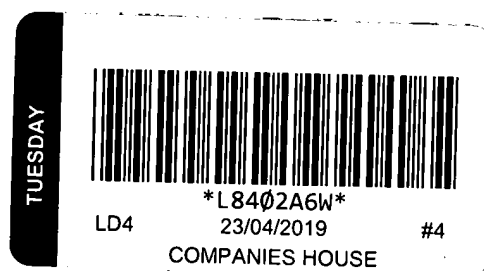


Co's House

COMPANY REGISTRATION NUMBER: 03148309

**HPL (UK) Limited**  
**Financial Statements**  
**31 December 2018**



# **HPL (UK) Limited**

## **Financial Statements**

**Year Ended 31 December 2018**

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# **HPL (UK) Limited**

## **Officers and Professional Advisers**

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<b>The board of directors</b>	Mr Stephen Buong Lik Lau Mr Christopher Tien Lock Lim Mr Siew Chong Chua Mr Andrew Christopher Roberts
<b>Company secretary</b>	Miss Aleen Gulvanessian
<b>Registered office</b>	4th Floor 239 Kensington High Street London United Kingdom W8 6SA
<b>Auditor</b>	Deloitte LLP Statutory auditor Cambridge, United Kingdom
<b>Bankers</b>	Oversea - Chinese Banking Corporation Ltd The Rex Building, 3rd Floor 62 Queen Street London United Kingdom EC4R 1EB
<b>Solicitors</b>	Eversheds LLP 1 Wood Street London United Kingdom EC2V 7WS

# **HPL (UK) Limited**

## **Directors' Report**

### **Year Ended 31 December 2018**

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The directors present their report and the financial statements of the company for the year ended 31 December 2018.

#### **Principal Activities**

The principal activity of the company during the year is that of provision of management services and to seek and evaluate suitable business opportunities for future investment by other members of the Group.

#### **Directors**

The directors who served the company during the year were as follows:

Mr Stephen Buong Lik Lau  
Mr Christopher Tien Lock Lim  
Mr Siew Chong Chua  
Mr Andrew Christopher Roberts

#### **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 of the company and 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.

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.

# HPL (UK) Limited

## Directors' Report *(continued)*

**Year Ended 31 December 2018**

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### **Auditor**

Each of the persons who is a director at the date of approval of this report confirms that:

- so far as they are aware, there is no relevant audit information of which the company's auditor is unaware; and
- they have taken all steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

A resolution to reappoint Deloitte LLP as auditors will be proposed at the forthcoming Annual General Meeting.

### **Small Company Provisions**

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

This report was approved by the board of directors on 16 April 2019 and signed on behalf of the board by:



Mr Andrew Christopher Roberts  
Director

# **HPL (UK) Limited**

## **Independent Auditor's Report to the Shareholders of HPL (UK) Limited**

**Year Ended 31 December 2018**

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### **Report on the Audit of the Financial Statements**

#### **Opinion**

In our opinion the financial statements of HPL (UK) Limited (the 'company'):

- give a true and fair view of the state of the company's affairs as at 31 December 2018 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the profit and loss account;
- the balance sheet; and the related notes 1 to 10.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

#### **Basis for Opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report.

We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the Financial Reporting Council's (the 'FRC's') Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### **Conclusions Relating to Going Concern**

We are required by ISAs (UK) to report in respect of the following matters where:

- the directors' use of the going concern basis of accounting in preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

We have nothing to report in respect of these matters.

# **HPL (UK) Limited**

## **Independent Auditor's Report to the Shareholders of HPL (UK) Limited** *(continued)*

**Year Ended 31 December 2018**

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### **Other Information**

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in respect of these matters.

### **Responsibilities of Directors**

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, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

### **Auditor's Responsibilities for the Audit of the Financial Statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditor's report.

### **Report on Other Legal and Regulatory Requirements**

#### **Opinions on Other Matters Prescribed by the Companies Act 2006**

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report has been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified any material misstatements in the directors' report.

# **HPL (UK) Limited**

## **Independent Auditor's Report to the Shareholders of HPL (UK) Limited** *(continued)*

**Year Ended 31 December 2018**

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### **Matters on Which We are Required to Report by Exception**

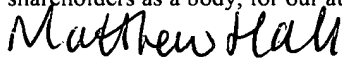
Under the Companies Act 2006 we are required to report in respect of the following matters if, in our opinion:

- 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' exemptions in preparing the directors' report and from the requirement to prepare a strategic report.

We have nothing to report in respect of these matters.

### **Use of Our Report**

This report is made solely to the company's shareholders, 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 shareholders 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 shareholders as a body, for our audit work, for this report, or for the opinions we have formed.



