

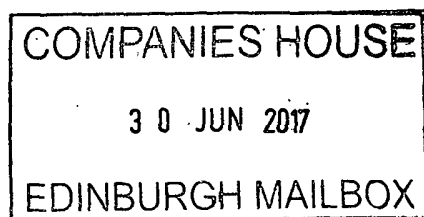
Gray Forklift Group (Holdings) Limited

(formerly FF (Gray) Limited)

Annual report and financial statements

for the year ended 31 December 2016

Registered number: 09489098



Gray Forklift Group (Holdings) Limited

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Gray Forklift Group (Holdings) Limited

Strategic report

The director presents his strategic report, together with the director's report, financial statements and auditor's report, for the year ended 31 December 2016.

Principal activity

The principal activity of the company is to act as an intermediate holding company.

Review of the business

The company changed its name during the year to Gray Forklift Group (Holdings) Limited (formerly FF (Gray) Limited.).

The company is 100% owned by Caledonia Materials Handling Limited. The company holds the entire share capital of Gray Development Company Limited and Gray Material Handling (Inverness) Limited. The cost of these investments is disclosed in note 8 to the financial statements.

The company's results and financial position are set out in the profit and loss account and balance sheet on pages 7 and 8. The loss after tax for the period was £375,283 (17 month period ended 31 December 2015: £270,294).

Key performance indicators

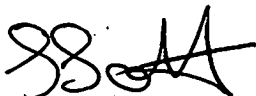
The director considers the company's key performance indicator to be the financial performance of its subsidiaries. The performance of these subsidiaries is monitored monthly by the director by way of comprehensive management reports and as these companies are, and are expected to continue to be, profitable the director considers the key performance indicator outturn to be satisfactory.

Principal risks and uncertainties

The company considers its principal risk to be the financial performance of its subsidiary companies, which support the carrying value of the company's investments and which provide support to this company to meet its liabilities as they fall due. The risk is managed through regular review by the board.

Future developments and events after the balance sheet date

The director expects the company to continue to act as an intermediate holding company for the foreseeable future.



S Scott
Director

29 June 2017

Registered office
Suite 1.3
20 Market Street
Altrincham
Cheshire
WA14 1PF

Gray Forklift Group (Holdings) Limited

Director's report

The director presents his annual report on the affairs of the company, together with the audited financial statements and auditor's report, for the year ended 31 December 2016.

Going concern

The director has a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus he has adopted the going concern basis in preparing the annual financial statements.

Further details regarding the adoption of the going concern basis can be found in note 1 in the financial statements.

An indication of likely future developments of the company is noted within the strategic report.

Financial risk management objectives and policies

The company's activities expose it to a number of financial risks including credit risk, cash flow risk and liquidity risk.

Cash flow risk: the company's cash flow risk is relatively low due to low levels of finance within the business.

Credit risk: the company's principal financial assets are investments with exposure spread over a number of subsidiaries.

Liquidity risk: liquidity risk at the company is insignificant as its financial liabilities are all with other companies within the CorpAcq Group.

Directors' indemnities

The Company has qualifying third party indemnity provisions in place for the benefit of its directors which were made during the period and remain in force at the date of this report.

Dividends

The director has not recommended payment of a dividend (2015: £nil).

Director

The director who held office during the year and to the date of this report was:

S Scott

Political contributions

The company made no political donations during the financial period (2015: £nil).

Auditor

The director at the date of approval of this report confirms 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 he ought to have taken as a director in order to make himself 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.

The Annual General Meeting will be held at the registered office of Gray Forklift Group (Holdings) Limited.

Deloitte LLP was appointed the company's auditor during the year. A resolution to re-appoint Deloitte LLP as the company's auditor will be proposed at the forthcoming Annual General Meeting.

Gray Forklift Group (Holdings) Limited

Director's report (continued)

Approved by the director:



S Scott
Director

29 June 2017

Registered office
Suite 1.3
20 Market Street
Altrincham
Cheshire
WA14 1PF

Gray Forklift Group (Holdings) Limited

Director's responsibilities statement

The director is responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Company law requires the director to prepare financial statements for each financial year. Under that law the director has elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law), including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland". Under company law the director must not approve the financial statements unless he is 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 director is 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; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The director is 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 him 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 director is responsible for the maintenance and integrity of the corporate and financial information included on the company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Independent auditor's report to the members of Gray Forklift Group (Holdings) Limited

We have audited the financial statements of Gray Forklift Group (Holdings) Limited for the year ended 31 December 2016 which comprise the Profit and Loss Account, the Statement of Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity and the related notes 1 to 14. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland".

