

Goadsby & Harding (Holdings) Limited

Registered number: 2446167

Annual Report

For the year ended 30 June 2021

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GOADSBY & HARDING (HOLDINGS) LIMITED

COMPANY INFORMATION

Directors	R D N Craven D Errington N Price D N Huck I M Brown
Company secretary	D Errington
Registered number	2446167
Registered office	99 Holdenhurst Road Bournemouth Dorset BH8 8DY
Independent auditor	Mazars LLP Chartered Accountants & Statutory Auditor 5th Floor Merck House Seldown Lane Poole BH15 1TW

GOADSBY & HARDING (HOLDINGS) LIMITED

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GOADSBY & HARDING (HOLDINGS) LIMITED

STRATEGIC REPORT FOR THE YEAR ENDED 30 JUNE 2021

Business review

The principal activity of the Company was acting as a holding company for its trading subsidiaries and providing management services.

The audited financial statements for the year ended 30 June 2021 are set out on pages 9 to 23. The loss before taxation was £215,663 (2020: £nil).

Principal risks and uncertainties

Overview

The Company uses financial instruments, other than derivatives, comprising borrowings, cash and other liquid resources and various other items such as trade debtors and creditors that arise directly from its operations. The main purpose of these financial instruments is to raise finance for the Company's operations. The directors review and agree policies for managing each of the risks as summarised below:

Credit risk

All financial assets of the Company, except cash in hand, are subject to credit risk. In order to manage credit risk, where appropriate, credit limits are set for customers based upon a combination of payment history and third party credit references. Credit limits are reviewed on a regular basis.

Interest rate risk

The Company finances its operations through a mixture of retained profits, bank borrowings, inter-company accounts and finance leases. The Company's exposure to interest rate fluctuations on its borrowings is managed on a group basis by the use of both fixed and floating facilities.

Liquidity risk

The Company seeks to manage financial risk by ensuring sufficient liquidity is available to meet foreseeable needs and to invest cash assets safely and profitably. Primarily this is achieved through inter-company accounts or through loans arranged at group level. Short term flexibility is achieved by overdraft facilities.


Political climate, Brexit and COVID19

Political policies outside of the Company's control can impact the housing market which directly impacts the trading performance of the business. This includes the uncertainty surrounding Brexit and COVID19 and its impact on the trading within the Company. Notwithstanding the directors consider the Company have sufficient resources and prompt reporting mechanisms to identify such that they can act upon political changes as required.

Financial and other key performance indicators

Due to the Company being a holding company, the directors do not consider any performance indicators applicable.

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


David Errington (Mar 28, 2022 15:13 GMT+1)

D Errington
Director

Date: Mar 28, 2022

GOADSBY & HARDING (HOLDINGS) LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 30 JUNE 2021

The directors present their annual report and the audited financial statements for the year ended 30 June 2021.

Principal activity

The principal activity of the Company was acting as a holding company for its trading subsidiaries and providing management services.

Results and dividends

The loss for the year, after taxation, amounted to £215,663 (2020: result of £nil).

The directors do not recommend the payment of a dividend for the year (2020: £nil).

Directors

The directors who served during the year and to the date of this report were:

R D N Craven
D Errington
N Price
D N Huck
I M Brown

Qualifying third party indemnity provisions

The directors benefit from a qualifying indemnity provision in the form permitted by the Section 234 of the Companies Act 2006 in respect of certain third party actions against directors. No claim or notice of claim in respect of these indemnities has been received in the year. The qualifying indemnity provision was in force throughout the financial year and up to the date of approval of the Directors' Report.

Future developments

The Company intends to continue in its operations as a holding company for its subsidiary companies.

Employees and employment practice

The Company pursues an employment policy of equal opportunity and strives to follow best practice in recruitment and selection. It does not discriminate on the grounds of race, nationality, sex, marital status, disability, religious or political beliefs.

Matters covered in the strategic report

Key performance indicators and a business review for the year ended 30 June 2021 are disclosed in the Strategic Report as required by s414C(11) of the Companies Act 2006.

