

Registered number: 08762378

GROSVENOR AMERICAS HOLDINGS LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2021



GROSVENOR AMERICAS HOLDINGS LIMITED

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GROSVENOR AMERICAS HOLDINGS LIMITED

STRATEGIC REPORT FOR THE YEAR ENDED 31 DECEMBER 2021

INTRODUCTION

The directors present their Annual Report on the affairs of Grosvenor Americas Holdings Limited, the "Company", together with the audited financial statements and auditor's report for the year ended 31 December 2021.

BUSINESS REVIEW AND FUTURE DEVELOPMENTS

The principal activity of the Company during the year was that of an intermediate holding company for a certain number of the ultimate parent company, Grosvenor Group Limited's (the "Group's") overseas investments.

The results of the Company for the year are shown in the Income Statement.

The balance sheet shows that the Company's net assets increased from £544,366,000 to £569,505,000 at year end.

The directors do not anticipate any significant change in the activity of the Company and its profitability. The directors expect the general level of activity to remain consistent with 2021 in the forthcoming year. This is consistent with the long-term strategy of the company.

The Company is incorporated in the United Kingdom and its registered office is 70 Grosvenor Street, London, W1K 3JP.

GOING CONCERN

The Company is in a net asset position and is profit making as at 31 December 2021.

After making enquiries the directors have a reasonable expectation that the Company has adequate resources for the foreseeable future and for a minimum period of 12 months from the date of signing the financial statements. Specifically, the directors have considered the impact of Covid 19 on the future performance of the Grosvenor Group (the "Group").

The Group is continuing to monitor the ongoing impacts of the Covid 19 pandemic on near term uncertainty for the global economy to the underlying property business and its tenants.

The Directors have considered the going concern assumption for the Group in light this uncertainty and considered the possible ongoing impact of Covid 19, for example on income and availability of funding, in determining the possible impact on the Group's cash flow forecasts for the period ending 31 December 2023. On the basis of the Group's continued forecast liquidity, the Directors consider it appropriate to prepare the accounts on a going concern basis.

GROSVENOR AMERICAS HOLDINGS LIMITED

STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2021

PRINCIPAL RISKS AND UNCERTAINTIES

The management of the business and the execution of the Company's strategy are subject to a number of risks. The key business risks and uncertainties affecting the Company arise from the financing of its investments.

The Company is financed by equity and intra group loans. It has no external debt. It therefore has no interest rate exposure.

The Company is a subsidiary of Grosvenor Group Limited. The Group co-ordinates its cash flows, liquidity position and borrowing facilities on a group basis and further disclosures relating to these matters are included in the annual report of Grosvenor Group Limited which does not form part of this report.

STATEMENT OF COMPLIANCE WITH SECTION 172 OF COMPANIES ACT 2006

Throughout the year the directors have performed their duty to promote the success of the company under section 172, taking consideration of:

- issues, factors and stakeholders which are relevant in complying with section 172(1)(a) to (f)
- main methods used to engage with stakeholders and to understand the issues to which they must have regard and
- the effect of such issues on the company's decisions and strategies during the financial year and in the long term.

The Company acts as an intermediate holding company for the Group. The strategic and operational policies adopted by the Company are set by The Group and the directors have applied these policies in all decisions taken in their management of the Company in order to meet their duties to the Company.

Grosvenor's property business has evolved over 340 years since the Grosvenor family's first association with property in London. As a result of this heritage and ongoing ownership, the Board takes decisions for the long term and seeks to apply the highest levels of corporate conduct. The Board and the Group's shareholders judge the success of the business based on the positive impact on the communities in which we operate currently, whilst being mindful of the needs of future generations.

In order to protect and strengthen the long standing business reputation, enhance the brand and maintain a reputation for high standards of business conduct, the Group operates as a values led business, promoting our values of integrity, respect and trust all of the time with all our stakeholder community including employees, customers, partners, suppliers, funders, wider society and the shareholders.

