

Company Registration No. 03005262 (England and Wales)

LDC (PORTFOLIO ONE) LIMITED
DIRECTORS' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2012

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COMPANIES HOUSE

LDC (PORTFOLIO ONE) LIMITED

COMPANY INFORMATION

Directors

M C Allan
J J Lister
N Richards
R C Simpson (Appointed 23 March 2012)
R S Smith (Appointed 23 March 2012)
C R Szpojnarowicz (Appointed 20 March 2013)

Secretary

C R Szpojnarowicz

Company number

03005262

Registered office

The Core
40 St Thomas Street
BRISTOL
BS1 6JX

Auditor

KPMG Audit Plc
15 Canada Square
LONDON
E14 5GL

Business address

The Core
40 St Thomas Street
BRISTOL
BS1 6JX

LDC (PORTFOLIO ONE) LIMITED

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LDC (PORTFOLIO ONE) LIMITED

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 DECEMBER 2012

The directors present their report and financial statements for the year ended 31 December 2012

Principal activities and review of the business

The principal activity of the company is property investment. The directors recommended the payment of a dividend of £7,255,078 during the year (31 December 2011: £nil).

The company registration number is 03005262.

Results and dividends

The results for the year are set out on page 4.

Directors

The following directors have held office since 1 January 2012:

M C Allan	
J J Lister	
A D Reid	(Resigned 20 March 2013)
N Richards	
R C Simpson	(Appointed 23 March 2012)
R S Smith	(Appointed 23 March 2012)
C R Szpojnarowicz	(Appointed 20 March 2013)

Statement of disclosure to auditor

So far as the directors are aware, there is no relevant audit information of which the company's auditor is unaware. Additionally, the directors have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditor is aware of that information.

LDC (PORTFOLIO ONE) LIMITED

DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2012

Statement of directors' responsibilities in respect of the Directors' Report and the financial statements

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 they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice)

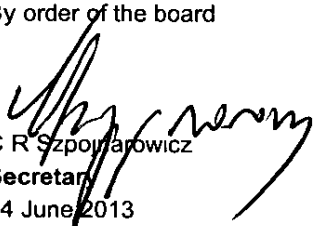
Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgments and 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, and
- 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 have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect 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 UK governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

By order of the board


C R Szponiarowicz
Secretary
24 June 2013

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF LDC (PORTFOLIO ONE) LIMITED

We have audited the financial statements of LDC (Portfolio One) Limited for the year ended 31 December 2012 set out on pages 4 to 14. The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice).

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.

Respective responsibilities of the directors and auditor

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. 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 web-site at 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 December 2012 and of its profit for the year then ended
- have been properly prepared in accordance with UK Generally Accepted Accounting Practice, 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.

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

William Meredith (Senior Statutory Auditor)

for and on behalf of KPMG Audit Plc, Statutory Auditor

24 June 2013

Chartered Accountants

15 Canada Square
LONDON
E14 5GL

LDC (PORTFOLIO ONE) LIMITED

PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 31 DECEMBER 2012

	Notes	2012 £	2011 £
Turnover	2	1,295,134	174,996
Cost of sales		(3,649)	-
Operating profit	3	1,291,485	174,996
Interest payable and similar charges	4	(843,130)	-
Profit on ordinary activities before taxation	3	448,355	174,996
Tax on profit on ordinary activities	5	-	-
Profit for the year	14	448,355	174,996

The profit and loss account has been prepared on the basis that all operations are continuing operations

There is no difference between the profit for the year as stated above and its historical cost equivalent

LDC (PORTFOLIO ONE) LIMITED

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES FOR THE YEAR ENDED 31 DECEMBER 2012

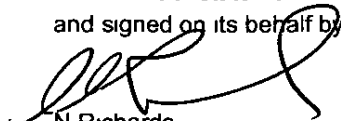
	2012	2011
	£	£
Profit for the financial year	448,355	174,996
Unrealised surplus on revaluation of properties	<u>857,745</u>	<u>-</u>
Total recognised gains and losses relating to the year	<u><u>1,306,100</u></u>	<u><u>174,996</u></u>