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.

Respective responsibilities of director and auditor

As explained more fully in the Director's Responsibilities Statement, the director is responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the director; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2016 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.

Opinion on other matter prescribed by the Companies Act 2006

- 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

We have nothing to report in respect of the following matters where 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.



Anthony J Farnworth BA (Hons) ACA (Senior Statutory Auditor)
for and on behalf of Deloitte LLP
Statutory Auditor
Manchester, United Kingdom

29 June 2017

Gray Forklift Group (Holdings) Limited

Profit and loss account

For the year ended 31 December 2016

		Year ended 31 December 2016 £	Period from 13 March 2015 to 31 December 2015 £
	Note		
Finance costs	3	(435,283)	(300,664)
Loss on before taxation		(435,283)	(300,664)
Tax on loss	7	60,000	30,370
Loss for the financial year/period attributable to the equity shareholder of the company		(375,283)	(270,294)

All results relate to continuing operations.

There were no income or expenses arising, other than the loss shown above, in the current and prior period. Accordingly a separate statement of comprehensive income is not presented.

Gray Forklift Group (Holdings) Limited

Balance sheet

At 31 December 2016

	Note	2016 £	2015 £
Fixed assets			
Investments	8	23,205,707	22,274,118
Current assets			
Debtors - due within one year	9	90,371	30,371
Creditors: amounts falling due within one year	10	(22,370,055)	(19,055,997)
Net current liabilities		(22,279,684)	(19,025,626)
Total assets less current liabilities		926,023	3,248,492
Creditors: amounts falling due after more than one year	11	(1,571,599)	(3,518,785)
Net liabilities		(645,576)	(270,293)
Capital and reserves			
Called-up share capital	12	1	1
Profit and loss account		(645,577)	(270,294)
Shareholder's deficit		(645,576)	(270,293)

The financial statements of Gray Forklift Group (Holdings) Limited, registered number 09489098 were approved by the director and authorised for issue on 29 June 2017.



S Scott
Director

Gray Forklift Group (Holdings) Limited

Statement of changes in equity

At 31 December 2016

	Called-up share capital £	Profit and loss account £	Total £
Share capital issued on incorporation	1	-	1
Loss for the financial period	-	(270,294)	(270,294)
Total comprehensive loss	-	(270,294)	(270,294)
At 31 December 2015	1	(270,294)	(270,293)
Loss for the year	-	(375,283)	(375,283)
Total comprehensive loss	-	(375,283)	(375,283)
At 31 December 2016	1	(645,577)	645,576

Gray Forklift Group (Holdings) Limited

Notes to the financial statements **For the year ended 31 December 2016**

1. Accounting policies

The principal accounting policies are summarised below. They have all been applied consistently throughout the period.

a. General information and basis of accounting

Gray Forklift Group (Holdings) Limited is a private company limited by shares incorporated in England and Wales under the Companies Act. The address of the registered office is given on page 1. The nature of the company's operations and its principal activity are set out in the strategic report on page 1.

The financial statements have been prepared under the historical cost convention and in accordance with Financial Reporting Standard 102 (FRS 102) issued by the Financial Reporting Council.

The functional currency of Gray Forklift Group (Holdings) Limited is considered to be pounds sterling because that is the currency of the primary economic environment in which the company operates.

Gray Forklift Group (Holdings) Limited meets the definition of a qualifying entity under FRS 102 and has therefore taken advantage of the disclosure exemptions available to it in respect of its separate financial statements. Gray Forklift Group (Holdings) Limited is consolidated in the financial statements of its ultimate parent, CorpAcq Ltd, which may be obtained at Suite 1.3, 20 Market Street, Altrincham, Cheshire, WA14 1PF, United Kingdom. Exemptions have been taken in these separate company financial statements in relation to financial instruments, presentation of a cash flow statement and remuneration of key management personnel.

The financial statements present information about the company as an individual undertaking and not about its group. The company has not prepared group financial statements as it is exempt from the requirement to do so by section 400 of the Companies Act 2006 as it is a subsidiary undertaking of CorpAcq Limited, a company incorporated in England and Wales, and is included in the consolidated financial statements of that company, which are publicly available.

b. Going concern

The company is reliant on support from its affiliates such that the intercompany loans will not be requested for repayment should this prejudice the financial position of this company. The company is reliant on funding from its subsidiaries Gray Development Company Limited, Gray Forklift Services Limited and Gray Material Handling (Inverness) Limited which have adequate financial resources along with a diverse spread of customers and suppliers.

