

Company Number: 03744396

BULL RING (GP) LIMITED

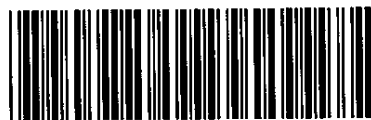
ANNUAL REPORT AND FINANCIAL STATEMENTS

Year ended 31 December 2017

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BULL RING (GP) LIMITED

DIRECTORS' REPORT

Year ended 31 December 2017

The Directors' Report has been prepared in accordance with the provisions applicable to companies subject to the small companies' regime and consequently no Strategic Report has been prepared.

1. PRINCIPAL ACTIVITIES AND FUTURE DEVELOPMENTS

The principal activity of Bull Ring (GP) Limited (the "Company") is to act as the General Partner to The Bull Ring Limited Partnership ("the Partnership") which owns and operates the Bullring Shopping Centre in Birmingham. Bull Ring Joint Venture Unit Trust, Hammerson Bull Ring Limited, HSCF BRLP1 Limited and HSCF BRLP2 Limited are the Limited Partners of the Partnership, and collectively have an interest of 99.54% in the Partnership, with the Company owning the remaining 0.46%. The Directors do not anticipate any significant change in the principal activity in the foreseeable future.

2. RESULTS AND DIVIDENDS

The profit for the year after tax was £157,000 (2016: £168,000). The Directors do not recommend the payment of a dividend for the year (2016: £nil).

Net assets for the Company as at 31 December 2017 were £742,000 (2016: £585,000)

3. DIRECTORS

- (a) Mr. W.S. Austin, Mr. T.O. Jackson, Mr. C.M. Parfitt, Mr. S. Travis, Mr. M.B. White and Mr. S. Wicks were Directors of the Company throughout the year.
- (b) Mr. T. Barlow was an alternate Director of the Company throughout the year.
- (c) Mr. C.M. Parfitt resigned as a Director of the Company on 6 April 2018.
- (d) Ms. K.E. Friend was appointed as a Director of the Company on 6 April 2018.
- (e) Mr. M. Plocica resigned as a Director of the Company on 13 March 2017.
- (f) Mr. M.R. Bourgeois was appointed as a Director of the Company on 13 March 2017.
- (g) In accordance with the Articles of Association of the Company, the Directors are not required to retire by rotation.
- (h) No Director has any interests in contracts entered into by the Company.

4. SECRETARY

Hammerson Company Secretarial Limited was Secretary of the Company throughout the year.

BULL RING (GP) LIMITED

DIRECTORS' REPORT (CONTINUED)

Year ended 31 December 2017

5. GOING CONCERN

The Directors have considered the use of the going concern basis in the preparation of the financial statements as at 31 December 2017 and concluded that it was appropriate. More information is provided in note 1(b) to the financial statements.

6. INDEMNITY

The Company's ultimate parent companies are Hammerson plc, Canada Pension Plan Investment Board and the UK Shopping Centre Fund. Hammerson plc has put in place qualifying third party indemnity provisions for the benefit of its respective directors of the Company, which were in place throughout the year and remain in place at the date of approval of this report.

7. AUDITORS

PricewaterhouseCoopers LLP were appointed as auditors of the Company during the year and shall be deemed to be re-appointed as auditors for a further term under the provisions of section 487(2) of the Companies Act 2006.

PricewaterhouseCoopers LLP have indicated their willingness to continue in office.

8. STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE FINANCIAL STATEMENTS

The Directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", 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 the financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 102, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

BULL RING (GP) LIMITED

DIRECTORS' REPORT (CONTINUED)
Year ended 31 December 2017

8. STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE FINANCIAL STATEMENTS (CONTINUED)

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.

The Directors 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.

In the case of each Director in office at the date the Directors' Report is approved:

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

By order of the Board



B. Lees

For and on behalf of
Hammerson Company Secretarial Limited
acting as Secretary
Date: 19 September 2018

Registered Office:
Kings Place, 90 York Way
London N1 9GE
Registered in England and Wales No 03744396

BULL RING (GP) LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF BULL RING (GP) LIMITED

Report on the audit of the financial statements

Opinion

In our opinion, Bull Ring (GP) Limited's financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2017 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report and Financial Statements (the "Annual Report"), which comprise: the balance sheet as at 31 December 2017; the statement of comprehensive income, the statement of changes in equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which ISAs (UK) require us to report to you when:

- the Directors' use of the going concern basis of accounting in the 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.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the Company's ability to continue as a going concern.

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The Directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance 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 an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of 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 based on these responsibilities.

With respect to the Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

BULL RING (GP) LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF BULL RING (GP) LIMITED (CONTINUED)

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

Directors' Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Directors' Report for the year ended 31 December 2017 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Directors' Report.

Responsibilities for the financial statements and the audit

Responsibilities of the Directors for the financial statements

As explained more fully in the Statement of Directors' Responsibilities in respect of the Financial Statements, the Directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The Directors are also responsible for such internal control as they 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.

