	-
Investment income	2(c)	79,936	-	79,936	-
Other income	2(d)	23,132	-	23,132	-
Total		14,350,451	37,471,144	51,821,595	130,000
Expenditure on:					
Charitable activities	3	59,521	-	59,521	114,050
Raising funds	3	16,584,214	-	16,584,214	-
Total		16,643,735	-	16,643,735	114,050
Net income/(expenditure) before transfers		(2,293,284)	37,471,144	35,177,860	15,950
Transfers between funds	6	-	-	-	-
Impairment of investment		-	-	-	(336,000)
Net income/(expenditure) and movement in funds		(2,293,284)	37,471,144	35,177,860	(320,050)
Reconciliation of funds					
Total funds brought forward		3,785,429	1	3,785,430	4,105,480
Total funds carried forward		1,492,147	37,471,143	38,963,290	3,785,430

Consolidated and charity balance sheets

at 31 March 2024

		<i>Consolidated</i> 2024	<i>Charity Consolidated</i> 2024	<i>Consolidated</i> 2023	<i>Charity</i> 2023
	<i>Notes</i>	£	£	£	£
Fixed assets					
Tangible fixed assets	8	56,342,339	-	-	-
Investments	9	-	38,063,000	3,656,000	3,656,000
		<u>56,342,339</u>	<u>38,063,000</u>	<u>3,656,000</u>	<u>3,656,000</u>
Current assets					
Stocks	10	249,394	-	-	-
Debtors -- amounts due after one year	11	-	-	-	-
Debtors -- amounts due within one year	11	473,264	-	154,016	154,016
Cash at bank and in hand		904,482	71,758	131,179	131,179
		<u>1,627,140</u>	<u>71,758</u>	<u>285,195</u>	<u>285,195</u>
Creditors: amounts falling due within one year	12	(18,980,721)	(1,849)	(155,766)	(155,766)
Net current (liabilities)/assets		<u>(17,353,581)</u>	<u>69,909</u>	<u>131,179</u>	<u>129,429</u>
Total assets less current liabilities					
liabilities		38,988,758	38,132,909	3,785,429	3,785,429
Creditors: amounts falling due after more than one year	13	(25,468)	-	-	-
Net assets		<u>38,963,290</u>	<u>38,132,909</u>	<u>3,785,429</u>	<u>3,785,429</u>
Funds					
Permanent endowment	16	37,471,143	37,471,143	1	1
Unrestricted funds		1,492,147	661,766	3,785,429	3,785,429
Total charity funds		<u>38,963,290</u>	<u>38,132,909</u>	<u>3,785,430</u>	<u>3,785,430</u>

These financial statements were approved by the Trustees on 16th January 2025 and signed on their behalf by:

A H Dixon
Trustee

Consolidated cash flow statement

for the year ended 31 March 2024

	<i>Notes</i>	2024	2023
		£	£
Net cash inflow from operating activities including grants receivable	20(a)	2,430,277	16,050
Cash (outflow) / inflow from investing activities			
Purchase of fixed assets		(954,684)	-
Receipts from disposals of fixed assets		32,001	-
Interest received		79,936	-
		<u>(842,747)</u>	<u>-</u>
Cash (outflow) / inflow from financing activities			
Interest paid		(793,825)	-
Interest element of finance lease rental payments		(20,402)	-
		<u>(814,227)</u>	<u>-</u>
Decrease in cash and cash equivalents		773,303	16,050
Cash and cash equivalents brought forward		131,179	115,129
Cash and cash equivalents carried forward	20(b)	<u>904,482</u>	<u>131,179</u>

Notes to the financial statements

for the year ended 31 March 2024

1. Accounting policies

Constitution

The Rotherwick Foundation is a Trust, registered with the Charity Commission in England & Wales with a registered number 1058900 on 29 October 1996. Its registered office is Ashdown Park, Wych Cross, Forest Row, East Sussex, RH18 5JR.

Basis of accounting and basis statement of compliance

The financial statements have been prepared in accordance with Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) (effective 1 January 2019) – (Charities SORP (FRS 102)), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Charities Act 2011. The financial statements comply with the Charities SORP (FRS102).

The financial statements have been prepared to give a 'true and fair' view and have departed from the Charities (Accounts and Reports) Regulations 2008 only to the extent required to provide a 'true and fair' view. This departure has involved following the Charities SORP (FRS 102) published in October 2019 rather than the Accounting and Reporting by Charities: Statement of Recommended Practice effective from 1 April 2005 which has since been withdrawn.

The preparation of financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Group and Foundation's accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions or estimates are significant to the financial statements are summarised within this note.

The financial statements are prepared in pounds sterling which is the functional currency of the Group and Foundation.

Monetary amounts in these financial statements are rounded to the nearest pound.

Going concern

The trustees have given consideration to the appropriateness of the going concern assertion in the preparation of the financial statements of the foundation. In doing this a number of factors have been considered, including going concern risks impacting the Elite Hotels Group, which include inflation and energy price pressures.

Based on this review the Trustees have concluded there are no material uncertainties in relation to going concern.

Accounting convention

The financial statements are prepared in accordance with the historical cost convention except that as disclosed in the accounting policies certain items are shown at fair value.

The functional currency of The Rotherwick Foundation is considered to be pounds sterling because that is the currency of the primary economic environment in which the charity operates.

Notes to the financial statements

for the year ended 31 March 2024

1. Accounting policies (continued)

Basis of consolidation

The consolidated financial statements consolidate the financial statements of the Foundation and its subsidiaries undertakings drawn for the period of eight months up to 31 March 2024.

As described in note 23 the subsidiaries have been consolidated as a result of the Foundation being released from certain conditions attached to the gifting of shares in West Indies Investments Limited.

This transaction has been initially recognised using the purchase method of accounting, which is applied in circumstances where the business combination is in substance a gift under permanent endowment.

Tangible fixed assets and depreciation

Tangible assets are initially measured at cost (or deemed cost) and subsequently measured as cost or valuation, net of depreciation or any impairment losses.

The cost of tangible assets included directly attributable incremental costs incurred in their acquisition and installation.

Depreciation is charged so as to write off the cost of assets, other than land and properties under construction over their estimated useful life, as follows:

Furniture, fittings and equipment	- straight line between 3 and 8 years
Plant and machinery	- 5% straight line
Motor vehicles	- 30% reducing balance

Depreciation is provided on freehold land and buildings at 0% per annum on the basis that the hotel are historical buildings, hence the useful economic life cannot be reasonably estimated. Additionally the trustees' opinion (having sought the advice of the Directors of Elite Hotels) is that the residual value of the property is so high that any depreciation charge would be negligible and immaterial. This is in accordance with accounting standard FRS 102. The trustees have considered the value of the property, in light of the recent valuation, and do not believe any impairment to the value included in the financial statements is necessary.

Revaluation of fixed assets

Properties are carried at fair value at the date of the revaluation less any subsequent accumulated depreciation and subsequent impairment losses. Revaluations are performed with sufficient regularity to ensure that 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 normally undertaken by professionally qualified valuers.

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 or loss.

Notes to the financial statements

for the year ended 31 March 2024

1. Accounting policies (continued)

Impairment of non financial assets

At each balance sheet date the Directors of Elite Hotels, as advisors to the Trustees review the carrying amount of the company's tangible 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 the asset does not generate cash flows that are independent from other assets the Charity 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 as an expense immediately.

Fixed asset investments

Fixed asset investments are included at market value at the balance sheet date. Unrealised gains and losses represent the movement in market values during the year and are credited or charged to the Statement of Financial Activities based on the market value at the period end.

