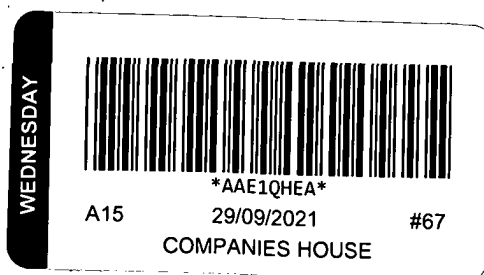


MHG Senior Borrower Limited

Reports and financial statements

For the year ended 31 December 2020

Registered number: 08313665



MHG Senior Borrower Limited

<i>Contents</i>	<i>Page</i>
Directors and other information	1
Directors' report	2
Statement of directors' responsibilities	4
Statement of comprehensive income	5
Balance sheet	6
Statement of changes in equity	7
Notes forming part of the financial statements	8

MHG Senior Borrower Limited

Directors and other information

Directors

Marc Socker
Nasir Pasha
Jeremy Cape

Registered office

27 Knightsbridge
Mayfair
SW1X 7LY

Bankers

Barclays Bank
1 Churchill Place
London
E14 5HP

Solicitors

Macfarlanes LLP
20 Cursitor Street
London
EC4A 1LT

Registered number

08313665

MHG Senior Borrower Limited

Directors' report

The directors present their annual report and the financial statements for the year ended 31 December 2020.

The Company has taken the exemption for small companies in relation to the Strategic report provided by Section 414B of the Companies Act 2006.

Activities

The principal activity of the company is that of a holding company of companies operating in the hotel and restaurant industry.

Review of developments and future prospects

The statement of comprehensive income is set out on page 5. The profit for the year ended 31 December 2020 before taxation was £nil (2019: £nil).

The directors expect that the company will not trade for the foreseeable future.

Directors and their interests

The directors who held office during the year were as follows:

Marc Socker	
Liam Cunningham	resigned on 25 February 2021
Mark Vose	resigned on 25 February 2021
Nasir Pasha	appointed on 25 February 2021
Jeremy Cape	appointed on 25 February 2021

The directors do not hold any material interests in the shares of the company or any other company in the group

Directors' liabilities

The Company has granted an indemnity to one or more of its directors against liability in respect of proceedings brought by third parties, subject to the conditions set out in the Companies Act 2006. Such qualifying third party indemnity provision remains in force as at the date of approving the Directors' report.

Dividends

The dividends paid during the year amounted to £Nil (2019: £Nil)

MHG Senior Borrower Limited

Directors' report (*Continued*)

Political and charitable contributions

The company made no political or charitable contributions during the year (2019: £nil).

Going Concern

The directors have a reasonable expectation that the company has adequate resources to continue operations for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the financial statements.

Auditor

The annual accounts have not been audited because the Company is entitled to the exemption provided by section 480(1) of the Companies Act 2006 relating to dormant companies and the members have not required the Company to obtain an audit under section 476(1) of the Companies Act 2006.

Approved by the Board of Directors and signed on behalf of the Board



Nasir Pasha
Director

07 September 2021

MHG Senior Borrower Limited

Statement of directors' responsibilities

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

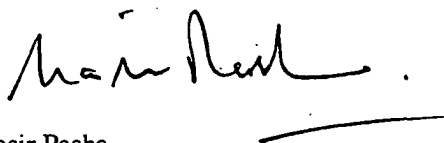
Company law requires the directors to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice) including FRS 101 *Reduced Disclosure Framework*.

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 year. 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; and
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements.

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 have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

On behalf of the board



Nasir Pasha
Director

07 September 2021

MHG Senior Borrower Limited

Registered number: 08313665

Statement of comprehensive income for the year ended 31 December 2020

	Note	2020 £'000	2019 £'000
Income from shares in group undertakings		-	-
Administrative expenses		-	-
Operating profit		-	-
Interest receivable/(payable) and similar charges	4	-	-
Profit on ordinary activities before tax		-	-
Tax charge on profit on ordinary activities	5	-	-
Profit for the financial year		-	-

There are no other comprehensive income or losses for the year or preceding financial year.

MHG Senior Borrower Limited

Registered number: 08313665

Balance sheet

at 31 December 2020

	Note	2020 £'000	2019 £'000
Fixed assets			
Investments	6	412,465	412,465
Current assets			
Cash		1	1
Debtors	7	39,617	39,617
		39,618	39,618
Creditors: amounts falling due within one year	8	(261,775)	(261,775)
Net current liabilities		(222,157)	(222,157)
Total assets less current liabilities		190,308	190,308
Net assets		190,308	190,308
Capital and reserves			
Called up share capital	10	-	-
Retained earnings		190,308	190,308
Shareholders' funds		190,308	190,308

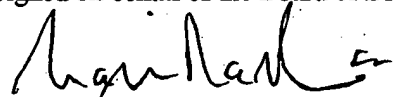
The annual accounts have not been audited because the Company is entitled to the exemption provided by section 480 of the Companies Act 2006 relating to dormant companies.