Auditors' 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 auditors' 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. This description forms part of our auditors' report.

Use of this report

This report, including the opinions, has been prepared for and only for the Company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Other required reporting

Companies Act 2006 exception reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the Company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of Directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.

BULL RING (GP) LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF BULL RING (GP) LIMITED (CONTINUED)

Entitlement to exemptions

Under the Companies Act 2006 we are required to report to you if, in our opinion, the Directors were not entitled to: *take advantage of the small companies exemption in preparing the Directors' Report; and take advantage of the small companies exemption from preparing a Strategic Report.* We have no exceptions to report arising from this responsibility.



Paul Cragg (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
London

19 SEPTEMBER 2018

BULL RING (GP) LIMITED**STATEMENT OF COMPREHENSIVE INCOME**
For the year ended 31 December 2017

	Notes	2017 £'000	2016 £'000
Administration expenses	2	-	(3)
Operating loss		-	(3)
Investment income	3	201	218
Profit on ordinary activities before taxation		201	215
Taxation	4(a)	(44)	(47)
Profit on ordinary activities after taxation and total comprehensive income for the financial year		157	168

All amounts relate to continuing activities.

BULL RING (GP) LIMITED**BALANCE SHEET****As at 31 December 2017**

	Notes	2017 £'000	2016 £'000
Non-current assets			
Investments	5	686	686
Current assets			
Receivables	6	106	-
Current liabilities			
Payables	7	(50)	(101)
Net current assets		56	(101)
Total assets less current assets		742	585
Net assets		742	585
Capital and reserves			
Called up share capital	8	2	2
Retained earnings	10	740	583
Shareholders' equity		742	585

These financial statements were approved by the Board of Directors on 19 September 2018 and authorised for issue on 19 September 2018.

Signed on behalf of the Board of Directors



W.S. Austin

Director

Company Number: 03744396

BULL RING (GP) LIMITED**STATEMENT OF CHANGES IN EQUITY**
For the year ended 31 December 2017

	Called up share capital £'000	Retained earnings £'000	Total equity £'000
Balance at 1 January 2016	2	415	417
Profit and total comprehensive income for the year	-	168	168
Balance at 31 December 2016	2	583	585
Profit and total comprehensive income for the year	-	157	157
Balance at 31 December 2017	2	740	742

BULL RING (GP) LIMITED

NOTES TO THE FINANCIAL STATEMENTS **Year ended 31 December 2017**

1. ACCOUNTING POLICIES

The following principal accounting policies have been applied consistently throughout the current and preceding year.

(a) Basis of accounting

Basis of preparation

Bull Ring (GP) Limited is a private company limited by shares and incorporated in the United Kingdom under the Companies Act 2006. The nature of the Company's operations and its principal activities are set out on page 1. The address of the registered office is Kings Place, 90 York Way, London, N1 9GE.

These financial statements were prepared in accordance with Financial Reporting Standard 102 ("FRS 102") as issued by the Financial Reporting Council.

The presentation currency used is sterling and amounts have been presented in round thousands ("£000s"). The financial statements have been prepared on a historical cost basis. Historical cost is generally based on the fair value of the consideration given in exchange for the goods and services.

As the Company is not wholly-owned, it is not entitled under FRS 102 from an exemption to prepare a cash flow statement. However, the Company does not have a bank account and has not been party to any cash transactions and consequently no cash flow statement has been presented.

(b) Going concern

The financial position of the Company is as set out in the balance sheet. The Directors have reviewed the current and projected financial position of the Company, making reasonable assumptions about the future trading performance. After making enquiries, the Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the financial statements.

(c) Investment income

Investment income represents the Company's share of the profit distributions receivable from The Bull Ring Limited Partnership and is included within the statement of comprehensive income.

BULL RING (GP) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2017

1. ACCOUNTING POLICIES (continued)

(d) Fixed asset investments

Fixed asset investments, including investments in subsidiaries and other related undertakings, are stated at cost less provision for impairment.

(e) Taxation

Current 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. 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.

(f) Borrowings

Borrowings are recognised initially at fair value, after taking account of any discount on issue and attributable transaction costs. Subsequently, borrowings are held at amortised cost, such that discounts and costs are charged to the statement of comprehensive income over the term of the borrowing at a constant return on the carrying value of the liability.

(g) Financial instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are initially measured at transaction price (including transaction costs). Financial assets and liabilities are subsequently carried at amortised cost using the effective interest method. Financial assets and liabilities are only offset in the balance sheet when, and only when there exists a legally enforceable right to set off the recognised amounts and the Company intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously. Financial assets are derecognised when and only when a) the contractual rights to the cash flows from the financial asset expire or are settled, b) the Company transfers to another party substantially all of the risks and rewards of ownership of the financial asset, or c) the Company, despite having retained some, but not all, significant risks and rewards of ownership, has transferred control of the asset to another party. Financial liabilities are derecognised only when the obligation specified in the contract is discharged, cancelled or expires.