Stocks

Stocks are stated at the lower of cost and estimated selling price less costs to complete and sell. Cost is determined using the first-in, first-out (FIFO) method.

Donations and Gifts

Income is recognised once the Charity is entitled to the donation. Donations are recognised on a receivable basis.

Grant and Donations Issued

Grants issued are accounted for on payment. All grants and donations issued are for the benefit of Charities.

Income

All incoming resources are included in the Consolidated Statement of Financial Activities where the charity is entitled to the income and the amount can be qualified with reasonable accuracy, and is stated net of VAT. The following specific policies are applied to particular categories of income:

- Donations and gifts are recognised once the Charity is entitled to the donation. Donations are recognised on receivable basis.
- Other trading activities – this relates to the principal activities of subsidiaries and revenues is recognised when service and goods are provided.
- Investment income is included when receivable.

Notes to the financial statements

for the year ended 31 March 2024

1. Accounting policies (continued)

Expenditure

Expenditure is recognised on an accruals basis as a liability is incurred and is reported as part of the expenditure to which it relates: Costs of generating voluntary income comprise the costs associated with attracting voluntary income, and those incurred in trading activities that raise funds. Charitable expenditure comprises those costs incurred by the charity in the delivery of its activities and services for its beneficiaries. It includes both costs that can be allocated directly to such activities and those costs of an indirect nature necessary to support them.

Taxation

Income tax expense represents the sum of the current tax currently payable and deferred tax. Tax is recognised in profit or loss, except that a change attributable to an item of income or expense recognised as other comprehensive income is also recognised directly in other comprehensive income.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the company operates and generates taxable income.

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 have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more, tax.

Defined contribution pension obligation

For defined contribution scheme the amounts recognised in profit and loss is the contributions payable for the year.

Contributions that are unpaid at the balance sheet date are recognised in creditors less than one year.

Operating Leases

Rentals payable under operating leases are charged in the profit and loss account on a straight-line basis over the lease term.

Finance leases

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee.

Assets held under finance leases are recognised at the lower of their fair value at inception of the lease and the present value of the minimum lease payments. These assets are depreciated on a straight-line basis over the shorter of the useful life of the asset and the lease term. The corresponding liability to the lessor is included in the balance sheet as a finance lease obligation.

Lease payments are apportioned between finance costs in the profit and loss account and reduction of the lease obligation so as to achieve a constant periodic rate of interest on the remaining balance of the liability.

Notes to the financial statements

for the year ended 31 March 2024

1. Accounting policies (continued)

Restricted Funds

Permanent Endowment

By a deed of appointment made on 22 April 2008, the Foundation accepted a gift of 2 Ordinary Shares of \$1.00 each in West Indies Investments Ltd, a Guernsey registered company. This represents the entire issued shares in this company. The gift of the shares was made on condition that they and/or any property representing them will be treated as non-expendable capital of the Foundation.

Financial instruments

Classification

The group holds the following financial instruments:

- Short term trade and other debtors and creditors;
- Bank loans (held by subsidiary); and
- Cash and bank balances.

All financial instruments are classified as basic.

Recognition and measurement

The charity has chosen to apply the recognition and measurement principles in FRS102.

Financial instruments are recognised when the charity becomes party to the contractual provisions of the instrument and derecognised when in the case of assets, the contractual rights to cash flows from the assets expire or substantially all the risks and rewards of ownership are transferred to another party, or in the case of liabilities, when the company's obligations are discharged, expire or are cancelled.

Except for bank loans, such instruments are initially measured at transaction price, including transaction costs, and are subsequently carried at the undiscounted amount of the cash or other consideration expected to be paid or received, after taking account of impairment adjustment. Bank loans are initially measured at transaction price, including transaction costs, and are subsequently carried at amortised cost using the effective interest method.

Critical accounting judgements and key sources of estimation uncertainty

In the application of the Charity's accounting policies, the Trustees are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revision to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

The key judgement that has significant impact on the financial statements is in respect of going concern, as described above.

Notes to the financial statements

for the year ended 31 March 2024

1. Accounting policies (continued)

The key estimates that have a significant effect on the amounts recognised in the financial statements are described below:

Investments in subsidiary undertakings (note 9)

Investments in subsidiary undertakings are included at market value at the balance sheet date. The calculation of this market value requires estimation by the Directors of Elite Hotels as advisors to the trustees, which includes estimation of the value of the assets held by Elite Hotels (Rotherwick) Limited.

The investment carrying amount is £38,063,000 (2023 - £3,656,000)

Notes to the financial statements

for the year ended 31 March 2024

2. Income

(a) Donations

	<i>Unrestricted funds 2024 £</i>	<i>Permanent endowment 2024 £</i>	<i>Total 2024 £</i>	<i>Total 2023 £</i>
Donations (see note 23)	-	37,471,144	37,471,144	100,000
Donated services	-	-	-	30,000
	<u>-</u>	<u>37,471,144</u>	<u>37,471,144</u>	<u>130,000</u>

Income from donations in the year ended 31 March 2023 was unrestricted.

(b) Other trading activities - group

	<i>Unrestricted funds 2024 £</i>	<i>Permanent endowment 2024 £</i>	<i>Total 2024 £</i>	<i>Total 2023 £</i>
Rendering of services	13,886,982	-	13,886,982	-
Grants and subsidies receivable	305,745	-	305,745	-
Rental income	54,656	-	54,656	-
	<u>14,247,383</u>	<u>-</u>	<u>14,247,383</u>	<u>-</u>

Income from trading activities was unrestricted.

The Foundation did not have any income arising from trading activities.

(c) Investment income - group

Unrestricted income

	<i>2024 £</i>	<i>2023 £</i>
Interest receivable	79,936	-
	<u>79,936</u>	<u>-</u>

(d) Other income - group

Unrestricted income

	<i>2024 £</i>	<i>2023 £</i>
Profit on disposal of tangible fixed assets	23,132	-
	<u>23,132</u>	<u>-</u>

Notes to the financial statements

for the year ended 31 March 2024

3. Expenditure

Charitable activities

	<i>Unrestricted funds 2024 £</i>	<i>Permanent endowment 2024 £</i>	<i>Total 2024 £</i>	<i>Total 2023 £</i>
Costs of operating				
- grants	44,000	-	44,000	50,500
- support and governance cost***	15,521	-	15,521	63,550
	<u>59,521</u>	<u>-</u>	<u>59,521</u>	<u>114,050</u>

Raising funds

	<i>Unrestricted funds 2024 £</i>	<i>Permanent endowment 2024 £'</i>	<i>Total 2024 £</i>	<i>Total 2023 £</i>
Costs of operating and establishment				
- cost of sales	2,502,938	-	2,502,938	-
- direct payroll costs	5,222,840	-	5,222,840	-
- other direct costs	478,917	-	478,917	-
Other operating costs				
- indirect payroll and staff costs	2,575,884	-	2,575,884	-
- premises costs	2,330,382	-	2,330,382	-
- other	1,512,937	-	1,512,937	-
Depreciation				
- owned assets	1,110,888	-	1,110,888	-
Investment write down	-	-	-	336,000
Support costs – governance related ***	55,603	-	55,603	-
Interest payable: -				
Loans held at amortised cost				
- bank loans and overdrafts	793,825	-	793,825	-
	<u>16,584,214</u>	<u>-</u>	<u>16,584,214</u>	<u>336,000</u>

Included above is expenditure on unrestricted funds of £16,584,214 and £nil on restricted funds.