The director has a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus he has adopted the going concern basis of accounting in preparing the annual financial statements.

c. Financial instruments

Financial assets and financial liabilities are recognised when the company becomes a party to the contractual provisions of the instrument.

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

(i) Financial assets and liabilities

All financial assets and liabilities are initially measured at transaction price (including transaction costs), except for those financial assets classified as at fair value through profit or loss, which are initially measured at fair value (which is normally the transaction price excluding transaction costs), unless the arrangement constitutes a financing transaction. If an arrangement constitutes a financing transaction, the financial asset or financial liability is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Financial assets and liabilities are only offset in the statement of financial position when, and only when there exists a legally enforceable right to set off the recognised amounts and the company intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Gray Forklift Group (Holdings) Limited

Notes to the financial statements (continued)

For the year ended 31 December 2016

1. Accounting policies (continued)

c. Financial instruments (continued)

Debt instruments which meet the following conditions are subsequently measured at amortised cost using the effective interest method:

- (a) The contractual return to the holder is (i) a fixed amount; (ii) a positive fixed rate or a positive variable rate; or (iii) a combination of a positive or a negative fixed rate and a positive variable rate.
- (b) The contract may provide for repayments of the principal or the return to the holder (but not both) to be linked to a single relevant observable index of general price inflation of the currency in which the debt instrument is denominated, provided such links are not leveraged.
- (c) The contract may provide for a determinable variation of the return to the holder during the life of the instrument, provided that (i) the new rate satisfies condition (a) and the variation is not contingent on future events other than (1) a change of a contractual variable rate; (2) to protect the holder against credit deterioration of the issuer; (3) changes in levies applied by a central bank or arising from changes in relevant taxation or law; or (ii) the new rate is a market rate of interest and satisfies condition (a).
- (d) There is no contractual provision that could, by its terms, result in the holder losing the principal amount or any interest attributable to the current period or prior periods.
- (e) Contractual provisions that permit the issuer to prepay a debt instrument or permit the holder to put it back to the issuer before maturity are not contingent on future events, other than to protect the holder against the credit deterioration of the issuer or a change in control of the issuer, or to protect the holder or issuer against changes in levies applied by a central bank or arising from changes in relevant taxation or law.
- (f) Contractual provisions may permit the extension of the term of the debt instrument, provided that the return to the holder and any other contractual provisions applicable during the extended term satisfy the conditions of paragraphs (a) to (c).

Debt instruments that are classified as payable or receivable within one year on initial recognition and which meet the above conditions are measured at the undiscounted amount of the cash or other consideration expected to be paid or received, net of impairment.

Commitments to make and receive loans which meet the conditions mentioned above are measured at cost (which may be nil) less impairment.

Financial assets are derecognised when and only when a) the contractual rights to the cash flows from the financial asset expire or are settled, b) the company transfers to another party substantially all of the risks and rewards of ownership of the financial asset, or c) the company, despite having retained some, but not all, significant risks and rewards of ownership, has transferred control of the asset to another party.

Financial liabilities are derecognised only when the obligation specified in the contract is discharged, cancelled or expires.

(ii) Investments

Investments in subsidiaries and associates are measured at cost less impairment. For investments in subsidiaries acquired for consideration including the issue of shares qualifying for merger relief, cost is measured by reference to the nominal value of the shares issued plus fair value of other consideration. Any premium is ignored.

(iii) Equity instruments

Equity instruments issued by the company are recorded at the fair value of cash or other resources received or receivable, net of direct issue costs.

Gray Forklift Group (Holdings) Limited

Notes to the financial statements (continued)

For the year ended 31 December 2016

1. Accounting policies (continued)

d. Impairment of assets

Assets, other than those measured at fair value, are assessed for indicators of impairment at each balance sheet date. If there is objective evidence of impairment, an impairment loss is recognised in profit or loss as described below.

Non-financial assets

An asset is impaired where there is objective evidence that, as a result of one or more events that occurred after initial recognition, the estimated recoverable value of the asset has been reduced. The recoverable amount of an asset is the higher of its fair value less costs to sell and its value in use.

Where indicators exist for a decrease in impairment loss, the prior impairment loss is tested to determine reversal. An impairment loss is reversed on an individual impaired asset to the extent that the revised recoverable value does not lead to a revised carrying amount higher than the carrying value had no impairment been recognised.

Financial assets

For financial assets carried at amortised cost, the amount of an impairment is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective interest rate.

For financial assets carried at cost less impairment, the impairment loss is the difference between the asset's carrying amount and the best estimate of the amount that would be received for the asset if it were to be sold at the reporting date.

