

Registered number
05120741

C.G.I.S. Holborn Hall Limited
Report and Financial Statements
30 June 2016



C.G.I.S. Holborn Hall Limited
Report and financial statements
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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 2016.

Principal activities

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

During the year the company sold its property.

Results and dividends

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

During the year, an interim dividend totalling £22,843,924 was declared and paid. 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.

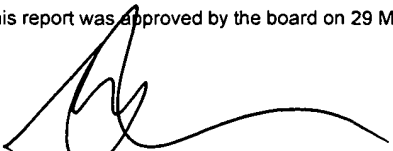
Auditors

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 2017 and signed on its behalf.


M N Steinberg
Director

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 2016 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 the Financial Reporting Standard for Smaller Entities (effective January 2015) (United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities).

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.

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 2016 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

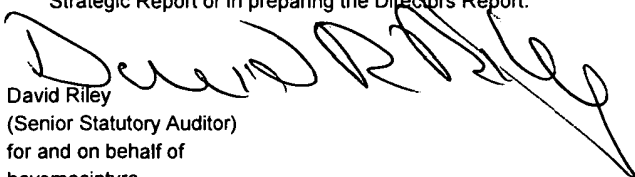
Opinion on other matters prescribed by the Companies Act 2006

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 2017

26 Red Lion Square
London
WC1R 4AG

C.G.I.S. Holborn Hall Limited
Profit and Loss Account
for the year ended 30 June 2016

	Notes	2016 £	2015 £
Turnover		922,650	1,422,677
Cost of sales		(112,576)	(24,314)
Gross profit		<u>810,074</u>	<u>1,398,363</u>
Administrative expenses		(140,780)	-
Other operating income		438,973	-
Operating profit		<u>1,108,267</u>	<u>1,398,363</u>
Exceptional items: profit on the disposal of investments		3,275,306	-
		<u>4,383,573</u>	<u>1,398,363</u>
Interest receivable		28,968	-
Interest payable	4	(913)	(264,715)
Profit on ordinary activities before taxation		<u>4,411,628</u>	<u>1,133,648</u>
Tax on profit on ordinary activities	5	666,329	(14,507)
Profit for the financial year		<u>5,077,957</u>	<u>1,119,141</u>

Continuing operations

All results relate to continuing operations.

There is no difference between the profit as stated and that prepared on the historic cost basis.

The notes on pages 7 - 11 form part of these financial statements.

C.G.I.S. Holborn Hall Limited
Statement of total recognised gains and losses
for the year ended 30 June 2016

	Notes	2016 £	2015 £
Profit for the financial year		5,077,957	1,119,141
Unrealised surplus on revaluation of properties	6	-	10,070,100
Total recognised gains and losses related to the year		<u>5,077,957</u>	<u>11,189,241</u>

The notes on pages 7 - 11 form part of these financial statements.

C.G.I.S. Holborn Hall Limited
Balance Sheet
as at 30 June 2016

Company number: 05120741

	Notes	2016 £	2015 £
Fixed assets			
Investment Property	6	-	34,875,000
Current assets			
Debtors	7	5,092,631	453,944
Creditors: amounts falling due within one year	8	(29,180)	(11,833,197)
Net current assets/(liabilities)		<u>5,063,451</u>	<u>(11,379,253)</u>
Total assets less current liabilities		<u>5,063,451</u>	<u>23,495,747</u>
Provisions for liabilities	9	-	(666,329)
Net assets		<u>5,063,451</u>	<u>22,829,418</u>
Capital and reserves			
Called up share capital	10	1	1
Revaluation reserve	11	-	17,174,203
Profit and loss account	12	5,063,450	5,655,214
Shareholders' deficit		<u>5,063,451</u>	<u>22,829,418</u>

The financial statements have been prepared in accordance with the special provisions applicable to small companies within Part 15 of the Companies Act 2006 and in accordance with the Financial Reporting Standard for Smaller Entities (effective January 2015).

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


S R Collins
Director

Approved by the board on 29 March 2017

The notes on pages 7 - 11 form part of these financial statements.

C.G.I.S. Holborn Hall Limited
Notes to the Financial Statements
for the year ended 30 June 2016

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.

Basis of preparation

The financial statements have been prepared on a going concern basis, under the historical cost accounting rules, modified by the revaluation of investment properties, and in accordance with the Companies Act 2006 and the Financial Reporting Standard for Smaller Entities (effective January 2015) ("FRSSE").

The financial statements have been prepared on the going concern basis by the directors, who have assessed the future performance of the company and determined that the going concern basis is appropriate. In addition, the directors have obtained the support of CGIS Group (Holdings) Limited for a period of at least 12 months from the date of approval of the financial statements.

Turnover

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

Properties

Investment properties are included in the balance sheet at the directors estimate of their open market value at the balance sheet date based upon external professional valuations. Aggregate surpluses or deficits arising on valuation are transferred to a revaluation reserve. Impairment in the value of the properties to below their carrying values are charged directly to the profit and loss account, where such impairments are considered permanent.