Notes to the financial statements

for the year ended 31 March 2024

3. Expenditure (continued)

	2024	2023
	£	£
(***) Support costs - governance related include		
Auditors' remuneration - audit fees	29,340	-
	<u> </u>	<u> </u>

In addition to the audit fees above, fees for non-audit service provided by the auditors (included in other operating costs) were as follows

Taxation fees - corporation tax advice	15,000	-
Other services (including accountancy, cyber and other taxation)	13,113	-
Independent examination fees	-	1,750
	<u> </u>	<u> </u>

Notes to the financial statements

for the year ended 31 March 2024

4. Net expenditure from trading activities of subsidiaries

The Rotherwick Foundation had five subsidiary companies during the year ended 31 March 2024 details of which are given in note 9. There are four indirect trading subsidiaries Elite Hotels (Rotherwick) Limited, Ashdown Park (Sussex) Limited, The Grand Hotel (Eastbourne) Limited and Tynney Hall Hotel Limited and one investment holding subsidiary, West Indies Investments Limited.

Elite Hotels (Rotherwick) Limited's principal activity is that of a holding company, involving the provision of management services to its subsidiary undertakings.

A summary of its trading results for the period of eight months since August 2023 is shown below. Audited accounts are filed with the Registrar of Companies.

	2024 £
Profit and loss account	
Turnover	457,200
Gross Profit	<u>457,200</u>
Administrative expenses	(867,853)
Other operating income	8,923
Operating (loss)	<u>(401,730)</u>
Interest receivable	1,519,861
Interest payable and similar charges	(793,825)
Profit before taxation	<u>324,306</u>
Taxation	-
Net income	<u><u>324,306</u></u>
 Balance sheet	
Fixed assets	32,268
Investments	14,000,300
Current assets	18,252,290
Creditors: amounts falling due within one year	(15,466,457)
Creditors: amounts falling due after more than one year	(310,560)
Net assets	<u><u>16,507,841</u></u>
 Capital and reserves	<u><u>16,507,841</u></u>

Notes to the financial statements

for the year ended 31 March 2024

4. Net expenditure from trading activities of subsidiaries (continued)

Ashdown Park (Sussex) Limited's principal activity is the operation of Ashdown Park Hotel & Country Club in East Sussex. The hotel continues to operate in the luxury hotel market always aiming to deliver distinctly memorable experiences.

A summary of its trading results for the period of eight months since August 2023 is shown below. Audited accounts are filed with the Registrar of Companies.

	2024 £
Profit and loss account	
Turnover	4,016,848
Cost of sales excluding depreciation and amortisation	(2,521,015)
Depreciation and amortisation	(308,289)
Gross Profit	<u>1,187,544</u>
Administrative expenses	(1,935,543)
Other operating income	108,386
Operating (loss)	<u>(639,613)</u>
Interest receivable	15,287
Interest payable and similar charges	(654,034)
(Loss) before taxation	<u>(1,278,360)</u>
Taxation	-
Net loss	<u><u>(1,242,360)</u></u>
Balance sheet	
Fixed assets	14,659,185
Current assets	454,354
Creditors: amounts falling due within one year	(1,161,608)
Creditors: amounts falling due after more than one year	(7,781,738)
Net assets	<u><u>6,170,193</u></u>
Capital and reserves	<u><u>6,170,193</u></u>

Notes to the financial statements

for the year ended 31 March 2024

4. Net expenditure from trading activities of subsidiaries (continued)

The Grand Hotel (Eastbourne) Limited's principal activity is the operation of the Grand Hotel in Eastbourne, East Sussex. The hotel continues to operate in the luxury hotel market always aiming to deliver distinctly memorable experiences.

A summary of its trading results for the period of eight months since August 2023 is shown below. Audited accounts are filed with the Registrar of Companies.

	2024 £
Profit and loss account	
Turnover	6,027,005
Cost of sales excluding depreciation and amortisation	(3,396,687)
Depreciation and amortisation	(499,154)
Gross Profit	<u>2,131,164</u>
Administrative expenses	(2,232,673)
Other operating income	146,793
Share of (loss) / profit from associates	-
Operating profit	<u>45,284</u>
Interest receivable	20,081
Interest payable and similar charges	(746,768)
(Loss) before taxation	<u>(681,403)</u>
Taxation	-
Net loss	<u><u>(681,403)</u></u>
Balance sheet	
Fixed assets	23,120,649
Current assets	597,573
Creditors: amounts falling due within one year	(1,307,271)
Creditors: amounts falling due after more than one year	(9,054,846)
Net assets	<u><u>13,356,105</u></u>
Capital and reserves	<u><u>13,356,105</u></u>

Notes to the financial statements

for the year ended 31 March 2024

4. Net expenditure from trading activities of subsidiaries (continued)

Tylney Hall Hotel Limited's principal activity is the operation of the Tylney Hall Hotel & Gardens in Hampshire. The hotel continues to operate in the luxury hotel market always aiming to deliver distinctly memorable experiences. A summary of its trading results for the period of eight months since August 2023 is shown below. Audited accounts are filed with the Registrar of Companies.

	2024
	£
Profit and loss account	
Turnover	3,843,129
Cost of sales excluding depreciation and amortisation	(2,286,993)
Depreciation and amortisation	(296,570)
Gross Profit	<u>1,259,566</u>
Administrative expenses	(1,950,599)
Other operating income	173,431
Share of (loss) / profit from associates	-
Operating (loss)	<u>(517,602)</u>
Interest receivable	18,577
Interest payable and similar charges	(93,068)
(Loss) before taxation	<u>(592,093)</u>
Taxation	-
Net loss	<u><u>(592,093)</u></u>
Balance sheet	
Fixed assets	18,530,237
Current assets	407,839
Creditors: amounts falling due within one year	(1,041,376)
Creditors: amounts falling due after more than one year	(1,345,558)
Net assets	<u><u>16,551,142</u></u>
Capital and reserves	<u><u>16,551,142</u></u>

Notes to the financial statements

for the year ended 31 March 2024

4. Net expenditure from trading activities of subsidiaries (continued)

West Indies Investments Limited registered in Guernsey is an intermediate holding company. A summary of its trading results for the period of eight months since August 2023 is shown below. Financial statements available with the Registrar of Companies.

	2024 £
Profit and loss account	
Turnover	-
Cost of sales excluding depreciation and amortisation	-
Depreciation and amortisation	-
Gross Profit	-
Administrative expenses	(6,213)
Other operating income	-
Exceptional cost	(1,962,000)
Operating (loss)	(1,968,213)
Interest receivable	-
Interest payable and similar charges	-
(Loss) before taxation	(1,968,213)
Taxation	-
Net loss	(1,968,213)
Balance sheet	
Fixed assets	34,603,000
Current assets	310,560
Creditors: amounts falling due within one year	(2,160)
Creditors: amounts falling due after more than one year	-
Net assets	34,911,400
Capital and reserves	34,911,400

Notes to the financial statements

for the year ended 31 March 2024

5. Staff numbers and costs

The Foundation does not employ any staff.

The average number of staff employed by the subsidiary undertakings (including directors) during the year, analysed by category was as follows:

	<i>2024</i>
	<i>No.</i>
Operational	483
Administration and support	114
	<u>597</u>

The aggregate payroll cost of the subsidiary undertakings for the eight months was as follows:

	<i>2024</i>
	<i>£</i>
Wages and salaries	7,080,488
Social security costs	558,703
Pension costs	159,533
	<u>7,798,724</u>

The Key Management Personnel of the group comprise the Trustees of the Rotherwick Foundation, the Directors of the Elite Hotels (Rotherwick) Group and the Directors of West Indies Investments Limited. There were no emoluments paid to the Trustees in their capacity as trustees. Trustee expenses totalling £235 were incurred during the year. The total emoluments (including pension contributions) paid to the Directors of the subsidiary undertakings amounted to £366,520.