GOADSBY & HARDING (HOLDINGS) LIMITED

DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 30 JUNE 2021

Going concern

In the normal course of events, the directors prepare regular forecasts and monitor performance of KPIs on a monthly basis and having extrapolated forward on a business as usual basis concluded that there were no material uncertainties that cast doubt on the Group's ability to continue as a going concern. The COVID-19 pandemic has affected the UK and global economies adversely. At the time of approval of these accounts, the government has lifted the social restrictions which have suppressed economic activity during 2020 and 2021.

The business forecasts and projections, taking account of reasonably possible changes in trading performance and the changing impact of the COVID-19 coronavirus, show that the Company should be able to operate within the level of its current cash resources and facilities.

The Board keeps tight control on costs and will introduce proportionate cost controls and other measures as necessary. It will take advantage of numerous avenues available to direct the business based on its prudent forecasting and accounting and fiscally efficient principles. Accordingly the directors have revisited their previous assessment and have concluded that there are no material uncertainties that cast doubt on the Group's ability to continue as a going concern.

The withdrawal of the United Kingdom from the European Union

New trading arrangements between the United Kingdom and the European Union took effect on 31 December 2020. In general, tariffs and quotas on trade have not been introduced, although administrative complications and regulatory restrictions have reduced the freedom of cross-border trade. The Company is carefully monitoring the practical application of the new trading arrangements by regulatory authorities, to better understand what the eventual impact on its business will be. The process of determining these effects is ongoing, and has also been delayed by the suspension of certain sectors of economic activity in response to the COVID-19 pandemic.

Coronavirus and the COVID-19 pandemic

The COVID-19 pandemic continues to affect the UK and global economies however the recent lifting of social restrictions by the government means the directors anticipate the UK and global economies to return to growth in due course. It is not possible to predict how quickly and to what degree this may happen. The priorities of the directors remain to comply with any remaining regulatory requirements to the fullest extent possible, and to maintain the safety and well-being of the company's personnel.

Provision of information to auditor

Each of the persons who are directors at the time when this Directors' Report is approved has confirmed that:

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

Post balance sheet events

There have been no significant events affecting the Company since the year end.

GOADSBY & HARDING (HOLDINGS) LIMITED

**DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 30 JUNE 2021**

Auditor

The auditor, Mazars LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

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



David Errington (Mar 28, 2022 15:13 GMT+1)

D Errington
Director

Date: Mar 28, 2022

GOADSBY & HARDING (HOLDINGS) LIMITED

**DIRECTORS' RESPONSIBILITIES STATEMENT
FOR THE YEAR ENDED 30 JUNE 2021**

The directors are responsible for preparing the Strategic Report, the 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 the directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. 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 for the Company's financial statements and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent; and
- 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 to 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.

GOADSBY & HARDING (HOLDINGS) LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GOADSBY & HARDING (HOLDINGS) LIMITED

Opinion

We have audited the financial statements of Goadsby & Harding (Holdings) Limited (the 'Company') for the year ended 30 June 2021 which comprise the Statement of Income and Retained Earnings, the Statement of Financial Position and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the Company's affairs as at 30 June 2021 and of its loss 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.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

GOADSBY & HARDING (HOLDINGS) LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GOADSBY & HARDING (HOLDINGS) LIMITED

Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Strategic Report and the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic Report and the Directors' Report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Strategic Report or the Directors' Report.

We have nothing to report in respect of the following matters in relation to which 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 financial statements 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.

GOADSBY & HARDING (HOLDINGS) LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GOADSBY & HARDING (HOLDINGS) LIMITED

Responsibilities of Directors

As explained more fully in the directors' responsibilities statement set out on page 5, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless either the directors intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. Based on our understanding of the Company and its industry, we identified that the principal risks of non-compliance with laws and regulations related to the UK tax legislation, pensions legislation, employment regulation and health and safety regulation, anti-bribery, corruption and fraud, money laundering, non-compliance with implementation of government support schemes relating to COVID-19, and we considered the extent to which non-compliance might have a material effect on the financial statements. We also considered those laws and regulations that have a direct impact on the preparation of the financial statements, such as the Companies Act 2006.

We evaluated the directors' and management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls) and determined that the principal risks were related to posting manual journal entries to manipulate financial performance, management bias through judgements and assumptions in significant accounting estimates, in particular in relation to loss reserves, and significant one-off or unusual transactions.