We seek to optimise social and commercial outcomes for every investment and set ourselves challenging environmental targets - aiming to enhance our reputation for social responsibility. To deliver its purpose effectively the Group, through its subsidiaries, adopts an approach which inspires and encourages the Group to be a far sighted, locally engaged and to share and benefit from its international experience:

- We believe in learning from the past, and in acting upon evidence based research. By adopting a far sighted perspective we can respond better to the challenges that socio economic and demographic changes, environmental risks and disruptive technologies pose to urban communities.
- We promote local expertise to foster a deep appreciation and understanding of local markets and communities, engaging with them to implement bespoke and innovative solutions that are commercially successful and that respond to local needs.
- Whether working directly or in partnership with like minded co investment partners, we capture, distil and share knowledge. This helps our people bring an international perspective to our activities, which encouraging innovation we have successfully developed elsewhere.

Our purpose is to improve properties and places to deliver lasting commercial, social and environmental benefit.

GROSVENOR AMERICAS HOLDINGS LIMITED

**STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2021**

We strive to promote sustainability within the built environment and to enhance the wellbeing of our customers and communities. Consequently, building and maintaining effective stakeholder relationships is key to the success of the business. The Group's commitment to the World Green Building Council, included a pledge to be net zero carbon in our operations by 2030 (within our directly owned and managed portfolio) and wholly net carbon zero by 2050 across all properties. The Group actively engages with its stakeholders on this commitment.

Further detail on our purpose and relationships with stakeholders is contained in the Strategic Report of the Grosvenor Group Limited (GGL) Report and Accounts for the year ended 31 December 2021, and can also be found at www.grosvenor.com.


The Company has no employees - the staff working on behalf of the Company are employed by Grosvenor Estate Management Limited, a fellow Group company, which reports on employee engagement.

KEY PERFORMANCE INDICATORS

The directors of Grosvenor Group Limited manage its group operations on a divisional basis. For this reason, the Company's directors believe that further key financial and non-financial performance indicators for the company are not necessary or appropriate for an understanding of the development, performance or position of the business of the Company. The performance of Grosvenor Group Limited, which includes the Company, is discussed in the directors' report in the annual report of that Company which does not form part of this report.

This report was approved by the board on 22 April 2022 and signed on its behalf.

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S McConnell
Secretary

GROSVENOR AMERICAS HOLDINGS LIMITED

**DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2021**

The directors present their report and the financial statements for the year ended 31 December 2021.

RESULTS AND DIVIDENDS

The profit for the year, after taxation, amounted to £25,139,000 (2020 - profit £24,309,000).

There were no dividends paid in the year under review (2020 - £24,309,060).

DIRECTORS

The directors who served during the year and subsequently were:

T L Budden (resigned 28 March 2022)
S J Moore
M R Preston (resigned 28 March 2022)
I D Chisholm (appointed 31 December 2021)
R A J Marshall (resigned 31 December 2021)
P S Vernon (resigned 30 September 2021)
D C Lee (resigned 28 March 2022)
R R Davis (resigned 28 March 2022)
J C H Whitty-Lewis (appointed 28 March 2022)
I D Mair (appointed 28 March 2022)

FUTURE DEVELOPMENTS

The directors do not anticipate any significant change in the activity of the Company and its profitability.

The directors have prepared the financial statements on the going concern basis. Refer to the Strategic Report for further information.

DISCLOSURE 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.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

POST BALANCE SHEET EVENTS

There have been no significant events affecting the Company since 31 December 2021.

AUDITOR

The auditor, Deloitte LLP, will be proposed for reappointment in accordance with s485 of the Companies Act 2006.

GROSVENOR AMERICAS HOLDINGS LIMITED

**DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2021**

This report was approved by the board on 22 April 2022 and signed on its behalf.

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S McConnell
Secretary

GROSVENOR AMERICAS HOLDINGS LIMITED

**DIRECTORS' RESPONSIBILITIES STATEMENT
FOR THE YEAR ENDED 31 DECEMBER 2021**

The directors are responsible for preparing the Annual 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 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 judgments 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;
- 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.

GROSVENOR AMERICAS HOLDINGS LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GROSVENOR AMERICAS HOLDINGS LIMITED

Report on the audit of the financial statements **OPINION**

In our opinion the financial statements of Grosvenor Americas Holdings Limited (the "Company"):

- give a true and fair view of the state of the Company's affairs as at 31 December 2021 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice including Financial Reporting Standard 101 "Reduced Disclosure Framework"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the income statement;
- the balance sheet;
- the statement of changes in equity;
- the related notes 1 to 13.