The following numbers of Directors in the subsidiary undertakings had employee benefits of £60,000 or more during the eight months period from August 2023:

	<i>2024</i>
	<i>No.</i>
£120,000-£129,999	1
£110,000-£119,999	-
£100,000-£109,999	-
£90,000-£99,999	-
£80,000-£89,999	1
£70,000-£79,999	1
£60,000-£69,999	-

Notes to the financial statements

for the year ended 31 March 2024

6. Transfers between funds

The £1 restricted fund in the previous year represented the shares in West Indies Investment Limited. These were subject to significant restrictions both in how the Foundation could control West Indies Investments Limited, and how the Foundation could use the proceeds from its shareholding.

As a result West Indies Investments Limited was not consolidated into these accounts, and the £1 shares were shown in Restricted Funds.

During the year, the restrictions on these shares were amended. As a result West Indies Investments Limited (and indirect subsidiaries) are now consolidated into these accounts.

7. Taxation

The charity is exempt from taxation in respect of income or capital gains received within categories covered by Chapter 3 Part 11 of the Corporation Tax Act 2010 or Section 256 of the Taxation of Chargeable Gains Act 1992, to the extent that such income or gains are applied exclusively to charitable purposes.

The group has tax losses carried forward of £36,189,056. Deferred tax has not been recognised on all of the carried forward tax losses due to uncertainty surrounding the timing of their utilisation.

Notes to the financial statements

for the year ended 31 March 2024

8. Tangible fixed assets

Consolidated

	<i>Land and buildings</i>	<i>Furniture fittings and equipment</i>	<i>Motor vehicles</i>	<i>Plant and machinery</i>	<i>Total</i>
Cost:					
At 1 April 2023	-	-	-	-	-
Additions through business combination	50,758,802	4,472,736	20,226	1,255,648	56,507,412
Additions	31,839	779,140	34,635	109,070	954,684
Disposals	-	-	(8,869)	-	(8,869)
	<hr/>	<hr/>	<hr/>	<hr/>	<hr/>
At 31 March 2024	50,790,641	5,251,876	45,992	1,364,718	57,453,227
	<hr/>	<hr/>	<hr/>	<hr/>	<hr/>
Depreciation:					
At 1 April 2023	-	-	-	-	-
Charge for the year	-	1,031,514	8,174	71,200	1,110,888
Disposals	-	-	-	-	-
	<hr/>	<hr/>	<hr/>	<hr/>	<hr/>
At 31 March 2024	-	1,031,514	8,174	71,200	1,110,888
	<hr/>	<hr/>	<hr/>	<hr/>	<hr/>
Net book value:					
At 31 March 2024	50,790,641	4,220,362	37,818	1,293,518	56,342,339
At 31 March 2023	-	-	-	-	-
	<hr/> <hr/>	<hr/> <hr/>	<hr/> <hr/>	<hr/> <hr/>	<hr/> <hr/>

Included within the net book value of land and buildings above is £50,790,641 in respect of freehold land and buildings.

Notes to the financial statements

for the year ended 31 March 2024

8. Tangible fixed assets (continued)

Assets held under finance leases and hire purchase contracts

The net carrying amount of tangible assets includes the following amounts in respect of assets held under finance leases and hire purchase contracts:

	<i>2024</i>	<i>2023</i>
	<i>£</i>	<i>£</i>
Fixtures, fittings and equipment	15,847	-

Notes to the financial statements

for the year ended 31 March 2024

9. Fixed asset investments

Foundation

As at 31 March 2024 the following fixed asset investments were held by the Foundation.

<i>Name of Company</i>	<i>Shares Held</i>	<i>Proportion of voting rights and shares held</i>	<i>Nature of business</i>
Subsidiary Undertakings			
West Indies Investments Limited	Ordinary	100%	Investment holding company
Elite Hotels (Rotherwick) Limited*	Ordinary	100%	Operation of a hotel and provision of associated services.
Ashdown Park (Sussex) Limited**	Ordinary	100%	Operation of a hotel and provision of associated services.
The Grand Hotel (Eastbourne) Limited**	Ordinary	100%	Operation of a hotel and provision of associated services.
Tyley Hall Hotel Limited **	Ordinary	100%	Operation of a hotel and provision of associated services.

The Foundation directly owns 100% of West Indies Investments Limited and 9.09% of Elite Hotels (Rotherwick) Limited.

* The Foundation owns 9.09% of this entity directly with the rest held via its interest in West Indies Investments Limited.

** Owned directly via interests in Elite Hotels (Rotherwick) Limited.

Investments are classified as follows:

	<i>Consolidated</i>	<i>Charity Consolidated</i>	<i>Charity</i>
	<i>2024</i>	<i>2024</i>	<i>2023</i>
	<i>£</i>	<i>£</i>	<i>£</i>
Investment in subsidiaries	-	38,063,000	3,656,000
			<i>3,656,000</i>

Notes to the financial statements

for the year ended 31 March 2024

10. Stocks

	<i>Consolidated</i> 2024 £	<i>Charity Consolidated</i> 2024 £	<i>Consolidated</i> 2023 £	<i>Charity</i> 2023 £
Consumables	249,394	-	-	-
	<u>249,394</u>	<u>-</u>	<u>-</u>	<u>-</u>

11. Debtors

	<i>Consolidated</i> 2024 £	<i>Charity Consolidated</i> 2024 £	<i>Consolidated</i> 2023 £	<i>Charity</i> 2023 £
Trade debtors	256,019	-	-	-
Other debtors	-	-	-	-
Prepayments and accrued income	217,245	-	-	-
Amounts owed by group undertakings	-	-	154,016	154,016
	<u>473,264</u>	<u>-</u>	<u>154,016</u>	<u>154,016</u>

Notes to the financial statements

for the year ended 31 March 2024

12. Creditors: amounts falling due within one year

	<i>Consolidated</i> 2024 £	<i>Charity Consolidated</i> 2024 £	<i>Consolidated</i> 2023 £	<i>Charity</i> 2023 £
Bank loans (note 14)	15,000,000	-	-	-
Finance leases (note 15)	10,431	-	-	-
Trade creditors	1,132,144	-	-	-
Amounts owed to group undertakings	-	-	-	-
Other tax and social security	557,884	-	-	-
Other creditors	73,711	-	-	-
Accruals and payments on account	2,206,551	1,849	1,750	1,750
	<u>18,980,721</u>	<u>1,849</u>	<u>1,750</u>	<u>1,750</u>

13. Creditors: amounts falling due after more than one year

	<i>Consolidated</i> 2024 £	<i>Charity Consolidated</i> 2024 £	<i>Consolidated</i> 2023 £	<i>Charity</i> 2023 £
Finance leases (note 15)	25,468	-	-	-
	<u>25,468</u>	<u>-</u>	<u>-</u>	<u>-</u>

Notes to the financial statements

for the year ended 31 March 2024

14. Financial instruments - Loans

The carrying value of the Group and Charity's financial assets and liabilities (excluding trade debtors and trade creditors measured at the undiscounted amount receivable or payable) is summarised below: -

	<i>Consolidated</i> 2024 £	<i>Charity Consolidated</i> 2024 £	<i>Consolidated</i> 2023 £	<i>Charity</i> 2023 £
Bank loans (see note below)	15,000,000	-	-	-
Less: Included in creditors falling due within one year	(15,000,000)	-	-	-
	-----	-----	-----	-----
	-	-	-	-
	=====	=====	=====	=====
	<i>Consolidated</i> 2024 £	<i>Charity Consolidated</i> 2024 £	<i>Consolidated</i> 2023 £	<i>Charity</i> 2023 £
Amounts repayable:				
In less than 1 year	15,000,000	-	-	-
In 2 - 5 years	-	-	-	-
	-----	-----	-----	-----
	15,000,000	-	-	-
	=====	=====	=====	=====

The amounts shown as bank loans of Elite Hotels (Rotherwick) Limited above are secured by means of:

- A first legal charge over the properties known as the Ashdown Park Hotel, The Grand Hotel Eastbourne, and Tylney Hall Hotel.
- A fixed charge over the book debts of the subsidiary companies;
- A floating charge over the remainder of the group's assets.

