

**GROSVENOR HOUSE GROUP  
HOLDINGS LIMITED**

**DIRECTORS' REPORT AND  
FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED  
31 MAY 2019**

FRIDAY



\*A8ZRM6H\*

A30

28/02/2020

#292

COMPANIES HOUSE

**GROSVENOR HOUSE GROUP HOLDINGS LIMITED**

**COMPANY INFORMATION**

**DIRECTORS**

Mr N D Taeë  
Mr C J Taeë  
Mr R J Austin  
Mr P P Copley

**COMPANY SECRETARY**

Mr A T S Parry

**REGISTERED NUMBER**

05389464

**REGISTERED OFFICE**

4 Greengate  
Cardale Park  
Harrogate  
HG3 1GY

**INDEPENDENT AUDITOR**

Mazars LLP  
Chartered Accountants & Statutory Auditors  
5<sup>th</sup> Floor  
3 Wellington Place  
Leeds  
LS1 4AP

**GROSVENOR HOUSE GROUP HOLDINGS LIMITED**

**CONTENTS**

	Page
<b>Directors' report</b>	<b>1 - 2</b>
<b>Independent auditor's report</b>	<b>3 - 5</b>
<b>Statement of comprehensive income</b>	<b>6</b>
<b>Statement of financial position</b>	<b>7</b>
<b>Notes to the financial statements</b>	<b>8 - 13</b>

# **GROSVENOR HOUSE GROUP HOLDINGS LIMITED**

## **DIRECTORS' REPORT FOR THE YEAR ENDED 31 MAY 2019**

The directors present their report and the financial statements for the year ended 31 May 2019.

### **DIRECTORS' RESPONSIBILITIES STATEMENT**

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law), including section 1A of FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland".

Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these financial statements, the directors are required to:

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

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

### **PRINCIPAL ACTIVITY**

The principal activity of the Company is that of an intermediate holding company.

The principal activity of the Company's subsidiary undertakings during the year under review were facilities management and property refurbishment.

### **RESULTS AND DIVIDENDS**

The profit for the year, after taxation, amounted to £499,970 (2018 - £799,895). Dividends declared and paid in the year amounted to £500,000 (2018 - £498,750).

### **DIRECTORS**

The directors who served during the year and up to the date of this report were:

Mr N D Tae  
Mr C J Tae  
Mr R J Austin  
Mr P P Copley

# **GROSVENOR HOUSE GROUP HOLDINGS LIMITED**

## **DIRECTORS' REPORT FOR THE YEAR ENDED 31 MAY 2019**

### **GOING CONCERN**

The financial statements have been prepared on a going concern basis as, in the opinion of the directors, they are not aware of any events or conditions that may significantly affect the ability of the Company to continue in operational existence for the foreseeable future. The directors have considered the support of the group and a period in excess of twelve months from the date of approval of the financial statements in making their assessment.

### **OTHER RISK**

The United Kingdom withdrew from the European Union on 31 January 2020 and entered into an Implementation Period which is scheduled to end on 31 December 2020. However the terms of the future trade and other relationships with the European Union are not yet clear, and it is therefore not currently possible to evaluate all the potential implications to the Company's trade, customers, suppliers and the wider economy. However, the Board of Directors anticipate the impact of Brexit on the company to be minimal as it is an intermediate holding company. The company has no employees and no exposure to foreign exchange or procurement risk.

### **DISCLOSURE OF INFORMATION TO AUDITOR**

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

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

### **AUDITOR**

The auditor, Mazars LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

### **SMALL COMPANIES NOTE**

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and in accordance with the provisions of FRS102 Section 1A small entities.

This report was approved by the board and signed on its behalf.



**Mr R J Austin**  
Director

Date: 13 February 2020

## **GROSVENOR HOUSE GROUP HOLDINGS LIMITED**

### **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GROSVENOR HOUSE GROUP HOLDINGS LIMITED**

#### **Opinion**

We have audited the financial statements of Grosvenor House Group Holdings Limited (the 'Company') for the year ended 31 May 2019 which comprise the Statement of Comprehensive Income, the Statement of Financial Position, and notes to the financial statements, 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 FRS 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 Company's affairs as at 31 May 2019 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- have been prepared in accordance with the requirements of the Companies Act 2006.