The financial reporting framework that has been applied in their preparation is applicable by law and United Kingdom Accounting Standards, including Financial Reporting Standard 101 'Reduced Disclosure Framework' (United Kingdom Generally Accepted Accounting Practice).

BASIS FOR THE 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 Financial Reporting Council's (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

We are required by ISAs (UK) to report in respect of the following matters where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the Company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

We have nothing to report in respect of these matters.

OTHER INFORMATION

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

GROSVENOR AMERICAS HOLDINGS LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GROSVENOR AMERICAS HOLDINGS LIMITED (CONTINUED)

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 themselves. 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.

RESPONSIBILITIES OF DIRECTORS

As explained more fully in the Directors' Responsibilities Statement, 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 the directors either 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.

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. The description forms part of our Auditor's Report.

EXTENT TO WHICH THE AUDIT WAS CONSIDERED CAPABLE OF DETECTING IRREGULARITIES, INCLUDING FRAUD

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. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below.

We considered the nature of the company's industry and its control environment, and reviewed the company's documentation of their policies and procedures relating to fraud and compliance with laws and regulations. We also enquired of management about their own identification and assessment of the risks of irregularities.

We obtained an understanding of the legal and regulatory framework that the company operates in, and identified the key laws and regulations that:

- had a direct effect on the determination of material amounts and disclosures in the financial statements. These included the UK Companies Act and tax legislation; and
- do not have a direct effect on the financial statements but compliance with which may be fundamental to the

GROSVENOR AMERICAS HOLDINGS LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GROSVENOR AMERICAS HOLDINGS LIMITED (CONTINUED)

company's ability to operate or to avoid a material penalty.

We discussed among the audit engagement team regarding the opportunities and incentives that may exist within the organisation for fraud and how and where fraud might occur in the financial statements.

In common with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of management override. In addressing the risk of fraud through management override of controls, we tested the appropriateness of journal entries and other adjustments; assessed whether the judgements made in making accounting estimates are indicative of a potential bias; and evaluated the business rationale of any significant transactions that are unusual or outside the normal course of business.

In addition to the above, our procedures to respond to the risks identified included the following:

- reviewing financial statement disclosures by testing to supporting documentation to assess compliance with provisions of relevant laws and regulations described as having a direct effect on the financial statements;
- performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud;
- enquiring of management and external legal counsel concerning actual and potential litigation and claims, and instances of non-compliance with laws and regulations; and
- reading minutes of meetings of those charged with governance

GROSVENOR AMERICAS HOLDINGS LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GROSVENOR AMERICAS HOLDINGS LIMITED (CONTINUED)

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

Opinion 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.

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

Matters on which we are required to report by exception

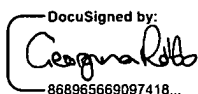
Under the Companies Act 2006 we are required to report in respect of the following matters if, in our opinion:

- 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.

We have nothing to report in respect of these matters.

USE OF OUR 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.

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Georgina Robb FCA (Senior Statutory Auditor)

for and on behalf of
Deloitte LLP

Statutory Auditor

London
United Kingdom

22 April 2022

GROSVENOR AMERICAS HOLDINGS LIMITED

**INCOME STATEMENT
FOR THE YEAR ENDED 31 DECEMBER 2021**

	Note	2021 £000	2020 £000
Income from shares in group undertakings	4	26,453	25,594
Profit before taxation		26,453	25,594
Tax on profit	7	(1,314)	(1,285)
Profit for the year		25,139	24,309

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

The notes on pages 14 to 24 form part of these financial statements.


All activities in the current year and prior period are derived from continuing operations.

GROSVENOR AMERICAS HOLDINGS LIMITED
REGISTERED NUMBER: 08762378


BALANCE SHEET
AS AT 31 DECEMBER 2021

	Note	2021 £000	2020 £000
Non-current assets			
Investments	8	544,366	544,366
		<u>544,366</u>	<u>544,366</u>
Current assets			
Debtors: amounts falling due within one year	9	25,139	-
		<u>25,139</u>	<u>-</u>
Total assets less current liabilities		<u>569,505</u>	<u>544,366</u>
Net assets		<u><u>569,505</u></u>	<u><u>544,366</u></u>
Capital and reserves			
Called up share capital	11	1,100	1,100
Share premium account	10	165,979	165,979
Profit and loss account	10	402,426	377,287
		<u>569,505</u>	<u>544,366</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 22 April 2022.

