COMPANY REGISTRATION NUMBER: 7560835

Grainger RAMP Limited

Financial statements

30 September 2018

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Grainger RAMP Limited

Financial statements

Year ended 30 September 2018

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Grainger RAMP Limited

Officers and professional advisers

The board of directors	Mark J Robson Anish N Thobhani Helen C Gordon Vanessa K Simms Adam McGhin
Company secretary	Adam McGhin
Registered office	Citygate St James' Boulevard Newcastle upon Tyne NE1 4JE
Auditor	KPMG LLP Chartered accountants & statutory auditor 15 Canada Square Canary Wharf London E14 5GL
Bankers	Barclays Bank plc Barclays House 5 St Ann's Street Quayside Newcastle upon Tyne NE1 2BH
Solicitors	Womble Bond Dickinson (UK) LLP St Ann's Wharf 112 Quayside Newcastle upon Tyne NE1 3DX

Grainger RAMP Limited

Directors' report

Year ended 30 September 2018

The directors present their report and the financial statements of the company for the year ended 30 September 2018.

Principal activities

The principal activity of the company during the year was property management. A dividend of £4,185,046 was paid during the year (2017: £nil).

Directors

The directors who served the company during the year were as follows:

Mark J Robson
Anish N Thobhani
Helen C Gordon
Vanessa K Simms
Adam McGhin
Nicholas M F Jopling (Resigned 20 December 2017)

Directors' responsibilities statement

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), 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 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;
- state whether applicable UK accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- assess the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

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 responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and 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.

Auditor

Each of the persons who is a director at the date of approval of this report confirms that:

- so far as they are aware, there is no relevant audit information of which the company's auditor is unaware; and
- they have taken all steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

Pursuant to Section 487 of the Companies Act 2006, the auditor will be deemed to be reappointed and KPMG LLP will therefore continue in office.

Small company provisions

This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

This report was approved by the board of directors on 26 February 2019 and signed on behalf of the board by:

Adam McGhin
Company Secretary

Independent auditor's report to the members of Grainger RAMP Limited

Opinion

We have audited the financial statements of Grainger RAMP Limited ("the company") for the year ended 30 September 2018 which comprise the Statement of comprehensive income, Statement of financial position, Statement of changes in equity and related notes, including the accounting policies in note 3.

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 30 September 2018 and of its profit for the year then ended;
- have been properly prepared in accordance with UK accounting standards, including FRS 101 *Reduced Disclosure Framework*; 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 are described below. We have fulfilled our ethical responsibilities under, and are independent of the company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

The impact of uncertainties due to Britain exiting the European Union on our audit

Uncertainties related to the effects of Brexit are relevant to understanding our audit of the financial statements. All audits assess and challenge the reasonableness of estimates made by the directors, see note 3, and the appropriateness of the going concern basis of preparation of the financial statements. All of these depend on assessments of the future economic environment and the company's future prospects and performance.

Brexit is one of the most significant economic events for the UK, and at the date of this report its effects are subject to unprecedented levels of uncertainty of outcomes, with the full range of possible effects unknown. We applied a standardised firm-wide approach in response to that uncertainty when assessing the company's future prospects and performance. However, no audit should be expected to predict the unknowable factors or all possible future implications for a company and this is particularly the case in relation to Brexit.

Going concern

The directors have prepared the financial statements on the going concern basis as they do not intend to liquidate the company or to cease its operations, and as they have concluded that the company's financial position means that this is realistic. They have also concluded that there are no material uncertainties that could have cast significant doubt over its ability to continue as a going concern for at least a year from the date of approval of the financial statements ("the going concern period").

We are required to report to you if we have concluded that the use of the going concern basis of accounting is inappropriate or there is an undisclosed material uncertainty that may cast significant doubt over the use of that basis for a period of at least a year from the date of approval of the financial statements. In our evaluation of the directors' conclusions, we considered the inherent risks to the company's business model, including the impact of Brexit, and analysed how those risks might affect the company's financial resources or ability to continue operations over the going concern period. We have nothing to report in these respects.

However, as we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the absence of reference to a material uncertainty in this auditor's report is not a guarantee that the company will continue in operation.

Directors' report

The directors are responsible for the directors' report. Our opinion on the financial statements does not cover that report and we do not express an audit opinion thereon.

Our responsibility is to read the directors' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- we have not identified material misstatements in the directors' report;
- in our opinion the information given in that report for the financial year is consistent with the financial statements; and
- in our opinion that report has been prepared in accordance with the Companies Act 2006.

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required 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; or
- the directors were not entitled to take advantage of the small companies exemption from the requirement to prepare a strategic report.

