

Registered number: 04035681

GRANTCHESTER HOLDINGS LIMITED

UNAUDITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2022

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GRANTCHESTER HOLDINGS LIMITED

COMPANY INFORMATION

Directors	Richard Cameron Sharp (appointed 27 July 2023) Richard Geoffrey Shaw (appointed 28 April 2023) Joshua Michael Warren (appointed 31 May 2023)
Company secretary	Hammerson Company Secretarial Limited
Registered number	04035681
Registered office	Marble Arch House 66 Seymour Street London W1H 5BX

GRANTCHESTER HOLDINGS LIMITED

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GRANTCHESTER HOLDINGS LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2022

The Directors present their report and the financial statements for the year ended 31 December 2022.

Principal activity

The principal activity of the Company is to act as an investment holding company in the United Kingdom. The Directors do not anticipate any significant change in the principal activity in the foreseeable future.

Directors

The Directors who served during the year were:

Paul Justin Denby (resigned 28 April 2023)

Abigail Jane Dunning (resigned 15 February 2022)

Dominic Martin Etienne Page (appointed 15 February 2022, resigned 31 May 2023)

Going concern

The Directors have considered the use of the going concern basis in the preparation of the financial statements in light of the net current liability position on the Balance Sheet as at 31 December 2022 and concluded that it was appropriate. More information is provided in note 2.4 to the financial statements.

Qualifying third party indemnity provisions

The Company's ultimate parent company, Hammerson plc, has put in place qualifying third party indemnity provisions for the benefit of the Company's Directors, which were in place throughout the year and which remain in place at the date of approval of this report.

Small companies note

In preparing this report, the Directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

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



Joshua Michael Warren
Director

Date: 12 December 2023

GRANTCHESTER HOLDINGS LIMITED

**STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2022**

	Note	2022 £000	2021 £000
Decrease in impairment provision on investments		3,193	16,135
Decrease in impairment provision on receivables		-	315
Operating profit		3,193	16,450
Net finance costs	6	(4,938)	(2,450)
(Loss)/profit before tax		(1,745)	14,000
Tax on (loss)/profit	7	-	-
(Loss)/profit for the financial year		(1,745)	14,000

There was no other comprehensive income for 2022 (2021: NIL).

The notes on pages 5 to 12 form part of these financial statements.

GRANTCHESTER HOLDINGS LIMITED
REGISTERED NUMBER: 04035681

BALANCE SHEET
AS AT 31 DECEMBER 2022

	Note	2022 £000	2021 £000
Fixed assets			
Investments		217,800	214,606
Current assets			
Receivables - due within one year	9	-	33,052
Payables - due within one year	10	(141,945)	(170,058)
Net current liabilities		(141,945)	(137,006)
Net assets		<u>75,855</u>	<u>77,600</u>
Capital and reserves			
Called up share capital	11	19,207	19,207
Share premium	12	9,837	9,837
Capital redemption reserve	12	32,485	32,485
Retained earnings	12	14,326	16,071
		<u>75,855</u>	<u>77,600</u>

The members have not required the Company to obtain an audit for the year in question in accordance with section 476 of the Companies Act 2006.

The Company was entitled to exemption from audit under section 477 of the Companies Act 2006.

The Directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements.

The Company's financial statements have been prepared in accordance with the provisions applicable to entities subject to the small companies regime.

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



Joshua Michael Warren
Director

Date: 12 December 2023

The notes on pages 5 to 12 form part of these financial statements.

GRANTCHESTER HOLDINGS LIMITED

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2022**

	Called up share capital £000	Share premium £000	Capital redemption reserve £000	Retained earnings £000	Total equity £000
At 1 January 2021	19,207	9,837	32,485	2,071	63,600
Comprehensive loss for the year					
Profit for the year	-	-	-	14,000	14,000
At 1 January 2022	19,207	9,837	32,485	16,071	77,600
Comprehensive profit for the year					
Loss for the year	-	-	-	(1,745)	(1,745)
At 31 December 2022	19,207	9,837	32,485	14,326	75,855

The notes on pages 5 to 12 form part of these financial statements.