(h) Loans receivable

Loans receivable are financial assets which are initially measured at fair value, plus acquisition costs and are subsequently measured at amortised cost, using the effective interest method, less any impairment.

BULL RING (GP) LIMITED

NOTES TO THE FINANCIAL STATEMENTS **Year ended 31 December 2017**

1. ACCOUNTING POLICIES (continued)

(i) Critical accounting policies and estimation uncertainties

In the application of the Company's accounting policies, the Directors are required to make judgements, estimates and assumptions about the carrying value of assets and liabilities. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from those estimates. Estimates and the 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 the current and future periods.

The Company's critical judgement and area of estimation uncertainty is in respect of the valuation of investments. The Company's investments includes its investment in The Bull Ring Limited Partnership ("the Partnership"), which is carried in the balance sheet at historical cost less provision for impairment, which is valued by the Directors based upon the net assets of the Partnership in which the Company invests. The principal asset of the Partnership is its investment properties which are valued six monthly by professional qualified external valuers. The Directors must ensure they are satisfied that the Company's investment in the Partnership is appropriate for the financial statements. The basis of valuation of the Partnership's investment properties is set out in the notes to the financial statements of the Partnership for the year ended 31 December 2017.

2. ADMINISTRATION EXPENSES

The average number of employees during the year, excluding Directors, was nil (2016: nil).

The Directors did not receive any remuneration for their services from the Company in the year (2016: £nil), having been paid by other related undertakings. It is deemed impractical to allocate their remuneration between related undertakings for the purpose of disclosure.

The audit fee allocated to the audit of the Company for 2017 is £2,200 (2016: £1,320). The fees have been paid by The Bull Ring Limited Partnership in the current year.

	2017 £'000	2016 £'000
Audit fee	<u>-</u>	<u>3</u>

3. INVESTMENT INCOME

	2017 £'000	2016 £'000
Distributions receivable from The Bull Ring Limited Partnership	<u>201</u>	<u>218</u>

BULL RING (GP) LIMITED

NOTES TO THE FINANCIAL STATEMENTS Year ended 31 December 2017

4. TAXATION

(a) Tax charge

	2017 £'000	2016 £'000
UK corporation tax		
Current year charge	44	47
Deferred tax charge	-	-
Total tax charge	44	47

(a) Factors affecting total tax charge

The tax assessed on the profit for the year is different from the standard rate of corporation tax of 19.25% (2016: 20.00%). The differences are reconciled below:

	2017 £'000	2016 £'000
Profit on ordinary activities before tax	201	215
Profit at UK corporation tax rate of 19.25% (2016: 20.00%)	39	43
Effects of:		
Distributions from fixed asset investments	(39)	(43)
Share of partnership taxable income	44	47
Total tax charge for the year	44	47

5. INVESTMENTS

Investment in The Bull Ring Limited Partnership

	2017 £'000	2016 £'000
Cost and net book value		
At 1 January and 31 December	686	686

The Company has a 0.46% interest in The Bull Ring Limited Partnership which is registered in England and Wales and holds for investment the Bullring Shopping Centre in Birmingham. The address of the registered office is Kings Place, 90 York Way, London, N1 9GE

BULL RING (GP) LIMITED**NOTES TO THE FINANCIAL STATEMENTS**
Year ended 31 December 2017**6. RECEIVABLES: CURRENT ASSETS**

	2017	2016
	£'000	£'000
Amounts owed by The Bull Ring Limited Partnership	<u>106</u>	<u>-</u>

Amounts owed by The Bull Ring Limited Partnership are repayable on demand and are non-interest bearing.

7. PAYABLES: CURRENT LIABILITIES

	2017	2016
	£'000	£'000
Amounts owed to The Bull Ring Limited Partnership	-	54
Corporation tax	<u>50</u>	<u>47</u>
	<u>50</u>	<u>101</u>

Amounts owed to The Bull Ring Limited Partnership are repayable on demand and are non-interest bearing.

8. CALLED-UP SHARE CAPITAL

	2017	2016
	£	£
Authorised:		
180,000 ordinary shares of £0.01 each	<u>1,800</u>	<u>1,800</u>
Allotted, called up and fully paid:		
180,000 ordinary share of £0.01 each	<u>1,800</u>	<u>1,800</u>

BULL RING (GP) LIMITED

NOTES TO THE FINANCIAL STATEMENTS Year ended 31 December 2017

9. FINANCIAL INSTRUMENTS

The carrying values of the Company's financial liabilities are summarised by category below:

	2017 £'000	2016 £'000
Financial assets		
<i>Measured at undiscounted amount receivable:</i>		
Amounts owed by The Bull Ring Limited Partnership	<u>106</u>	<u>-</u>
Financial liabilities		
<i>Measured at undiscounted amount payable:</i>		
Amounts owed to The Bull Ring Limited Partnership	<u>-</u>	<u>54</u>

10. RESERVES

The following describes the nature and purpose of each reserve within equity:

<u>Reserve</u>	<u>Description and purpose</u>
Share capital	Nominal value of share capital subscribed for
Retained earnings	Cumulative profits and losses less any dividends paid

11. ADVANCES, CREDIT AND GUARANTEES

The Company did not grant any credits, advances or guarantees of any kind to its Directors during the year.