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J C H Whitty-Lewis
 Director

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I D Mair
 Director

GROSVENOR AMERICAS HOLDINGS LIMITED

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2021**

	Called up share capital	Share premium account	Profit and loss account	Total equity
	£000	£000	£000	£000
At 1 January 2021	1,100	165,979	377,287	544,366
Profit for the year	-	-	25,139	25,139
At 31 December 2021	1,100	165,979	402,426	569,505

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2020**

	Called up share capital	Share premium account	Profit and loss account	Total equity
	£000	£000	£000	£000
At 1 January 2020	1,100	165,979	377,287	544,366
Profit for the year	-	-	24,309	24,309
Dividends paid	-	-	(24,309)	(24,309)
At 31 December 2020	1,100	165,979	377,287	544,366

The notes on pages 14 to 24 form part of these financial statements.

GROSVENOR AMERICAS HOLDINGS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021**

1. GENERAL INFORMATION

Grosvenor Americas Holdings Limited (the "Company") is a private company limited by shares incorporated in the United Kingdom under the Companies Act 2006 and is registered in England and Wales. The address of the Company's registered office is shown on page 1. The Financial Statements are prepared in Sterling.

2. ACCOUNTING POLICIES

2.1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS

The financial statements have been prepared in accordance with the Financial reporting standard 101 'Reduced Disclosure Framework' ("FRS101") and the Companies Act 2006.

These financial statements are separate financial statements. The company is exempt from the preparation and delivery of consolidated financial statements, because it is included in the group accounts of Grosvenor Group Limited (the Group). The accounts of the Group are available to the public and can be obtained as set out in note 12.

The financial statements have been prepared under the historic cost basis, except for the revaluation of certain assets and liabilities that are restated at revalued amounts or fair values at the end of each reporting period.

Historic cost is generally based on the value of the consideration given in exchange for the assets.

The preparation of financial statements in compliance with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the company's accounting policies (see note 3).

The following accounting policies have been applied:

GROSVENOR AMERICAS HOLDINGS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021**

2. ACCOUNTING POLICIES (CONTINUED)

2.2 FINANCIAL REPORTING STANDARD 101 - REDUCED DISCLOSURE EXEMPTIONS

The Company has taken advantage of the following disclosure exemptions under FRS 101:

- the requirements of IFRS 7 Financial Instruments: Disclosures
- the requirements of paragraphs 91-99 of IFRS 13 Fair Value Measurement
- the requirement in paragraph 38 of IAS 1 'Presentation of Financial Statements' to present comparative information in respect of:
 - paragraph 79(a)(iv) of IAS 1;
- the requirements of paragraphs 10(d), 10(f), 16, 38A, 38B, 38C, 38D, 40A, 40B, 40C, 40D, 111 and 134-136 of IAS 1 Presentation of Financial Statements
- the requirements of IAS 7 Statement of Cash Flows
- the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors
- the requirements of paragraph 17 and 18A of IAS 24 Related Party Disclosures
- the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member
- the requirements of paragraphs 130(f)(ii), 130(f)(iii), 134(d)-134(f) and 135(c)-135(e) of IAS 36 Impairment of Assets.

Where required, equivalent disclosures are given in the group accounts of Grosvenor Group Limited. The group accounts of Grosvenor Group Limited are available to the public and can be obtained as set out in note 12.

2.3 GOING CONCERN

The Company is in a net asset position and is profit making as at 31 December 2021.

After making enquiries the directors have a reasonable expectation that the Company has adequate resources for the foreseeable future and for a minimum period of 12 months from the date of signing the financial statements. Specifically, the directors have considered the impact of Covid 19 on the future performance of the Grosvenor Group (the "Group").

The Group is continuing to monitor the ongoing impacts of the Covid 19 pandemic on near term uncertainty for the global economy to the underlying property business and its tenants.

