

Company Registration No. 03613258 (England and Wales)

THE HOLBORN HOTEL LIMITED

**FINANCIAL STATEMENTS
FOR THE YEAR ENDED
31 MARCH 2019**

PAGES FOR FILING WITH REGISTRAR

THURSDAY



A9CBE6BD

A14

27/08/2020

#336

COMPANIES HOUSE

THE HOLBORN HOTEL LIMITED

DIRECTORS' RESPONSIBILITIES STATEMENT FOR THE YEAR ENDED 31 MARCH 2019

The directors are responsible for preparing 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 United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

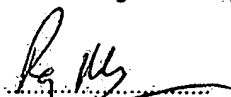
THE HOLBORN HOTEL LIMITED**STATEMENT OF FINANCIAL POSITION****AS AT 31 MARCH 2019**

	Notes	2019 £	£	2018 £	£
Fixed assets					
Tangible assets	5		-		40,013,513
Current assets					
Debtors	6	4,036,593		248,337	
Creditors: amounts falling due within one year	7	(2,413,681)		(40,940,003)	
Net current assets/(liabilities)			1,622,912		(40,691,666)
Total assets less current liabilities			1,622,912		(678,153)
Provisions for liabilities	8		-		(425,000)
Net assets/(liabilities)			1,622,912		(1,103,153)
Capital and reserves					
Called up share capital	9		3		1
Profit and loss reserves			1,622,909		(1,103,154)
Total equity			1,622,912		(1,103,153)

The directors of the company have elected not to include a copy of the income statement 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 21 August 2020 and are signed on its behalf by:


 Mr R S Matharu
 Director

THE HOLBORN HOTEL LIMITED

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2019

	Notes	Share capital £	Share premium account £	Revaluation reserve £	Profit and loss reserves £	Total £
Balance at 1 April 2017		1	-	-	(1,825,751)	(1,825,750)
Year ended 31 March 2018:						
Profit and total comprehensive income for the year		-	-	-	722,597	722,597
Balance at 31 March 2018		1	-	-	(1,103,154)	(1,103,153)
Year ended 31 March 2019:						
Profit for the year		-	-	-	769,909	769,909
Other comprehensive income net of taxation:						
Revaluation of tangible fixed assets		-	-	59,586,631	-	59,586,631
Total comprehensive income for the year		-	-	59,586,631	769,909	60,356,540
Bonus issue of shares	9	2	59,586,629	(59,586,631)	-	-
Dividends		-	-	-	(57,630,475)	(57,630,475)
Reduction of shares	9	-	(59,586,629)	-	59,586,629	-
Balance at 31 March 2019		3	-	-	1,622,909	1,622,912

THE HOLBORN HOTEL LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2019

1 Accounting policies

Company information

The Holborn Hotel Limited is a private company limited by shares and is registered and incorporated in England and Wales. The registered office is 58 Rochester Row, Westminster, London, United Kingdom, SW1P 1JU.

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, modified to include the revaluation of freehold properties and to include investment properties and certain financial instruments at fair value. The principal accounting policies adopted are set out below.

Going concern

The company has net assets of £1,622,912 including £4,021,380 owed by group undertakings and cash at bank and in hand of £nil. As stated in the directors report the company disposed of its trade, assets and liabilities during the year. As a result, the company is dependent on the continued support of its ultimate parent company New Grange Holdings 3 Limited (NGH3).

NGH3 has provided a letter of support confirming that it will continue to provide financial support to the company so that it can continue to meet its obligations as they fall due for at least twelve months from the signing of these financial statements.

At 31 March 2019, the Group headed by NGH3 had £41,944,000 cash at bank and in hand and amounts owed to related parties of £25,820,000 falling due within one year. Since the year end the Group has continued to finalise a group re-organisation.

The current COVID-19 outbreak in the UK is already having a severe impact on the Group and its operations with much of the capacity mothballed and consolidated within one hotel. The Group has taken advantage of the UK Government Coronavirus Job Retention Scheme, VAT Deferral and Business Rates Relief. Given the unpredictable nature of the COVID-19 outbreak, and how rapidly the responses to the outbreak are changing, the directors of NGH3 are unable to predict the full extent of the future impact.

