

Gray's Inn Operations Limited

REPORT AND FINANCIAL STATEMENTS

For the period ended

31 December 2018



Company Registration No. 07500057

Gray's Inn Operations Limited

OFFICERS AND PROFESSIONAL ADVISORS

DIRECTORS

M Platt
N Chambers
P Langford

SECRETARY

N Chambers

REGISTERED OFFICE

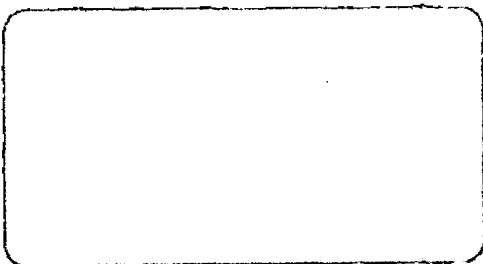
Botanic House
Hills Road
Cambridge
CB2 1PH

AUDITOR

RSM UK Audit LLP
Chartered Accountants
25 Farringdon Street
London
EC4A 4AB

SOLICITORS

Mills and Reeve LLP
Botanic House
Hills Road
Cambridge
CB2 1PH



Gray's Inn Operations Limited

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Gray's Inn Operations Limited

DIRECTORS' REPORT

For the period ended 31 December 2018

The directors have pleasure in presenting their report and the financial statements of the company for the 14 month period ended 31 December 2018. During the period, the company has changed its accounting date from 31 October to 31 December. These financial statements are for the 14 months ended 31 December 2018 and the comparative figures are for the year ended 31 October 2017.

PRINCIPAL ACTIVITY AND REVIEW OF BUSINESS

The principal activity of the company during the year under review was to hold investments in subsidiaries. There was no trading in the company during the year. The directors consider that the financial position of the business at the end of the year was satisfactory. The directors expect the current level of activity to be sustained.

RESULTS AND DIVIDENDS

The results for the year are set out in the income statement on page 5. No dividend was paid during the period (2017: £nil).

DIRECTORS

The directors who served the company since 1 November 2017 and up to the date of approval of these financial statements were as follows:

D I Pither (resigned 13 July 2018)
R Steinhouse (resigned 13 July 2018)
J K E Jackson (resigned 13 July 2018)
M J Hayman (resigned 13 July 2018)
M Platt (appointed 13 July 2018)
N Chambers (appointed 13 July 2018)
P Langford (appointed 13 July 2018)

AUDITOR

The auditor RSM UK Audit LLP, Chartered Accountants, has indicated its willingness to continue in office.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO THE AUDITOR

The directors who were in office on the date of approval of these financial statements have confirmed that, as far as they are aware, there is no relevant audit information of which the auditor is unaware. Each of the directors have confirmed that they have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that it has been communicated to the auditor.

SMALL COMPANY PROVISIONS

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

By order of the board



N Chambers
Secretary
30 April 2019

Gray's Inn Operations Limited

STATEMENT OF DIRECTORS' RESPONSIBILITIES

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 applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

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 the affairs of the company and of the profit or loss of the company for that period. In preparing those financial statements, the directors are required to:

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

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

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GRAY'S INN OPERATIONS LIMITED

Opinion

We have audited the financial statements of Gray's Inn Operations Limited (the 'company') for the period ended 31 December 2018 which comprise the Income Statement, the Statement of Financial Position, the Statement of Changes in Equity and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland".

In our opinion, the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2018 and of its profit for the period then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

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

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you 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 year of at least twelve months from the date when the financial statements are authorised for issue.

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. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

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

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

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

- the information given in the directors' report for the financial period for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report has been prepared in accordance with applicable legal requirements.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GRAY'S INN OPERATIONS LIMITED

Matters on which we are required to report by exception

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 material misstatements in the directors' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies exemption from the requirement to prepare a strategic report or in preparing the directors' report.

Responsibilities of directors

As explained more fully in the directors' responsibilities 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, 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: <http://www.frc.org.uk/auditorsresponsibilities> This description forms part of our auditor's report.

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.

RSM UK Auditor

HOWARD FREEDMAN (Senior Statutory Auditor)
For and on behalf of RSM UK AUDIT LLP, Statutory Auditor
Chartered Accountants
25 Farringdon Street
London
EC4A 4AB

11/5/2019

Gray's Inn Operations Limited

STATEMENT OF FINANCIAL POSITION

At 31 December 2018

Company number: 07500057

	Notes	As at 31 December 2018 £	As at 31 October 2017 £
FIXED ASSETS			
Investments	6	1,001	1,001
		<u>1,001</u>	<u>1,001</u>
CURRENT LIABILITIES			
Creditors: Amounts falling due within one year	7	(224)	(224)
NET CURRENT LIABILITIES		<u>(224)</u>	<u>(224)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>777</u>	<u>777</u>
NET ASSETS		<u>777</u>	<u>777</u>
CAPITAL AND RESERVES			
Called up share capital	8	2	2
Retained earnings		775	775
TOTAL EQUITY		<u>777</u>	<u>777</u>

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime. The financial statements on pages 5 to 11 were approved by the board of directors and authorised for issue on 30 April 2019 and are signed on its behalf by:



M Platt
Director

Gray's Inn Operations Limited

STATEMENT OF CHANGES IN EQUITY

For the period ended 31 December 2018

	Called-up share capital £	Retained earnings £	Total £
Balance as at 1 November 2016	2	775	777
Profit and total comprehensive income for the year	-	-	-
	<hr/>	<hr/>	<hr/>
Balance as at 31 October 2017	2	775	777
	<hr/>	<hr/>	<hr/>
Balance as at 1 November 2017	2	775	777
Profit and total comprehensive income for the period	-	-	-
	<hr/>	<hr/>	<hr/>
Balance as at 31 December 2018	2	775	777
	<hr/>	<hr/>	<hr/>

Gray's Inn Operations Limited

NOTES TO THE FINANCIAL STATEMENTS

For the period ended 31 December 2018

1 GENERAL INFORMATION

The company holds investments in its subsidiaries. The company is a private company limited by shares and is incorporated and domiciled in England. The address of its registered office is Botanic House, Hills Road, Cambridge, CB2 1PH.

