

G.F.F. LIMITED

FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2021

G.F.F. LIMITED

CONTENTS
FOR THE YEAR ENDED 31 MARCH 2021

Page	
2	Officers and Other Information
3	Director's Report
4	Statement of Income and Retained Earnings
5	Statement of Financial Position
6 - 9	Notes to the Financial Statements

G.F.F. LIMITED

**OFFICERS AND OTHER INFORMATION
FOR THE YEAR ENDED 31 MARCH 2021**

Director: GTC Alpha Limited
Gategny Court
Gategny Esplanade
St Peter Port
Guernsey
GY1 1WR

Registered Agent and Office: Nerine Trust Company (BVI) Limited
Nerine Chambers
PO Box 905
Road Town
Tortola
British Virgin Islands
VG1110

Registered Number: 298279

G.F.F. LIMITED

**DIRECTOR'S REPORT
FOR THE YEAR ENDED 31 MARCH 2021**

The Director presents its report and the financial statements for the year ended 31 March 2021.

Incorporation

The Company was incorporated in the BVI on 23 October 1998.

Principal Activity

The principal activity of the Company is property holding.

Director's Responsibilities

The Director is responsible for preparing financial statements for each financial period, which 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 those financial statements, the Director is required to:

- * select suitable accounting policies and then apply them consistently;
- * make judgements and 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;
- * 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 proper accounting records which are sufficient to show and explain the Company's transactions and are such as to disclose with reasonable accuracy at any time the financial position of the Company at that time and to enable it to ensure that the financial statements are prepared properly and in accordance with any relevant enactment for the time being in force. The Director is also responsible for safeguarding the assets of the Company and for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Results and Dividends

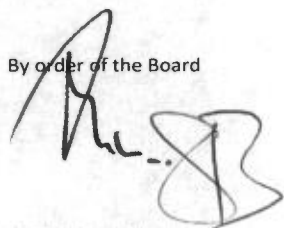
The results for the year are set out on page 4. During the year dividends of £700,000 were paid (2020 : £600,000).

Director

The Director who served during the year was as follows:

GTC Alpha Limited

By order of the Board



GTC Alpha Limited

Director

Date: 17 February 2022

G.F.F. LIMITED

STATEMENT OF INCOME AND RETAINED EARNINGS
FOR THE YEAR ENDED 31 MARCH 2021

	Notes	2021 GBP	RESTATED 2020 GBP
TURNOVER			
Bank interest received		17	409
Estate service charge income		9,587	8,723
Gain on foreign exchange		136	51
Insurance income		10,099	10,854
Other income		-	2,339
Rent received	2	947,461	947,461
		<hr/>	<hr/>
		967,300	969,837
OPERATING EXPENSES			
Accountancy fees - BDO		3,075	3,075
Administration fees - HSBC		-	1,070
Administration fees re PY - HSBC		-	(6,324)
Advisory fees		7,729	8,067
Bank charges and interest		2,516	2,515
Data Protection Registration		50	-
Disbursements		30	-
Estate service charge		9,587	8,723
Insurance		10,099	10,854
Insurance - prior year adjustment		8,893	-
Legal fees		-	24,898
Loan interest paid		567,075	626,635
Professional fees - BDO		3,231	5,690
Professional fees - Other		-	14,700
Property expenses		-	2,339
Property management fees		5,500	11,820
Registered office fees		1,030	410
VAT agent fees		3,000	2,980
VAT paid		1,400	-
		<hr/>	<hr/>
		(623,215)	(717,452)
		<hr/>	<hr/>
Profit before taxation		344,085	252,385
Corporation Tax	3	(57,487)	-
Taxation - Income Tax	3	-	(40,613)
Taxation - Income Tax re Prior Year	3	(16,968)	(19,247)
		<hr/>	<hr/>
Profit after taxation		269,630	192,525
Balance brought forward		230,717	638,192
Dividends paid		(700,000)	(600,000)
		<hr/>	<hr/>
Balance carried forward		(199,653)	230,717
		<hr/> <hr/>	<hr/> <hr/>

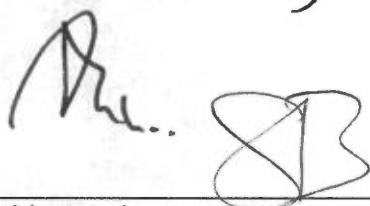
The notes on pages 6 to 9 form part of these financial statements.