#### **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.

#### **The Impact of Uncertainties due to the United Kingdom exiting the European Union on our audit**

The Directors' view on the impact of Brexit is disclosed on page 2.

The United Kingdom withdrew from the European Union on 31 January 2020 and entered into an Implementation Period which is scheduled to end on 31 December 2020. However the terms of the future trade and other relationships with the European Union are not yet clear, and it is therefore not currently possible to evaluate all the potential implications to the Company's trade, customers, suppliers and the wider economy.

We considered the impact of Brexit on the Company as part of our audit procedures, applying a standard firm wide approach in response to the uncertainty associated with the Company's future prospects and performance.

However, no audit should be expected to predict the unknowable factors or all possible implications for the Company and this is particularly the case in relation to Brexit.

#### **Conclusions relating to going concern**

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the Company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

## **GROSVENOR HOUSE GROUP HOLDINGS LIMITED**

### **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GROSVENOR HOUSE GROUP HOLDINGS LIMITED (CONTINUED)**

#### **Other information**

The directors are responsible for the other information. The other information comprises the information included in the Directors' 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.

#### **Opinions on other matters prescribed by the Companies Act 2006**

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

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

#### **Matters on which we are required to report by exception**

In light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Directors' Report.

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

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

#### **Responsibilities of Directors**

As explained more fully in the Directors' Responsibilities Statement set out on page 1, the directors 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 directors 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 directors 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 directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

## GROSVENOR HOUSE GROUP HOLDINGS LIMITED

### INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GROSVENOR HOUSE GROUP HOLDINGS LIMITED (CONTINUED)

#### 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.

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](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditor's report.

#### Use of the audit report

This report is made solely to the Company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members as a body for our audit work, for this report, or for the opinions we have formed.



Ross Preston (Senior Statutory Auditor) for and on behalf of Mazars LLP  
Chartered Accountants and Statutory Auditor

5<sup>th</sup> Floor  
3 Wellington Place  
Leeds  
LS1 4AP

Date: 13/02/20



**GROSVENOR HOUSE GROUP HOLDINGS LIMITED**

**STATEMENT OF COMPREHENSIVE INCOME  
FOR THE YEAR ENDED 31 MAY 2019**

	Note	2019 £	2018 £
Administrative expenses		(30)	(105)
<b>OPERATING LOSS</b>		(30)	(105)
Income from shares in group undertakings	11	500,000	800,000
<b>PROFIT BEFORE TAX</b>		499,970	799,895
Tax on profit		-	-
<b>PROFIT FOR THE FINANCIAL YEAR</b>		499,970	799,895

There were no recognised gains or losses for 2019 or 2018.

There was no other comprehensive income for 2019 (2018: £Nil).

The notes on pages 8-13 form part of these financial statements.

**GROSVENOR HOUSE GROUP HOLDINGS LIMITED****REGISTERED NUMBER: 05389464****STATEMENT OF FINANCIAL POSITION  
AS AT 31 MAY 2019**

	Note	2019 £	2018 £
<b>FIXED ASSETS</b>			
Investments	7	8,041,751	8,041,751
<b>CURRENT ASSETS</b>			
Cash at bank and in hand	8	65	95
		<u>65</u>	<u>95</u>
Creditors: amounts falling due within one year	9	(1,857,810)	(1,857,810)
<b>NET CURRENT LIABILITIES</b>		<u>(1,857,745)</u>	<u>(1,857,715)</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<u>6,184,006</u>	<u>6,184,036</u>
<b>NET ASSETS</b>		<u>6,184,006</u>	<u>6,184,036</u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	10	1,004	1,004
Share premium account	12	1,549,498	1,549,498
Profit and loss account	12	4,633,504	4,633,534
		<u>6,184,006</u>	<u>6,184,036</u>

The financial statements have been prepared in accordance with the provisions applicable companies subject to the small companies' regime and in accordance with the provisions of FRS102 Section 1A small entities.