We have nothing to report in these respects.

Directors' responsibilities

As explained more fully in their statement set out on page 2, the directors are responsible for: the preparation of the financial statements and for being satisfied that they give a true and fair view; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; 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 they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatements, whether due to fraud or error, and to issue our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at www.frc.org.uk/auditorsresponsibilities.

The purpose of our audit work and to whom we owe our responsibilities

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members, as a body, for our audit work, for this report, or for the opinions we have formed.

Bill Holland (Senior Statutory Auditor)
For and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants
15 Canada Square
Canary Wharf
London
E14 5GL
27 February 2019

Grainger RAMP Limited

Statement of comprehensive income

Year ended 30 September 2018

	Note	2018 £	2017 £
Turnover	**4**	**6,276**	99,336
Cost of sales		**(1,300)**	(55,130)
Gross profit		**4,976**	44,206
Administrative expenses		**(855)**	(23,779)
Operating profit	**5**	**4,121**	20,427
Interest receivable and similar income	**6**	**156,115**	153,857
Profit before taxation		**160,236**	174,284
Tax on profit	**7**	**(30,445)**	(33,985)
Profit for the financial year and total comprehensive income		**129,791**	140,299

All the activities of the company are from continuing operations.

The notes on pages 10 to 13 form part of these financial statements.

Grainger RAMP Limited

Statement of financial position

30 September 2018

	Note	2018 £	2017 £
Current assets			
Debtors	9	**104,543**	3,789,661
Cash at bank and in hand		**25,249**	429,371
		129,792	4,219,032
Creditors: amounts falling due within one year	10	**–**	(33,985)
Net current assets		**129,792**	4,185,047
Total assets less current liabilities		**129,792**	4,185,047
Capital and reserves			
Called up share capital	11	**1**	1
Profit and loss account	12	**129,791**	4,185,046
Shareholders' funds		**129,792**	4,185,047

These financial statements were approved by the board of directors and authorised for issue on 26 February 2019, and are signed on behalf of the board by:

Adam McGhin
Director

Company registration number: 7560835

The notes on pages 10 to 13 form part of these financial statements.

Grainger RAMP Limited

Statement of changes in equity

Year ended 30 September 2018

		Called up share capital £	Profit and loss account £	**Total £**
At 1 October 2016		1	4,044,747	4,044,748
Profit for the year		–	140,299	140,299
Total comprehensive income for the year		–	140,299	140,299
At 30 September 2017		1	4,185,046	**4,185,047**
Profit for the year		–	129,791	**129,791**
Total comprehensive income for the year		–	129,791	**129,791**
Dividends paid	**8**	–	(4,185,046)	**(4,185,046)**
Total investments by and distributions to owners		–	(4,185,046)	**(4,185,046)**
At 30 September 2018		1	129,791	**129,792**

The notes on pages 10 to 13 form part of these financial statements.

1. General information

The company is a private company limited by shares, registered in England and Wales. The address of the registered office is Citygate, St James' Boulevard, Newcastle upon Tyne, NE1 4JE.

2. Statement of compliance

The financial statements of Grainger RAMP Limited ("the company") for the year ended 30 September 2018 were authorised for issue by the board of directors on 26 February 2019 and the statement of financial position was signed on the board's behalf by Adam McGhin.

These financial statements have been prepared in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework'.

The company's ultimate parent undertaking, Grainger plc, includes the company in its consolidated financial statements. The consolidated financial statements of Grainger plc are prepared in accordance with International Financial Reporting Standards and are available to the public and may be obtained from Citygate, St James' Boulevard, Newcastle upon Tyne, NE1 4JE.

3. Accounting policies

Basis of preparation
The financial statements have been prepared under the historical cost convention, and in accordance with applicable UK accounting standards.

The financial statements are prepared on the going concern basis in accordance with the Companies Act 2006 and applicable accounting standards in the United Kingdom, which have been applied consistently throughout the year.

Disclosure exemptions
In these financial statements, the company has applied the exemptions available under FRS 101 in respect of the following disclosures:

(a) Cash flow statement and related notes;
(b) Comparative period reconciliations for share capital;
(c) Disclosures in respect of capital management;
(d) The effects of new but not yet effective IFRSs;
(e) Disclosures in respect of the compensation of key management personnel.

As the consolidated financial statements of Grainger plc include the equivalent disclosures, the company has also taken the exemptions under FRS 101 available in respect of the following disclosures:

Certain disclosures required by IFRS 13 Fair Value Measurement and the disclosures required by IFRS 7 Financial Instruments: Disclosures.

Revenue recognition
Turnover comprises management fees, exclusive of VAT. Management fees are recognised when they become receivable.