G.F.F. LIMITED

STATEMENT OF FINANCIAL POSITION
AS AT 31 MARCH 2021

	Notes	2021 GBP	RESTATED 2020 GBP
FIXED ASSETS			
Property (Commercial)	6	13,041,410	13,041,410
		<hr/>	<hr/>
		13,041,410	13,041,410
CURRENT ASSETS			
Cash at bank	7	456,030	579,701
Debtors	8	142,705	574,710
		<hr/>	<hr/>
		598,735	1,154,411
CURRENT LIABILITIES			
Creditors	9	767,780	892,964
		<hr/>	<hr/>
		767,780	892,964
NET CURRENT (LIABILITIES) / ASSETS		(169,045)	261,447
LONG TERM LIABILITIES			
Loans payable	10	(9,143,548)	(9,143,670)
		<hr/>	<hr/>
NET ASSETS		3,728,817	4,159,187
		<hr/> <hr/>	<hr/> <hr/>
Represented by :			
CAPITAL AND RESERVES			
Called up share capital	11	1	1
Capital redemption reserve	12	31,293	31,293
Retained earnings		(199,653)	230,717
Share premium	13	3,897,176	3,897,176
		<hr/>	<hr/>
		3,728,817	4,159,187
		<hr/> <hr/>	<hr/> <hr/>

These financial statements were approved by the Director
of the Company on 17 February 2021 and are signed on its behalf by:



GTC Alpha Limited
Director

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

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2021**

1 General information

G.F.F. Limited is a private company, limited by shares, incorporated in the British Virgin Islands on 23 October 1998.

The principal activity of the Company is property investment and it is intended that this will continue to be the case in the future.

These financial statements are presented in Pound Sterling (GBP), as that is the currency in which the majority of the Company's transactions are denominated. They comprise the financial statements of the Company for the 12 months period ended 31 March 2021 and are presented to the nearest pound.

2 Basis of preparation

The financial statements have been prepared under the historical cost convention and in accordance with FRS 102 Section 1A for Small Entities, The Financial Reporting Standard applicable in the UK and Republic of Ireland.

The principal accounting policies adopted in the preparation of financial statements are set out below and have remained unchanged from the previous year and also have been applied consistently.

Going concern

The Director believes that the Company has adequate financial resources to continue in operation for the near future and accordingly the financial statements have been prepared on a going concern basis. The Director is satisfied that the Company is in a sound financial position and is of the opinion that the Company will have sufficient resources to meet its liabilities as they fall due.

2.1 Revenue recognition

Rental income

Rental income is accounted for on an accruals basis.

2.2 Rental management fee

Rental management fee is accounted for on an accruals basis.

2.3 Expenditure

All expenses are accounted for on an accruals basis.

2.4 Taxation

Under the ZERO/Ten regime in Guernsey the Company pays tax at 0% on its assessable income.

The Company is liable to complete a corporation tax return under the non resident company regime in the UK.

The Company pays over any excess output VAT to HMRC for services.

The Company is not liable for income tax in accordance with the Income Tax Act of the Government of the Virgin Islands.

Current tax

Current tax is recognised on an accruals basis.

Deferred tax

Deferred tax is not recognised in the financial statement as the Director does not believe that a reliable measure is available without significant costs being incurred by the Company. This is a departure from FRS 102 Section 1A.

2.5 Investment property

Investment property is carried at fair value determined at intervals of approximately 5 years by external valuers and derived from the current market rents and investment property yields for comparable real estate, adjusted if necessary for any difference in the nature, location or condition of the specific asset. No depreciation is provided. Changes in fair value are recognised in the Statement of Income and Retained Earnings.

2.6 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.

2.7 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

NOTES TO THE FINANCIAL STATEMENTS (continued)
FOR THE YEAR ENDED 31 MARCH 2021

2.8 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.

2.9 Share Capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new ordinary shares or options are shown in equity as a deduction, net of tax, from the proceeds.