The Group has a number of options available to generate cash flows to meet the Group's working capital requirements and repay the Group's related party debts including potential asset disposals, but the ability to generate sufficient additional funds will depend on the economic situation, which is currently uncertain.

The material uncertainties as to when the Group's hotels will return to pre COVID-19 revenues and occupancies and the ability to generate sufficient funds from hotel disposals to meet the Group's related party debts as they fall due may cast significant doubt on the Group's ability to provide financial support to the company and consequently the Company's ability to continue as a going concern. Therefore, the Company may be unable to realise its assets and discharge its liabilities in the normal course of business.

THE HOLBORN HOTEL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2019

1 Accounting policies (Continued)

Going concern (continued)

Having considered the material uncertainties described above, the directors have, at the time of approving the financial statements, a reasonable expectation that the Group can provide the necessary financial support to the Company so it has adequate resources to continue in operational existence for a period of at least twelve months from the date these financial statements are approved. Thus, they continue to adopt the going concern basis of accounting in preparing the financial statements. The financial statements do not include the adjustments that may be necessary if the Company were unable to continue as a going concern.

Turnover

Turnover represents the amount derived from the provision of accommodation, conference facilities and meals. Income is recognised on the date of occupation for accommodation and meals, on the date of the event for conference facilities. Turnover excludes value added tax.

Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Plant and machinery	4% to 25% p.a on a straight line basis
Freehold land and buildings	Not depreciated

Impairment of fixed assets

At each reporting period end date, the company reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Cash and cash equivalents

Cash and cash equivalents are basic financial instruments and include cash in hand, and other short-term liquid investments with original maturities of three months or less.

THE HOLBORN HOTEL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2019

1 Accounting policies (Continued)

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 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.

Basic financial assets

Basic financial assets, which include trade and other debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the financial asset is measured at the present value of the future receipts discounted at a market rate of interest.

Basic financial liabilities

Basic financial liabilities, including trade and other creditors, and amounts owed to fellow group 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.

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

Equity instruments

Equity instruments issued by the company are recorded at the fair value of 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.

Taxation

The tax expense represents the sum of the current tax expense and deferred tax expense. Current tax assets are recognised when tax paid exceeds the tax payable.

Current tax is based on taxable profit for the year. Current tax assets and liabilities are measured using tax rates that have been enacted or substantively enacted by the reporting date.

Deferred tax is calculated at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled based on tax rates that have been enacted or substantively enacted by the reporting date.

Deferred tax liabilities are recognised in respect of all timing differences that exist at the reporting date. Timing differences are differences between taxable profits and total comprehensive income that arise from the inclusion of income and expenses in tax assessments in different periods from their recognition in the financial statements. Deferred tax assets are recognised only to the extent that it is probable that they will be recovered by the reversal of deferred tax liabilities or other future taxable profits.

2 Employees

The average monthly number of persons (including directors) employed by the company during the year was 3 (2018 - 10).

The directors of the company are remunerated by the immediate parent undertaking on behalf of the group. It is not practical to apportion amounts to the subsidiary undertakings.

THE HOLBORN HOTEL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2019

3 Discontinued operations

On 11 May 2018 the company disposed of the trade and assets of the development property under the company's control to a related party. The disposal was effected following a strategic review of the group for the shareholders. A profit on disposal of £400,396 was generated.

4 Taxation

	2019 £	2018 £
Current tax		
UK corporation tax on profits for the current period	-	2,030
Deferred tax		
Origination and reversal of timing differences	(425,000)	75,000
Total tax (credit)/charge	(425,000)	77,030

5 Tangible fixed assets

	Land and buildings £	Plant and machinery etc £	Total £
Cost			
At 1 April 2018	40,008,364	6,005	40,014,369
Disposals	(99,594,995)	(6,005)	(99,601,000)
Revaluation	59,586,631	-	59,586,631
At 31 March 2019	-	-	-
Depreciation			
At 1 April 2018	-	856	856
Eliminated in respect of disposals	-	(856)	(856)
At 31 March 2019	-	-	-
Carrying amount			
At 31 March 2019	-	-	-
At 31 March 2018	40,008,364	5,149	40,013,513

