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# Financial Statements Silvergrad Limited

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For the year ended 31 March 2016

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COMPANIES HOUSE

Registered number: 01460104

**Silvergrad Limited**  
**Registered number: 01460104**

## Company Information

<b>Directors</b>	A J Langton M G L Curle (resigned 31 August 2015) J Hughes
<b>Company secretary</b>	J Hughes
<b>Registered number</b>	01460104
<b>Registered office</b>	440 Kings Road London SW10 0LH
<b>Independent auditors</b>	Grant Thornton UK LLP Chartered Accountants & Statutory Auditor The Colmore Building 20 Colmore Circus Birmingham West Midlands B4 6AT

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# Directors' report

For the year ended 31 March 2016

The directors present their report and the audited financial statements for the year ended 31 March 2016.

## **Principal activities**

The principal activity of the company during the year was that of property holding and renting to other members of the Aylesford Holdings Limited group of companies. During the year the company disposed of its property asset.

## **Directors**

The directors who served during the year were:

A J Langton  
M G L Curle (resigned 31 August 2015)  
J Hughes

## **Dividends**

The directors do not propose a dividend for the year (2015: £nil).

## **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). 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;
- 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.

Silvergrad Limited

## Directors' report

For the year ended 31 March 2016

### Disclosure of information to auditors

Each of the persons who are directors at the time when this directors' report is approved has confirmed that:

- so far as that director is aware, there is no relevant audit information of which the company's auditors are unaware, and
- that 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 auditors are aware of that information.

### Auditors

The auditors, Grant Thornton UK LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

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

This report has been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

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



J Hughes  
Secretary

Date: 20.12.16

## Independent auditors' report to the members of Silvergrad Limited

We have audited the financial statements of Silvergrad Limited for the year ended 31 March 2016, which comprise the profit and loss account, the balance sheet and the related notes. The financial reporting framework that has been applied in their preparation is applicable law the Financial Reporting Standard for Smaller Entities (effective January 2015) (United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities).

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

### **Respective responsibilities of directors and auditors**

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. 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**

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's website at [www.frc.org.uk/auditscopeukprivate](http://www.frc.org.uk/auditscopeukprivate).

### **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 March 2016 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

### **Opinion on other matter prescribed by the Companies Act 2006**

In our opinion the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements.



## Independent auditors' report to the members of Silvergrad Limited

### **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; 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.

*Grant Thornton UK LLP*

Martin Ramsey (senior statutory auditor)  
for and on behalf of  
Grant Thornton UK LLP  
Statutory Auditor  
Chartered Accountants  
Birmingham  
Date: 21/12/16

## Profit and loss account

For the year ended 31 March 2016

	Note	2016 £	2015 £
Turnover	1	69,216	77,000
Administrative expenses		<u>(15,965)</u>	<u>(1,013)</u>
<b>Profit on ordinary activities before taxation</b>		<b>53,251</b>	<b>75,987</b>
Tax on profit on ordinary activities	3	<u>(386,298)</u>	<u>(15,957)</u>
<b>(Loss)/profit for the financial year</b>		<b><u><u>(333,047)</u></u></b>	<b><u><u>60,030</u></u></b>

The notes on pages 7 to 11 form part of these financial statements.



## Balance sheet

As at 31 March 2016

	Note	£	2016 £	£	2015 £
<b>Fixed assets</b>					
Tangible assets	4		-		2,100,000
<b>Current assets</b>					
Debtors	5	2,483,972		355,542	
Creditors: amounts falling due within one year	6	(388,494)		(27,017)	
<b>Net current assets</b>			<u>2,095,478</u>		<u>328,525</u>
<b>Total assets less current liabilities</b>			<u>2,095,478</u>		<u>2,428,525</u>
<b>Capital and reserves</b>					
Called up share capital	7		200		200
Revaluation reserve	8		-		2,033,721
Profit and loss account	8		<u>2,095,278</u>		<u>394,604</u>
<b>Shareholder's funds</b>			<u>2,095,478</u>		<u>2,428,525</u>

The financial statements have been prepared in accordance with the special provisions applicable to small companies within Part 15 of the Companies Act 2006 and in accordance with the Financial Reporting Standard for Smaller Entities (effective January 2015).

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

  
J Hughes  
Director

Date: 20.12.16

The notes on pages 7 to 11 form part of these financial statements.

# Notes to the financial statements

For the year ended 31 March 2016

## 1. Accounting policies

### 1.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention as modified by the revaluation of freehold land and buildings and in accordance with the Financial Reporting Standard for Smaller Entities (effective January 2015).

### 1.2 Going concern

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

### 1.3 Cash flow

The company, being a subsidiary undertaking where 90% or more of the voting rights are controlled within the group whose consolidated financial statements are publicly available, is exempt from the requirement to draw up a cash flow statement in accordance with FRS 1.

### 1.4 Turnover

Turnover represents amounts receivable for rent net of value added tax and is recognised over the life of the rental agreement.

### 1.5 Tangible fixed assets and depreciation

Tangible fixed assets are stated at cost or valuation less depreciation. The freehold property is maintained as a matter of company policy by a program of repair and refurbishment such that the residual value is at least equal to the book value and the useful economic life of the asset is considered to be greater than 50 years. As a result the asset is not depreciated as any charge would be immaterial.

The freehold property is revalued once every five years with an interim valuation after three years, to an open market value, by an independent Chartered surveyor.