12. RELATED PARTY DISCLOSURE

Other than disclosed in notes 3, 4, 5, 6 and 7 there were no material related party transactions during the year. The Company entered into related party transactions or had balances outstanding with the following related parties:

Related party undertaking	Relationship
The Bull Ring Limited Partnership	Investment – see note 5

BULL RING (GP) LIMITED

NOTES TO THE FINANCIAL STATEMENTS **Year ended 31 December 2017**

13. ULTIMATE PARENT COMPANIES AND CONTROLLING PARTIES

At 31 December 2017, Bull Ring (GP2) Limited, HSCF (Bull Ring) Limited and Hammerson Birmingham Properties Limited each owned 60,000 ordinary £0.01 shares in the Company. These companies are registered in England and Wales.

The ultimate controlling parties are Hammerson plc, Canada Pension Plan Investment Board and the UK Shopping Centre Fund, which are registered in England and Wales and overseas.

The consolidated financial statements of the ultimate controlling parties are available from:

Hammerson plc
The Company Secretarial Dept.
Kings Place
90 York Way
London N1 9GE

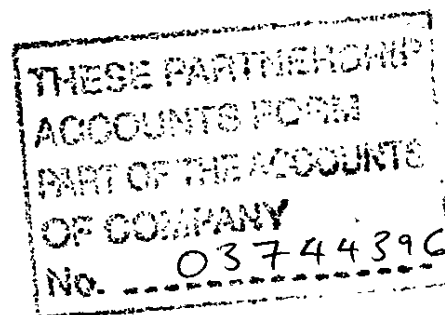
Canada Pension Plan Investment Board
Company Secretary
Suite 2600 One
Queen Street East, Toronto
M5C 2W5, Canada

UK Shopping Centre Fund
BNP Paribas Jersey Trust Corporation and Anley Trustees Limited
BNP Paribas House
Anley Street, St Helier
Jersey, JE2 3QE

THE BULL RING LIMITED PARTNERSHIP

ANNUAL REPORT AND FINANCIAL STATEMENTS

Year ended 31 December 2017



THE BULL RING LIMITED PARTNERSHIP

REPORT OF THE GENERAL PARTNER

Year ended 31 December 2017

Bull Ring (GP) Limited (the "General Partner") submits its report and The Bull Ring Limited Partnership's (the "Partnership") financial statements for the year ended 31 December 2017.

1. PRINCIPAL ACTIVITIES AND FUTURE DEVELOPMENTS

The principal activity of the Partnership is property investment in the United Kingdom. The General Partner does not anticipate any significant change in the principal activity in the foreseeable future.

2. RESULTS AND DISTRIBUTION

The Partnership made a profit for the financial year before partners' interests of £83,750,000 (2016: £76,347,000). Distributions of £43,673,000 were made during the year (2016: £47,396,000).

Net assets for the Company as at 31 December 2017 were £1,275,776,000 (2016: £1,235,699,000).

3. DIRECTORS

- (a) Mr. W.S. Austin, Mr. T.O. Jackson, Mr. C.M. Parfitt, Mr. S. Travis, Mr. M.B. White and Mr. S. Wicks were Directors of the Company throughout the year.
- (b) Mr. T. Barlow was an alternate Director of the Company throughout the year.
- (c) Mr. C.M. Parfitt resigned as a Director of the Company on 6 April 2018.
- (d) Ms. K.E. Friend was appointed as a Director of the Company on 6 April 2018.
- (e) Mr. M. Plocica resigned as a Director of the Company on 13 March 2017.
- (f) Mr. M.R. Bourgeois was appointed as a Director of the Company on 13 March 2017.
- (g) In accordance with the Articles of Association of the General Partner, the Directors are not required to retire by rotation.
- (h) No Director has any interests in contracts entered into by the General Partner.

4. INDEMNITY

The General Partner's ultimate parent companies are Hammerson plc, Canada Pension Plan Investment Board and the UK Shopping Centre Fund. Hammerson plc has put in place *qualifying third party indemnity provisions for the benefit of its respective directors of the General Partner*, which were in place throughout the year and remain in place at the date of approval of this report.

THE BULL RING LIMITED PARTNERSHIP

REPORT OF THE GENERAL PARTNER (CONTINUED)

Year ended 31 December 2017

5. AUDITORS

PricewaterhouseCoopers LLP were appointed as auditors of the Partnership during the year and shall be deemed to be re-appointed as auditors for a further term under the provisions of section 487(2) of the Companies Act 2006.

PricewaterhouseCoopers LLP have indicated their willingness to continue in office.