LDC (PORTFOLIO ONE) LIMITED

BALANCE SHEET AS AT 31 DECEMBER 2012

	Notes	2012 £	£	2011 £	£
Fixed assets					
Tangible assets	7	41,450,000		700,000	
Investments	8	225,000		225,000	
		41,675,000		925,000	
Current assets					
Debtors	9	-	6,555,080		
Creditors amounts falling due within one year	10	(16,581,577)	-		
Net current (liabilities)/assets		(16,581,577)		6,555,080	
Total assets less current liabilities		25,093,423		7,480,080	
Creditors amounts falling due after more than one year	11	(23,562,321)			
Net assets		1,531,102		7,480,080	
Capital and reserves					
Called up share capital	13	2		2	
Revaluation reserve	14	857,745		-	
Investment revaluation reserve	14	225,000		225,000	
Profit and loss account	14	448,355		7,255,078	
Shareholders' funds - equity interests	15	1,531,102		7,480,080	

The financial statements were approved by the Board on 24 June 2013
and signed on its behalf by


N Richards
Director

LDC (PORTFOLIO ONE) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2012

1 Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the company's financial statements

1.1 Basis of preparation

The financial statements are prepared in accordance with applicable accounting standards (UK GAAP) and under the historical cost convention

The company has taken advantage of the exemption in Financial Reporting Standard No 1 (Revised 1996) from the requirement to produce a cash flow statement on the grounds that it is a subsidiary undertaking where 90 percent or more of the voting rights are controlled within the group

1.2 Going concern

The financial statements have been prepared on the going concern basis, notwithstanding net current liabilities of £16,581,577 which the directors believe to be appropriate for the following reasons. The company is dependent for its working capital on funds provided to it by The UNITE Group plc. The UNITE Group plc has provided the company with an undertaking that for at least 12 months from the date of approval of these financial statements, it will continue to make available such funds as are needed by the company, and in particular, will not seek repayment of the amounts currently made available. This should enable the company to continue in operational existence for the foreseeable future by meeting its liabilities as they fall due for payment. As with any company placing reliance on other group entities for financial support, the directors acknowledge that there can be no certainty that this support will continue, although, at the date of approval of these financial statements, they have no reason to believe that it will not do so. Based on this understanding the directors believe that it remains appropriate to prepare the financial statements on a going concern basis. The financial statements do not include any adjustments that would result from the basis of preparation being inappropriate.

LDC (PORTFOLIO ONE) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2012

1 Accounting policies

(continued)

1.3 Tangible fixed assets and depreciation

In accordance with SSAP19 Accounting for Investment Properties

- investment properties are revalued every six months at market value (determined in accordance with the Guidance Notes on the valuation of assets issued by the Royal Institution of Chartered Surveyors) Surpluses and deficits arising are transferred to the revaluation reserve except that any permanent impairment in the value of an investment property is taken to the profit and loss account for the year where it cannot be demonstrated that the recoverable amount of the asset is greater than the revalued amount, and

- no depreciation or amortisation is provided in respect of freehold investment properties or leasehold investment properties with over 20 years to run

This treatment, as regards the company's investment properties, may be a departure from the requirements of the Companies Act concerning the depreciation of fixed assets. However, these properties are not held for consumption but for investment and the directors consider that systematic annual depreciation would be inappropriate. The accounting policy adopted is therefore necessary for the accounts to give a true and fair view. Depreciation or amortisation is only one of the many factors reflected in the annual valuation and the amount which might otherwise have been shown cannot be separately identified or quantified.

Net gains or losses on disposal of investment properties are calculated by reference to book value at the date of disposal and any revaluation surpluses of earlier years are transferred from revaluation reserve to the profit and loss account as a reserve movement.

Interest bearing borrowings are recognised initially at cost, less attributable transaction costs. Subsequent to initial recognition, interest bearing borrowings are stated at amortised cost with any difference between cost and redemption value being recognised in the profit and loss account over the term of the borrowings at a constant rate on the carrying amount.

1.4 Investment in subsidiary undertakings

The company values its investment in subsidiary undertakings on an underlying net asset basis, whereby the cost of the original investment is adjusted for the movement in the underlying net assets applicable to the investment since their acquisition with an adjustment to the company's revaluation reserve.