On 30 September 2021 the Elite Hotels (Rotherwick) Limited entered into an amendment agreement with regards to its bank loan, whereby the interest rate is now based on SONIA rather than LIBOR. The practical expedient permissible under FRS102 11.20C has been applied in respect of this change.

The bank covenants in place were technically breached during the year, however they were subject to formal waiver and release prior to the balance sheet date. The facility, entered into in February 2019 expired in February 2024 and was renewed by Elite Hotels (Rotherwick) Limited in May 2024 for a further two years to February 2026 with quarterly capital repayments falling due of £150k.

Notes to the financial statements

for the year ended 31 March 2024

15. Finance leases

Obligations under Finance lease and hire purchase contracts, are due as follows:

<i>Group</i>	<i>2024</i>	<i>2023</i>
	£	£
Within one year	10,431	-
Between two and five years	25,468	-
	<u>35,899</u>	<u>-</u>
Less: amounts falling due within one year	(10,431)	-
Amount falling due after more than one year	<u>25,468</u>	<u>-</u>

Obligations under finance lease and hire purchase contracts are secured over the assets to which they relate.

16. Permanent endowment

	<i>Balance</i>	<i>Transfer to</i>	<i>Balance</i>
	<i>1 April 2023</i>	<i>permanent</i>	<i>31 March</i>
	£	£	£
Restricted shares in West Indies Investments Ltd	1	37,471,142	37,471,143
	<u>1</u>	<u>37,471,142</u>	<u>37,471,143</u>

Notes to the financial statements

for the year ended 31 March 2024

17. Analysis of group net assets between funds

	<i>Unrestricted funds</i> £	<i>Permanent endowment</i> £	<i>Total funds</i> £
Fund balances at 31 March 2024 are represented by:			
Fixed assets	18,871,196	37,471,143	56,342,339
Net current assets/(liabilities)	(17,353,581)	-	(17,353,581)
Creditors over 1 year & deferred tax	(25,468)	-	(25,468)
Total net assets	<u>1,491,147</u>	<u>37,471,143</u>	<u>38,963,290</u>

	<i>Unrestricted funds</i> £	<i>Permanent endowment</i> £	<i>Total funds</i> £
Fund balances at 31 March 2023 are represented by:			
Investments	3,656,000	-	3,656,000
Net current assets/(liabilities)	129,429	-	129,429
Restricted Funds		1	1
Total net assets	<u>3,785,429</u>	<u>1</u>	<u>3,785,430</u>

18. Capital commitments

Group

	<i>2024</i> £	<i>2023</i> £
Contracted but not provided for in the financial statements	<u>-</u>	<u>-</u>

19. Financial commitments

Operating leases – lessee

At 31 March 2024 the group had total financial commitments under non-cancellable operating leases as set out below:

	<i>Other</i>	
	<i>2024</i> £	<i>2023</i> £
Payable one year	24,401	-
Payable in two to five years	61,499	-
Payable in more than five years	-	-
	<u>85,900</u>	<u>-</u>

The amount of non-cancellable operating lease payments recognised as an expense during the year was £20,402.

Notes to the financial statements

for the year ended 31 March 2024

19. Financial commitments (continued)

Operating leases – lessor

	<i>Other</i>	
	2024	2023
	£	£
Payable one year	48,063	-
Payable in two to five years	104,759	-
Payable in more than five years	1,875	-
	<u>154,697</u>	<u>-</u>

20. Notes to the cash flow statement

(a) Reconciliation of net movement in funds to net cash flow from operating activities:

	2024	2023
	£	£
Net (expenditure) / income for the period before transfers	35,177,860	(320,050)
Non cash donation received less cash	(34,521,264)	-
Impairment of investment	-	336,000
Increase / decrease in stocks	27,548	-
Decrease / (increase) in debtors	320,219	(154,016)
(Increase) in creditors	(375,731)	154,116
Depreciation	1,110,888	-
Profit on disposal of assets	(23,132)	-
Interest receivable	(79,936)	-
Interest payable	793,825	-
Net cash inflow/(outflow) from operating activities	<u>2,430,277</u>	<u>16,050</u>

Notes to the financial statements

for the year ended 31 March 2024

20. Notes to the cash flow statement (continued)

(b) Analysis of cash and cash equivalents

Group

	2024	2023
	£	£
Cash at bank and in hand	904,482	131,179

(c) Analysis of changes in net funds / (debt)

	At 31 March 2023	On acquisition	Cashflow	31 March 2024
	£	£	£	£
Finance lease obligations	-	(56,301)	20,402	(35,899)
Loans	-	(15,000,000)	-	(15,000,000)
	-	(15,056,301)	-	(15,056,301)
Cash and overdraft	131,179	2,949,880	(2,176,577)	904,482
Total	131,179	(12,106,421)	(2,156,175)	(14,131,417)

21. Movement in funds

The movement in funds, during the year, for the group and Charity were as follows:

	Consolidated 2024	Charity 2024	Consolidated 2023	Charity 2023
	£	£	£	£
Net movement in funds	35,177,860	34,347,479	(320,050)	(320,050)
Fund balances brought forward	3,785,430	3,785,430	4,105,480	4,105,480
Fund balances carried forward	38,963,290	38,132,909	3,785,430	3,785,430

Notes to the financial statements

for the year ended 31 March 2024

22. Related parties

Foundation only

Mr A H W Dixon is a non-executive director of Elite Hotels (Rotherwick) Limited.

Elite Hotels (Rotherwick) Limited donated administration and management services. The value of these services has been estimated at £30,000 (2023 - £30,000) and has been included within donations and administration.

The Grand Hotel (Eastbourne) Limited, a subsidiary company of Elite Hotels (Rotherwick) Limited, made donations of £nil (2023 - £100,000) to the Foundation during the year. There were no balances outstanding at the year end.

During the prior year Elite Hotels (Rotherwick) Limited advanced a loan to the Foundation in order to provide short term funding while the Foundation was awaiting the repayment of VAT from HMRC, the loan was therefore interest free and repayable on demand. At the balance sheet date the Foundation owed Elite Hotels (Rotherwick) Limited £nil (2023 - £154,016) with the loan being settled in full in August 2023 following the VAT refund being received.

23. Inclusion of subsidiary undertaking in consolidated accounts.

On 17 August 2023 the restrictions that were previously in place on shares held by the Foundation in West Indies Investments Limited were amended (see note 6). West Indies Investments Limited has a controlling interest in Elite Hotels Rotherwick Limited, and by virtue of these restrictions being amended the Foundation has been required to prepare consolidated financial statements reflecting the group under its control in accordance with FRS102.

Obtaining control of West Indies Investments Limited at a foundation level, and the Elite Hotels Group at a group level has been accounted for as a business combination which is in substance a gift, as no consideration was transferred.

The total value of the gift at the point of acquisition, being the fair value of the net assets acquired at the point control was gained was £41,127,143. This was reduced by £3,656,000 which was the fair value of the interest in Elite Hotels (Rotherwick) Limited already held by the charity at that time, leading to £37,471,344 being recognised in the income statement (see note 2).