Our audit procedures were designed to respond to those identified risks, including non-compliance with laws and regulations (irregularities) and fraud that are material to the financial statements. Our audit procedures included but were not limited to:

- discussing with the directors and management their policies and procedures regarding compliance with laws and regulations;
- communicating identified laws and regulations throughout our engagement team and remaining alert to any indications of non-compliance throughout our audit; and
- considering the risk of acts by the Company which were contrary to applicable laws and regulations, including fraud.

GOADSBY & HARDING (HOLDINGS) LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GOADSBY & HARDING (HOLDINGS) LIMITED

Our audit procedures in relation to fraud included but were not limited to:

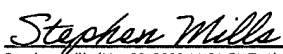
- making enquiries of the directors and management on whether they had knowledge of any actual, suspected or alleged fraud;
- gaining an understanding of the internal controls established to mitigate risks related to fraud;
- discussing amongst the engagement team the risks of fraud; and
- addressing the risks of fraud through management override of controls by performing journal entry testing.

There are inherent limitations in the audit procedures described above and the primary responsibility for the prevention and detection of irregularities including fraud rests with management. As with any audit, there remained a risk of non-detection of irregularities, as these may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal controls.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Use of the audit report

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 auditor's 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.



Stephen Mills (Mar 29, 2022 11:21 GMT+1)

Stephen Mills (Senior statutory auditor)
for and on behalf of Mazars LLP
Chartered Accountants and Statutory Auditor
5th Floor
Merck House
Seldown Lane
Poole
BH15 1TW

Date: Mar 29, 2022

GOADSBY & HARDING (HOLDINGS) LIMITED

**STATEMENT OF INCOME AND RETAINED EARNINGS
FOR THE YEAR ENDED 30 JUNE 2021**

	Note	2021 £	2020 £
Turnover	4	1,104,686	1,118,411
Gross profit		<u>1,104,686</u>	<u>1,118,411</u>
Administrative expenses		(1,318,126)	(1,107,352)
Other operating income	5	14,775	29,274
Operating (loss)/profit	6	<u>(198,665)</u>	<u>40,333</u>
Interest receivable and similar income		22,317	27,373
Interest payable and similar expenses	10	(39,315)	(67,706)
(Loss)/profit before tax		<u>(215,663)</u>	<u>-</u>
Tax on (loss)/profit	11	-	-
(Loss)/profit after tax		<u><u>(215,663)</u></u>	<u><u>-</u></u>
Retained earnings at the beginning of the year		149,808	149,808
		<u>149,808</u>	<u>149,808</u>
(Loss)/result for the year		(215,663)	-
Retained earnings at the end of the year		<u><u>(65,855)</u></u>	<u><u>149,808</u></u>

There were no recognised gains and losses for 2021 or 2020 other than those included in the statement of income and retained earnings.


The notes on pages 12 to 25 form part of these financial statements.

GOADSBY & HARDING (HOLDINGS) LIMITED
REGISTERED NUMBER: 2446167

STATEMENT OF FINANCIAL POSITION
AS AT 30 JUNE 2021

	Note	2021 £	2020 £
Fixed assets			
Tangible fixed assets	12	131,912	94,313
Investments	13	3,741,569	3,741,569
		<u>3,873,481</u>	<u>3,835,882</u>
Current assets			
Debtors: amounts falling due within one year	14	4,086,362	3,945,467
Cash and cash equivalents	15	119,869	3,408
		<u>4,206,231</u>	<u>3,948,875</u>
Creditors: amounts falling due within one year	16	(5,857,415)	(5,346,797)
Net current liabilities		<u>(1,651,184)</u>	<u>(1,397,922)</u>
Total assets less current liabilities		<u>2,222,297</u>	<u>2,437,960</u>
Creditors: amounts falling due after more than one year	17	(1,620,244)	(1,620,244)
Net assets		<u>602,053</u>	<u>817,716</u>
Capital and reserves			
Called up share capital	18	173,667	173,667
Share premium account	19	392,878	392,878
Capital redemption reserve	19	101,363	101,363
Profit and loss account	19	(65,855)	149,808
Total equity		<u>602,053</u>	<u>817,716</u>

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


David Errington (Mar 28, 2022 15:13 GMT+1)

D Errington
Director
Date: Mar 28, 2022

The notes on pages 12 to 25 form part of these financial statements.

