

Company Registration No. 12239421 (England and Wales)

**CI GGL LIMITED**  
**FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2022**  
**PAGES FOR FILING WITH REGISTRAR**

# CI GGL LIMITED

## CONTENTS

---

	Page
Balance sheet	1
Notes to the financial statements	2 - 6

---

## CI GGL LIMITED

### BALANCE SHEET

AS AT 31 DECEMBER 2022

	Notes	2022 £	£	2021 £	£
<b>Fixed assets</b>					
Investments	4		35,850,551		52,078,822
<b>Current assets</b>			-		-
<b>Creditors: amounts falling due within one year</b>	6	(33,782,760)		(33,755,940)	
<b>Net current liabilities</b>			(33,782,750)		(33,755,940)
<b>Total assets less current liabilities</b>			2,067,791		18,322,882
<b>Capital and reserves</b>					
Called up share capital	7		10		10
Profit and loss reserves			2,067,781		18,322,872
<b>Total equity</b>			2,067,791		18,322,882

The directors of the company have elected not to include a copy of the profit and loss account within the financial statements.

These financial statements have been prepared and delivered in accordance with the provisions applicable to companies subject to the small companies regime.

The financial statements were approved by the board of directors and authorised for issue on 2 October 2023 and are signed on its behalf by:

J Goldstein  
Director

Company Registration No. 12239421

# CI GGL LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

### FOR THE YEAR ENDED 31 DECEMBER 2022

---

#### 1 Accounting policies

##### Company information

CI GGL Limited is a private company limited by shares incorporated in England and Wales. The registered office is 116 Upper Street, London, England, N1 1QP.

##### 1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared under the historical cost convention except for certain financial instruments included at fair value. The principal accounting policies adopted are set out below.

##### 1.2 Going concern

The financial statements have been prepared on a going concern basis, which assumes the company will be able to meet its liabilities as and when they fall due for the foreseeable future.

In July 2023 £33,732,240 of the amount owing to CH Capital A Holdings LLC and included at creditors as at the year-end was converted to equity resulting in a reduced liability payable. Cain RE LLC, CH Capital A Holdings LLC's parent company, has agreed to provide £60,000 for support of ongoing expenses during the period to 31 December 2024.

The directors therefore consider it appropriate to prepare the company's accounts on a going concern basis.

##### 1.3 Fixed asset investments

Investments comprise investments in unquoted equity instruments which are initially measured at transaction price excluding transaction costs and are subsequently measured at fair value at each reporting date. Changes in fair value are recognised through the profit and loss.

##### 1.4 Financial instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the company's balance sheet when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally 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.

##### *Classification of financial liabilities*

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

# CI GGL LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2022

### 1 Accounting policies

(Continued)

#### **Basic financial liabilities**

Basic financial liabilities, including creditors and loans from fellow group companies that are classified as debt, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

#### 1.5 Equity instruments

Equity instruments issued by the company are recorded at the proceeds received, net of transaction costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

#### 1.6 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

##### **Current tax**

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the profit and loss account because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

##### **Deferred tax**

Deferred tax liabilities are generally recognised for all timing differences and deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Such assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the profit and loss account, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. Deferred tax assets and liabilities are offset when the company has a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

#### 1.7 Foreign exchange

Transactions in currencies other than pounds sterling are recorded at the rates of exchange prevailing at the dates of the transactions. At each reporting end date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the reporting end date. Gains and losses arising on translation in the period are included in profit or loss.

## CI GGL LIMITED

### NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

#### FOR THE YEAR ENDED 31 DECEMBER 2022

#### 2 Judgements 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 amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

##### *Accounting Policy for investments carried at fair value*

Under FRS 102, if an investment can be measured reliably then measurement at fair value through profit and loss account can be adopted as the accounting policy. The fair value of unquoted investments is determined in accordance with the International Private Equity and Venture Capital Valuation Guidelines by using the aggregate of the valuations derived from the application of publicly quoted valuation ratios relevant to asset driven businesses for comparable quoted companies, to the asset base of the investment entity. The directors consider that the application of a liquidity discount is not appropriate on the basis of the size and market presence of the invested entity, the size of the company's holding and its influence exercised (through various rights).