6 Debtors

	2019 £	2018 £
Amounts falling due within one year:		
Trade debtors	15,213	82,094
Amounts owed by group undertakings	4,021,380	-
Other debtors	-	166,243
Total	4,036,593	248,337

THE HOLBORN HOTEL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2019

7 Creditors: amounts falling due within one year

	2019 £	2018 £
Trade creditors	(398,744)	35,890
Amounts owed to group undertakings	2,809,000	40,743,150
Corporation tax	-	2,030
Other taxation and social security	-	106,711
Other creditors	3,425	52,222
	<u>2,413,681</u>	<u>40,940,003</u>

8 Provisions for liabilities

	2019 £	2018 £
Deferred tax liabilities	-	425,000
	<u>-</u>	<u>425,000</u>

The group reorganisation complies with the Taxation of Chargeable Gains Act 1992, and the transfer value of the assets has become the new deemed cost. As a consequence of this, no temporary differences occur and therefore there is a reversal of the deferred tax provision recognised in profit and loss.

9 Called up share capital

	2019 £	2018 £
Ordinary share capital		
Issued and fully paid		
3 (2018: 1) Ordinary shares of £1 each	3	1
	<u>3</u>	<u>1</u>

The company has one class of ordinary shares which have attached to them full voting, dividend and capital distribution (including on winding up) rights. They do not confer any rights of redemption.

The company issued 2 ordinary shares in the year at a premium of £59,586,629 settled by capitalising the revaluation reserve. The company then undertook a capital reduction of the share premium account in order to create distributable reserves.

10 Financial commitments, guarantees and contingent liabilities

The company is party to cross guarantees given to its bankers in respect of credit and overdraft facilities provided to its parent undertaking and subsidiaries. As at the year end, the parent undertaking total loans outstanding was £nil (2018: £161.668m).

THE HOLBORN HOTEL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2019

11 Capital commitments

Amounts contracted for but not provided in the financial statements:

	2019	2018
	£	£
Acquisition of tangible fixed assets	–	62,500

12 Events after the reporting date

In March 2020, the World Health Organization formally recognised COVID-19, the novel strain of coronavirus, as a pandemic. There remains significant uncertainty as to the extent and duration of the global economic impact. Due to the company's disposal of its trade, assets and liabilities, the effects are likely to be limited to the ability of the company's ultimate parent undertaking to provide financial support, as detailed in note 1 on page 4-5.

However, the directors are constantly monitoring the situation and will take all necessary steps to minimise the impact on the business.

13 Related party transactions

On 11 May 2018, the company disposed of the trade and assets of the development property under the company's control to related parties under common control. Consideration received from the related parties totalled £100,000,000.

The Company has taken advantage of the exemptions provided by section 33 of FRS102 'Related Party Disclosures' and has not disclosed transactions entered into between two or more members of a group, provided that any subsidiary undertaking which is party to the transaction is wholly owned by a member of that group.

14 Parent company

As at the balance sheet date, Globalgrange Limited, a company incorporated in the United Kingdom, is the immediate parent undertaking.

New Grange Holdings 3 Limited, the ultimate parent undertaking, is the parent of the smallest and largest group for which consolidated accounts including The Holborn Hotel Limited are prepared. The consolidated accounts of New Grange Holdings 3 Limited are available from its registered office 58 Rochester Row, Westminster, London, SW1P 1JU.

THE HOLBORN HOTEL LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2019

15 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 audit report was disclaimed, as follows:

Basis for disclaimer of opinion

The audit evidence available to us was limited following the decision to formally break up the Globalgrange group and to trade under two separate groups. During the finalisation of the audit process we concluded that there was significant doubt as to whether we have been provided with all the audit evidence we require to form an opinion. As a result of this we have been unable to obtain sufficient appropriate audit evidence concerning multiple elements of the financial statements and have been unable to determine whether any adjustments might have been found to be necessary. The possible effects of this inability to obtain sufficient appropriate audit evidence are deemed to be both material and pervasive to the financial statements.

The senior statutory auditor was Euan Banks FCA.

The auditor was RSM UK Audit LLP.