GOADSBY & HARDING (HOLDINGS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2021

1. General information

Goadsby & Harding (Holdings) Limited is a private company limited by shares, registered in England and Wales. The registered office is 99 Holdenhurst Road, Bournemouth, Dorset, BH8 8DY.

The principal activity of the Company is acting as a holding company for its trading subsidiaries and providing management services.

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 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 102 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 financial statements have been presented in Pound Sterling as this is the currency of the primary economic environment in which the Company operates and is rounded to the nearest pound.

The following principal accounting policies have been applied:

2.2 Financial reporting standard 102 - reduced disclosure exemptions

The Company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by the FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d);
- the requirements of Section 11 Financial Instruments paragraphs 11.42, 11.44 to 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b) and 11.48(c);
- the requirements of Section 12 Other Financial Instruments paragraphs 12.26 to 12.27, 12.29(a), 12.29(b) and 12.29A.

This information is included in the consolidated financial statements of St Gresham Limited as at 30 June 2021 and these financial statements may be obtained from the registered office address of the Company.

2.3 Exemption from preparing consolidated financial statements

The Company is a parent Company that is also a subsidiary included in the consolidated financial statements of its immediate parent undertaking established under the law of the United Kingdom and is therefore exempt from the requirement to prepare consolidated financial statements under section 400 of the Companies Act 2006.

GOADSBY & HARDING (HOLDINGS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2021

2. Accounting policies (continued)

2.4 Going concern

In the normal course of events, the directors prepare regular forecasts and monitor performance of KPIs on a monthly basis and having extrapolated forward on a business as usual basis concluded that there were no material uncertainties that cast doubt on the Group's ability to continue as a going concern. The COVID-19 pandemic has affected the UK and global economies adversely. At the time of approval of these accounts, the government has lifted the social restrictions which have suppressed economic activity during 2020 and 2021.

The business forecasts and projections, taking account of reasonably possible changes in trading performance and the changing impact of the COVID-19 coronavirus, show that the Company should be able to operate within the level of its current cash resources and facilities.

The Board keeps tight control on costs and will introduce proportionate cost controls and other measures as necessary. It will take advantage of numerous avenues available to direct the business based on its prudent forecasting and accounting and fiscally efficient principles. Accordingly the directors have revisited their previous assessment and have concluded that there are no material uncertainties that cast doubt on the Group's ability to continue as a going concern.

2.5 Turnover

Turnover is recognised when the service has been provided and to the extent that it is probable that the economic benefits will flow to the Company and the turnover can be reliably measured. Turnover comprises of management charges receivable and rental income receivable.

2.6 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

At each reporting date the company assesses whether there is any indication of impairment. If such indication exists, the recoverable amount of the asset is determined which is the higher of its fair value less costs to sell and its value in use. An impairment loss is recognised where the carrying amount exceeds the recoverable amount.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, on the following basis.

Motor vehicles	- 25% reducing balance
Furniture, fittings & equipment	- 10-20% straight-line

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in profit or loss.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2021**

2. Accounting policies (continued)

2.7 Operating leases: the Company as lessee

Rentals paid under operating leases are charged to profit or loss on a straight line basis over the lease term.

Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight line basis over the lease term, unless another systematic basis is representative of the time pattern of the lessee's benefit from the use of the leased asset.

The Company has taken advantage of the optional exemption available on transition to FRS 102 which allows lease incentives on leases entered into before the date of transition to the standard, being 01 July 2015, to continue to be charged over the period to the first market rent review rather than the term of the lease

2.8 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

2.9 Debtors: amounts falling due within one year

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

2.10 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2021**

2. Accounting policies (continued)

2.11 Financial instruments

The Company only enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities like trade and other accounts receivable and payable, loans from banks and other third parties and loans to related parties.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade payables or receivables, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration, expected to be paid or received. However if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or financed at a rate of interest that is not a market rate or in case of an out-right short-term loan not at market rate, the financial asset or liability is measured, initially, at the present value of the future cash flow discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Statement of Income and Retained Earnings.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If a financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate of the recoverable amount, which is an approximation of the amount that the Company would receive for the asset if it were to be sold at the reporting date.

