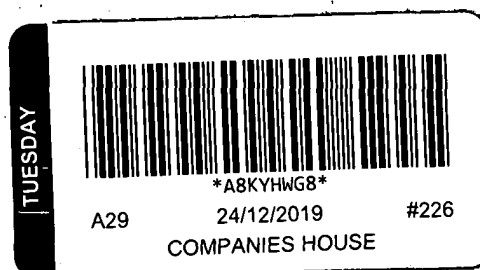


SILVERGRAD LIMITED

UNAUDITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2019



SILVERGRAD LIMITED

COMPANY INFORMATION

| | |
|--------------------------|--|
| Directors | A J Langton J Hughes |
| Company secretary | J Hughes |
| Registered number | 01460104 |
| Registered office | 440 Kings Road London SW10 0LH |
| Accountants | Grant Thornton UK LLP Chartered Accountants The Colmore Building 20 Colmore Circus Birmingham West Midlands B4 6AT |

SILVERGRAD LIMITED

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SILVERGRAD LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 2019

The directors present their report and the financial statements for the year ended 31 March 2019.

Directors

The directors who served during the year were:

A J Langton
J Hughes

Qualifying third party indemnity provisions

The company has provided qualifying third party indemnity provisions in respect of the board of directors which were in force during the year and at the date of this report.

Directors' responsibilities statement

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law, including FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'). 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 and 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;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

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

The directors are 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.

Small companies note

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

SILVERGRAD LIMITED

DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2019

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


J Hughes
Director

Date: 20.12.2019



Report to the directors on the preparation of the unaudited statutory financial statements of Silvergrad Limited for the year ended 31 March 2019

We have compiled the accompanying financial statements of Silvergrad Limited based on the information you have provided. These financial statements comprise the Statement of Financial Position of Silvergrad Limited as at 31 March 2019, the Statement of Comprehensive Income for the year then ended, and a summary of significant accounting policies and other explanatory information.

We performed this compilation engagement in accordance with International Standard on Related Services 4410 (Revised), Compilation Engagements.

We have applied our expertise in accounting and financial reporting to assist you in the preparation and presentation of these financial statements in accordance with 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'. As a member firm of the Institute of Chartered Accountants in England and Wales, we are subject to its ethical and other professional requirements which are detailed at www.icaew.com.

These financial statements and the accuracy and completeness of the information used to compile them are your responsibility.

Since a compilation engagement is not an assurance engagement, we are not required to verify the accuracy or completeness of the information you provided to us to compile these financial statements. Accordingly, we do not express an audit opinion or a review conclusion on whether these financial statements are prepared in accordance with United Kingdom Generally Accepted Accounting Practice.

This report is made solely to the Board of Directors of Silvergrad Limited, as a body, in accordance with the terms of our engagement letter dated 8 November 2019. Our work has been undertaken solely to prepare for your approval the financial statements of Silvergrad Limited and state those matters that we have agreed to state to the Board of Directors of Silvergrad Limited, as a body, in this report in accordance with our engagement letter dated 8 November 2019. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than Silvergrad Limited and its Board of Directors, as a body, for our work or for this report.

Grant Thornton UK LLP

Grant Thornton UK LLP

Chartered Accountants

Birmingham

Date: *20 December 2019*

SILVERGRAD LIMITED

STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 MARCH 2019

| | Note | 2019 £ | 2018 £ |
|------------------------------------|------|-------------|----------------|
| Administrative expenses | | (13) | (1,573) |
| Operating loss | | (13) | (1,573) |
| Interest payable and expenses | | - | (2,161) |
| Loss before tax | | (13) | (3,734) |
| Loss for the financial year | | (13) | (3,734) |

There was no other comprehensive income for 2019 (2018:£NIL).

The notes on pages 6 to 9 form part of these financial statements.