The members have not required the Company to obtain an audit under section 476 of the Companies Act 2006.

The Directors acknowledge their responsibility for complying with the requirements of the Act with respect to accounting records and for the preparation of accounts.

These financial statements were approved by the Board of Directors on 07 September 2021.

Signed on behalf of the Board of Directors



Nasir Pasha
Director

MHG Senior Borrower Limited

Registered number: 08313665

Statement of changes in equity *for the year ended 31 December 2020*

	Attributable to equity holders of the company		
	Share Capital £'000	Retained Earnings £'000	Total £'000
At 1 January 2019	-	190,308	190,308
Profit for the year	-	-	-
At 31 December 2019	-	190,308	190,308
Profit for the year	-	-	-
At 31 December 2020	-	190,308	190,308

The accompanying notes form an integral part of the financial statements.

MHG Senior Borrower Limited

Notes

forming part of the financial statements

1 Statement of compliance

The Company is incorporated and domiciled in England and Wales and its registered office is 27 Knightsbridge, London, SW1X 7LY.

These financial statements were prepared in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework (FRS 101) and in accordance with applicable accounting standards.

The Company's financial statements are presented in Sterling and all values are rounded to the nearest thousand pounds (£000) except when otherwise indicated.

2 Significant accounting policies

In preparing these financial statements, the company applies the recognition, measurement and disclosure requirements of International Financial Reporting Standards as adopted by the European Union ("EU IFRS"), but makes amendments where necessary in order to comply with the Companies Act 2006 and has set out below where advantage of the FRS 101 disclosure exemptions has been taken.

In these financial statements, the company has adopted certain disclosure exemptions available under FRS 101. These include:

- the requirements of paragraphs 45(b) and 46 to 52 of IFRS 2 Share-based Payment;
- the requirements of IFRS 7 Financial Instruments: Disclosures;
- the requirements of paragraphs 91 to 99 of IFRS 13 Fair Value Measurement;
- the requirements of the second sentence of paragraph 110 and paragraphs 113(a), 114, 115, 118, 119(a) to (c), 120 to 127 and 129 of IFRS 15 Revenue from Contracts with Customers;
- the requirement in paragraph 38 of IAS 1 Presentation of Financial Statements to present comparative information in respect of:
 - paragraph 73(e) of IAS 16 Property, Plant and Equipment; and
 - paragraph 118(e) of IAS 38 Intangible Assets;
- the requirements of paragraphs 10(d), 16 and 11 of IAS 1 Presentation of Financial Statements;
- the requirements of paragraphs 134 to 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 paragraphs 17 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;
- the requirements of paragraphs 130(f), 134(d to f) and 135(c to e) of IAS 36 Impairments of Assets.

The Company has taken advantage of the exemption under s400 of the Companies Act 2006 not to prepare group accounts as it is a wholly owned subsidiary of Coroin Limited. The results of the Company are included in the publicly available consolidated financial statements of Coroin Limited.

MHG Senior Borrower Limited

Notes (continued)

2 Significant accounting policies (continued)

As the consolidated financial statements of Coroin Limited include the equivalent disclosures, the company has also taken the exemption under FRS 101 available in respect of the following:

- Certain disclosures required by IFRS 13 *Fair Value Measurement* and the disclosures required by IFRS 7 *Financial Instrument Disclosures*; and
- Certain disclosures required by IAS 36 *Impairment of Assets*.

Basis of measurement

These financial statements have been prepared on the historical cost basis.

Foreign currency

Transactions in foreign currencies are translated to the functional currency of the company at exchange rates at the dates of the transactions.

Monetary assets and liabilities denominated in foreign currencies are translated to the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated to the functional currency at the exchange rate when the fair value was determined. Foreign currency differences are generally recognised in profit or loss. Non-monetary items that are measured based on historical cost in a foreign currency are not translated.

Use of estimates and judgements

In preparing these financial statements management has made judgements, estimates and assumptions that affect application of the Company accounting policies and the reported amounts of assets, liabilities, income and expenses. Such estimates and judgements are based on historical experience and other factors, including expectation of future events that are believed to be reasonable. Actual outcomes may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to estimates are recognised prospectively. There are not considered to be any significant judgements or estimates in the Company's financial statements.

Going concern

The directors have a reasonable expectation that the company has adequate resources to continue operations for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the financial statements.

MHG Senior Borrower Limited

Notes *(continued)*

2 Significant accounting policies *(continued)*

Tax

Income expense comprises current and deferred tax. It is recognised in the income statement except to the extent that it relates to items recognised in OCI or directly in equity, in which case it is recognised in OCI or directly in equity.