Additions to investment properties include only costs of a capital nature. Costs such as interest and other property outgoings are treated as revenue expenditure and written off as incurred.

In accordance with the FRSSE no depreciation or amortisation is provided in respect of freehold and leasehold investment properties. This treatment is a departure from the requirements of the 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.

Lease incentives

The company treats any incentive for lessees to enter into lease agreements as a reverse cost and accounts for rental income from the commencement date of any rent free period. The cost of all lease incentives (such as rent free periods or contributions to tenants' fitting out costs) is therefore set off against the total rent due. The net rental income is then spread evenly over the shorter of the period from the rent commencement date to the date of the next rent review or lease end date.

1 Accounting policies (continued)

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 the FRSSSE and has therefore not disclosed transactions with fellow owned subsidiaries which form part of the group.

The consolidated financial statements of CGIS Group (Holdings) Limited, within which this company is included, can be obtained from 10 Upper Berkeley Street, London W1H 7PE.

Intercompany loans

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.

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.

2 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 company.

3 Auditors' remuneration

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

4 Interest payable

	2016	2015
Interest payable	£ 913	£ 264,715

C.G.I.S. Holborn Hall Limited
Notes to the Financial Statements
for the year ended 30 June 2016

5 Taxation	2016	2015
	£	£
Deferred tax	(666,329)	14,507
	<u>(666,329)</u>	<u>14,507</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:-

Current taxation reconciliation	2016	2015
	£	£
Profit on ordinary activities before taxation	<u>4,411,628</u>	<u>1,133,648</u>
UK corporation tax at 20% on profits before tax (2015: 20.75%)	910,468	235,240
Capital allowances and IBAs	(1,349,941)	(15,052)
Permanently disallowable expenditure	73,582	-
Capital gains	2,672,257	-
Tax losses from group companies	<u>(2,972,695)</u>	<u>(220,188)</u>
	<u>(666,329)</u>	<u>-</u>

6 Investment Property

	Land and buildings
	£
Valuation	
At 1 July 2015	34,875,000
Additions	421,891
Disposals	<u>(35,296,891)</u>
At 30 June 2016	<u>-</u>
Net book value	
At 30 June 2016	<u>-</u>
At 30 June 2015	<u>34,875,000</u>

Freehold land and buildings:	2016	2015
	£	£
Historical cost	<u>-</u>	<u>17,700,797</u>

7 Debtors	2016	2015
	£	£
Trade debtors	9,099	-
Prepayments and accrued income	-	147,258
Amounts owed by group undertakings	4,702,758	-
Other debtors	<u>380,774</u>	<u>306,686</u>
	<u>5,092,631</u>	<u>453,944</u>

C.G.I.S. Holborn Hall Limited
Notes to the Financial Statements
for the year ended 30 June 2016

8 Creditors: amounts falling due within one year			2016	2015
			£	£
Trade creditors			-	19,332
Amounts owed to parent undertaking			-	10,675,433
Other creditors			29,180	231,371
Accruals and deferred income			-	907,061
			<u>29,180</u>	<u>11,833,197</u>
9 Provisions for liabilities			2016	2015
Deferred taxation:			£	£
Accelerated capital allowances			-	666,329
			<u>-</u>	<u>666,329</u>
			2016	2015
			£	£
At 1 July 2015			666,329	651,822
Deferred tax (credit)/charge in profit and loss account			(666,329)	14,507
			<u>-</u>	<u>666,329</u>
At 30 June 2016			-	666,329
10 Share capital			2016	2015
	Nominal value	2016 Number	£	£
Allotted, called up and fully paid:				
Ordinary shares	£1 each	1	<u>1</u>	<u>1</u>
11 Revaluation reserve			2016	
			£	
At 1 July 2015			17,174,203	
Transfer to profit & loss account on sale of property			(17,174,203)	
			<u>-</u>	
At 30 June 2016			-	
12 Profit and loss account			2016	
			£	
At 1 July 2015			5,655,214	
Profit for the year			5,077,957	
Dividends			(22,843,924)	
Transfer from the revaluation reserve			17,174,203	
			<u>5,063,450</u>	
At 30 June 2016				

C.G.I.S. Holborn Hall Limited
Notes to the Financial Statements
for the year ended 30 June 2016

13 Dividends	2016	2015
Analysis of dividends by type:	£	£
Dividends (note 12)	<u>22,843,924</u>	<u>-</u>

14 Reconciliation of movement in shareholder's funds	2016	2015
	£	£
At 1 July	22,829,418	11,640,177
Profit for the financial year	5,077,957	1,119,141
Dividends	(22,843,924)	-
Arising on revaluation during the year	-	10,070,100
	<u>5,063,451</u>	<u>22,829,418</u>

15 Ultimate controlling party

The immediate holding company is CGIS Group Limited, and the ultimate parent company is CGIS Group (Holdings) Ltd. Both of these companies are registered in England and Wales.

The smallest and largest group into which the company is consolidated is CGIS Group (Holdings) Limited.

The company is ultimately controlled by the directors.