MATTHEW HALL FCA (Senior Statutory Auditor)  
For and on behalf of Deloitte LLP  
Statutory auditor  
Cambridge, United Kingdom

Date April 2019



# HPL (UK) Limited

## Profit and Loss Account

Year Ended 31 December 2018

	Note	2018 £	2017 £
Turnover		1,010,000	765,000
Gross Profit		<u>1,010,000</u>	<u>765,000</u>
Administrative expenses		(985,690)	(1,211,217)
Operating Profit/(Loss)	3	24,310	(446,217)
Interest receivable and similar income	6	<u>40</u>	<u>—</u>
Profit/(Loss) Before Taxation		24,350	(446,217)
Tax on profit/(loss)		<u>—</u>	<u>—</u>
Profit/(Loss) for the Financial Year		<u>24,350</u>	<u>(446,217)</u>

The notes on pages 9 to 13 form part of these financial statements.

# HPL (UK) Limited

## Balance Sheet

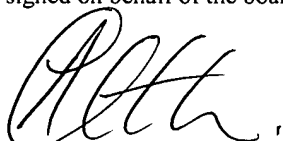
31 December 2018

	Note	2018 £	2017 £
<b>Fixed Assets</b>			
Tangible assets	7	49,000	77,729
<b>Current Assets</b>			
Debtors	8	89,905	921,376
Cash at bank and in hand		544,139	25,282
		<u>634,044</u>	<u>946,658</u>
<b>Creditors: amounts falling due within one year</b>	9	<u>(4,186,227)</u>	<u>(4,551,920)</u>
<b>Net Current Liabilities</b>		<u>(3,552,183)</u>	<u>(3,605,262)</u>
<b>Total Assets Less Current Liabilities</b>		<u>(3,503,183)</u>	<u>(3,527,533)</u>
<b>Net Liabilities</b>		<u>(3,503,183)</u>	<u>(3,527,533)</u>
<b>Capital and Reserves</b>			
Called up share capital		100	100
Profit and loss account		<u>(3,503,283)</u>	<u>(3,527,633)</u>
<b>Shareholders' Deficit</b>		<u>(3,503,183)</u>	<u>(3,527,533)</u>

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

The financial statements have been prepared in accordance with the provisions of Section 1A of FRS 102.

These financial statements were approved by the board of directors and authorised for issue on 16 April 2019, and are signed on behalf of the board by:



Mr Andrew Christopher Roberts  
Director

Company registration number: 03148309

The notes on pages 9 to 13 form part of these financial statements.

# **HPL (UK) Limited**

## **Notes to the Financial Statements**

**Year Ended 31 December 2018**

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### **1. General information**

The company is a private company limited by shares, registered in England and Wales. The address of the registered office is 4th Floor, 239 Kensington High Street, London, W8 6SA, United Kingdom.

### **2. Accounting policies**

#### **Basis of preparation**

The financial statements are prepared in sterling, which is the functional currency of the entity.

The financial statements have been prepared under the historical cost convention.

#### **Going concern**

The directors continue to prepare the accounts on the going concern basis. In doing so the directors have considered the current balance sheet position and commitments received from the company's parent undertaking to continue to provide financial support.

#### **Judgements and key sources of estimation uncertainty**

In the application of the Company's accounting policies, which are described in note 2, the directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

The directors concluded that, due to the nature of the business, there are no critical accounting judgements or key sources of estimation uncertainty that are required to be disclosed here.

#### **Revenue recognition**

The turnover shown in the profit and loss account represents amounts invoiced during the year, exclusive of Value Added Tax and trade discount. Turnover from the provision of management services represents the value of service provided and is recorded at the value of the consideration due.

Revenue from the rendering of services is measured by reference to the stage of completion of the service transaction at the end of the reporting period provided that the outcome can be reliably estimated. When the outcome cannot be reliably estimated, revenue is recognised only to the extent that expenses recognised are recoverable.

# HPL (UK) Limited

## Notes to the Financial Statements *(continued)*

### Year Ended 31 December 2018

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

##### **Taxation**

Current tax, including UK corporation tax and foreign tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the Company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that, on the basis of all available evidence, 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 is measured using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date that are expected to apply to the reversal of the timing difference. Deferred tax relating to non-depreciable property, plant and equipment measured using the revaluation model and investment property is measured using the tax rates and allowances that apply to sale of the asset. In other cases, the measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Where items recognised in other comprehensive income or equity are chargeable to or deductible for tax purposes, the resulting current or deferred tax expense or income is recognised in the same component of comprehensive income or equity as the transaction or other event that resulted in the tax expense or income.

