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Company Registration No. 00666885 (England and Wales)

GRF HOLDINGS LIMITED
ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2016

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COMPANIES HOUSE

GRF HOLDINGS LIMITED

COMPANY INFORMATION

Directors

Mrs J. C. Bailey
Mr P. S. Bailey
Mrs H. S. McGourty

Company number

00666885

Registered office

22 Wycombe End
Beaconsfield
Buckinghamshire
HP9 1NB

Accountants

Harwood Hutton Limited
22 Wycombe End
Beaconsfield
Buckinghamshire
HP9 1NB

GRF HOLDINGS LIMITED

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GRF HOLDINGS LIMITED

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 DECEMBER 2016

The directors present their annual report and financial statements for the year ended 31 December 2016.

Principal activities

The principal activity of the company continued to be that of property investment and development.

Directors

The directors who held office during the year and up to the date of signature of the financial statements were as follows:

Mrs J. C. Bailey

Mr P. S. Bailey

Mrs H. S. McGourty

Mr S. A. Hill

(Resigned 8 February 2016)

Statement of directors' responsibilities

The directors are responsible for preparing the annual report and the financial statements in accordance with applicable law and regulations.

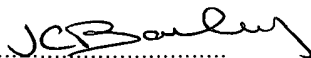
Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). 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 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.

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

On behalf of the board



Mrs J. C. Bailey

Director

Date: 18/9/17

GRF HOLDINGS LIMITED

CHARTERED ACCOUNTANTS' REPORT TO THE BOARD OF DIRECTORS ON THE PREPARATION OF THE UNAUDITED STATUTORY FINANCIAL STATEMENTS OF GRF HOLDINGS LIMITED FOR THE YEAR ENDED 31 DECEMBER 2016

In order to assist you to fulfil your duties under the Companies Act 2006, we have prepared for your approval the financial statements of GRF Holdings Limited for the year ended 31 December 2016 set out on pages 3 to 10 from the company's accounting records and from information and explanations you have given us.

As a practising member of the Institute of Chartered Accountants in England and Wales, we are subject to its ethical and other professional requirements which are detailed at icaew.com/en/membership/regulations-standards-and-guidance

This report is made solely to the Board of Directors of GRF Holdings Limited, as a body, in accordance with the terms of our engagement letter dated 13 June 2011. Our work has been undertaken solely to prepare for your approval the financial statements of GRF Holdings Limited and state those matters that we have agreed to state to the Board of Directors of GRF Holdings Limited, as a body, in this report in accordance with ICAEW Technical Release 07/16 AAF. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than GRF Holdings Limited and its Board of Directors as a body, for our work or for this report.

It is your duty to ensure that GRF Holdings Limited has kept adequate accounting records and to prepare statutory financial statements that give a true and fair view of the assets, liabilities, financial position and profit of GRF Holdings Limited. You consider that GRF Holdings Limited is exempt from the statutory audit requirement for the year.

We have not been instructed to carry out an audit or a review of the financial statements of GRF Holdings Limited. For this reason, we have not verified the accuracy or completeness of the accounting records or information and explanations you have given to us and we do not, therefore, express any opinion on the statutory financial statements.


Harwood Hutton Limited

Chartered Accountants



22 Wycombe End
Beaconsfield
Buckinghamshire
HP9 1NB

GRF HOLDINGS LIMITED

STATEMENT OF INCOME AND RETAINED EARNINGS

FOR THE YEAR ENDED 31 DECEMBER 2016

		2016	2015
	Notes	£	as restated £
Turnover		964,373	922,975
Cost of sales		(204,848)	(453,517)
Gross profit		759,525	469,458
Administrative expenses		(143,007)	(98,366)
Other operating income		68,195	76,525
Operating profit		684,713	447,617
Interest receivable and similar income	3	34,996	14,823
Interest payable and similar expenses	4	(25,932)	(32,915)
Surplus on part sale of fixed asset		16,807	7,042
Profit before taxation		710,584	436,567
Taxation		(138,615)	(88,188)
Profit for the financial year		571,969	348,379
Retained earnings at 1 January 2016		1,714,349	1,415,970
Dividends	5	(50,000)	(50,000)
Retained earnings at 31 December 2016		<u>2,236,318</u>	<u>1,714,349</u>