SILVERGRAD LIMITED
REGISTERED NUMBER:01460104

STATEMENT OF FINANCIAL POSITION
AS AT 31 MARCH 2019

| | Note | | 2019 £ | 2018 £ |
|--|------|----------------|----------------|---------------|
| Current assets | | | | |
| Debtors: amounts falling due within one year | 4 | 105,819 | 105,832 | |
| | | <u>105,819</u> | <u>105,832</u> | |
| Creditors: amounts falling due within one year | 5 | (19,835) | (19,835) | |
| | | <u>85,984</u> | <u>85,997</u> | |
| Net current assets | | | 85,984 | 85,997 |
| Total assets less current liabilities | | | 85,984 | 85,997 |
| Net assets | | | 85,984 | 85,997 |
| Capital and reserves | | | | |
| Called up share capital | 6 | 200 | 200 | |
| Profit and loss account | | 85,784 | 85,797 | |
| | | <u>85,984</u> | <u>85,997</u> | |


The directors consider that the company is entitled to exemption from audit under section 477 of the Companies Act 2006 and members have not required the company to obtain an audit for the year in question in accordance with section 476 of Companies Act 2006.

The directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements.

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and in accordance with the provisions of FRS 102 Section 1A - small entities.

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

20 December 2019


J. Hughes
Director

The notes on pages 6 to 9 form part of these financial statements.

SILVERGRAD LIMITED

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

1. General information

Silvergrad Limited is a private company limited by shares and incorporated in England and Wales. Registered number 01460104. Its registered office is located at 440 Kings Road, London, SW10 0LH.

The principal activity of Silvergrad Limited is that of a holding company.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Section 1A of Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The following principal accounting policies have been applied:

2.2 Going concern

The financial statements have been prepared on a going basis. The directors are pleased to report that the company has sufficient liquid resources to meet its working capital requirements for the foreseeable future.

2.3 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.

2.4 Financial instruments

The company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, amounts owed to and from group undertakings, loans to related parties and investments in non-puttable ordinary shares.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade debtors and creditors, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However, if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or financed at a rate of interest that is not a market rate or in the case of an out-right short-term loan not at market rate, the financial asset or liability is measured, initially, at the present value of the future cash flow discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate of the recoverable amount, which is an approximation of the amount that the company would receive for the asset if it were to be sold at the reporting date.

SILVERGRAD LIMITED

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

2. Accounting policies (continued)

2.4 Financial instruments (continued)

Financial assets and liabilities are offset and the net amount reported in the Statement of Financial Position when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

2.5 Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

2.6 Finance costs

Finance costs are charged to the Statement of Comprehensive Income over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

2.7 Taxation

Tax is recognised in the Statement of Comprehensive Income, except that a charge 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 reporting date in the countries where the company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the Statement of Financial Position date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

3. Employees

The average monthly number of employees, including directors, during the year was 2 (2018 - 2).

SILVERGRAD LIMITED

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

4. Debtors

| | 2019 £ | 2018 £ |
|------------------------------------|----------------|----------------|
| Amounts owed by group undertakings | <u>105,819</u> | <u>105,832</u> |

Amounts owed by group undertakings are trading balances that do not bear interest and are repayable on demand.

5. Creditors: Amounts falling due within one year

| | 2019 £ | 2018 £ |
|-----------------|---------------|---------------|
| Corporation tax | <u>19,835</u> | <u>19,835</u> |

6. Share capital

| | 2019 £ | 2018 £ |
|---|------------|------------|
| Shares classified as equity | | |
| Authorised, allotted, called up and fully paid | | |
| 100 (2018 - 100) Ordinary shares of £1.00 each | 100 | 100 |
| 100 (2018 - 100) Deferred shares of £1.00 each | 100 | 100 |
| | <u>200</u> | <u>200</u> |

Ordinary shares bear the right to vote at general meetings and receive dividends from the company.

The deferred shares carry no rights to attend or vote at general meetings and no rights to dividends or to participate in profits or assets of the company.

7. Financial commitments

There exists cross guarantee and debenture between the company and its immediate parent entity, Aylesford Holdings Limited, dated 24 April 2012.

8. Related party transactions

The company has taken advantage of the exemption, under Section 33 of FRS 102 Related Party Disclosures, not to disclose related party transactions with wholly owned subsidiaries within the group.

SILVERGRAD LIMITED

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

9. Controlling party

The company is an immediate subsidiary undertaking of Aylesford Holdings Limited, a company registered in England and Wales. Aylesford Holdings Limited is the largest group of undertakings for which group accounts are prepared in the UK. The consolidated accounts are available to the public and may be obtained from The Registrar of Companies, Companies House, Crown Way, Maindy, Cardiff CF4 3UZ.

The ultimate holding company is Aylesford International Holdings SA, a company registered in the British Virgin Islands. The ultimate controlling party is A Langton by virtue of his interest in the ultimate holding company.