1.5 Taxation

The charge for taxation is based on the profit for the year and takes account of taxation deferred because of timing differences between the treatment of certain items for taxation and treatment under the company's accounting policies.

Deferred tax assets and liabilities arise from timing differences between the recognition of gains and losses in the financial statements and their recognition in a tax computation.

In accordance with FRS19, deferred tax is provided in respect of all timing differences that have originated but not reversed at the balance sheet date that may give rise to an obligation to pay more or less tax in the future except as otherwise provided by FRS19. Deferred tax is not recognised when fixed assets are revalued unless by the balance sheet date there is a binding agreement to sell the revalued assets and the gain or loss expected to arise on the sale has been recognised in the financial statements. Deferred tax is measured on a non-discounted basis.

1.6 Group accounts

The company is exempt by virtue of S400 of the Companies Act 2006 from the requirement to prepare group financial statements. These financial statements present information about the company as an individual and not about its group.

LDC (PORTFOLIO ONE) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2012

1 Accounting policies (continued)

1.7 Dividends

Dividends unpaid at the balance sheet date are only recognised as a liability at that date to the extent that they are appropriately authorised and are no longer at the discretion of the company. Unpaid dividends that do not meet these criteria are disclosed in the notes to the financial statements.

1.8 Turnover

Turnover from property leased out under operating leases is recognised in the profit and loss account on a straight line basis over the term of the lease. Lease incentives granted are recognised as an integral part of the total rental income and are spread over the shorter of the lease term or the date when it is expected rent will revert to the prevailing market rate.

2 Turnover

Turnover is generated in the UK and from the company's principal activity.

3 Operating profit 2012 2011

Operating profit is stated after crediting

Rental income received under operating leases	1,295,134	174,996
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Auditor's remuneration of £600 (2011: £600) was borne by another group company.

Fees paid to the company's auditor, KPMG Audit Plc and its associates for services other than statutory audit of the company are not disclosed in the company's accounts since the consolidated accounts of the company's parent, The UNITE Group plc are required to disclose non audit fees on a consolidated basis.

Directors' remuneration was borne by another group company in respect of both years.

4 Interest payable and similar charges 2012 2011

Intragroup interest payable	843,130	-
	<u>843,130</u>	<u>-</u>

LDC (PORTFOLIO ONE) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2012

5	Taxation	2012	2011
		£	£
	Current tax charge	-	-
	Factors affecting the tax charge for the year		
	Profit on ordinary activities before taxation	448,355	174,996
	Profit on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 24.50% (2011 - 26.49%)	109,847	46,356
	Effects of		
	Capital allowances in excess of depreciation	(494,526)	(200,750)
	Tax losses carried forward	384,679	-
	Group relief surrendered	-	154,394
		(109,847)	(46,356)
	Current tax charge	-	-
	Deferred tax balances arising in the company are set out in detail in note 12		
6	Dividends	2012	2011
		£	£
	Ordinary interim paid	7,255,078	-

LDC (PORTFOLIO ONE) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2012

7 Tangible fixed assets

	Investment properties	£
Valuation		
At 1 January 2012		700,000
Transfer from group companies		40,410,000
Additions		182,255
Revaluation		857,745
Transfer to group companies		(700,000)
At 31 December 2012		<u>41,450,000</u>

The investment properties were valued as at 31 December 2012, on the basis of 'market value' as defined in the RICS Appraisal and Valuation Manual issued by the Royal Institution of Chartered Surveyors by Knight Frank and Jones Lang LaSalle Limited, Chartered Surveyors, as external valuers. The historical cost of the properties at 31 December 2012 was £40,592,255 (31 December 2011 £1,413,000). The properties are freehold.