Where indicators exist for a decrease in impairment loss, and the decrease can be related objectively to an event occurring after the impairment was recognised, the prior impairment loss is tested to determine reversal. An impairment loss is reversed on an individual impaired financial asset to the extent that the revised recoverable value does not lead to a revised carrying amount higher than the carrying value had no impairment been recognised.

e. Taxation

Current tax, including UK corporation tax and foreign tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

When the amount that can be deducted for tax for an asset that is recognised in a business combination is less (more) than the value at which it is recognised, a deferred tax liability (asset) is recognised for the additional tax that will be paid (avoided) in respect of that difference. Similarly, a deferred tax asset (liability) is recognised for the additional tax that will be avoided (paid) because of a difference between the value at which a liability is recognised and the amount that will be assessed for tax.

Deferred tax liabilities are recognised for timing differences arising from investments in subsidiaries and associates, except where the company is able to control the reversal of the timing difference and it is probable that it will not reverse in the foreseeable future.

Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date that are expected to apply to the reversal of the timing difference. Deferred tax relating to property, plant and equipment measured using the revaluation model and investment property is measured using the tax rates and allowances that apply to sale of the asset.

Gray Forklift Group (Holdings) Limited

Notes to the financial statements (continued)

For the year ended 31 December 2016

1. Accounting policies (continued)

e. Taxation (continued)

Where items recognised in other comprehensive income or equity are chargeable to or deductible for tax purposes, the resulting current or deferred tax expense or income is presented in the same component of comprehensive income or equity as the transaction or other event that resulted in the tax expense or income.

Current tax assets and liabilities are offset only when there is a legally enforceable right to set off the amounts and the company intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

Deferred tax assets and liabilities are offset only if: a) the company has a legally enforceable right to set off current tax assets against current tax liabilities; and b) the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

2. Critical accounting judgements and key sources of estimation uncertainty

Critical judgements in applying the company's accounting policies

The director does not consider that the amounts recognised in the financial statements have been significantly affected by any critical judgements made in the process of applying the company's accounting policies.

Key sources of estimation uncertainty

The director does not consider that there are any areas of the financial statements that are significantly affected by sources of estimation uncertainty.

3. Finance costs

	Year ended 31 December 2016 £	Period from 13 March 2015 to 31 December 2015 £
Interest on intercompany loans	300,000	150,000
Unwinding of deferred consideration	135,283	150,664
	<u>435,283</u>	<u>300,664</u>

4. Auditor's remuneration

Fees payable to Deloitte LLP for the audit of the company's annual accounts of £1,000 (2015:£1,000) have been borne by other group companies and have not been recharged. Non audit services for tax compliance services amounted to £500 (2015: £500).

5. Staff numbers and costs

There were no employees of the company, other than the director, during the period (2015: nil).

6. Director's remuneration and transactions

The director was remunerated through other group companies and no amount is attributable to qualifying services in relation to the company (2015: same).

Gray Forklift Group (Holdings) Limited

Notes to the financial statements (continued)

For the year ended 31 December 2016

7. Tax on loss

The tax credit comprises:

	Year ended 31 December 2016 £	Period from 13 March 2015 to 31 December 2015 £
Current tax on loss		
UK corporation tax	(60,000)	(30,370)
Total tax on loss	(60,000)	(30,370)

The differences between the total current tax shown above and the amount calculated by applying the standard rate of corporation tax to the loss before tax is as follows:

	Year ended 31 December 2016 £	Period from 13 March 2015 to 31 December 2015 £
Loss before tax	(435,283)	(300,664)
Tax on loss at standard UK corporation tax rate of 20 per cent (2015: 20.25 per cent)	(87,057)	(60,129)
Effects of:		
- Expenses not deductible for tax purposes	27,057	30,129
- Other reliefs	-	(370)
Total tax credit for year/period	(60,000)	(30,370)

The standard rate of tax applied to reported profit on ordinary activities is 20 per cent (2015: 20 per cent). The Finance Act 2016, which was substantively enacted in October 2016, included provisions to reduce the rate of corporation tax to 19% with effect from 1 April 2017 and 17% from 1 April 2020.

