

Registered number  
05120741

**C.G.I.S. Holborn Hall Limited**  
**Report and Financial Statements**  
**30 June 2015**

THURSDAY



\*L53WED57\*

LD6

31/03/2016

#34

COMPANIES HOUSE

**C.G.I.S. Holborn Hall Limited**  
**Report and financial statements**  
**Contents**

	<b>Page</b>
Directors' report	1
Statement of directors' responsibilities	2
Independent auditors' report	3
Profit and loss account	4
Statement of total recognised gains and losses	5
Balance sheet	6
Notes to the financial statements	7-11

**C.G.I.S. Holborn Hall Limited**

**Registered number: 05120741**

**Directors' Report**

The directors present their report and financial statements for the year ended 30 June 2015.

**Principal activities**

The company's principal activity during the year continued to be property investment.

**Results and dividends**

The results for the year are shown in the profit and loss account on page 4.

The directors do not recommend the payment of a final dividend.

**Directors**

The following persons served as directors during the year:

T S Cole  
S R Collins  
M N Steinberg

**Disclosure of information to auditors**

Each person who was a director at the time this report was approved confirms that:

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

**Auditors**

The auditors, haysmacintyre, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

**Small company provisions**

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

This report was approved by the board on 29 March 2016 and signed on its behalf.



M N Steinberg  
Director

Registered Office:  
10 Upper Berkeley Street  
London  
W1H 7PE

**C.G.I.S. Holborn Hall Limited**  
**Statement of Directors' Responsibilities**

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and 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.

**C.G.I.S. Holborn Hall Limited**  
**Independent auditors' report**  
**to the shareholders of C.G.I.S. Holborn Hall Limited**

We have audited the financial statements of C.G.I.S. Holborn Hall Limited for the year ended 30 June 2015 which comprise the Profit and Loss Account, the Balance Sheet, the Statement of Total Recognised Gains and Losses and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

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

**Respective responsibilities of directors and auditors**

As explained more fully in the Statement of Directors' Responsibilities, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's (APB's) Ethical Standards for Auditors.

**Scope of the audit of the financial statements**

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's website at [www.frc.org.uk/auditscopeukprivate](http://www.frc.org.uk/auditscopeukprivate).

**Opinion on the financial statements**

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 30 June 2015 and of its profit 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 Companies Act 2006.

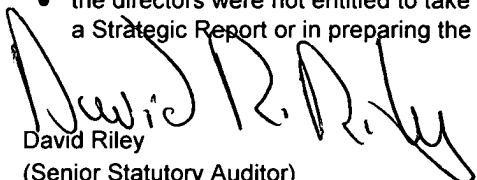
**Opinion on other matters prescribed by the Companies Act 2006**

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

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

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

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the accounts 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.
- the directors were not entitled to take advantage of the small companies exemption from the requirement to prepare a Strategic Report or in preparing the Directors Report.

  
David Riley  
(Senior Statutory Auditor)  
for and on behalf of  
haysmacintyre  
Statutory Auditor  
29 March 2016

26 Red Lion Square  
London  
WC1R 4AG

**C.G.I.S. Holborn Hall Limited**  
**Profit and Loss Account**  
**for the year ended 30 June 2015**

	Notes	2015 £	2014 £
Turnover	2	1,422,677	1,367,169
Cost of sales		(24,314)	(105,208)
<b>Gross profit</b>		<u>1,398,363</u>	<u>1,261,961</u>
Administrative expenses		-	(88)
Other operating income		-	32,288
<b>Operating profit</b>		<u>1,398,363</u>	<u>1,294,161</u>
Interest payable	5	(264,715)	(324,064)
<b>Profit on ordinary activities before taxation</b>		<u>1,133,648</u>	<u>970,097</u>
Tax on profit on ordinary activities	6	(14,507)	76,050
<b>Profit for the financial year</b>		<u>1,119,141</u>	<u>1,046,147</u>

**Continuing operations**

All results relate to continuing operations.

**C.G.I.S. Holborn Hall Limited**  
**Statement of total recognised gains and losses**  
**for the year ended 30 June 2015**

	<b>Notes</b>	<b>2015</b> <b>£</b>	<b>2014</b> <b>£</b>
Profit for the financial year		1,119,141	1,046,147
Unrealised surplus on revaluation of properties	7	10,070,100	2,385,884
Total recognised gains and losses related to the year		<u>11,189,241</u>	<u>3,432,031</u>

**C.G.I.S. Holborn Hall Limited**  
**Balance Sheet**  
**as at 30 June 2015**

Company number: 05120741

	Notes	2015 £	2014 £
<b>Fixed assets</b>			
Investment Property	7	34,875,000	24,800,000
<b>Current assets</b>			
Debtors	8	453,944	380,997
<b>Creditors: amounts falling due within one year</b>	9	(11,833,197)	(12,888,998)
<b>Net current liabilities</b>		(11,379,253)	(12,508,001)
<b>Total assets less current liabilities</b>		23,495,747	12,291,999
<b>Provisions for liabilities</b>	10	(666,329)	(651,822)
<b>Net assets</b>		<u>22,829,418</u>	<u>11,640,177</u>
<b>Capital and reserves</b>			
Called up share capital	11	1	1
Revaluation reserve	12	17,174,203	7,104,103
Profit and loss account	13	5,655,214	4,536,073
<b>Shareholders' deficit</b>		<u>22,829,418</u>	<u>11,640,177</u>

  
M N Steinberg  
Director

Approved by the board on 29 March 2016

  
S R Collins  
Director



**C.G.I.S. Holborn Hall Limited**  
**Notes to the Financial Statements**  
**for the year ended 30 June 2015**

**1 Accounting policies**

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the company's financial statements except as noted below.