GRANTCHESTER HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2022

1. General information

Grantchester Holdings Limited is a private company limited by shares and incorporated in England and Wales under the Companies Act. The nature of the Company's operations and its principal activities are set out on the Directors' Report. The address of the registered office is Marble Arch House, 66 Seymour Street, London, W1H 5BX.

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 101 'Reduced Disclosure Framework' and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the Company's accounting policies (see note 3).

The presentational and functional currency of these financial statements is GBP. Values are rounded to the nearest thousand.

The following principal accounting policies have been applied:

2.2 Financial Reporting Standard 101 - reduced disclosure exemptions

The Company has taken advantage of the following disclosure exemptions under FRS 101:

- the requirements of IFRS 7 Financial Instruments: Disclosures
- the requirements of paragraphs 91-99 of IFRS 13 Fair Value Measurement
- the requirement in paragraph 38 of IAS 1 'Presentation of Financial Statements' to present comparative information in respect of:
 - paragraph 79(a)(iv) of IAS 1;
- the requirements of paragraphs 10(d), 10(f), 16, 38A, 38B, 38C, 38D, 40A, 40B, 40C, 40D, 111 and 134-136 of IAS 1 Presentation of Financial Statements
- the requirements of IAS 7 Statement of Cash Flows
- the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors
- the requirements of paragraph 17 and 18A of IAS 24 Related Party Disclosures
- the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member
- the requirements of paragraphs 130(f)(ii), 130(f)(iii), 134(d)-134(f) and 135(c)-135(e) of IAS 36 Impairment of Assets.

This information is included in the consolidated financial statements of Hammerson plc as at 31 December 2022 and these financial statements may be obtained from the registered office.

2.3 Impact of new international reporting standards, amendments and interpretations

There are no amendments to accounting standards or IFRIC interpretations that are effective for the year ended 31 December 2022 that have had a material impact on the Company.

GRANTCHESTER HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2022

2. Accounting policies (continued)

2.4 Exemption from preparing consolidated financial statements

The Company is a parent company whose financial statements are included in the consolidated financial statements of Hammerson plc, a company established under UK Law. The Company has taken the exemption available under S400 of the Companies Act 2006 from the requirement to prepare consolidated financial statements. These financial statements therefore present information about the Company as an individual undertaking and not about its Group. See note 13 for the registered office of Hammerson plc.

2.5 Going concern

The Company has net current liabilities as at 31 December 2022 and is reliant on the support of its ultimate parent company, Hammerson plc, to be able to meet its liabilities as they fall due. These liabilities relate to amounts due to the ultimate parent company. The Directors consider that the Company is an integral part of Hammerson plc's structure and strategy and this is evidenced by a letter of support from Hammerson plc, which states its intent to provide the necessary financial support to ensure that the Company is a going concern for at least 12 months from the date of signing of these financial statements.

After making enquiries and taking account of the factors noted above, the Directors have a reasonable expectation that the Company will have access to adequate resources to continue in existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the financial statements.

2.6 Net finance costs

Net finance costs include interest payable to related party undertakings, net of interest receivable on funds invested.

2.7 Fixed asset investments

Fixed asset investments, including investments in subsidiaries and other related undertakings, are shown at cost less provision for impairment.

GRANTCHESTER HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2022

2. Accounting policies (continued)

2.8 Financial instruments

The Company recognises financial instruments when it becomes a party to the contractual arrangements of the instrument. Financial instruments are de-recognised when they are discharged or when the contractual terms expire. The Company's accounting policies in respect of financial instruments transactions are explained below:

Financial assets and financial liabilities are initially measured at fair value.

Financial assets

All recognised financial assets are subsequently measured in their entirety at either fair value or amortised cost, depending on the classification of the financial assets.