3. Accounting policies *(continued)*

Income tax
The taxation charge for the year represents the sum of the tax currently payable and deferred tax. The charge is recognised in the statement of comprehensive income according to the accounting treatment of the related transaction.

Current tax payable or receivable is based on the taxable income for the period and any adjustment in respect of prior periods and is calculated using tax rates that have been enacted or substantively enacted at the end of the reporting period.

Tax payable upon the realisation of revaluation gains recognised in prior periods is recorded as a current tax charge with a release of the associated deferred tax.

Deferred income tax is recognised, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted at the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled. Deferred income tax assets are recognised only to the extent that it is probable that taxable profit will give rise to a future tax liability against which the deferred tax assets can be recovered.

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income tax assets and liabilities relate to income taxes levied by the same tax authority on either the taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

Non-derivative financial instruments
Non-derivative financial instruments comprise trade debtors, cash and cash equivalents, and loans and borrowings.

Trade debtors are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

Interest-bearing borrowings are recognised initially at fair value less attributable transaction costs. Subsequent to initial recognition, interest-bearing borrowings are stated at amortised cost using the effective interest method, less any impairment losses.

Judgements and key sources of estimation uncertainty
The preparation of the financial statements requires management to make significant judgements, estimates and assumptions that affect the amounts reported. The directors have considered whether there are any such sources of estimation or critical accounting judgements in preparing the financial statements and do not consider there to be any for the purposes of disclosure.

4. Turnover

Turnover arises from:

	2018	2017
	£	£
Management fee income	**6,276**	99,336

The total turnover of the company has been derived from its principal activity wholly undertaken in the UK as defined in the directors' report.

5. Operating profit

Audit fees of £2,400 (2017: £2,100) are statutory audit fees only and are borne by another group company.

There are no persons holding service contracts with the company (2017: none). None of the directors received any remuneration from the company during the year, or in the previous year, in respect of their services to the company.

6. Other interest receivable and similar income

	2018	2017
	£	£
Interest from group undertakings	**156,030**	153,828
Other interest receivable and similar income	**85**	29
	156,115	153,857

7. Tax on profit

Major components of tax expense

	2018	2017
	£	£
Current tax:		
UK current tax expense	**30,445**	33,985
Tax on profit	**30,445**	33,985

There is no unprovided deferred tax liability or unrecognised deferred tax asset in these financial statements.

Reconciliation of tax expense

The tax assessed on the profit on ordinary activities for the year is the same as (2017: the same as) the standard rate of corporation tax in the UK of 19% (2017: 19.50%).

	2018	2017
	£	£
Profit on ordinary activities before taxation	**160,236**	174,284
Profit on ordinary activities by rate of tax	**30,445**	33,985

Factors that may affect future tax expense

A reduction in the UK corporation tax rate from 19% to 17% (effective 1 April 2020) has been substantively enacted. This will reduce the company's future current tax charge accordingly.

8. Dividends

	2018	2017
	£	£
Dividends paid	**4,185,046**	–

9. Debtors

	2018	2017
	£	£
Trade debtors	**19,960**	10,326
Amounts owed by group undertakings	**84,583**	3,779,335
	104,543	3,789,661

Included within amounts owed by group undertakings is an unsecured loan with a year end balance of £84,093 (2017: £3,779,335). The loan bears interest at a weighted rate of 3.75% (2017: 3.93%) in the year and is repayable on demand. Interest receivable for the year amounted to £156,030 (2017: £153,828). All other amounts owed by group undertakings are unsecured, bear no interest and are repayable on demand.

10. Creditors: amounts falling due within one year

	2018	2017
	£	£
Amounts owed to group undertakings	**–**	33,985

The amount owed to group undertakings is unsecured, is repayable on demand, and does not bear interest.

11. Called up share capital

Issued, called up and fully paid

	2018		2017	
	No.	**£**	No.	£
Ordinary shares of £1 each	**1**	**1**	1	1

12. Reserves

Profit and loss account - This reserve records retained earnings and accumulated losses.

13. Related party transactions

The company is exempt from disclosing related party transactions as they are with other companies that are wholly owned within the Grainger plc group.

14. Ultimate parent undertaking and controlling party

The directors regard Grainger plc, a company registered in England and Wales, as the ultimate parent undertaking and the ultimate controlling party, being the parent undertaking of the smallest and largest group to consolidate these financial statements. Copies of the Grainger plc consolidated financial statements may be obtained from The Secretary, Grainger plc, Citygate, St James' Boulevard, Newcastle upon Tyne, NE1 4JE.

Grainger plc is the immediate controlling party and parent company by virtue of its 100% shareholding in the company.