Current tax is the expected tax payable on the taxable income for the year using tax rates and laws that have been enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and amounts used for taxation purposes. Deferred tax is not recognised for the following temporary differences: those differences arising from the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit, and differences relating to investments in subsidiaries to the extent that the Group is able to control the timing of reversal and it is probable that they will not reverse in the foreseeable future. In addition, deferred tax is not recognised for taxable temporary differences arising on the initial recognition of goodwill.

A deferred tax asset is recognised to the extent that it is probable future taxable profits will be available against which the temporary difference can be utilised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

Provisions

A provision is recognised in the balance sheet when the company has a present legal or constructive obligation as a result of a past event, that can be reliably measured and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects risks specific to the liability.

MHG Senior Borrower Limited

Notes (continued)

2 Significant accounting policies (continued)

Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

(i) Financial assets

Initial recognition and measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income (OCI), and fair value through the statement of profit or loss and other comprehensive income. The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the company has applied the practical expedient, the company initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through the statement of profit or loss and other comprehensive income, transaction costs.

Financial assets at amortised cost are subsequently measured using the effective interest (EIR) method and are subject to impairment. Gains and losses are recognised in the statement of profit or loss and other comprehensive income when the asset is derecognised, modified or impaired.

Subsequent measurement

The company measures financial assets at amortised cost if both of the following conditions are met:

- The financial asset is held within a business model with the objective to hold financial assets in order to collect contractual cash flows, 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

Financial assets at amortised cost are subsequently measured using the effective interest (EIR) method and are subject to impairment. Gains and losses are recognised in the statement of profit or loss and other comprehensive income when the asset is derecognised, modified or impaired.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a company of similar financial assets) is primarily derecognised (i.e., removed from the company's statement of financial position) when:

- The rights to receive cash flows from the asset have expired, or
- The company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the company has transferred substantially all the risks and rewards of the asset, or (b) the company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset

MHG Senior Borrower Limited

Notes *(continued)*

2 Significant accounting policies *(continued)*

Financial instruments *(continued)*

When the company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if, and to what extent, it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the company continues to recognise the transferred asset to the extent of its continuing involvement. In that case, the company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the company could be required to repay.

Impairment of financial assets

The company recognises an allowance for expected credit losses (ECLs) for all debt instruments not held at fair value through the statement of profit or loss and other comprehensive income. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the company expects to receive, discounted at an approximation of the original effective interest rate. For trade receivables and some intercompany loans, the company applies a simplified approach in calculating ECLs. Therefore, the company does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date.

The company considers a financial asset in default when contractual payments are 90 days past due. However, in certain cases, the company may also consider a financial asset to be in default when internal or external information indicates that the company is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the company. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

(ii) Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through the statement of profit or loss and other comprehensive income, loans and borrowings, or payables as appropriate. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

Subsequent measurement – loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in the statement of profit or loss and other comprehensive income when the liabilities are derecognised as well as through the EIR amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit or loss and other comprehensive income.

MHG Senior Borrower Limited

Notes (continued)

2 Significant accounting policies (continued)

Financial instruments (continued)

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss and other comprehensive income.

Ordinary shares

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares are recognised as a deduction from equity, net of any tax effects.

Ordinary dividends are recognised in the period in which they are paid to shareholders.

New and amended standards adopted by the Company:

The standards and interpretations listed below have become effective since 1 July 2019 for annual periods beginning on or after 1 January 2020. While the list of new standards is provided below, we note that these new standards do not have an impact on the Company's financial statements

- Amendments to IFRS 3 Definition of a Business
- Amendments to IFRS 7, IFRS 9 and IAS 39 Interest Rate Benchmark Reform
- Amendments to IAS 1 and IAS 8 Definition of Material conceptual Framework for Financial Reporting

3 Staff numbers and costs

The Company has no employees. The directors receive no remuneration for their services to this Company.

4 Interest payable and similar charges

	2020 £'000	2019 £'000
External bank loans (i)	-	-
	-	-

MHG Senior Borrower Limited

Notes (continued)

5 Income taxes

(a) Amounts recognised in profit or loss

	2020 £'000	2019 £'000
Current tax		
UK corporation tax	-	-
Adjustment in respect of prior years	-	-
Total current tax	-	-
Deferred tax		
Origination and reversal of temporary differences	-	-
Adjustments in respect of prior periods	-	-
Impact of change in tax rates	-	-
Total deferred tax charge	-	-

Reconciliation of tax charge/(credit)

	2020 £'000	2019 £'000
Profit on ordinary activities before tax	-	-
Profit on ordinary activities before tax at the standard corporation tax rate in UK of 19.00% (2019: 19.00%):	-	-
Group relief (received)/surrendered	-	-
Adjustments in respect of prior periods	-	-
Impact of change in tax rates	-	-
Total tax charge	-	-