Debt instruments at amortised cost

Debt instruments are subsequently measured at amortised cost where they are financial assets held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and selling the financial assets, and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Amortised cost is calculated using the effective interest method and represents the amount measured at initial recognition less repayments of principal plus the cumulative amortisation using the effective interest method of any difference between the initial amount and the maturity amount, adjusted for any loss allowance.

Impairment of financial assets

The Company always recognises lifetime ECL for trade receivables and amounts due on contracts with customers. The expected credit losses on these financial assets are estimated based on the Company's historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where appropriate. Lifetime ECL represents the expected credit losses that will result from all possible default events over the expected life of a financial instrument.

Financial liabilities

At amortised cost

Financial liabilities which are neither contingent consideration of an acquirer in a business combination, held for trading, nor designated as at fair value through profit or loss are subsequently measured at amortised cost using the effective interest method. This is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or where appropriate a shorter period, to the amortised cost of a financial liability.

GRANTCHESTER HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2022

3. Judgements in applying accounting policies and key sources of estimation uncertainty

In the application of the Company's accounting policies, the Directors are required to make judgements, estimates and assumptions about the carrying value of assets and liabilities. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from those estimates. Estimates and the underlying assumptions are reviewed on an ongoing basis.

Revisions 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 the current and future periods.

The Company's critical judgements and areas of estimation uncertainty are in respect of the valuation of investments and impairment provisions.

Valuation of investments

The Company's investments include direct and indirect subsidiaries, as per note 9, which are carried in the Balance Sheet at historical cost less provision for impairment, which are assessed by the Directors based upon the net assets of the subsidiaries in which the Company invests. The principal assets of the indirect subsidiaries are their investment properties which are valued six monthly by professional qualified external valuers. The Directors must ensure they are satisfied that the Company's investment in the subsidiaries is appropriate for the financial statements. The basis of valuation of the indirect subsidiaries investment properties is set out in the notes to the financial statements of these subsidiaries for the year ended 31 December 2022.

Impairment provisions

Judgement is required in assessing revenue recognition and the potential impairment of financial assets. The Directors have assessed the recoverability of amounts due from related undertakings, taking into account the value of their underlying net assets. A loss allowance provision against amounts due from fellow group undertakings was made as at 31 December 2022 of £Nil (2021: £Nil).

An additional significant judgement necessary in the preparation of these financial statements was in relation to the appropriateness of the going concern basis of preparation, further information on which is provided in note 2.5.

4. Employees

The Company had no employees other than the Directors during the current or prior year.

The Directors did not receive any remuneration for their services from the Company in the year (2021: £Nil), having been paid by other group undertakings. It is deemed impractical to allocate their remuneration between group undertakings for the purpose of this disclosure. In addition there were no payments to key management personnel in either the current or preceding financial year.

5. Increase in impairment provision on receivables

	2022 £000	2021 £000
Decrease in impairment provision on amounts due from fellow group undertakings	-	(315)

GRANTCHESTER HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2022

6. Net finance cost

	2022 £000	2021 £000
Interest payable to ultimate parent company	<u>4,938</u>	<u>2,450</u>

7. Taxation

	2022 £000	2021 £000
Current tax on loss/(profit) for the year	-	-
Total current tax	<u>-</u>	<u>-</u>

Factors affecting tax charge for the year

The tax assessed for the year varies from the standard rate of corporation tax in the UK of 19% (2021:19%). The differences are explained below:

	2022 £000	2021 £000
(Loss)/profit on ordinary activities before tax	<u>(1,745)</u>	<u>14,000</u>
(Loss)/profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2020: 19%)	(332)	2,660
Effects of:		
Impairment of investments	(606)	(3,065)
Impairment of receivables	-	(60)
Group relief	938	465
Total tax charge for the year	<u>-</u>	<u>-</u>

GRANTCHESTER HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2022

8. Fixed asset investments

	2022 £000	2021 £000
Cost		
At 1 January	325,795	325,795
At 31 December	325,795	325,795
Impairment provision		
At 1 January	(111,189)	(127,324)
Decrease in impairment provision	3,194	16,135
At 31 December	(107,995)	(111,189)
Carrying value		
At 1 January	214,606	198,471
At 31 December	217,800	214,606

The Company owns 100% of the issued ordinary share capital of the companies listed below. All directly and indirectly held group undertakings are registered in England and Wales with the same registered office as the Company.