2 STATEMENT OF COMPLIANCE

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006 as applicable to companies subject to the small companies' regime and under the historical cost convention. The disclosure requirements of Section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

ACCOUNTING CONVENTION

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared under the historical cost convention. The principal accounting policies adopted are set out below.

CHANGE OF ACCOUNTING REFERENCE DATE

During the period, the company has changed its accounting date from 31 October to 31 December. These financial statements are therefore for the 14 months ended 31 December 2018 and the comparative figures are for the year ended 31 October 2017.

GOING CONCERN

The company has access to adequate resources which will enable it to continue in operational existence for the foreseeable future. The going concern basis of accounting has therefore been used in preparing the financial statements.

INVESTMENT INCOME

Investment income consists of dividends received from subsidiary undertakings.

TAXATION

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

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

Current tax is based on taxable profit for the year. Taxable profit differs from total comprehensive income because it excludes items of income or expense that are taxable or deductible in other years. Current tax assets and liabilities are measured using tax rates that have been enacted or substantively enacted by the reporting year.

Gray's Inn Operations Limited

NOTES TO THE FINANCIAL STATEMENTS

For the period ended 31 December 2018

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the reporting 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 reporting 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 years different from those in which they are recognised in the financial statements.

Deferred tax is measured at the average tax rates that are expected to apply in the years in which timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted by the reporting date. Deferred tax is measured on a non-discounted basis.

FIXED ASSET INVESTMENTS

Interests in subsidiaries are initially measured at cost and subsequently measured at cost less any accumulated impairment losses.

ASSET IMPAIRMENTS

An assessment is made at each reporting date of whether there are indications that a fixed asset may be impaired or that an impairment loss previously recognised has fully or partially reversed. If such indications exist an estimate is made of the recoverable amount of the asset.

Shortfalls between the carrying value of the fixed assets and their recoverable amounts, being the higher of fair value less costs to sell and value-in-use, are recognised as impairment losses. Impairment losses are recognised in profit or loss.

Recognised impairment losses are reversed if, and only if, the reasons for the impairment loss have ceased to apply. Reversals of impairment losses are recognised in profit or loss. On reversal of an impairment loss the depreciation or amortisation is adjusted to allocate the asset's revised carrying amount (less any residual value) over its remaining useful life.

FINANCIAL INSTRUMENTS

The company has elected to apply the provisions of Section 11 "Basic Financial Instruments" and Section 12 "Other Financial Instruments Issues" of FRS 102 in full to all of its financial instruments.

Basic financial assets, which include other debtors which are repayable on demand are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost.

Financial assets are assessed for indicators of impairment at each reporting end date. Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows have been affected. Impairment losses are recognised in profit or loss.

Financial assets are only derecognised when the contractual rights to the cash flows from the asset expire or are settled or when the company transfers the financial asset and substantially all the risks and rewards of ownership to another entity.

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. Equity instruments issued by the company are recorded at the proceeds received net of direct issue costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

Gray's Inn Operations Limited

NOTES TO THE FINANCIAL STATEMENTS

For the period ended 31 December 2018

Basic financial liabilities, which include amounts due to group undertakings which are repayable on demand are initially measured at transaction price and are subsequently carried at amortised cost.

Financial liabilities are derecognised when, and only when, the company's contractual obligations are discharged, cancelled or they expire.

4 PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

The audit fee for the group of companies to which the company belongs is borne by a group undertaking and is not separately identifiable. The company has no employees (2017: nil) and the directors received no emoluments during the period (2017: £nil).

5 TAXATION

On the basis of these accounts no provision is required for corporation tax.

6 FIXED ASSET INVESTMENTS

Investments in
subsidiary
companies
£

Cost and net book value

At 1 November 2017 and 31 December 2018

1,001

Holdings of more than 20%

The company holds more than 20% of the share capital of the following companies:

Company	Class of shares	Holding	Country of incorporation
Leasehold Property Management Limited	Ordinary	100%	England & Wales
Residents Insurance Services Limited	Ordinary	100%	England & Wales

In the opinion of the directors, the aggregate value of the investments in subsidiary undertakings is not less than the amount at which it is stated in the balance sheet.

7 CREDITORS: Amounts falling due within one year

	2018 £	2017 £
Amounts owed to group undertakings	224	224

Gray's Inn Operations Limited

NOTES TO THE FINANCIAL STATEMENTS

For the period ended 31 December 2018

8	SHARE CAPITAL AND RESERVES	2018	2017
		£	£
	Allotted, called up and fully paid:		
	2 ordinary shares of £1 each	2	2
		<u>2</u>	<u>2</u>

The company paid no dividend during the period (2017: £nil).

9 CONTROL

The company is under the control of Perseverance Limited, which is registered in Gibraltar.

The immediate parent undertaking of the company is Gray's Inn Holdings Limited, which is based in the United Kingdom. Consolidated accounts have been prepared for Albanwise Limited, which heads the largest group of undertakings for which accounts have been drawn up. These are available from the registered office. The ultimate parent undertaking of the company is Perseverance Limited, which is registered in Gibraltar.