The following table sets out the fair values of the identifiable assets and liabilities transferred and an analysis of their recognition.

Notes to the financial statements

for the year ended 31 March 2024

23. Inclusion of subsidiary undertaking in consolidated accounts (continued).

	<i>Unrestricted funds</i> £	<i>Total funds</i> £
Freehold land and buildings	50,758,802	50,758,802
Furniture fittings and equipment	4,472,735	4,472,735
Motor vehicles	20,226	20,226
Plant and machinery	1,255,648	1,255,648
Debtors	639,466	639,466
Stock	276,942	276,942
Cash at bank and in hand	2,949,880	2,949,880
Creditors	(19,246,556)	(19,246,556)
Total	<u>41,127,143</u>	<u>41,127,143</u>

24. The Incorporated Trustees of The Rotherwick Foundation Statement of Financial Activities for the year ended 31 March 2024.

	<i>Unrestricted funds</i> 2024 £	<i>Permanent endowment</i> 2024 £	<i>Total</i> 2024 £	<i>Total</i> 2023 £
Income from:				
<i>Donations and legacies</i>	30,000	-	30,000	130,000
<i>Donations</i>	3,656,000	37,471,143	41,127,143	-
Total	<u>3,686,000</u>	<u>37,471,143</u>	<u>41,157,143</u>	<u>130,000</u>
Expenditure on:				
<i>Charitable activities</i>				
Governance costs	15,335	-	15,335	33,339
Grants made	44,000	-	44,000	50,500
Management and administration costs	30,000	-	30,000	30,000
Bank charges	186	-	186	211
Total	<u>89,521</u>	<u>-</u>	<u>89,521</u>	<u>114,050</u>
Impairment of investment	(6,720,143)	-	(6,720,143)	(336,000)
Net income/(expenditure) and movement in funds	<u>(3,126,664)</u>	<u>37,471,143</u>	<u>34,347,479</u>	<u>(320,050)</u>
Reconciliation of funds				
Total funds brought forward	3,785,430	-	3,785,430	4,105,480
Total funds carried forward	<u>661,766</u>	<u>37,471,143</u>	<u>38,132,909</u>	<u>3,785,430</u>

THE ROTHERWICK FOUNDATION

England & Wales - Charity number 1058900

Accounts

**THE INCORPORATED TRUSTEES OF
THE ROTHERWICK FOUNDATION
ANNUAL REPORT AND UNAUDITED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2023**

**THE INCORPORATED TRUSTEES OF
THE ROTHERWICK FOUNDATION
TRUSTEES' ANNUAL REPORT
FOR THE YEAR ENDED 31 MARCH 2023**

Report of the trustees for the year ended 31 March 2023

The trustees of the Rotherwick Foundation (the Foundation) present their report together with accounts for the year ended 31 March 2023. The financial statements have been prepared in accordance with the accounting policies set out in Note 1 to the accounts and comply with the Foundation's trust deed, the Charities Act 2011, the Charities (Accounts and Reports) Regulations 2008, and the provisions of the constitution.

Objectives and activities

Objects and grant policy

The object of the Foundation is the advancement of education and the relief of the sick especially within a 20 mile radius of either Tylney Hall Hotel, Rotherwick; Ashdown Park Hotel, Wych Cross or The Grand Hotel, Eastbourne.

The Foundation's grant giving policy (which is set out in general guidelines for applicants) is as follows:

- (i) the provision of scholarships, bursaries and maintenance allowances and educational grants tenable at any school, university or other educational establishment to people under 25 who or whose parents or guardians are resident in the specified localities or who attend or have for not less than five years attended a school or other educational establishment within those localities;
- (ii) the provision of financial assistance, equipment, books and clothing to such people on leaving school, university or other educational establishment for entry into a trade or profession;
- (iii) the provision of amenities and facilities including public recreation and sports grounds for public benefit;
- (iv) the advancement of religion and other charitable works and of the maintenance of churches;
- (v) the provision, maintenance, improvement and equipment of hospitals, nursing homes, hospices and clinics;
- (vi) such other charitable purposes as the charity trustees in their absolute discretion think fit to support or establish.

Public Benefit

The trustees have reviewed the Foundation's objectives and consider that they continue to satisfy the public benefit criteria. As part of this review, the trustees have consulted the guidance issued by the Charity Commissioners with regard to public benefit.

**THE INCORPORATED TRUSTEES OF
THE ROTHERWICK FOUNDATION
TRUSTEES' ANNUAL REPORT
FOR THE YEAR ENDED 31 MARCH 2023 (continued)**

Achievements and performance

The Charity's achievements during the past 12 months are assessed in line with its core aims and objectives to provide financial support to causes focusing on Health and Education plus over-arching strategy set by its Trustees.

Beneficiaries of Financial Support within the past 12 months - Health, Wellbeing and Education

The Trustees have agreed to support the following causes:

For the Financial Year 2023/2024

Hampshire Medical Fund – Supports provision of non-core equipment to hospitals within the Basingstoke and Andover regions.

Challengers, Guildford – Basingstoke Play and Youth Services provided for physically and mentally disabled children aged 2-18 yrs.

Hampshire Hospitals NHS Foundation Trust – Providing a Complementary Therapy service for palliative patients at Winchester and Andover Hospitals.

Hearing Dogs for the Deaf – a 3-year pledge to support the organisation, providing a partnership programme within the vicinity of each of the three Hotels.

Lord Wandsworth Foundation, Hook – Supporting two students through the school's Bursary Programme.

Music in Hospitals – Financial assistance provided to facilitate this service at North Hampshire Hospital, Basingstoke.

Royal Academy of Culinary Arts: "Adopt a School" Programme – Support over a 3-year period towards their programme at Plumpton College in conjunction with Table Talk Foundation.

Support in Kind – In addition, through the hotel companies, the group is providing support in-kind to various organisations for fund raising events, complimentary meeting rooms etc.

Teenage Cancer Trust – Contribution towards the Specialist Nursing Service for young people over a 3-year period.

One-off donations were also provided to the following organisations during 2022/2023:

Bramber Bakehouse, Eastbourne – Working with victims of human trafficking.

Strongbones Children's Charitable Trust, Hastings – Sussex based national charity providing equipment for those children who, because of their disability, would otherwise be excluded from education.

**THE INCORPORATED TRUSTEES OF
THE ROTHERWICK FOUNDATION
TRUSTEES' ANNUAL REPORT
FOR THE YEAR ENDED 31 MARCH 2023**

Treloar Trust, Alton – Providing a donation towards equipment for a new swimming pool facility to allow access for disabled children.

St Wilfrid's Hospice, Eastbourne – Providing a one-off donation for IT Equipment required for the new role of Community Nursing Services.

Financial review

The Foundation's sole sources of income are grants from Elite Hotels (Rotherwick) Ltd or its subsidiary companies (Elite Hotels Group). Elite Hotels (Rotherwick) Limited (which is controlled by West Indies Investments Limited) is itself the holding company for:

- Tylney Hall Hotel Limited,
- Ashdown Park (Sussex) Limited, and
- The Grand Hotel (Eastbourne) Limited

Together these entities are referred to as the Elite Hotels Group.

Total income for the year was £130,000 (2022 - £103,000). Total grants paid in the year to 31 March 2023 were £50,500 (2022 – no grants paid).

In 2021 the Directors of Elite Hotels (Rotherwick) Limited arranged for the hotels that it owned to be professionally valued. The valuation, undertaken by Christie and Co Chartered Surveyors, gave a collective valuation of the three hotels that continue to be owned by the group of £56.5m. Within the financial statements of Elite Hotels (Rotherwick) Limited the freehold land and buildings are held at a deemed cost following adoption of FRS102 in 2016. The Foundation directly owns 9.09% of the shares in Elite Hotels (Rotherwick) Limited and indirectly through its gift of the entire share capital of West Indies Investments Limited a further 90.91%.