GRF HOLDINGS LIMITED

BALANCE SHEET

AS AT 31 DECEMBER 2016

	Notes	2016 £	2015 as restated £
Fixed assets			
Investment properties	6	391,831	403,299
Investments	7	50	50
		<u>391,881</u>	<u>403,349</u>
Current assets			
Stocks		174,814	340,685
Debtors	8	1,382,719	337,269
Cash at bank and in hand		1,119,429	1,192,354
		<u>2,676,962</u>	<u>1,870,308</u>
Creditors: amounts falling due within one year	9	<u>(770,595)</u>	<u>(491,709)</u>
Net current assets		<u>1,906,367</u>	<u>1,378,599</u>
Total assets less current liabilities		<u>2,298,248</u>	<u>1,781,948</u>
Provisions for liabilities		<u>(46,930)</u>	<u>(52,599)</u>
Net assets		<u>2,251,318</u>	<u>1,729,349</u>
Capital and reserves			
Called up share capital	10	100	100
Share premium account		14,900	14,900
Profit and loss reserves - non-distributable		244,202	248,392
Profit and loss reserves - distributable		1,992,116	1,465,957
Total equity		<u>2,251,318</u>	<u>1,729,349</u>

For the financial year ended 31 December 2016 the company was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies.

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

The members have not required the company to obtain an audit of its financial statements for the year in question in accordance with section 476.

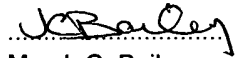
These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime.

GRF HOLDINGS LIMITED

BALANCE SHEET (CONTINUED)

AS AT 31 DECEMBER 2016

The financial statements were approved by the board of directors and authorised for issue on ...18/9/17... and are signed on its behalf by:



Mrs J. C. Bailey
Director

Company Registration No. 00666885

GRF HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016

1 Accounting policies

Company information

GRF Holdings Limited is a private company limited by shares incorporated in England and Wales. The registered office is 22 Wycombe End, Beaconsfield, Buckinghamshire, HP9 1NB.

1.1 Accounting convention

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. 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.

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, modified to include the revaluation of freehold properties and to include investment properties and certain financial instruments at fair value. The principal accounting policies adopted are set out below.

These financial statements for the year ended 31 December 2016 are the first financial statements of GRF Holdings Limited prepared in accordance with FRS 102. The Financial Reporting Standard applicable in the UK and Republic of Ireland. The date of transition to FRS 102 was 1 January 2015. An explanation of how transition to FRS 102 has affected the reported financial position and financial performance is given in note 13.

1.2 Turnover

Turnover represents amounts receivable for the sale of property developments and lease extensions, such revenue being recognised on completion in line with industry standards.

1.3 Investment properties

Investment property, which is property held to earn rentals and/or for capital appreciation, is initially recognised at cost, which includes the purchase cost and any directly attributable expenditure. Subsequently it is measured at fair value at the reporting end date. The surplus or deficit on revaluation is recognised in the profit and loss account.

1.4 Fixed asset investments

Interests in subsidiaries, associates and jointly controlled entities are initially measured at cost and subsequently measured at cost less any accumulated impairment losses. The investments are assessed for impairment at each reporting date and any impairment losses or reversals of impairment losses are recognised immediately in profit or loss.

A subsidiary is an entity controlled by the company. Control is the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities.

1.5 Stocks

Stocks are stated at the lower of cost and estimated selling price less costs to complete and sell. Cost comprises direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the stocks to their present location and condition.

At each reporting date, an assessment is made for impairment. Any excess of the carrying amount of stocks over its estimated selling price less costs to complete and sell is recognised as an impairment loss in profit or loss. Reversals of impairment losses are also recognised in profit or loss.

GRF HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2016

1 Accounting policies

(Continued)

1.6 Financial instruments

The company has elected to apply the provisions of Section 11 "Basic financial Instruments" to all of its financial instruments.

Financial instruments are recognised in the company's balance sheet when the company becomes party to the contractual provisions of the instrument.

Basic financial assets

Basic financial assets, which include debtors and cash and bank balances are measured at transaction price less any provision for impairment. Loans receivable are measured initially at fair value, net of transaction costs and are subsequently carried at amortised costs using the effective interest method, less any provision for impairment.