6. STATEMENT OF GENERAL PARTNER RESPONSIBILITIES IN RESPECT OF THE FINANCIAL STATEMENTS

The General Partner is responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

Company law, as applied to qualifying partnerships by the Partnerships (Accounts) Regulations 2008 (the "Regulations"), requires the General Partner to prepare financial statements for each financial year. Under that law the General Partner has prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law). Under company law, as applied to qualifying partnerships, the General Partner must not approve the financial statements unless it is satisfied that they give a true and fair view of the state of affairs of the qualifying partnership and of the profit or loss of the qualifying partnership for that period. In preparing the financial statements, the General Partner is required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 102, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the qualifying partnership will continue in business.

The General Partner is responsible for keeping adequate accounting records that are sufficient to show and explain the qualifying partnership's transactions and disclose with reasonable accuracy at any time the financial position of the qualifying partnership and enable them to ensure that the financial statements comply with the Companies Act 2006 as applied to qualifying partnerships by the Regulations.

The General Partner is also responsible for safeguarding the assets of the qualifying partnership and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

THE BULL RING LIMITED PARTNERSHIP

REPORT OF THE GENERAL PARTNER (CONTINUED)

Year ended 31 December 2017

6. STATEMENT OF GENERAL PARTNER RESPONSIBILITIES IN RESPECT OF THE FINANCIAL STATEMENTS (CONTINUED)

In the case of each Director of the General Partner in office at the date the Report of the General Partner is approved:

- so far as the General Partner is aware, there is no relevant audit information of which the Partnership's auditors are unaware; and
- they have taken all the steps that they ought to have taken as a General Partner in order to make themselves aware of any relevant audit information and to establish that the Partnership's auditors are aware of that information.

Approved by Bull Ring (GP) Limited, General Partner, and signed on its behalf



W. S. Austin

Director

Date: 19 September 2018

THE BULL RING LIMITED PARTNERSHIP

STRATEGIC REPORT

Year ended 31 December 2017

BUSINESS REVIEW AND FUTURE PROSPECTS

The Partnership's principal business is to hold certain investments in Birmingham City Centre including the Bullring Shopping Centre. The Directors of the General Partner do not expect any significant changes to the business in the foreseeable future.

The Directors of the General Partner have considered the use of the going concern basis in the preparation of the financial statements as at 31 December 2017 and concluded that it was appropriate. More information is provided in note 1(b) to the financial statements.

The Directors of the General Partner consider the following measures to be key performance indicators for the Partnership: net rental income, property valuation and total return.

The Partnership's properties produced net rental income of £50,182,000 in 2017 compared with £52,085,000 in 2016. As shown in note 6(a) to the financial statements, the total of capital expenditure incurred and amortisation of lease incentives was a net cost of £3,930,000 (2016: £2,853,000), and there was a revaluation surplus of £34,155,000 during the year (2016: £25,137,000). The total property valuation at 31 December 2017 was £1,267,800,000 (2016: £1,229,715,000). The IPD total return for the property was 7.0% in 2017 (2016: 6.6%).

The key risks facing the Partnership relate to tenant exposure and the strength of the UK property market. Tenants' covenants are monitored at the start of leasing agreements and on an ongoing basis to minimise the risk of default. The General Partner monitors the UK property market through the analysis of market forecasts and the performance of the property assets are compared against target returns. The Partnership has a risk forum for managing the key development risks.

Approved by Bull Ring (GP) Limited, General Partner, and signed on its behalf



W. S. Austin

Director

Date: 19 September 2018

THE BULL RING LIMITED PARTNERSHIP

INDEPENDENT AUDITORS' REPORT TO THE PARTNERS OF THE BULL RING LIMITED PARTNERSHIP

Report on the audit of the financial statements

Opinion

In our opinion, The Bull Ring Limited Partnership's financial statements:

- give a true and fair view of the state of the qualifying partnership's affairs as at 31 December 2017 and of its profit and cash flows for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006 as applied to qualifying partnerships by the Partnerships (Accounts) Regulations 2008.

We have audited the financial statements, included within the Annual Report and Financial Statements (the "Annual Report"), which comprise: the balance sheet as at 31 December 2017; the statement of comprehensive income, the cash flow statement, the statement of changes in equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the qualifying partnership in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which ISAs (UK) require us to report to you when:

- the General Partner's use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the General Partner has not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the qualifying partnership'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.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the qualifying partnership's ability to continue as a going concern.

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The General Partner is responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance 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 an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of 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 based on these responsibilities.

With respect to the Strategic Report and Report of the General Partner, we also considered whether the disclosures required by the UK Companies Act 2006 as applied to qualifying partnerships have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

THE BULL RING LIMITED PARTNERSHIP

INDEPENDENT AUDITORS' REPORT TO THE PARTNERS OF THE BULL RING LIMITED PARTNERSHIP (CONTINUED)

Strategic Report and Report of the General Partner

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic Report and Report of the General Partner for the year ended 31 December 2017 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the qualifying partnership and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic Report and Report of the General Partner.

Responsibilities for the financial statements and the audit

Responsibilities of the General Partner for the financial statements

As explained more fully in the Statement of General Partner Responsibilities in respect of the Financial Statements, the General Partner is responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The General Partner is also responsible for such internal control as they 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 General Partner is responsible for assessing the qualifying partnership'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 General Partner either intends to liquidate the qualifying partnership or to cease operations, or has no realistic alternative but to do so.