Financial assets and liabilities are offset and the net amount reported in the Statement of Financial Position when there is an 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.

2.12 Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

2.13 Government grants

Grants are accounted under the accruals model as permitted by FRS 102. Grants relating to expenditure on tangible fixed assets are credited to profit or loss at the same rate as the depreciation on the assets to which the grant relates. The deferred element of grants is included in creditors as deferred income.

Grants of a revenue nature are recognised in the Statement of Income and Retained Earnings in the same period as the related expenditure.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2021**

2. Accounting policies (continued)

2.14 Interest payable and similar expenses

Finance costs are charged to profit or loss over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

2.15 Finance leases

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible fixed assets. Assets acquired by finance lease are depreciated over the shorter of the lease term and their useful lives. Assets acquired by hire purchase are depreciated over their useful lives. Finance leases are those where substantially all of the benefits and risks of ownership are assumed by the Company. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to profit or loss so as to produce a constant periodic rate of charge on the net obligation outstanding in each period.

2.16 Pensions

Defined contribution pension plan

The Company operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Company pays fixed contributions into a separate entity. Once the contributions have been paid the Company has no further payments obligations.

The contributions are recognised as an expense in the Statement of Income and Retained Earnings when they fall due. Amounts not paid are shown in other creditors as a liability in the Statement of Financial Position. The assets of the plan are held separately from the Company in independently administered funds.

2.17 Holiday pay accrual

A liability is recognised to the extent of any unused holiday pay entitlement which is accrued at the Statement of Financial Position date and carried forward to future periods. This is measured at the undiscounted salary cost of the future holiday entitlement so accrued at the Statement of Financial Position date.

2.18 Interest receivable and similar income

Interest income is recognised in profit or loss using the effective interest method.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2021**

2. Accounting policies (continued)

2.19 Taxation

Tax is recognised in profit or loss except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the Company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the Statement of Financial Position date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

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

The Company's significant accounting policies are stated in Note 2.

The directors consider that the estimate of the value of the company's investments is critical. Investments in subsidiaries are measured at cost less accumulated impairment. At each reporting date management review the investment value and consider whether the results or forecasts indicate any impairment.

If there is such an indication the carrying amount of the asset is compared to the recoverable amount of the asset. The recoverable amount of the asset is the higher of the fair value less costs to sell and the asset's value in use. Value in use is defined as the present value of the future cash flows before interest and tax obtainable as a result of the asset's continued use. These cash flows are discounted using a pre-tax discount rate that represents the current market risk-free rate and the risks inherent in the asset. If the recoverable amount of the asset is estimated to be lower than the carrying amount, the carrying amount is reduced to its recoverable amount. An impairment loss is recognised in the Statement of Comprehensive Income. If an impairment loss is subsequently reversed, the carrying amount of the investment is increased to the revised estimate of its recoverable amount, but only to the extent that the revised carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised in prior periods. A reversal of an impairment loss is recognised in the Statement of Comprehensive Income.

The directors do not consider there to be any other material judgements or estimates.

GOADSBY & HARDING (HOLDINGS) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2021**

4. Turnover

The whole of the turnover is attributable to the principal activity of the business.

All turnover arose within the United Kingdom.

5. Other operating income

	2021 £	2020 £
Government grants receivable	14,775	29,274

Government grants receivable relates to the Coronavirus Job Retention Scheme (CJRS).

6. Operating (loss)/profit

The operating (loss)/profit is stated after charging:

	2021 £	2020 £
Depreciation of tangible fixed assets	53,284	43,871
Operating lease rentals	31,859	24,636
Defined contribution pension cost	112,070	39,079
Government grants	(14,775)	(29,274)

7. Auditor's remuneration

	2021 £	2020 £
Fees payable to the Company's auditor for the audit of the Company's annual accounts	3,315	3,315

The Company has taken advantage of the exemption not to disclose amounts paid for non-audit services as these are disclosed in the group accounts of the parent Company.