The relevant ratios include:

- Price/Tangible Book Value;
- Price/ Book Value;
- Enterprise Value/Assets

Due to the financial, economic and geopolitical factors impacting the financial markets, It is reasonably possible that outcomes within the next financial year could be materially different from those calculated on the above assumptions. This could result in a material adjustment to the carrying amount of the investment.

#### 3 Employees

The average monthly number of persons (including directors) employed by the company during the period was nil (2021 - nil).

#### 4 Fixed asset investments

	2022	2021
	£	£
Unlisted investments	35,850,551	52,078,822

Fixed asset investments comprise an investment in a private limited company, purchased in 2019. The acquisition was funded by an inter-company indebtedness of the same amount which is included within creditors due in less than one year.

# CI GGL LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2022

<b>4</b>	<b>Fixed asset investments</b>	<b>(Continued)</b>	
	<b>Movements in fixed asset investments</b>		<b>Unlisted investments</b>
			<b>£</b>
	<b>Cost or valuation</b>		
	At 1 January 2022		52,078,822
	Valuation changes		(16,228,271)
	At 31 December 2022		35,850,551
	<b>Carrying amount</b>		
	At 31 December 2022		35,850,551
	At 31 December 2021		52,078,822
<b>5</b>	<b>Financial instruments</b>	<b>2022</b>	<b>2021</b>
		<b>£</b>	<b>£</b>
	<b>Carrying amount of financial assets</b>		
	Instruments measured at fair value through profit or loss	35,850,551	52,078,822
<b>6</b>	<b>Creditors: amounts falling due within one year</b>	<b>2022</b>	<b>2021</b>
		<b>£</b>	<b>£</b>
	Amounts owed to group undertakings	33,757,500	33,732,240
	Accruals and deferred income	25,260	23,700
		33,782,760	33,755,940

As referred to in Note 6, an intercompany liability of £40.3m was created on the purchase of the company of an investment in an unlisted entity on 24 October 2019. The liability is repayable on demand and no interest is payable. A balance of £33.8m remained outstanding as at 31 December 2022 (2021: £33.8m).

On 11 July 2023, the intercompany liability of £33,732,240 was settled via the equity conversion, as disclosed in Note 10.

<b>7</b>	<b>Called up share capital</b>	<b>2022</b>	<b>2021</b>	<b>2022</b>	<b>2021</b>
		<b>Number</b>	<b>Number</b>	<b>£</b>	<b>£</b>
	<b>Ordinary share capital</b>				
	<b>Issued and fully paid</b>				
	Ordinary shares of £1 each	10	10	10	10

## **CI GGL LIMITED**

### **NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**

#### **FOR THE YEAR ENDED 31 DECEMBER 2022**

---

#### **8 Audit report information**

As the income statement has been omitted from the filing copy of the financial statements, the following information in relation to the audit report on the statutory financial statements is provided in accordance with s444(5B) of the Companies Act 2006:

The auditor's report was unqualified.

The senior statutory auditor was Carolyn Hazard.

The auditor was HW Fisher LLP.

#### **9 Parent undertakings**

The immediate parent undertaking is CH Capital A Holding LLC, an entity incorporated in Delaware.

In 2022 the ultimate controlling parties were Mr T.L. Boehly and Mr J.S. Goldstein.

The largest group in which results of the company are consolidated is that headed by Eldridge Industries, LLC of 600 Steamboat Road, Greenwich, Connecticut, 06830, USA. The financial statements of these entities are not publicly available. The smallest group in which they are consolidated is that headed by Cain International LP. The financial statements of this entity are not publicly available.

#### **10 Subsequent events**

On 11 July 2023, in aggregate 33,732,240 Ordinary shares of £1 each in the capital of the company were issued and allotted to CH Capital A Holdings LLC, as disclosed in Note 7. The amount payable by CH Capital A Holdings LLC for the shares is to be satisfied by the release of the intercompany liability created on 24 October 2019 equal to £33,732,240. The intercompany liability of £25,260 remains outstanding upon the conversion.



This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.