Auditors' 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 auditors' 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. This description forms part of our auditors' report.

Use of this report

This report, including the opinion, has been prepared for and only for the partners of the qualifying partnership as a body in accordance with the Companies Act 2006 as applied to qualifying partnerships by the Partnerships (Accounts) Regulations 2008 and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

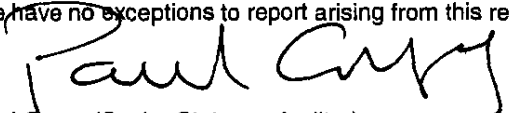
Other required reporting

Companies Act 2006 exception reporting

Under the Companies Act 2006 as applied to qualifying partnerships we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the qualifying partnership, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.


Paul Cragg (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
London

19 SEPTEMBER 2018

THE BULL RING LIMITED PARTNERSHIP

STATEMENT OF COMPREHENSIVE INCOME For the year ended 31 December 2017

	Notes	2017 £'000	2016 £'000
Gross rental income		56,913	58,937
Rents payable and other property outgoings		<u>(6,731)</u>	<u>(6,852)</u>
Net rental income	3	50,182	52,085
Administration expenses	4	<u>(593)</u>	<u>(879)</u>
Operating profit before property revaluation gains		49,589	51,206
Revaluation gains on properties	6(a)	<u>34,155</u>	<u>25,137</u>
Operating profit		83,744	76,343
Net finance income	5	<u>6</u>	<u>4</u>
Profit and total comprehensive income for the financial year before partners' interests		<u>83,750</u>	<u>76,347</u>

All amounts relate to continuing activities.

THE BULL RING LIMITED PARTNERSHIP

BALANCE SHEET

As at 31 December 2017

	Notes	2017		2016	
		£'000	£'000	£'000	£'000
Tangible fixed assets					
Investment properties	6(a)		1,267,800		1,229,715
Current assets					
Receivables	7	3,368		2,604	
Restricted monetary assets	8	7,760		5,996	
Cash and deposits	9	20,378		19,794	
		31,506		28,394	
Current liabilities					
Payables	10	(22,317)		(21,040)	
Net current assets			9,189		7,354
Total assets less current liabilities			1,276,989		1,237,069
Non-current liabilities					
Payables	11		(1,213)		(1,370)
Net assets			1,275,776		1,235,699
Represented by:					
Partners' equity					
Partners' capital accounts	12		149,151		149,151
Partners' current accounts	12		1,126,625		1,086,548
			1,275,776		1,235,699

The General Partner in accordance with the Limited Partnership Agreement approved the financial statements on 19 September 2018 and authorised them for issue on 19 September 2018.

Signed on behalf of the General Partner.



W. S. Austin
Director

Partnership registration: LP6353

THE BULL RING LIMITED PARTNERSHIP

STATEMENT OF CHANGES IN EQUITY For the year ended 31 December 2017

	Partners' capital accounts £'000	Partners' current accounts £'000	Total equity £'000
Balance at 1 January 2016	149,151	1,057,597	1,206,748
Profit and total comprehensive income for the year	-	76,347	76,347
Distributions to partners	-	(47,396)	(47,396)
Balance at 31 December 2016	149,151	1,086,548	1,235,699
Profit and total comprehensive income for the year	-	83,750	83,750
Distributions to partners	-	(43,673)	(43,673)
Balance at 31 December 2017	149,151	1,126,625	1,275,776

THE BULL RING LIMITED PARTNERSHIP

CASH FLOW STATEMENT

For the year ended 31 December 2017

	2017 £'000	2016 £'000
<i>Operating activities</i>		
Operating profit before property revaluation gains	49,589	51,206
Increase in restricted monetary assets	(1,764)	(56)
(Increase)/Decrease in receivables	(764)	9,577
Increase/(Decrease) in payables	1,120	(244)
Non-cash items	2,603	1,785
Cash generated from operations	50,784	62,268
Interest received	7	5
Interest paid	(1)	(1)
Cash flows from operating activities	50,790	62,272
<i>Investing activities</i>		
Purchase of tangible fixed assets	(6,533)	(4,638)
Cash flows from investing activities	(6,533)	(4,638)
<i>Financing activities</i>		
Distributions to partners	(43,673)	(47,396)
Cash flows from financing activities	(43,673)	(47,396)
Increase in cash and deposits in the year	584	10,238
Opening cash and deposits	19,794	9,556
Closing cash and deposits	20,378	19,794

THE BULL RING LIMITED PARTNERSHIP

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2017

1. ACCOUNTING POLICIES

The following principal accounting policies have been applied consistently throughout the current and preceding year.