The freehold property is subject to an annual impairment review under Financial Reporting Standard 11. No impairment has been thought to have occurred in each of these financial periods.

### 1.6 Operating leases

Rentals under operating leases are charged to the profit and loss account on a straight line basis over the lease term.

# Notes to the financial statements

For the year ended 31 March 2016

## **1. Accounting policies (continued)**

### **1.7 Deferred taxation**

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation.

Deferred tax is not provided on timing differences arising from the revaluation of fixed assets in the financial statements.

A net deferred tax asset is recognised only if 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.

Deferred tax assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse.

Deferred tax assets and liabilities are not discounted.

### **1.8 Taxation**

Current income tax assets and/or liabilities comprise those obligations to, or claims from, fiscal authorities relating to the current or prior reporting period, and are unpaid at the reporting date. They are calculated according to tax rates and tax laws applicable to the fiscal periods to which they relate, based on the taxable result for the year. All changes to the current tax assets and liabilities are recognised as a component of tax expense in the profit and loss account.

### **1.9 Financial instruments**

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 entity after deducting all of its financial liabilities.

Where the contractual obligations of financial instruments (including share capital) are equivalent to a similar debt instrument, those financial instruments are classed as financial liabilities. Financial liabilities are presented as such in the balance sheet. Finance costs and gains or losses relating to financial liabilities are included in the profit and loss account. Finance costs are calculated so as to produce a constant rate of return on the outstanding liability.

Where the contractual terms of share capital do not have any terms meeting the definition of a financial liability then this is classed as an equity instrument. Dividends and distributions relating to equity instruments are debited direct to equity.

## Notes to the financial statements

For the year ended 31 March 2016

### 2. Operating profit

The profit is stated after charging:

	2016	2015
	£	£
Auditors' remuneration	500	700
	<u>500</u>	<u>700</u>

During the year, no director received any emoluments (2015 - £NIL).

### 3. Taxation

	2016	2015
	£	£
UK corporation tax charge on profit for the year	386,298	15,957
	<u>386,298</u>	<u>15,957</u>

The 2016 tax charge includes a capital gain on the sale of the company's property asset.

### 4. Tangible fixed assets

	Freehold property £
<b>Cost or valuation</b>	
At 1 April 2015	2,100,000
Disposals	(2,100,000)
At 31 March 2016	<u>-</u>
<b>Depreciation</b>	
At 1 April 2015 and 31 March 2016	<u>-</u>
<b>Net book value</b>	
At 31 March 2016	<u>-</u>
At 31 March 2015	<u>2,100,000</u>

The freehold land and buildings were sold during the year for £2,100,000 under a sale and leaseback agreement. No profit or loss on disposal was recorded.

## Notes to the financial statements

For the year ended 31 March 2016

**4. Tangible fixed assets (continued)**

If the land and buildings had not been included at valuation they would have been included under the historical cost convention as follows:

	2016	2015
	£	£
Cost	-	66,729
Accumulated depreciation	-	-
	<u>-</u>	<u>66,729</u>
Net book value	<u><u>-</u></u>	<u><u>66,729</u></u>

**5. Debtors**

	2016	2015
	£	£
Amounts owed by group undertakings	2,479,045	355,542
Other debtors	4,927	-
	<u>2,483,972</u>	<u>355,542</u>
	<u><u>2,483,972</u></u>	<u><u>355,542</u></u>

**6. Creditors: Amounts falling due within one year**

	2016	2015
	£	£
Amounts owed to group undertakings	-	2,269
Corporation tax	386,298	22,552
Accruals	2,196	2,196
	<u>388,494</u>	<u>27,017</u>
	<u><u>388,494</u></u>	<u><u>27,017</u></u>

**7. Share capital**

	2016	2015
	£	£
<b>Authorised, allotted, called up and fully paid</b>		
100 Ordinary shares of £1 each	100	100
100 Deferred shares of £1 each	100	100
	<u>200</u>	<u>200</u>
	<u><u>200</u></u>	<u><u>200</u></u>

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

# Notes to the financial statements

For the year ended 31 March 2016

## 8. Reserves

	Revaluation reserve	Profit and loss account
	£	£
At 1 April 2015	2,033,721	394,604
Loss for the year	-	(333,047)
Transfer between Revaluation reserve and profit and loss account	(2,033,721)	2,033,721
	<hr/>	<hr/>
At 31 March 2016	<u>-</u>	<u>2,095,278</u>

## 9. Related party transactions

As the company is a wholly owned subsidiary of Aylesford Holdings Limited, the company has taken advantage of the exemption in Financial Reporting Standard Number 8 from the requirement to disclose transactions with group companies on the grounds that consolidated financial statements are prepared by the parent company.

## 10. Contingent liabilities

Aylesford & Co (Estate Agents) Limited, a fellow subsidiary company, had a bank overdraft facility at the year end of £Nil (2015: £1,011,988). The overdraft facility was secured by freehold property and associated assets held by Silvergrad Limited. The company, Aylesford & Co (Estate Agents) Limited and Aylesford Holdings Limited have also provided an unlimited guarantee to Barclays bank in relation to this overdraft facility.

## 11. Ultimate parent undertaking and 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.

## 12. Post balance sheet events

On 5 April 2016 a dividend of £15,000 was declared and paid from Silvergrad Limited to Aylesford Holdings Limited, the company's immediate parent company.