2.10 Foreign Exchange

Transactions denominated in foreign currencies are translated at the rate ruling at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the reporting date. Non-monetary assets and liabilities denominated in foreign currencies are translated at the ruling rate at the date of transactions.

Exchange differences are recognised in the Statement of income and Retained Earnings in the period in which they arise on a net basis.

3 Taxation

Current tax is accounted for on an accruals basis.

4 Employees

The Company did not have employees in both the current year and previous year.

5 Change of accounting policy

During the year the Company changed its accounting policy from the historical cost convention to FRS 102 for the purposes of tax reporting.

There is no material impact of this voluntary change in accounting policy on the financial statements and the comparatives have been restated.

The unrealised gains or losses on the revaluation of the investment property are accounted for in the Statement of Income and Retained Earnings.

6 PROPERTY (Commercial)

EE Call Centre, Ashleigh Way, Llangage, Plymouth

	GBP
Value as at 01/04/2020	13,041,410
No revaluation during the year	-
	<hr/>
Value as at 31/03/2021	13,041,410
	<hr/> <hr/>

On the 5 April 2019 the commercial property was valued at £12,250,000 by CBRE Limited.

The total value of £13,041,410 includes stamp duty (£487,100) and acquisition costs (£304,310).

The property lease is with EE Limited and expires on 24 December 2028.

The Property will be valued by an independent valuer at intervals of approximately 5 years, the next valuation being due in 2024.

7 CASH AT BANK

	2021 GBP	2020 GBP
HSBC Current account	456,030	579,701
	<hr/> <hr/>	<hr/> <hr/>

NOTES TO THE FINANCIAL STATEMENTS (continued)
FOR THE YEAR ENDED 31 MARCH 2021

8 DEBTORS	2021 GBP	2020 GBP
Agents account - Savills	10,292	294,869
Loan interest invoiced in advance	129,935	271,364
Misc. recovery - VAT	2,478	-
Prepayments and accrued income	-	808
Service charge	-	7,669
	<hr/>	<hr/>
	142,705	574,710
	<hr/> <hr/>	<hr/> <hr/>
9 CREDITORS	2021 GBP	2020 GBP
Accrued loan interest	430,393	596,965
Accrued fees	8,478	7,878
Agents creditors	3,468	1,796
Collas Crill Trust fees	30	-
Corporation tax payable	57,487	-
Deferred income	218,645	218,645
Income tax payable	-	20,307
VAT payable	49,279	47,373
	<hr/>	<hr/>
	767,780	892,964
	<hr/> <hr/>	<hr/> <hr/>
10 LOANS PAYABLE	2021 GBP	2020 GBP
ARMAD Limited	9,133,125	9,133,125
Janna Investments Limited	9,300	9,300
Janna Investments Limited - USD 1,550.00	1,123	1,245
	<hr/>	<hr/>
	9,143,548	9,143,670
	<hr/> <hr/>	<hr/> <hr/>

The loan payable to ARMAD Limited is unsecured and has a repayment date of 23 March 2021. The loan bears interest of libor plus 6% per annum.
In March 2021 it was resolved that the loan with ARMAD Limited would be restructured into a loan note and listed on The International Stock Exchange. ARMAD Limited agreed to extend the loan repayment date from 23 March 2021 to 31 December 2021.

The loans payable to Janna Investments Limited are unsecured, interest free and repayable on demand.

11 CALLED UP SHARE CAPITAL	2021 GBP	2020 GBP
Issued and fully paid		
2 ordinary shares of USD1 each	1	1
	<hr/> <hr/>	<hr/> <hr/>

G.F.F. LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)
FOR THE YEAR ENDED 31 MARCH 2021

12 CAPITAL REDEMPTION RESERVE	2021 GBP	2020 GBP
Balance brought forward	31,293	31,293

In 2016 shares 50,000 shares in the Company held by The Brotherhood Foundation were cancelled and accounted for in the capital redemption reserve.

13 SHARE PREMIUM	2021 GBP	2020 GBP
Balance brought forward	3,897,176	3,897,176

On issuing 2 shares in the Company to Janna Investments Limited, the shareholder also transferred funds to the Company to assist with the property purchase. This was treated as equity.

14 CONTROLLING PARTY

At the year end the Company's immediate controlling party is Janna Investments Limited.