(a) Basis of accounting

Basis of preparation

The Bull Ring Limited Partnership is registered pursuant to the provisions of The Limited Partnerships Act 1907. The Partnerships and Unlimited Companies (Accounts) Regulations 2008 (SI 2008/569) require certain qualifying partnerships to prepare and have audited financial statements as required for a company by the Companies Act 2006. The nature of the Partnership's operations and its principal activities are set out on page 4. The address of the registered office of the General Partner is the same as that of Hammerson plc, one of the ultimate controlling parties, which is Kings Place, 90 York Way, London, N1 9GE.

These financial statements were prepared in accordance with Financial Reporting Standard ("FRS 102") as issued by the Financial Reporting Council.

The presentation currency used is sterling and amounts have been presented in round thousands ("£000s"). The financial statements have been prepared on a historical cost basis, except for the revaluation of investment properties. Historical cost is generally based on the fair value of the consideration given in exchange for the goods and services.

The Partnership is a joint venture between Hammerson plc, Canada Pension Plan Investment Board and the UK Shopping Centre Fund and is equity accounted into the group financial statements of these entities of which are all publicly available (see note 17).

(b) Going concern

The financial position of the Partnership is as set out in the balance sheet. The Directors of the General Partner have reviewed the current and projected financial position of the Partnership, making reasonable assumptions about the future trading performance. After making enquiries, the Directors of the General Partner have a reasonable expectation that the Partnership has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the financial statements.

(c) Net rental income

Rental income from investment property leased out under an operating lease is recognised in the statement of comprehensive income on a straight-line basis over the lease term. Contingent rents, such as turnover rents, rent reviews and indexation are recorded as income in the periods in which they are earned. Rent reviews are recognised when such reviews have been agreed with tenants.

Lease incentives and costs associated with entering into tenant leases are added to the costs of property and are amortised over the lease term or, if the probability that the break option will be exercised is considered high, over the period to the first break option.

Property operating expenses are expensed as incurred and any property operating expenditure not recovered from tenants through service charges is charged to the statement of comprehensive income.

THE BULL RING LIMITED PARTNERSHIP

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2017

1. ACCOUNTING POLICIES (continued)

(c) Net rental income (continued)

Included in net rental income is £2,451,000 (2016: £4,425,000) of contingent rents calculated by reference to tenants' turnover.

(d) Investment properties

The Partnership applies the fair value accounting model to investment properties, being market value determined by professionally qualified external valuers. Changes in fair value are recognised in profit or loss. All costs directly associated with the purchase and construction of a property are capitalised.

(e) Loans receivable

Loans receivable are financial assets which are initially measured at fair value, plus acquisition costs and are subsequently measured at amortised cost, using the effective interest method, less any impairment.

(f) Borrowings

Borrowings are recognised initially at fair value, after taking account of any discount on issue and attributable transaction costs. Subsequently, borrowings are held at amortised cost, such that discounts and costs are charged to the statement of comprehensive income over the term of the borrowing at a constant return on the carrying value of the liability.

(g) Net finance income

Net finance income includes interest payable on borrowings, net of interest receivable on funds invested and is included in the statement of comprehensive income.

(h) Distributions

Distributions are paid to the partners out of realised profits which are available for distribution. Distributions are recognised in the period in which they are approved within the statement of changes in equity.

(i) Cash and cash equivalents and restricted monetary assets

Cash and deposits comprise cash and short-term bank deposits with an original maturity of three months or less which are readily accessible. Restricted monetary assets relate to cash balances which legally belong to the Partnership but which the Partnership cannot readily access. These do not meet the definition of cash and cash equivalents and consequently are presented separately from cash and deposits in the Partnership's balance sheet.

THE BULL RING LIMITED PARTNERSHIP

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2017

1. ACCOUNTING POLICIES (continued)

(j) Financial instruments

Financial assets and financial liabilities are recognised when the Partnership becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are initially measured at transaction price (including transaction costs). Financial assets and liabilities are subsequently carried at amortised cost using the effective interest method. Financial assets and liabilities are only offset in the balance sheet when, and only when there exists a legally enforceable right to set off the recognised amounts and the Partnership intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously. Financial assets are derecognised when and only when a) the contractual rights to the cash flows from the financial asset expire or are settled, b) the Partnership transfers to another party substantially all of the risks and rewards of ownership of the financial asset, or c) the Partnership, despite having retained some, but not all, significant risks and rewards of ownership, has transferred control of the asset to another party. Financial liabilities are derecognised only when the obligation specified in the contract is discharged, cancelled or expires.

(k) Critical accounting policies and estimation uncertainties

In the application of the Partnership's accounting policies, the Directors of the General Partner are required to make judgements, estimates and assumptions about the carrying value of assets and liabilities. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from those estimates. Estimates and the 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 the current and future periods.

The Partnership's critical judgement and area of estimation uncertainty is in respect of property valuations. The Partnership's investment property, which is carried in the balance sheet at fair value, is valued six-monthly by professionally qualified external valuers and the Directors of the General Partner must ensure that they are satisfied that the valuation of the Partnership's property is appropriate for the financial statements. Investment properties, excluding properties held for development, are valued by adopting the 'investment method' of valuation. This approach involves applying capitalisation yields to future rental income streams with appropriate adjustments for income voids arising from vacancies or rent-free periods. These capitalisation yields and future income streams are derived from comparable property and leasing transactions and are considered to be the key inputs in the valuation. Other factors that are taken into account include the tenure of the property, tenancy details and ground and structural conditions.