***Accounting convention***

The financial statements have been prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and Applicable Law).

***Properties***

Investment properties are included in the balance sheet at their market value at 30 June 2015, which is based upon valuations from DTZ Debenham Tie Leung Limited. Temporary surpluses or deficits arising on valuation are transferred to a revaluation reserve. Permanent impairment in the value of properties to below their carrying values are charged directly to the profit and loss account.

Additions to investment properties include only costs of a capital nature.

In accordance with SSAP 19 (as amended) no depreciation or amortisation is provided in respect of freehold and leasehold investment properties. This treatment of the Group's investment properties, is a departure from the requirements of Companies Act 2006 concerning depreciation of fixed assets. However, these properties are not held for consumption but for investment and the Directors consider that systematic annual depreciation would be inappropriate. The accounting policy adopted is necessary for the financial statements to give a true and fair view. Depreciation or amortisation is only one of the factors reflected in annual valuation, and the amount which might otherwise be shown, cannot be separately identified or quantified.

***Cashflow statement***

A cash flow statement is included in the consolidated financial statements of the ultimate holding company, CGIS Group (Holdings) Limited. The company therefore is exempt under FRS1 from the requirement to prepare a separate cash flow statement.

***Related party transactions***

As the company is a wholly owned subsidiary of CGIS Group (Holdings) Limited, it has taken advantage of the exemption contained in Financial Reporting Standard 8 and has therefore not disclosed transactions with wholly owned subsidiaries which form part of the group.

***Deferred taxation***

Deferred tax is provided in respect of all timing differences that have originated but not reversed at the balance sheet date where an event has occurred that results in an obligation to pay more or less tax in the future, except that:

(a) Provision is not made in respect of property revaluation surpluses unless an unconditional sales agreement has been signed and rollover relief is not available to cover any gain arising; and

(b) Deferred tax assets are recognised only to the extent that it is more likely than not that there will be suitable taxable profits from which future reversal of the relevant timing differences can be deducted.

Deferred tax is measured on a non discounted basis at the tax rates which apply at the balance sheet date.

**C.G.I.S. Holborn Hall Limited**  
**Notes to the Financial Statements**  
**for the year ended 30 June 2015**

**7 Investment Property**

	<b>Land and buildings £</b>	<b>Total £</b>
<b>Cost</b>		
At 1 July 2014	24,800,000	24,800,000
Additions	4,900	4,900
Surplus on revaluation	10,070,100	10,070,100
At 30 June 2015	<u>34,875,000</u>	<u>34,875,000</u>
<b>Net book value</b>		
At 30 June 2015	<u>34,875,000</u>	<u>34,875,000</u>
At 30 June 2014	<u>24,800,000</u>	<u>24,800,000</u>
 Freehold land and buildings:	 <b>2015</b>	 <b>2014</b>
	<b>£</b>	<b>£</b>
Historical cost	<u>17,700,797</u>	<u>17,695,897</u>

The company is a subsidiary of CGIS Group Limited, which is a member of the CGIS Group (Holdings) Limited group ("the group"). The group has borrowings which are secured against the assets of the group and the company is a guarantor of these borrowings.

The group borrowings contain certain financial covenants relating to the market value of the group's property assets in a ratio to the level of outstanding borrowings. At 30 June 2015, the group was in full compliance with these ratios.

The company's property has been valued as at 30 June 2015 by the directors based on valuations provided by the Group's independent external valuer, DTZ Debenham Tie Leung. These valuations were prepared in accordance with appropriate sections of the RICS Professional standards ("PS"), RICS Global Valuation Practice Standards ("VPS"), RICS Global Valuation Practice Guidance-Applications ("VPGAs"), and United Kingdom Valuation Standards ("UKVS"), contained within the RICS Valuation-Professional Standards 2014, (the "Red Book").

<b>8 Debtors</b>	<b>2015</b>	<b>2014</b>
	<b>£</b>	<b>£</b>
Prepayments and accrued income	147,258	167,610
Other debtors	306,686	213,387
	<u>453,944</u>	<u>380,997</u>
 <b>9 Creditors: amounts falling due within one year</b>	 <b>2015</b>	 <b>2014</b>
	<b>£</b>	<b>£</b>
Trade creditors	19,332	5,130
Amounts owed to parent undertaking	10,675,433	12,491,687
Other creditors	231,371	137,805
Accruals and deferred income	907,061	254,376
	<u>11,833,197</u>	<u>12,888,998</u>

**C.G.I.S. Holborn Hall Limited**  
**Notes to the Financial Statements**  
**for the year ended 30 June 2015**

**2 Turnover**

Turnover, which is stated net of value added tax, includes rents receivable and the invoiced value of other sales from operations within the United Kingdom.