MHG Senior Borrower Limited

Notes (continued)

5 Income taxes (continued)

The enacted main rate of corporation tax was reduced from 20% to 19% from 1 April 2017 and further reduced to 17% from 1 April 2020. In the Finance Act 2020, it was announced that the enacted reduction in the main rate of corporation tax effective 1 April 2020 would not take place. In the Finance Act 2021, it was further announced that the rate of corporation tax would rise to 25% from 1 April 2023, however, this change was not enacted as at the balance sheet date. These changes do not have a material effect on these financial statements. The Group's future tax charge could be affected by numerous factors including, but not limited to, any future consequences of the UK leaving the European Union and any tax reforms adopted from the OECD's BEPS actions such as those in relation to the deductibility of interest, anti-avoidance or transfer pricing. No quantification of these changes is currently possible due to uncertainty around when any currently proposed rules will be enacted or effective.

6 Investments

	2020 £'000	2019 £'000
Investment in shares in subsidiary undertakings		
Balance at the beginning of the year	412,465	412,465
Sale of subsidiaries	-	-
Impairment on remaining subsidiaries	-	-
Investment in shares in subsidiary undertakings:	412,465	412,465

None of the shares of the above subsidiary undertakings are listed. In the opinion of the directors the shares in the company's subsidiary and other group undertakings are worth at least the amounts at which they are stated in the balance sheet.

MHG Senior Borrower Limited

Notes (continued)

6 Investments (continued)

The company has the following investments in subsidiaries.

Subsidiary undertaking	Country of Incorporation and operation	Activity	Shareholding (ordinary shares)
Claridge's Hotel Holdings Limited	Great Britain	Holding Company	100% (direct)
Claridge's Hotel Limited	Great Britain	Hotel Operations	100% (indirect)
Brook Street 1 Limited	Great Britain	Holding Company	100% (indirect)
Brook Street 2 Limited	Great Britain	Holding Company	100% (indirect)
41-43 Brook Street LLP	Great Britain	Ownership of Property	100% (indirect)
Bluedraft Limited	Great Britain	Ownership of Property	100% (indirect)
Brook Street Trustee Co No. 1 Limited	Great Britain	Hotel Operations	100% (indirect)
Brook Street Trustee Co No. 2 Limited	Great Britain	Dormant company	100% (indirect)
A Goody Rewarded Limited	Great Britain	Dormant company	100% (indirect)
Claridge's Hotel (42000) Limited	Great Britain	Dormant company	100% (indirect)

The registered office of all subsidiary undertakings is 27 Knightsbridge, London, SW1X 7LY.

7 Debtors

	2020 £'000	2019 £'000
Deferred tax asset (see note 13)	157	157
Amounts owed from group companies	39,460	39,460
	39,617	39,617

MHG Senior Borrower Limited

Notes (continued)

8 Creditors: amounts falling due within one year

	2020 £'000	2019 £'000
Amounts owed to group companies	261,775	261,775
Amounts owed to related party	-	-
	<u>261,775</u>	<u>261,775</u>

9 Deferred tax assets and liabilities

Deferred tax (assets) and liabilities are attributable to the following;

	1 Jan 2020 £'000	Utilised in year £'000	31 Dec 2020 £'000
Other temporary differences	(157)	-	(157)
	<u>(157)</u>	<u>-</u>	<u>(157)</u>

10 Called up share capital

	2020 £	2019 £
Authorised		
1 ordinary share of £1	1	1
Called up, allotted and fully paid		
1 ordinary share of £1	<u>1</u>	<u>1</u>

On incorporation the company issued 1 share for £1 cash consideration.

11 Related party transactions

The company has availed of the exemptions available in FRS 101 from disclosing transactions entered into between two or more members of a group and also key management personnel compensation disclosures.

MHG Senior Borrower Limited

Notes *(continued)*

12 Ultimate parent company

The company's ultimate parent company and the largest group in which the results of the company are consolidated is Regis Investments S.A., a company incorporated in Luxembourg

The ultimate controlling party is His Highness Sheikh Hamad Bin Khalifa Al Thani

Coroin Limited, a company incorporated in Great Britain and registered in England and Wales is the smallest group in which the results of the Company are consolidated. Copies of those statutory accounts will be available from its registered office, 27 Knightsbridge, London, SW1X 7LY.

13 Subsequent events

There were no events subsequent to the balance sheet date that require adjustment to or disclosure in the financial statements.

14 Charges

On 26 January 2021, Qib (UK) PLC created a fixed and floating charge on all the property or undertaking of the company.

On 26 April 2020, Qib (UK) PLC created a fixed and floating charge on all the property or undertaking of the company.

On 11 December 2017, Qib (UK) PLC created a fixed and floating charge on all the property or undertaking of the company.