8 Fixed asset investments

	Shares in subsidiary undertakings	£
Valuation		
At 1 January 2012 & at 31 December 2012		<u>225,000</u>

Holdings of more than 20%

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

Company	Country of registration or incorporation	Class	Shares held	%
Subsidiary undertakings				
Unite Accommodation Management 1 Ltd	England and Wales	Ordinary	100	00
LDC (Lime Street Management) Limited	England and Wales	Ordinary	100	00

The aggregate amount of capital and reserves and the results of these undertakings for the last relevant financial year were as follows

		Capital and reserves	Profit/(loss) for the year
	Principal activity	2012	2012
		£	£
Unite Accommodation Management 1 Ltd	Property management	225,000	-
LDC (Lime Street Management) Limited	Property management	-	-

LDC (PORTFOLIO ONE) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2012

9 Debtors	2012	2011
	£	£
Amounts owed by subsidiary undertakings	-	6,555,080
All debtors are due within one year		
10 Creditors amounts falling due within one year	2012	2011
	£	£
Amounts owed to subsidiary undertakings	16,581,577	-
11 Creditors amounts falling due after more than one year	2012	2011
	£	£
Intragroup loans	23,562,321	-
Loan maturity analysis		
In more than five years	24,007,039	-
Less unamortised refinance costs	444,718	-
	23,562,321	-

The intragroup loan, which totals £24,007,039 (31 December 2011: £nil) is disclosed net of unamortised refinance costs of £444,718. The loan, which is secured over the company's freehold investment properties, is interest only with interest chargeable at a fixed rate of 5.05%. The loan falls due for repayment on 30 April 2022.

LDC (PORTFOLIO ONE) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2012

12 Provisions for liabilities and charges

The deferred tax balance at 31 December 2012 comprised as follows

	Amount not provided £
Deferred tax asset on capital allowances not provided	1,258,384
Deferred tax asset in respect of losses not provided	3,293,934
	<u> </u>
Balance at 31 December 2012	4,552,318
	<u> </u>

The deferred tax asset is not recognised due to the uncertainty of future taxable profits against which the asset could be realised

Deferred tax assets and liabilities on all timing differences have been calculated at 23%, being the rate of UK corporation tax that was substantively enacted at the balance sheet date, which is applicable from 1 April 2013. In March 2013, the UK government has announced that the UK corporation tax rate will be reduced to 21% on 1 April 2014. It is expected that the corporation tax rate will reduce to 20% over the following two years. This has not been reflected in the figures above as it occurred after the balance sheet date. There are no other factors that may significantly affect future tax charges.

13 Share capital	2012 £	2011 £
Allotted, called up and fully paid		
2 Ordinary shares of £1 each	2	2
	<u> </u>	<u> </u>

14 Statement of movements on reserves

	Revaluation reserve £	Investment revaluation reserve £	Profit and loss account £
Balance at 1 January 2012	-	225,000	7,255,078
Retained profit for the year	-	-	448,355
Dividends paid	-	-	(7,255,078)
Revaluation during the year	857,745	-	-
	<u> </u>	<u> </u>	<u> </u>
Balance at 31 December 2012	857,745	225,000	448,355
	<u> </u>	<u> </u>	<u> </u>

LDC (PORTFOLIO ONE) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2012

15 Reconciliation of movements in shareholder's funds	2012	2011
	£	£
Profit for the financial year	448,355	174,996
Dividends	(7,255,078)	-
	<u>(6,806,723)</u>	<u>174,996</u>
Other recognised gains	857,745	-
	<u>(5,948,978)</u>	<u>174,996</u>
Net (depletion in)/addition to shareholder's funds	(5,948,978)	174,996
Opening shareholder's funds	7,480,080	7,305,084
	<u>1,531,102</u>	<u>7,480,080</u>
Closing shareholder's funds	<u>1,531,102</u>	<u>7,480,080</u>

16 Contingent liabilities

The company had no contingent liabilities at 31 December 2012 (31 December 2011 £nil)

17 Capital commitments

The company had no capital commitments at 31 December 2012 (31 December 2011 £nil)

18 Employees

There were no employees during either year

19 Parent undertaking

The company's immediate parent undertaking is LDC (Portfolio 100) Limited

The company's ultimate parent undertaking is The UNITE Group plc. The largest and smallest group in which the results of the company are consolidated is that headed by The UNITE Group plc. The consolidated accounts of this company are available to the public and can be obtained from The Core, 40 St Thomas Street, BRISTOL, BS1 6JX.

20 Related party transactions

As the company is a wholly owned subsidiary of The UNITE Group plc, the company has taken advantage of the exemption in Financial Reporting Standard 8 from the requirements to disclose transactions with group companies on the grounds that consolidated financial statements are prepared by the ultimate parent undertaking.