The Directors have considered the going concern assumption for the Group in light this uncertainty and considered the possible ongoing impact of Covid 19, for example on income and availability of funding, in determining the possible impact on the Group's cash flow forecasts for the period ending 31 December 2023. On the basis of the Group's continued forecast liquidity, the Directors consider it appropriate to prepare the accounts on a going concern basis.

2.4 INVESTMENTS

Investments held as fixed assets, including subsidiaries and joint ventures, are stated at cost less provision for impairment.

GROSVENOR AMERICAS HOLDINGS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021**

2. ACCOUNTING POLICIES (CONTINUED)

Investments are tested for impairment on an annual basis or when objective evidence is identified that indicates an impairment may be needed (such as financial difficulties on behalf of the investee). Impairments are calculated as the difference between the current carrying value of the investment and its expected recoverable value – taken to be the higher of the value in use (approximated using the net asset value of the investee) and the fair value less costs to sell.

2.5 DEBTORS

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.

2.6 FOREIGN CURRENCY TRANSLATION

Functional and presentation currency

The Company's functional and presentational currency is GBP.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss except when deferred in other comprehensive income as qualifying cash flow hedges.

2.7 DIVIDENDS

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting.

2.8 TAXATION

Tax is recognised in the Income Statement, except that a change 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 balance sheet date in the countries where the Company operates and generates income.

GROSVENOR AMERICAS HOLDINGS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021**

3. JUDGEMENTS IN APPLYING ACCOUNTING POLICIES AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Company's accounting policies, which are described in note 2, the directors are required to make judgements (other than those involving estimations) that have a significant impact on the amounts recognised and to make estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may be different from these estimates.

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

3.1 Significant accounting judgements in applying the company's accounting policies

There were no critical judgements, apart from those involving estimations (which are dealt with separately below) that the directors have made in the process of applying the Group's accounting policies and that have the most significant effect on the amounts recognised in financial statements.

3.2 Key sources of estimation uncertainty

The key assumptions concerning the future, and other key sources of estimation uncertainty at the reporting period that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are discussed below:

Impairment of investments

Determining whether the company's investments in subsidiaries have been impaired requires estimations of the investments' values in use. Covid-19 and the associated near-term economic uncertainty creates greater uncertainty in the estimation of these investment values and the underlying properties held in these investment companies.

As a result of the method used to calculate any required impairments, it is not feasible to perform a sensitivity analysis.

GROSVENOR AMERICAS HOLDINGS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021**

4. INCOME FROM SHARES IN GROUP UNDERTAKINGS

	2021	<i>2020</i>
	£000	<i>£000</i>
Income from shares in group undertakings	26,453	25,594
	<u>26,453</u>	<u>25,594</u>

5. EMPLOYEES

No fees or other emoluments were paid to the directors of the Company during either the current or the preceding year in respect of their services to the company. The directors are paid by Grosvenor Estate Management Limited.

There were no employees of the Company for the current year or preceding year.

6. AUDITOR'S REMUNERATION

Auditor's remuneration for the audit of the financial statements of the Company for the year ended 31 December 2021 is £2,700 (2020 - £2,600) and is borne by Grosvenor Estate Holdings, a fellow subsidiary undertaking.

No fees were payable to Deloitte LLP and its associates for non-audit services to the Company during the current year or preceding year.

GROSVENOR AMERICAS HOLDINGS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021**

7. TAXATION

	2021	2020
	£000	£000
CORPORATION TAX		
Current tax on profits for the year	1,314	1,285
	1,314	1,285
TOTAL CURRENT TAX	1,314	1,285

FACTORS AFFECTING TAX CHARGE FOR THE YEAR

The tax assessed for the year is the same as (2020 - the same as) the standard rate of corporation tax in the UK of 19% (2020 - 19%) as set out below:

	2021	2020
	£000	£000
Profit on ordinary activities before tax	26,453	25,594
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2020 - 19%)	5,026	4,863
EFFECTS OF:		
Tax permanent differences	1,314	1,285
Non-taxable income	(5,026)	(4,863)
TOTAL TAX CHARGE FOR THE YEAR	1,314	1,285

FACTORS THAT MAY AFFECT FUTURE TAX CHARGES

A current tax rate of 19%, being the UK corporation tax rate throughout the period, has been applied to the year ended 31 December 2021. From 1 April 2023, the UK corporation tax rate will increase to 25% (Finance Act 2021).