Gray Forklift Group (Holdings) Limited

Notes to the financial statements (continued)

For the year ended 31 December 2016

8. Fixed asset investments

	2016 £	2015 £
Subsidiary undertakings	<u>23,205,707</u>	<u>22,274,118</u>

Investments

The company holds an investment in the following subsidiary undertakings, registered in Scotland:

Name	Country of incorporation	Principal activity	Holding	%
Gray Development Company Limited (i)	Scotland	Holding company	Ordinary	
*Gray Forklift Services Limited (ii)	Scotland	Sale and hire of forklift trucks	Ordinary	
Gray Material Handling (Inverness) Limited (iii)	Scotland	Sale and hire of forklift trucks	Ordinary	

* Held by Gray Development Company Limited

The registered addresses are:

- (i) Unit 1 Minto Drive, Altens, Aberdeen, Scotland, AB12 3LW
- (ii) Minto Drive, Altens Industrial Estate, Aberdeen, AB12 3LW
- (iii) Unit 1a Henderson Road, Longman Industrial Estate, Inverness, Scotland, IV1 1SN

Subsidiary undertakings

	£
Cost	
At 1 January 2016	22,274,118
Additions	931,589
	<u>23,205,707</u>
At 31 December 2016	<u>23,205,707</u>
Provisions for impairment	
At 1 January 2016 and 31 December 2016	-
	<u>-</u>
Carrying value	
At 31 December 2016	<u>23,205,707</u>
At 31 December 2015	<u>22,274,118</u>

Additions arise from additional consideration on the acquisition of the company's subsidiary undertakings. The consideration was contingent on the respective subsidiaries meeting specified performance targets (see note 10). Subsidiary undertakings have not been consolidated by Gray Forklift Group (Holdings) Limited as permitted by s.400 of the Companies Act 2006 as they are consolidated in the financial statements of CorpAcq Limited.

9. Debtors

	2016 £	2015 £
Amounts falling due within one year:		
Amounts owed by subsidiary entities	90,370	30,370
Other debtors	1	1
	<u>90,371</u>	<u>30,371</u>

Gray Forklift Group (Holdings) Limited

Notes to the financial statements (continued)

For the year ended 31 December 2016

9. Debtors (continued)

Amounts owed by/(to) a group entity are interest free and have no set repayment terms. As such these balances are deemed to be repayable on demand and included with debtors amounts falling due within one year and creditors due within one year.

10. Creditors: amounts due in less than one year

	2016 £	2015 £
Amounts owed to group entities	19,499,449	15,933,279
Deferred consideration	2,870,606	3,122,718
	<u>22,370,055</u>	<u>19,055,997</u>

Amounts owed by/(to) a group entity are interest free and have no set repayment terms. As such these balances are deemed to be repayable on demand and included with debtors amounts falling due within one year and creditors due within one year.

Deferred consideration, arising on the acquisition of the subsidiaries detailed in Note 8, is split between fixed and variable elements. The fixed deferred consideration is repayable in monthly instalments of £83,333 until July 2018. The variable deferred consideration is payable in annual instalments finishing in 2018, and is contingent upon, and determined by, the future profits of the acquired subsidiaries. The valuation at year end reflects the director's best estimate of the future amounts payable.

11. Creditors: amounts falling due after more than one year

	2016 £	2015 £
Deferred consideration	<u>1,571,599</u>	<u>3,518,785</u>

Borrowings are repayable as follows:

	2016 £	2015 £
Deferred consideration		
Between one and two years	1,571,599	1,935,452
Between two and five years	-	1,583,333
	<u>1,571,599</u>	<u>3,518,785</u>
On demand or within one year	2,870,606	3,122,718
	<u>4,442,205</u>	<u>6,641,503</u>

Gray Forklift Group (Holdings) Limited

Notes to the financial statements (continued)

For the year ended 31 December 2016

12. Called-up share capital

	2016 £	2015 £
Allotted, called-up and fully-paid		
1 Ordinary shares of £1 each	<u>1</u>	<u>1</u>

The company has one class of ordinary shares which carry no right to fixed income.

The company's other reserves are as follows:

The profit and loss reserve represents cumulative profits or losses.

13. Related party transactions

Group entities

The company has taken advantage of the disclosure exemptions available in FRS 102 Section 33 in relation to balances and transactions between other wholly-owned entities within the group headed by Caledonia Materials Handling Limited.

14. Controlling party

The immediate parent company is Caledonia Materials Handling Limited. The ultimate parent company is CorpAcq Limited. Both companies are registered in England and Wales and their registered address is Suite 1.3 20 Market Street, Altrincham, Cheshire, WA14 1PF, United Kingdom.

The largest and smallest group in which the results of the company are consolidated is that headed by its ultimate parent company. The consolidated financial statements of the group are available to the public and may be obtained from CorpAcq Limited at Suite 1.3, 20 Market Street, Altrincham, Cheshire, WA14 1PF, United Kingdom.

The director considers that, by virtue of his shareholding in the ultimate parent company, the ultimate controlling party is Mr S Orange.