Basic financial liabilities

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

1.7 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the profit and loss account because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

Deferred tax

Deferred tax liabilities are generally recognised for all timing differences and deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Such assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the profit and loss account, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. Deferred tax assets and liabilities are offset when the company has a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

2 Employees

The average monthly number of persons (including directors) employed by the company during the year was 4 (2015 - 4).

GRF HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2016

3 Interest receivable and similar income

	2016 £	2015 £
Interest receivable from group companies	12,001	12,000

4 Interest payable and similar expenses

	2016 £	2015 £
Interest payable to group undertakings	-	9,098

5 Dividends

	2016 £	2015 £
Interim paid	50,000	50,000

6 Investment property

	2016 £
Fair value	
At 1 January 2016	403,299
Disposals	(11,468)
At 31 December 2016	391,831

Under FRS 102, investment property is required to be measured at its fair value (where this can be ascertained) with any change being recognised in profit and loss. The fair value of the investment property has been arrived at on the basis of a valuation carried out by Mr. S. A. Hill, a past director of the company. The valuation was made on an open market value basis by reference to market evidence of transaction prices for similar properties.

On an historical cost basis, investment properties would have been held at £106,307 (2015 - £106,499).

Under FRS 102, deferred tax liabilities have now been recognised in respect of the unrealised gains resulting from the upwards revaluation of investment property. This was not a requirement of old UK GAAP.

GRF HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2016

7 Fixed asset investments

	2016 £	2015 £
Cost or valuation		
At 1 January 2016 & 31 December 2016		50
Carrying amount		
At 31 December 2016		50
At 31 December 2015		50

Shares in
group
undertakings
£

8 Debtors

	2016 £	2015 £
Amounts falling due within one year:		
Trade debtors	5,589	5,236
Corporation tax recoverable	208,020	-
Amounts due from group undertakings	321,521	323,901
Other debtors	847,589	8,132
	<u>1,382,719</u>	<u>337,269</u>

9 Creditors: amounts falling due within one year

	2016 £	2015 £
Amounts due to group undertakings	47,669	42,082
Corporation tax	144,283	89,635
Other taxation and social security	5,186	4,747
Other creditors	573,457	355,245
	<u>770,595</u>	<u>491,709</u>

10 Called up share capital

	2016 £	2015 £
Ordinary share capital		
Issued and fully paid		
100 Ordinary Shares of £1 each	100	100

GRF HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2016

11 Financial commitments, guarantees and contingent liabilities

The company has a residual liability for a bank loan raised to cover the cost of work at one of its properties. The loan is being paid out of service charge contributions and the company makes its own contribution in accordance with the relevant service charge percentages. The company does not expect to incur a liability in respect of this loan greater than that attributable to its own interest in the property. The amount outstanding at 31 December 2016 was £31,698 (2015 - £75,991).

12 Related party transactions

At the balance sheet date, GRF Holdings Limited owed £47,699 (2015 - £42,082) to its fellow subsidiary Scafell Securities Limited.

The company was also owed £321,521 (2015 - £323,901) by its subsidiary Scafell Freeholds Limited. The company received £12,000 (2015 - £12,000) of interest relating to this balance.

During the year, management fees of £71,000 (2015 - £48,400) were paid to the company's fellow subsidiary, Scafell Securities Limited.

At the year end, there were also loans outstanding to the directors as follows:

Mrs J.C. Bailey - £281,981 (2015 - £292,673)
Mrs H.S. McGourty - £6,000 (2015 - £6,000)

Interest was payable on these loans as follows:

Mrs J.C. Bailey - £25,373 (2015 - £23,179)
Mrs H.S. McGourty - £559 (2015 - £559)

During the year, the company paid £50,000 (2015 - £50,000) in dividends to its parent company, Scafell Holdings Limited.

13 Directors' transactions

Description	% Rate	Opening balance £	Amounts advanced £	Interest charged £	Amounts repaid £	Closing balance £
P. S. Bailey	3.00	-	831,071	20,775	(20,000)	831,846
		-	831,071	20,775	(20,000)	831,846

14 Parent company

The ultimate parent of GRF Holdings Limited is Scafell Holdings Limited, a company incorporated in England and Wales that was under the control of Mr S. A. Hill and Mrs J. C. Bailey throughout the current and previous periods.