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



**Mr R J Austin**  
Director

Date: 13 February 2020

The notes on pages 8 to 13 form part of these financial statements.

## **GROSVENOR HOUSE GROUP HOLDINGS LIMITED**

### **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MAY 2019**

#### **1. GENERAL INFORMATION**

Grosvenor House Group Holdings Limited is a private company, limited by shares, incorporated in England and Wales, registered number 05389464. The registered office is 4 Greengate, Cardale Park, Harrogate, North Yorkshire, HG3 1GY.

#### **2. ACCOUNTING POLICIES**

##### **2.1 Basis of preparation of financial statements**

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006 as applicable to companies subject to the small companies regime. The disclosure requirements of Section 1A of FRS102 have been applied other than where additional disclosure is required to show a true and fair view.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies (see note 3).

The financial statements have been prepared in Sterling, which is the functional currency of the company.

The following principal accounting policies have been applied:

##### **2.2 Financial reporting standard 102 - reduced disclosure exemptions**

The company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by the FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirements of Section 4 Statement of Financial Position paragraph 4.12(a)(iv);
- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d);
- the requirements of Section 33 Related Party Disclosures paragraph 33.7.

This information is included in the consolidated financial statements of GH Newco 1 Limited as at 31 May 2019 and these financial statements may be obtained from the registered office at 4 Greengate, Cardale Park, Harrogate, North Yorkshire, HG3 1GY.

##### **2.3 Going concern**

The financial statements have been prepared on a going concern basis as, in the opinion of the directors, they are not aware of any events or conditions that may significantly affect the ability of the company to continue in operational existence for the foreseeable future. The directors have considered the support of the group and a period in excess of twelve months from the date of approval of the financial statements in making their assessment.

## **GROSVENOR HOUSE GROUP HOLDINGS LIMITED**

### **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MAY 2019**

## **2. ACCOUNTING POLICIES (CONTINUED)**

### **2.4 Consolidated financial statements**

The Company is a wholly owned subsidiary of GH Newco 1 Limited, both its immediate and ultimate parent undertaking. It is included in the consolidated financial statements of GH Newco 1 Limited which are publicly available. The company is exempt by virtue of section 400 of the Companies Act 2006 from the requirement to prepare consolidated financial statements. The ultimate parent undertaking and the smallest and largest group to consolidate these financial statements is GH Newco 1 Limited. The address of the ultimate parent's registered office is 4 Greengate, Cardale Park, Harrogate, HG3 1GY.

These financial statements present the results of the Company as an individual undertaking and not those of its group.

### **2.5 Cash and cash equivalents**

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

### **2.6 Financial instruments**

The Company only enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to and from related parties and investments in non-puttable ordinary shares.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Statement of comprehensive income.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If a financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate of the recoverable amount, which is an approximation of the amount that the Company would receive for the asset if it were to be sold at the balance sheet date.

Financial assets and liabilities are offset and the net amount reported in the Statement of financial position when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

### **2.7 Creditors**

Short term creditors, including those from group companies, are measured at the transaction price.

### **2.8 Dividends**

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting.

## GROSVENOR HOUSE GROUP HOLDINGS LIMITED

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MAY 2019

#### 2. ACCOUNTING POLICIES (CONTINUED)

##### 2.9 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

##### 2.10 Taxation

Tax is recognised in the Statement of comprehensive income, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

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 income.

#### 3. JUDGEMENTS IN APPLYING ACCOUNTING POLICIES AND KEY SOURCES OF ESTIMATION UNCERTAINTY

##### Critical judgements in applying the Company's accounting policies

The critical judgements that the directors have made in the process of applying Company's accounting policies that have the most significant effect on the amounts recognised in the statutory financial statements are discussed below.

##### (i) *Assessing indicators of impairment*

In assessing whether there have been any indicators of impairment of investments, the directors have considered both the external and internal sources of information in order to make an appropriate assessment. There have been no indicators of impairment identified during the current financial year.

##### Key sources of estimation uncertainty

The key assumptions concerning the future, and other key sources of estimation uncertainty, that have a heightened risk of causing a material adjustment to the carrying amounts of assets and liabilities with the next financial year are discussed below.