GROSVENOR AMERICAS HOLDINGS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021**

8. INVESTMENTS

	Investments in subsidiary companies £000
COST OR VALUATION	
At 1 January 2021	544,366
At 31 December 2021	<u>544,366</u>
NET BOOK VALUE	
At 31 December 2021	<u>544,366</u>
At 31 December 2020	<u>544,366</u>

9. DEBTORS

	2021 £000	2020 £000
Amounts owed by group undertakings	25,139	-
	<u>25,139</u>	<u>-</u>

Amounts owed by group undertakings represent dividends received by Grosvenor Estate Holdings (the immediate parent company) from Grosvenor Americas Partners (a subsidiary of the Company) on behalf of the Company. These amounts are unsecured, repayable on demand and non-interest bearing.

GROSVENOR AMERICAS HOLDINGS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021**

10. RESERVES

Share premium

Share premium is the excess consideration received, over par value, for ordinary shares in the company.

Profit and loss account

The profit and loss account reserve contains the balance of retained earnings to carry forward. Dividends are paid from this reserve. The Directors do not propose any dividend to be paid after year end.

11. CALLED UP SHARE CAPITAL

	2021	<i>2020</i>
	£000	<i>£000</i>
Authorised, allotted, called up and fully paid		
1,100,001 (2020 - 1,100,001) Ordinary shares of £1.00 each	1,100	<i>1,100</i>

The Company's shares have attached to them full voting, dividend and capital distribution (including on winding up) rights.

12. CONTROLLING PARTY

Grosvenor Group Limited is the ultimate parent of the Company. Grosvenor Group Limited is incorporated in Great Britain and registered in England and Wales. It is wholly owned by trusts on behalf of the Grosvenor family, headed by the 7th Duke of Westminster.

The ultimate parent undertaking heads the largest and smallest group of undertakings of which the company is a member and for which group accounts are prepared. Grosvenor Overseas Holdings Limited is the immediate parent company.

Copies of the consolidated financial statements of Grosvenor Group Limited can be obtained from Companies House, 3 Crown Way, Maindy, Cardiff, CF14 3UZ.

The address of the registered office of Grosvenor Group Limited and of Grosvenor Overseas Holdings Limited is 70 Grosvenor Street, London, W1K 3JP.

GROSVENOR AMERICAS HOLDINGS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021**

13. INVESTMENTS IN SUBSIDIARIES AND JOINT VENTURES

At 31 December 2021, Grosvenor Americas Holdings Limited had investments in a number of subsidiary and joint venture entities, the details of which are listed below. The investment and voting rights in each entity is 100% unless otherwise stated.

Direct holdings

The following companies are directly held:

United States of America

Registered office: One California Street, Suite 2500 San Francisco, CA 94111

Grosvenor Americas UK Limited – 100% owned

Grosvenor Americas Partners (USA) – 99.99% owned

Indirect holdings

The following companies are indirectly held:

Canada

Registered office: 2000-1040 West Georgia

4th Street Station Development Ltd

1164 Robson Holdings BT Limited

1300 Marine Holdings Ltd

1300 Marine LP – 30% Limited Partner

1146078 B.C. Limited

Brentwood BT Development Limited

Brentwood Office Centre Limited

Connaught Retail Limited Partnership – 20% owned

Connaught Retail GP Limited – 20% owned

Edgemont Village Parking Limited

Greensoil Building Innovation Fund Co-Investment I LP

Grosvenor 5th Avenue Holdings Ltd

Grosvenor Americas Corporation

Grosvenor Beltline Holdings II Ltd

Grosvenor Beltline Holdings III Ltd

Grosvenor Beltline Holdings Ltd

Grosvenor Brentwood Development Limited

Grosvenor Canada Ltd

Grosvenor Capital Corporation

Grosvenor Development Corporation

Grosvenor Edgemont Holdings Limited

Grosvenor International Investments (Canada) Ltd

Grosvenor Metrotown Limited

Grosvenor Oak Townhomes Development Limited

Grosvenor Pacific Development Ltd

Grosvenor Properties (2008) Ltd

Grosvenor True North Services Canada

Grosvenor True North Services Management Canada

Hornby BT Holdings Ltd

Hornby Pacific GP Limited

Hornby Pacific Limited Partnership – 50% limited partner

Marine Drive BT Holdings Ltd

Marine Drive WV Development Ltd

GROSVENOR AMERICAS HOLDINGS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
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Oak 37 BT Limited
Oak 37 GP Limited - 49% owned
Oak 37 Limited Partnership - 49% owned
Pacific BT Holdings Ltd
The Cambie Rise Limited Partnership – 50% limited partner
The Pacific Parking Limited
The Rise GP Limited – 50% owned
Transca (Polaris) GP Ltd – 25% owned
Transca (Polaris) LP – 25% limited partner
True North GP Ltd
True North Two GP Limited
True North Residential Two LP
True North Residential Three LP
True North Three GP Limited - 33.33% owned
West 15 Project Holdings Ltd – 50% owned

Registered address: 900 Waterfront, Vancouver

Rise BT Holdings Ltd 1 – 50% owned

Registered address: 1200 Waterfront, Vancouver

True North Residential One LP
West 15 Ventures Ltd
Edgemont Village BT Ltd

United States of America
Registered office: One California Street, Suite 2500 San Francisco, CA 94111

1 Neal Place LLC
1645 Pacific Homes LLC
1500 K Street LLC – 20% owned
180 Post Street LLC – 50% owned
185 Post Street LLC – 50% owned
1701 Pennsylvania LLC – 50% owned
1900 Duke Street LLC – 25% owned
1951 Shattuck LLC
240 Stockton LLC
251 Post Street LLC – 50% owned
2610 Orchard Parkway LLC
306 Rodeo Drive LLC – 50% owned
394 Pacific, LLC
3800 California Street LLC
5520 Wisconsin LLC1– 25% owned
560 Winchester LLC
701 North Michigan Avenue LLC – 20% owned
720 Battery LLC
875 California II LLC
875 California LLC
Ballpark Hotel LLC1
Ballpark Residential LLC 1– 50% owned
Ballpark Square LLC1– 99.4% owned
Brazil Student Housing JV LLC
CC Village LLC

GROSVENOR AMERICAS HOLDINGS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2021**

Chelsea at Juantina Village LP1
CP6WW LLC
Crossings LLC – 19.8% owned
Crossings II LLC1– 19.8% owned
District Property Holdings LLC
Eckington Residential LLC
ElectriQ Power Inc
Fair Oaks Polo Drive II LLC1– 19.8% owned
Fair Oaks Polo Drive LLC1– 19.8% owned
FCB Silver Spring LLC1
Fenton Street Apartments LLC1
Frontier Drive Metro Centre LLC 1 – 50% owned
Grosvenor Americas Joint Ventures LLC
Grosvenor Americas USA Inc
Grosvenor Atlantic Ltd1
Grosvenor California Ltd
Grosvenor Capco Ltd
Grosvenor Financial California LLC
Grosvenor Financial Inc1
Grosvenor GP Limited LLC
Grosvenor International (American Freeholds) Ltd
Grosvenor International (Westcoast Freeholds) Ltd
Grosvenor Maple Leaf Ventures III LP – 20% owned
Grosvenor Maple Leaf Ventures V LP – 20% owned
Grosvenor Maple Leaf Ventures VI LP – 20% owned
Grosvenor Maple Leaf Ventures VII LP – 20% owned
Grosvenor Maple Leaf Ventures VIII LP – 20% owned
Grosvenor Residential GP Limited LLC
Grosvenor Urban Maryland LLC1
Grosvenor USA Limited
Hamilton Marketplace LLC
ML7 Residential II LLC – 19.8% owned
ML7 Residential, LLC – 19.8% owned
Parklands North Creec LLC - 25% owned
Rice Lake Square LP1– 25% owned
The Row Townhouses LLC - 25% owned
TN Waterfront Station LLC - 33.33% owned
True North California LLC
True North California Two Inc
True North California Three LLC
True North US Inc1
True North US Two Inc
True North US Three Inc
Urban Retail LLC

Registered address: 1) 11701 Pennsylvania Avenue Suite 450, Washington