GOADSBY & HARDING (HOLDINGS) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2021**

8. Employees

	2021 £	2020 £
Wages and salaries	657,124	573,994
Social security costs	81,062	63,795
Cost of defined contribution scheme	112,070	39,079
	<u>850,256</u>	<u>676,868</u>

The average monthly number of employees, including the directors, during the year was as follows:

	2021 No.	2020 No.
Total employees	<u>17</u>	<u>21</u>

9. Directors' remuneration

	2021 £	2020 £
Directors' emoluments	287,759	179,175
Company contributions to defined contribution pension schemes	95,669	28,209
Benefit in kind	29,097	-
	<u>412,525</u>	<u>207,384</u>

During the year retirement benefits were accruing to 2 directors (2020: 1) in respect of defined contribution pension schemes.

The highest paid director received remuneration of £161,233 (2020: £96,830).

The value of the Company's contributions paid to a defined contribution pension scheme in respect of the highest paid director amounted to £74,930 (2020: £19,410).

The directors are considered to be the only key management personnel within the Company.

GOADSBY & HARDING (HOLDINGS) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2021**

10. Interest payable and similar expenses

	2021 £	2020 £
Bank interest payable	37,759	66,406
Finance leases and hire purchase contracts	1,556	1,300
	<u>39,315</u>	<u>67,706</u>

11. Taxation

	2021 £	2020 £
Corporation tax		
Current tax on results for the year	-	-

Factors affecting tax charge for the year

The tax assessed for the year is higher than (2020: the same as) the standard rate of corporation tax in the UK of 19% (2020: 19%). The differences are explained below:

	2021 £	2020 £
(Loss)/result on ordinary activities before tax	(215,663)	-
(Loss)/result on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2019: 19%)	(40,976)	-
Effects of:		
Expenses not deductible for tax purposes	120	808
Group relief surrendered	39,302	5,562
Remeasurement of deferred tax for changes in tax rates	(4,393)	(1,971)
Deferred tax not recognised	5,947	(4,399)
Total tax charge for the year	<u>-</u>	<u>-</u>

Factors that may affect future tax charges

The UK Government announced in the 2021 budget that from 1 April 2023, the rate of corporation tax in the United Kingdom will increase from 19% to 25%. Companies with profits of £50,000 or less will continue to be taxed at 19%, which is a new small profits rate. Where taxable profits are between £50,000 and £250,000, the higher 25% rate will apply but with a marginal relief applying as profits increase.

GOADSBY & HARDING (HOLDINGS) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2021**

12. Tangible fixed assets

	Motor vehicles £	Furniture, fittings & equipment £	Total £
Cost			
At 1 July 2020	20,221	225,703	245,924
Additions	-	91,064	91,064
Disposals	(4,300)	(41,136)	(45,436)
At 30 June 2021	15,921	275,631	291,552
Depreciation			
At 1 July 2020	14,894	136,717	151,611
Charge for the year	1,287	51,997	53,284
Disposals	(4,119)	(41,136)	(45,255)
At 30 June 2021	12,062	147,578	159,640
Net book value			
At 30 June 2021	3,859	128,053	131,912
At 30 June 2020	5,327	88,986	94,313

The net book value of assets held under finance leases or hire purchase contracts, included above, are as follows:

	2021 £	2020 £
Furniture, fittings and equipment	25,072	30,457

GOADSBY & HARDING (HOLDINGS) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2021**

13. Fixed asset investments

	Investments in subsidiary companies £
Cost	
At 1 July 2020	3,741,569
At 30 June 2021	<u>3,741,569</u>

Subsidiary undertakings

The following were subsidiary undertakings of the Company:

Name	Principal activity	Class of shares	Holding
Goadsby & Harding (Residential) Limited	England & Wales	Ordinary	100%
Goadsby & Harding (Commercial) Limited	England & Wales	Ordinary	100%
St Pauls Surveying Limited formerly (Goadsby & Harding (Survey & Valuation) Limited)	England & Wales	Ordinary	100%
St Manor Limited	England & Wales	Ordinary	100%
Goadsby & Harding Limited	England & Wales	Ordinary	100%

The details of dormant subsidiaries have not been disclosed as these are not material to the results or net assets of the Group.

The registered office of each of the subsidiaries is 99 Holdenhurst Road, Bournemouth, Dorset, BH8 8DY.