GRF HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2016

15 Reconciliations on adoption of FRS 102

Reconciliations of the effect of the transition to FRS 102 on: (i) equity at the date of transition to FRS 102; (ii) equity at the end of the comparative period; and (iii) profit or loss for the comparative period reported under previous UK GAAP are given below.

Reconciliation of equity

Notes	At 1 January 2015			At 31 December 2015		
	Previous UK GAAP £	Effect of transition £	FRS 102 £	Previous UK GAAP £	Effect of transition £	FRS 102 £
Fixed assets						
Investment properties	409,031	-	409,031	403,299	-	403,299
Investments	50	-	50	50	-	50
	<u>409,081</u>	<u>-</u>	<u>409,081</u>	<u>403,349</u>	<u>-</u>	<u>403,349</u>
Current assets						
Stocks	755,969	-	755,969	340,685	-	340,685
Debtors	314,530	-	314,530	337,269	-	337,269
Bank and cash	570,718	-	570,718	1,192,354	-	1,192,354
	<u>1,641,217</u>	<u>-</u>	<u>1,641,217</u>	<u>1,870,308</u>	<u>-</u>	<u>1,870,308</u>
Creditors due within one year						
Loans and overdrafts	(263,885)	-	(263,885)	(298,673)	-	(298,673)
Taxation	(84,606)	-	(84,606)	(94,382)	-	(94,382)
Other creditors	(216,793)	-	(216,793)	(98,654)	-	(98,654)
	<u>(565,284)</u>	<u>-</u>	<u>(565,284)</u>	<u>(491,709)</u>	<u>-</u>	<u>(491,709)</u>
Net current assets	<u>1,075,933</u>	<u>-</u>	<u>1,075,933</u>	<u>1,378,599</u>	<u>-</u>	<u>1,378,599</u>
Total assets less current liabilities	<u>1,485,014</u>	<u>-</u>	<u>1,485,014</u>	<u>1,781,948</u>	<u>-</u>	<u>1,781,948</u>
Provisions for liabilities						
Deferred tax 1	-	(54,046)	(54,046)	-	(52,599)	(52,599)
Net assets	<u>1,485,014</u>	<u>(54,046)</u>	<u>1,430,968</u>	<u>1,781,948</u>	<u>(52,599)</u>	<u>1,729,349</u>

GRF HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2016

15 Reconciliations on adoption of FRS 102

(Continued)

Notes	At 1 January 2015			At 31 December 2015		
	Previous UK GAAP £	Effect of transition £	FRS 102 £	Previous UK GAAP £	Effect of transition £	FRS 102 £
Capital and reserves						
Share capital	100	-	100	100	-	100
Share premium	14,900	-	14,900	14,900	-	14,900
Revaluation reserve	302,438	(302,438)	-	302,438	(302,438)	-
Profit and loss - non-distributable	-	248,392	248,392	-	248,392	248,392
Profit and loss - distributable	1,167,576	-	1,167,576	1,464,510	1,447	1,465,957
Total equity	1,485,014	(54,046)	1,430,968	1,781,948	(52,599)	1,729,349

Reconciliation of profit for the financial period

Notes	Year ended 31 December 2015		
	Previous UK GAAP £	Effect of transition £	FRS 102 £
Turnover	922,975	-	922,975
Cost of sales	(453,517)	-	(453,517)
Gross profit	469,458	-	469,458
Administrative expenses	(98,366)	-	(98,366)
Other operating income	76,525	-	76,525
Operating profit	447,617	-	447,617
Interest receivable and similar income	14,823	-	14,823
Interest payable and similar expenses	(32,915)	-	(32,915)
Surplus on part sale of fixed asset	7,042	-	7,042
Profit before taxation	436,567	-	436,567
Taxation	(89,635)	1,447	(88,188)
Profit for the financial period	346,932	1,447	348,379

GRF HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) **FOR THE YEAR ENDED 31 DECEMBER 2016**

15 Reconciliations on adoption of FRS 102

(Continued)

Notes to reconciliations on adoption of FRS 102

Explanations of changes to previously reported profit and equity are given below:

1. Prior to the adoption of FRS 102, revaluation gains on investment properties were recognised in the Statement of Total Recognised Gains and Losses and deferred taxation was not provided as there was no intention to dispose of that property.

Under FRS 102, such gains are recognised within the income statement, and deferred taxation is provided in full.