Current tax assets and liabilities are offset only when there is a legally enforceable right to set off the amounts and the Company intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

Deferred tax assets and liabilities are offset only if: a) the Company has a legally enforceable right to set off current tax assets against current tax liabilities; and b) the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

##### **Tangible assets**

All fixed assets are initially recorded at cost net of depreciation and any provision for impairment.

# HPL (UK) Limited

## Notes to the Financial Statements *(continued)*

### Year Ended 31 December 2018

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

##### Depreciation

Depreciation is calculated so as to write off the cost or valuation of an asset, less its residual value, over the useful economic life of that asset as follows:

Fixtures & fittings	-	10 years on straight line basis
Motor vehicles	-	5 years on straight line basis
Plant & equipment	-	3 to 5 years on straight line basis

##### Financial instruments

A financial asset or a financial liability is recognised only when the entity becomes a party to the contractual provisions of the instrument.

Basic financial instruments are initially recognised at the transaction price, unless the arrangement constitutes a financing transaction, where it is recognised at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Financial assets that are measured at cost or amortised cost are reviewed for objective evidence of impairment at the end of each reporting date. If there is objective evidence of impairment, an impairment loss is recognised in profit or loss immediately.

Any reversals of impairment are recognised in profit or loss immediately, to the extent that the reversal does not result in a carrying amount of the financial asset that exceeds what the carrying amount would have been had the impairment not previously been recognised.

##### Defined contribution plans

The company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. Contributions are charged to the profit and loss account as they become payable in accordance with the rules of the scheme.

#### 3. Operating profit

Operating profit or loss is stated after charging:

	2018	2017
	£	£
Depreciation of tangible assets	<u>30,419</u>	<u>33,211</u>

#### 4. Auditor's remuneration

	2018	2017
	£	£
Fees payable for the audit of the financial statements	<u>9,237</u>	<u>8,720</u>

#### 5. Employee numbers

The average number of persons employed by the company during the year amounted to 7 (2017: 5).

# HPL (UK) Limited

## Notes to the Financial Statements *(continued)*

### Year Ended 31 December 2018

#### 6. Interest receivable and similar income

	2018 £	2017 £
Interest on cash and cash equivalents	40	—

#### 7. Tangible assets

	Fixtures and fittings £	Motor vehicles £	Equipment £	Total £
<b>Cost</b>				
At 1 January 2018	20,964	197,593	11,023	229,580
Additions	898	—	792	1,690
Disposals	(1,698)	—	—	(1,698)
<b>At 31 December 2018</b>	<b>20,164</b>	<b>197,593</b>	<b>11,815</b>	<b>229,572</b>
<b>Depreciation</b>				
At 1 January 2018	19,601	121,849	10,401	151,851
Charge for the year	186	29,459	774	30,419
Disposals	(1,698)	—	—	(1,698)
<b>At 31 December 2018</b>	<b>18,089</b>	<b>151,308</b>	<b>11,175</b>	<b>180,572</b>
<b>Carrying amount</b>				
<b>At 31 December 2018</b>	<b>2,075</b>	<b>46,285</b>	<b>640</b>	<b>49,000</b>
At 31 December 2017	1,363	75,744	622	77,729

#### 8. Debtors

	2018 £	2017 £
Trade debtors	11,790	288
Other debtors	78,115	921,088
	<b>89,905</b>	<b>921,376</b>

All amounts shown under debtors fall due for payment within one year.

#### 9. Creditors: amounts falling due within one year

	2018 £	2017 £
Trade creditors	594	30,218
Amounts owed to group undertakings	4,148,197	4,136,889
Social security and other taxes	22,236	31,014
Other creditors	15,200	353,799
	<b>4,186,227</b>	<b>4,551,920</b>

Amount owed to group undertakings are repayable on demand. There is no interest charged on these balances.

# **HPL (UK) Limited**

## **Notes to the Financial Statements** *(continued)*

### **Year Ended 31 December 2018**

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#### **10. Controlling party**

The Company's ultimate parent company and controlling party is Hotel Properties Limited, a company incorporated in Singapore, which is the parent undertaking of the largest group for which consolidated annual financial statements includes the company's smallest group is available at its registered office address at 50 Cuscaden Road, #08-01 HPL House, Singapore 249724.

HPL Properties (West) Pte Ltd, a company incorporated in Singapore is the smallest group, being the immediate parent company of HPL (UK) Limited. A copy of the consolidated annual financial statements which includes this entity can be obtained from the registered office at the same address as that of the ultimate parent company as stated above.