Whilst Elite Hotels (Rotherwick) Limited has consolidated equity of £32.5m (2022 - £33.8m), the Trustees, having received an independent market appraisal prepared by Knight Frank, are confident that the value of the individual hotels collectively is in excess of £56.5m (2022 - £56.5m). In such circumstances the trustees believe the ordinary shares in Elite Hotels (Rotherwick) Limited held both directly and indirectly have a value in the order of £40.2m (2022 - £43.9m) and consequently have revalued its direct investment to £3.66m (2022 - £3.99m).

The trustees believe the value of its total investment in West Indies Investments Limited which comprises of 90.9% of the shares in Elite Hotels (Rotherwick) Limited and a loan to that company of £0.3m (2022 - £0.3m), is in the order of £37m (2022 - £40m). This value is not included in the balance sheet, due to the special conditions attached to these shares, meaning that they do not have a market value.

At the year end, the Foundation had total reserves of £3,785,430 (2022 - £4,105,480). General unrestricted reserves were £3,785,429 (2022 - £4,105,479) and restricted reserves were £1 (2022 - £1).

**THE INCORPORATED TRUSTEES OF
THE ROTHERWICK FOUNDATION
TRUSTEES' ANNUAL REPORT
FOR THE YEAR ENDED 31 MARCH 2023**

Reserves Policy

The trustees aim to maintain free reserves equivalent to the value of the average of 5 years donations. The trustees consider that this will underpin its commitment to continue regular grants to a number of beneficiaries. Contributions from the Elite Hotels Group recommenced in the year to 31 March 2022 following their pause in the previous year.

Investment Policy

The trustees adopt a conservative investment policy taking proper professional advice before implementing any changes.

Structure, Governance and Management

The Foundation was constituted by a Trust Deed dated 11 July 1996 made by West Indies Investments Limited (a Guernsey company) as amended by a Supplemental Deed dated 23 October 1996 and Deed of Amendment dated 28 May 2019. It is a registered charity number 1058900, registered with the Charities Commission on 29 October 1996. On the 20 March 2000 it was granted a Certificate of Incorporation in the name of "The Incorporated Trustees of The Rotherwick Foundation".

New trustees, when required, are found in the first instance by the existing trustees and their names are submitted to the Appointor in accordance with the Trust Deed for formal appointment. When recruiting new trustees, the trustees look for individuals with skills and experience which are of value to the Foundation and which are not necessarily represented by the existing trustees.

The trustees, who meet four times a year, consider recommendations and make final decisions on the award of grants. The administration of the Foundation is undertaken at no cost to the Foundation by the head office staff of Elite Hotels (Rotherwick) Limited and day to day processing of applications is undertaken by the Managing Director, of the Elite Hotels Group.

Training

The Foundation does not employ staff. All trustees are experienced business people or professionals. They are all aware of trustee responsibilities. It is not considered necessary to organise or fund any training courses.

Risk Management

The trustees have assessed the major risks to which the Foundation is exposed, in particular those risks related to the operation and finances of the Foundation, and are satisfied that systems are in place to mitigate exposure to the major risks, although it is recognised that systems can only provide reasonable, not absolute, assurance. These systems are reviewed at least once every year.

Tax status

The trustees are of the opinion that the Foundation is not liable for taxation on its charitable activities, as described in Note 1.

**THE INCORPORATED TRUSTEES OF
THE ROTHERWICK FOUNDATION
STATEMENT OF TRUSTEES RESPONSIBILITIES
FOR THE YEAR ENDED 31 MARCH 2023**

Statement of Trustees' Responsibilities

The purpose of this statement is to distinguish the trustees' responsibilities for the financial statements from those of the independent examiner as stated in their report.

Charity law requires the trustees to prepare financial statements for each financial period which give a true and fair view of the state of affairs of the Foundation and of the results for that period.

In preparing those financial statements, the trustees are required to

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Foundation will continue in operation.

The trustees are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the Foundation and to enable the trustees to ensure that the financial statements comply with the requirements of the Charities Act 2011. They are also responsible for safeguarding the assets of the Foundation and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

**THE INCORPORATED TRUSTEES OF
THE ROTHERWICK FOUNDATION
STATEMENT OF FINANCIAL ACTIVITIES AND STATEMENT OF CASH FLOW
FOR THE YEAR ENDED 31 MARCH 2023**

Financial Activities

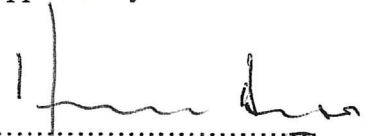
	Note	31.03.23 £	31.03.22 £
Incoming Resources			
Donations	4	130,000	103,000
Resources Expended			
Expenditure on charitable activities:			
Governance costs	5	33,339	2,739
Grants made		50,500	-
Management and administration costs	8	30,000	3,000
Bank charges		<u>211</u>	<u>30</u>
Total resources expended		<u>114,050</u> (114,050)	<u>5,769</u> (5,769)
(Impairment) of investments	3	<u>(336,000)</u>	<u>(682,000)</u>
Net (outgoing) resources for the year		<u>(320,050)</u>	<u>(584,769)</u>
Fund balances brought forward		4,105,480	4,690,249
Fund balances carried forward at 31 March 2023		<u>3,785,430</u>	<u>4,105,480</u>

Of total funds as specified above £1 (2022 - £1) relates to restricted funds.

**THE INCORPORATED TRUSTEES OF
THE ROTHERWICK FOUNDATION
BALANCE SHEET AS AT 31 MARCH 2023
Registered charity number: 1058900**

	Note	31.03.23	31.03.22
		£	£
Fixed Assets			
Investments	3	3,656,000	3,992,000
 Current assets			
Debtors	6	154,016	-
Cash at Bank		131,179	115,129
 Current Liabilities			
Amounts failing due within one year	7	(155,766)	(1,650)
Net current Assets		<u>131,179</u>	<u>113,479</u>
 Net Assets			
Restricted Funds		<u>1</u>	<u>1</u>
 Funds			
Unrestricted Funds	1	<u>3,785,430</u>	<u>4,105,480</u>

Approved by the Board of Trustees on 13th March 2023 and signed on their behalf


.....
by A H W Dixon - Trustee

**THE INCORPORATED TRUSTEES OF
THE ROTHERWICK FOUNDATION
CASH FLOW STATEMENT AS AT 31 MARCH 2023
Registered charity number: 1058900**

	Note	31.03.23	31.03.22
		£	£
Cash flows from operating activities			
Net cash (outgoings)		(320,050)	(584,769)
Adjustment to cash flows for non cash items			
Impairment of investments		336,000	682,000
		15,950	97,231
Working capital adjustments			
Increase in debtors	6	(154,016)	-
Increase in creditors	7	154,116	90
Net increase in cash and cash equivalents		16,050	97,231
Cash and cash equivalents at 1 April		115,129	17,808
Cash and cash equivalents at 31 March		131,179	115,129

All of the cash flows are derived from continuing operations during the above two periods.

**THE INCORPORATED TRUSTEES OF
THE ROTHERWICK FOUNDATION
NOTES TO THE ACCOUNTS
FOR THE YEAR ENDED 31 MARCH 2023**

1. **Accounting Policies**

General

These accounts have been prepared in accordance with Accounting and Reporting by Charities: Statement of Recommended Practice applicable to charities preparing their accounts in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) (effective 1 January 2019) – (Charities SORP (FRS 102)), the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and the Charities Act 2011.