Name	Class of share capital held	Nature of business
Grantchester Investments Limited	Ordinary	Dormant
Grantchester Limited**	Ordinary	Intermediate parent company
Hammerson Investments (NO.26) Limited	Ordinary	Dormant
Westchester Property Holdings Limited	Ordinary	Intermediate parent company

Also included within investments is an interest in 50% of the voting ordinary and A ordinary share capital and 100% of the B ordinary share capital of Westchester Holdings Limited, a jointly controlled investment holding company. Westchester Holdings Limited owns 75% of the issued ordinary share capital of Hammerson (Euston Square) Limited, a dormant company.

On 13 June 2023, the Company's subsidiary Grantchester Investments Limited was dissolved.

GRANTCHESTER HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2022

8. Fixed asset investments (continued)

**At 31 December 2022, Grantchester Limited owned 100% of the issued ordinary share capital of the companies listed below:

Name	Class of share capital held	Nature of business
Crocusford Limited	Ordinary	Property investment
Grantchester Developments (Birmingham) Limited	Ordinary	Property investment
Grantchester Group Limited	Ordinary	Management Services
Grantchester Properties (Gloucester) Limited	Ordinary	Property Investment
Grantchester Properties (Luton) Limited	Ordinary	Property Investment
Grantchester Properties (Nottingham) Limited	Ordinary	Dormant
Grantchester Properties (Port Talbot) Limited	Ordinary	Dormant
Grantchester Properties (Sunderland) Limited	Ordinary	Dormant
London & Metropolitan Northern	Ordinary	Dormant

On 13 June 2023, three subsidiaries of Grantchester Limited (a subsidiary of the Company) were dissolved:

Grantchester Properties (Luton) Limited;
Grantchester Properties (Nottingham) Limited; and
Grantchester Properties (Port Talbot) Limited.

9. Receivables - due within one year

	2022 £000	2021 £000
Amounts owed by fellow group undertakings	-	33,052

All amounts shown under receivables fall due for payment within one year and are repayable on demand. The amounts owed are unsecured. Amounts owed by fellow group undertakings are non-interest bearing.

Amounts owed by fellow group undertakings are shown after deducting loss allowance provisions of £Nil (2021: £315,000).

GRANTCHESTER HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2022

10. Payables - due within one year

	2022 £000	2021 £000
Amounts owed to ultimate parent company	<u>141,945</u>	<u>170,058</u>

Interest is charged on amounts owed to the ultimate parent company at variable rates which have historically been based on LIBOR and are repayable on demand. With effect from 1 January 2022, LIBOR was replaced with SONIA (Sterling Overnight Index Average). All amounts owed are unsecured. Amounts owed to fellow group undertakings are non-interest bearing.

11. Called up share capital

	2022 £000	2021 £000
Authorised		
170,259,257 (2021 - 170,259,257) ordinary shares of £0.25 each	<u>42,565</u>	<u>42,565</u>
Allotted, called up and fully paid		
76,827,326 (2021 - 76,827,326) ordinary shares of £0.25 each	<u>19,207</u>	<u>19,207</u>

12. Reserves

The following describes the nature and purpose of each reserve within equity:

Share premium

This reserve represents amounts subscribed for share capital in excess of nominal value.

Capital redemption reserve

This reserve represents the nominal value of share capital redeemed

Retained earnings

The reserve represents cumulative profits and losses less any dividends paid.

13. Ultimate controlling party

At the end of the current and preceding year, the Company's immediate, ultimate parent company and ultimate controlling party was Hammerson plc, which is registered in England and Wales and is the largest and smallest group to consolidate these financial statements.

The consolidated financial statements of the ultimate parent company, Hammerson plc, are available from that company's registered office, Marble Arch house, 66 Seymour Street, London, W1H 5BX.