14. Debtors

	2021 £	2020 £
Trade debtors	13,090	9,190
Amounts owed by group undertakings	3,974,240	3,797,650
Other debtors	12,097	26,274
Prepayments and accrued income	86,935	112,353
	<u>4,086,362</u>	<u>3,945,467</u>

Amounts owed by group undertakings are unsecured, interest free and repayable on demand.

GOADSBY & HARDING (HOLDINGS) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2021**

15. Cash and cash equivalents

	2021 £	2020 £
Cash at bank and in hand	119,869	3,408
Less: bank overdrafts	-	(567,524)
	<u>119,869</u>	<u>(564,116)</u>

16. Creditors: Amounts falling due within one year

	2021 £	2020 £
Bank overdrafts	-	567,524
Trade creditors	87,439	128,187
Amounts owed to group undertakings	5,571,510	4,516,927
Other taxation and social security	17,769	14,937
Obligations under finance lease and hire purchase contracts	15,628	29,724
Other creditors	65,807	24,960
Accruals and deferred income	99,262	64,538
	<u>5,857,415</u>	<u>5,346,797</u>

Included with other creditors are unpaid pension contributions of £62,018 (2020: £21,171).

Amounts owed to group undertakings are unsecured, interest free and repayable on demand.

Secured loans

The bank facilities are secured by fixed and floating charges over the assets of the Company and by unlimited cross-guarantees between the Company and certain fellow group undertakings.

The finance lease and hire purchase liabilities are secured by the specific fixed assets to which they relate.

GOADSBY & HARDING (HOLDINGS) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2021**

17. Creditors: Amounts falling due after more than one year

	2021 £	2020 £
Amounts owed to group undertakings	1,620,244	1,620,244
	<u>1,620,244</u>	<u>1,620,244</u>

Amounts owed to group undertakings are unsecured, interest free and have no fixed repayment date. The directors of the group undertakings have confirmed that the loans will not be called for repayment for at least one year from the balance sheet date.

18. Called up share capital

	2021 £	2020 £
Allotted, called up and fully paid		
173,667 (2020: 173,667) Ordinary shares of £1.00 each	173,667	173,667
<u>Summary of class rights</u>		

Ordinary shares are entitled pari passu to dividend payments or any other distributions. These shares are entitled to the balance of the surplus assets on liquidation. Each ordinary share is entitled to one vote in any circumstance.

19. Reserves**Share premium account**

The share premium account includes any premiums received on issue of share capital. Any transaction costs associated with the issuing of shares are deducted from share premium.

Capital redemption reserve

The capital redemption reserve represents the nominal value of shares repurchased by the Company.

Profit & loss account

The profit and loss account includes all current and prior period retained profits and losses.

20. Pension commitments

The Company operates a defined contribution pension scheme for employees. The assets of the scheme are held separately from those of the Company. The annual contributions payable are charged to the Statement of Income and Retained Earnings. The pension cost charge represents contributions payable by the Company to the fund and amounted to £112,070 (2020: £39,079). Contributions totalling £62,018 (2020: £21,171) were payable to the fund at the reporting date and are included in creditors.

GOADSBY & HARDING (HOLDINGS) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2021**

21. Related party transactions

As a wholly owned subsidiary of St Gresham Limited, the Company is exempt from the requirements of FRS 102 to disclose transactions with other wholly owned members of the Group headed by St Gresham Limited.

During the year the Company paid rent of £nil (2020: £nil) and provided management services of £4,000 (2020: £4,000) to St Peters Limited, a company in which D Errington and D N Huck are directors.

During the year the Company paid rent of £62,045 (2020: £71,072) and provided management services of £8,768 (2020: £6,668) to St Giles (2016) Limited, a company in which D Errington and D N Huck are directors. At the year end the Company owed £17,494 (2020: £21,094) in respect of rent.

22. Post balance sheet events

There have been no significant events affecting the Company since the year end.

23. Controlling party

The Company is a wholly owned subsidiary of St Gresham Limited. St Gresham Limited is therefore the ultimate parent undertaking. The directors are of the view that there is no ultimate controlling party.

The largest and smallest group of undertakings, for which group accounts for the year ended 30 June 2021 have been drawn up, is that headed by St Gresham Limited. Copies of the group accounts can be obtained from the registered office, 99 Holdenhurst Road, Bournemouth, Dorset, BH8 8DY.