**3 Staff numbers and costs**

Except for the directors, there were no persons employed by the company during the period. The directors received no remuneration for their services to the the company.

**4 Auditors' remuneration**

The auditors' remuneration has been borne by its immediate parent company, C.G.I.S. Group Limited.

<b>5 Interest payable</b>	<b>2015</b>	<b>2014</b>
	<b>£</b>	<b>£</b>
Interest payable	264,715	324,064
	<u>264,715</u>	<u>324,064</u>

Interest on intercompany loans is charged annually in arrears at bank base rate plus 3.25%. However, where this would result in a loss arising in the subsidiary company's accounts, the amount of interest charged is constrained to the funds available in that subsidiary company, such that neither a gain or a loss arises in its accounts.

<b>6 Taxation</b>	<b>2015</b>	<b>2014</b>
	<b>£</b>	<b>£</b>
Deferred tax	14,507	(76,050)
	<u>14,507</u>	<u>(76,050)</u>

The tax on the profit on ordinary activities has been reduced from the amount that would arise from applying the prevailing corporation tax rate to the company's profit as follows:-

<b>Current taxation reconciliation</b>	<b>2015</b>	<b>2014</b>
	<b>£</b>	<b>£</b>
Profit on ordinary activities before taxation	1,133,648	970,097
UK corporation tax at 21/20% on profits before tax (2014: 23/21%)	235,240	218,285
Capital allowances and IBAs	(15,052)	(19,882)
Permanently disallowable expenditure	-	-
Tax losses from group companies	(220,188)	(198,403)
	<u>-</u>	<u>-</u>

The company has provided for deferred tax of £666,329 (2014: £651,822) in respect of fixed asset timing differences (See Note 10). Potential unprovided deferred tax liabilities on property value surpluses are £1,982,721 (2014: £19,472).

**C.G.I.S. Holborn Hall Limited**  
**Notes to the Financial Statements**  
**for the year ended 30 June 2015**

**10 Provisions for liabilities**

Deferred taxation:	<b>2015</b> <b>£</b>	<b>2014</b> <b>£</b>
Accelerated capital allowances	666,329	651,822
	<u>666,329</u>	<u>651,822</u>

	<b>2015</b> <b>£</b>	<b>2014</b> <b>£</b>
At 1 July	651,822	727,872
Deferred tax (credit)/charge in profit and loss account	14,507	(76,050)
At 30 June	<u>666,329</u>	<u>651,822</u>

**11 Share capital**

	<b>Nominal value</b>	<b>2015 Number</b>	<b>2015</b> <b>£</b>	<b>2014</b> <b>£</b>
Allotted, called up and fully paid:				
Ordinary shares	£1 each	1	1	1
			<u>1</u>	<u>1</u>

**12 Revaluation reserve**

	<b>2015</b> <b>£</b>
At 1 July 2014	7,104,103
Arising on revaluation during the year	10,070,100
At 30 June 2015	<u>17,174,203</u>

**13 Profit and loss account**

	<b>2015</b> <b>£</b>
At 1 July 2014	4,536,073
Profit for the year	1,119,141
At 30 June 2015	<u>5,655,214</u>

**14 Reconciliation of movement in shareholder's funds**

	<b>2015</b> <b>£</b>	<b>2014</b> <b>£</b>
At 1 July	11,640,177	8,208,146
Profit for the financial year	1,119,141	1,046,147
Arising on revaluation during the year	10,070,100	2,385,884
	<u>22,829,418</u>	<u>11,640,177</u>

**C.G.I.S. Holborn Hall Limited**  
**Detailed profit and loss account**  
**for the year ended 30 June 2015**

	<b>2015</b> <b>£</b>	<b>2014</b> <b>£</b>
<b>Sales</b>	1,422,677	1,367,169
Cost of sales	(24,314)	(105,208)
<b>Gross profit</b>	<u>1,398,363</u>	<u>1,261,961</u>
Administrative expenses	-	(88)
Other operating income	-	32,288
<b>Operating profit</b>	<u>1,398,363</u>	<u>1,294,161</u>
Interest payable	(264,715)	(324,064)
<b>Profit before tax</b>	<u>1,133,648</u>	<u>970,097</u>

**C.G.I.S. Holborn Hall Limited**  
**Notes to the Financial Statements**  
**for the year ended 30 June 2015**

**15 Post balance sheet events**

On the 5th February 2016 the company disposed of its investment property for a consideration of £38,800,000.

**16 Ultimate controlling party**

The company's immediate parent company is CGIS Group Limited, which is the smallest group to prepare consolidated financial statements in which this company is included.

The largest group into which the company is consolidated is CGIS Group (Holdings) Limited, a company incorporated in England and Wales.

The company is ultimately controlled by the directors.