##### (i) *Estimating value in use*

Where an indication of impairment exists, the directors have carried out an impairment review to determine the recoverable amount of the asset, which is the higher of fair value less cost to sell and value in use. The value in use calculation has required the directors to estimate the future cash flows to arise from the asset or the cash generating unit and determine a suitable rate in order to calculate present value.

#### 4. AUDITOR'S REMUNERATION

	2019 £	2018 £
Fees payable to the Company's auditor for the audit of the Company's annual accounts	1,350	1,000

Non-audit fees totaling £825 relating to tax compliance services were payable to the Company's auditor for the year ended 31 May 2019. The fees payable to the Company's auditor for the year ended 31 May 2019 and 2018 has been borne by other group companies.

**GROSVENOR HOUSE GROUP HOLDINGS LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 MAY 2019**

**5. EMPLOYEES**

The Company has no employees (2018: NIL) other than the directors who did not receive remuneration from the Company during the current or prior year.

The average monthly number of employees, including the directors, during the year was as follows:

	<b>2019 No.</b>	<b>2018 No.</b>
Directors	<u>4</u>	<u>4</u>

**6. DIVIDENDS**

	<b>2019 £</b>	<b>2018 £</b>
Dividends paid on ordinary shares	<u>500,000</u>	<u>498,750</u>

**7. FIXED ASSET INVESTMENTS**

	<b>Investments in subsidiary companies £</b>
<b>COST</b>	
At 1 June 2018	8,041,751
At 31 May 2019	<u>8,041,751</u>
<b>NET BOOK VALUE</b>	
At 31 May 2018	<u>8,041,751</u>
At 31 May 2019	<u>8,041,751</u>

**SUBSIDIARY UNDERTAKINGS**

The following were subsidiary undertakings of the Company:

<b>Name</b>	<b>Class of shares</b>	<b>Holding</b>	<b>Principal activity</b>
Grosvenor House Group Limited	Ordinary	100 %	Holding Company

The registered office of the subsidiary is 4 Greengate Cardale Park Harrogate HG3 1GY.

**GROSVENOR HOUSE GROUP HOLDINGS LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 MAY 2019**

**8. CASH AND CASH EQUIVALENTS**

	2019 £	2018 £
Cash at bank and in hand	65	95
	<u>65</u>	<u>95</u>

**9. CREDITORS: Amounts falling due within one year**

	2019 £	2018 £
Amounts owed to group undertakings	1,857,810	1,857,810
	<u>1,857,810</u>	<u>1,857,810</u>

A working capital facility with Santander for another group company has been secured against the assets of the company. At the year end this facility was not being utilised.

**10. SHARE CAPITAL**

	2019 £	2018 £
<b>Allotted, called up and fully paid</b>		
1,000 Ordinary shares of £1 each	1,000	1,000
4 Preferred Ordinary shares of £1 each	4	4
	<u>1,004</u>	<u>1,004</u>

Ordinary shares have full voting and dividend rights.

**11. INVESTMENT INCOME**

	2019 £	2018 £
Income from shares in group undertakings	500,000	800,000
	<u>500,000</u>	<u>800,000</u>

**GROSVENOR HOUSE GROUP HOLDINGS LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 MAY 2019**

**12. RESERVES**

**Share premium account**

The share premium account represents the value paid to the company above the nominal of shares issued.

**Profit and loss account**

The profit and loss account represents cumulative profits and losses less dividends paid.

**13. RELATED PARTY TRANSACTIONS**

The company has taken advantage of the exemption conferred by FRS102 section 33 paragraph 1A not to disclose transactions and balances with wholly owned group members as they are eliminated on consolidation and the consolidated accounts are publicly available.

**14. CONTROLLING PARTY**

The Company's immediate and ultimate parent undertaking is GH Newco 1 Limited, a company registered in England and Wales. GH Newco 1 Limited is also the parent undertaking of the largest and smallest group for which accounts are to be drawn up and of which the Company is a member. Copies of the consolidated financial statements of GH Newco 1 Limited are available from the registered office at 4 Greengate, Cardale Park, Harrogate, North Yorkshire, HG3 1GY.