The financial statements are prepared in accordance with the historical cost convention except that as disclosed in the accounting policies certain items are shown at fair value.

Going concern

The trustees have given consideration to the appropriateness of the going concern assertion in the preparation of the financial statements of the foundation. In doing this a number of factors have been considered, including going concern risks impacting the Elite Hotels Group, which include inflation and energy price pressures.

Whilst recognising that there can be no certainty the trustees continue to consider that the going concern basis of preparation remains appropriate.

Group accounts not prepared

The Foundation owns 10 shares in Elite Hotels (Rotherwick) Limited. It also holds 2 ordinary shares in West Indies Investments Limited, which in turn holds the remaining 100 ordinary shares in Elite Hotels (Rotherwick) Limited. Group accounts are not prepared due to the special conditions attached to the shareholding in West Indies Investments Limited, resulting in the Foundation not having control over the Elite Hotels (Rotherwick) Limited group. Therefore, there is no requirement for the foundation to consolidate.

Donations and Gifts

Income is recognised once the Charity is entitled to the donation. Donations are recognised on a receivable basis.

Grant and Donations Issued

Grants issued are accounted for on payment. All grants and donations issued are for the benefit of Charities.

Management and administration costs

Management and administration costs are accounted for on an accruals basis. Administration services donated by Elite Hotels (Rotherwick) Limited are included in donations and administration costs at an estimate of their open market value of £30,000 (2022 - £3,000).

Taxation

The charity is exempt from taxation in respect of income or capital gains received within categories covered by Chapter 3 Part 11 of the Corporation Tax Act 2010 or Section 256 of the Taxation of Chargeable Gains Act 1992, to the extent that such income or gains are applied exclusively to charitable purposes.

**THE INCORPORATED TRUSTEES OF
THE ROTHERWICK FOUNDATION
NOTES TO THE ACCOUNTS
FOR THE YEAR ENDED 31 MARCH 2023 (continued)**

Fixed asset investments

Fixed asset investments are included at market value at the balance sheet date. Unrealised gains and losses represent the movement in market values during the year and are credited or charged to the Statement of Financial Activities based on the market value at the period end.

Restricted Funds

Permanent Endowment

By a deed of appointment made on 22 April 2008, the Foundation accepted a gift of 2 Ordinary Shares of \$1.00 each in West Indies Investments Ltd, a Guernsey registered company. This represents the entire issued shares in this company. The gift of the shares was made on condition that they and/or any property representing them will be treated as non-expendable capital of the Foundation.

Key judgements and sources of estimation uncertainty

In the application of the Charity's accounting policies, the Trustees are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revision to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

The key judgement that has significant impact on the financial statements is in respect of going concern, as described above.

The key estimates that have a significant effect on the amounts recognised in the financial statements are described below:

Investments are included at market value at the balance sheet date. The calculation of this market value requires estimation by the trustees, which includes estimation of the value of the assets held by the Elite Hotels (Rotherwick) Limited.

The investment carrying amount is £3,656,000 (2022 - £3,992,000).

2. Trustees Remuneration and Expenses

The trustees were not remunerated out of the funds of the Foundation nor were any payments made to persons known or connected with any of them.

The total reimbursement of travel expenses made to the trustees in respect of the year was £20 (2022 - £nil).

**THE INCORPORATED TRUSTEES OF
THE ROTHERWICK FOUNDATION
NOTES TO THE ACCOUNTS
FOR THE YEAR ENDED 31 MARCH 2023 (continued)**

3. Fixed Assets – Investments

- (a) The Foundation directly owns 10 Ordinary Shares in Elite Hotels (Rotherwick) Limited, which it acquired on 8 March 2010 at a valuation of £5,412,500. The Trustees are of the opinion that the investment has a value of £3.66m (2022 - £3.99m) and accordingly have impaired the investment to this sum, as detailed in the Trustees' report.
- (b) The Foundation directly owns all of the share capital in West Indies Investments Limited (2 Ordinary Shares) – see note regarding Permanent Endowment. The Trustees are of the opinion that this investment has a value in the order of £37m (2022 - £40m), as detailed on the Trustees' report. This value is not included in the balance sheet, due to the special conditions attached to these shares, meaning that they do not have a market value.

4. Donations

	2023	2022
	£	£
Donations	100,000	100,000
Donated services	30,000	3,000
	<u>130,000</u>	<u>103,000</u>

5. Governance Costs:

	2023	2022
	£	£
Legal & Professional	31,569	1,089
Examination Fee	1,750	1,650
Trustee expenses	20	-
	<u>33,339</u>	<u>2,739</u>

6. Debtors: Amounts falling due within one year

	2023	2022
	£	£
Other debtors	<u>154,016</u>	<u>-</u>

7. Current Liabilities: Amounts falling due within one year

	2023	2022
	£	£
Other creditors	154,016	-
Accruals	1,750	1,650
	<u>155,766</u>	<u>1,650</u>

**THE INCORPORATED TRUSTEES OF
THE ROTHERWICK FOUNDATION
NOTES TO THE ACCOUNTS
FOR THE YEAR ENDED 31 MARCH 2023 (continued)**

8. Related Party Transactions

Mr A H W Dixon is a non-executive director of Elite Hotels (Rotherwick) Limited.

Elite Hotels (Rotherwick) Limited donated administration and management services. The value of these services has been estimated at £30,000 (2022 - £3,000) and has been included within donations and administration.

The Grand Hotel (Eastbourne) Limited, a subsidiary company of Elite Hotels (Rotherwick) Limited, made donations of £100,000 (2022 - £100,000) to the Foundation during the year. There were no balances outstanding at the year end.

During the year Elite Hotels (Rotherwick) Limited advanced a loan to the Foundation in order to provide short term funding while the Foundation was awaiting the repayment of VAT from HMRC, the loan was therefore interest free and repayable on demand. At the balance sheet date the Foundation owed Elite Hotels (Rotherwick) Limited £154,016 (2022 £nil) and on 2 August 2023 the VAT repayment from HMRC was received and the loan settled.

Transactions with the trustees are disclosed in Note 2.

**THE INCORPORATED TRUSTEES OF
THE ROTHERWICK FOUNDATION
INDEPENDENT EXAMINER'S REPORT TO THE TRUSTEES**

I report to the charity trustees on my examination of the accounts of The Rotherwick Foundation ('the charity') for the year ended 31st March 2023 which are set out on pages 7 to 13.

Responsibilities and basis of report

As the charity's trustees you are responsible for the preparation of the accounts in accordance with the requirements of the Charities Act 2011 ('the Act').

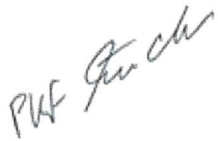
I report in respect of my examination of the charity's accounts carried out under section 145 of the 2011 Act and in carrying out my examination I have followed all the applicable Directions given by the Charity Commission under section 145(5)(b) of the 2011 Act.

Independent examiner's statement

I have completed my examination. I confirm that no material matters have come to my attention in connection with the examination giving me cause to believe that in any material respect:

1. accounting records were not kept as required by section 130 of the Act; or
2. the accounts do not accord with those records; or
3. the accounts do not comply with the applicable requirements concerning the form and content of accounts set out in the Charities (Accounts and Reports) Regulations 2008 other than any requirement that the accounts give a 'true and fair view' which is not a matter considered as part of an independent examination.

I have no concerns and have come across no other matters in connection with the examination to which attention should be drawn in this report in order to enable a proper understanding of the accounts to be reached.



Signature:
Nicholas Farrant BA MSc FCA

Date: 14/12/2023

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