In the case of on-site developments, the approach applied is the 'residual method' of valuation, which is the investment method of valuation as described above with a deduction for all costs necessary to complete the development, together with a further allowance for remaining risk, developers' profit and purchasers' costs. Properties held for future development are generally valued by adopting the higher of the residual method of valuation allowing for all associated risks, or the investment method of valuation for the existing assets.

THE BULL RING LIMITED PARTNERSHIP

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2017

2. LIMITED PARTNERSHIP AGREEMENT ('The Agreement')

- (a) The Agreement dated 21 July 1999 states that the purpose of the Partnership is to carry out property investment and development.
- (b) During the year Bull Ring (GP) Limited acting as the General Partner had an interest of 0.46% in the profits and assets of the Partnership.
- (c) At 31 December 2017, Hammerson Bull Ring Limited and Bull Ring Joint Venture Unit Trust acting as Limited Partners had interests of 33.18% each in the profits and assets of the Partnership. HSCF BRLP1 Limited and HSCF BRLP2 Limited acting as Limited Partners had interests of 16.9218% and 16.2582% respectively in the profits and assets of the Partnership.

3. NET RENTAL INCOME

	2017 £'000	2016 £'000
Gross rental income	<u>56,913</u>	<u>58,937</u>
Service charge income	10,467	9,842
Service charge expenses	<u>(10,796)</u>	<u>(10,397)</u>
Net service charge expenses	(329)	(555)
Other property outgoings	<u>(6,402)</u>	<u>(6,297)</u>
Property outgoings	<u>(6,731)</u>	<u>(6,852)</u>
Net rental income	<u>50,182</u>	<u>52,085</u>

THE BULL RING LIMITED PARTNERSHIP

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2017

4. ADMINISTRATION EXPENSES

The Partnership had no employees in the current or preceding financial year.

The Directors of the General Partner did not receive any remuneration for their services from the Company in the year (2016: £nil), having been paid by other related undertakings. It is deemed impractical to allocate their remuneration between related undertakings for the purpose of disclosure. The services of the Directors of the General Partner are of a non-executive nature.

	2017 £'000	2016 £'000
Management fees payable to the UK Shopping Centre Fund	-	3
Management fees payable to Hammerson UK Properties plc	608	833
Valuation fees	84	106
Fees payable to the Partnership's auditors for the audit of the Partnership's annual accounts	11	5
Other expenses	-	13
Insurance administration credit	(110)	(81)
	<u>593</u>	<u>879</u>

5. NET FINANCE INCOME

	2017 £'000	2016 £'000
Interest receivable	7	5
Other interest payable	(1)	(1)
	<u>6</u>	<u>4</u>

6. INVESTMENT PROPERTIES

(a) The movements in the year on the valuation of properties were:

	2017 £'000	2016 £'000
Long leasehold		
At 1 January	1,229,715	1,201,725
Additions at cost	6,533	4,638
Amortisation of lease incentives	(2,603)	(1,785)
Surplus on revaluation	34,155	25,137
At 31 December	<u>1,267,800</u>	<u>1,229,715</u>

(b) The properties are stated at fair value at 31 December 2017, valued by professionally qualified external valuers, Cushman & Wakefield Debenham Tie Leung, Chartered Surveyors. The valuations have been prepared in accordance with the RICS Valuation – Professional Standards 2014 based on certain assumptions as set out in note 1(k).

THE BULL RING LIMITED PARTNERSHIP

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2017

6. INVESTMENT PROPERTIES (continued)

- (c) The historical cost of investment property at 31 December 2017 was £485,810,000 (2016: £481,880,000).

7. RECEIVABLES: CURRENT ASSETS

	2017 £'000	2016 £'000
Trade receivables	1,067	444
Amounts owed by Hammerson UK Properties plc	-	289
Amounts owed by Hammerson plc	-	1
Amounts owed by Bull Ring (GP) Limited	-	54
Amounts owed by Limited Partners	558	352
Other receivables	1,604	1,381
Prepayments	139	83
	<u>3,368</u>	<u>2,604</u>

All amounts shown under receivables fall due for payment within one year and are repayable on demand. The amounts owed by Hammerson UK Properties plc, Hammerson plc, Bull Ring (GP) Limited and the Limited Partners are non-interest bearing.

8. RESTRICTED MONETARY ASSETS

	2017 £'000	2016 £'000
Cash held on behalf of third parties	<u>7,760</u>	<u>5,996</u>

The Partnership's managing agent holds cash on behalf of its tenants to meet future service charge costs and related expenditure. The cash has restricted use and as such, does not meet the definition of cash and cash equivalents.

9. CASH AND DEPOSITS

	2017 £'000	2016 £'000
Cash at bank	<u>20,378</u>	<u>19,794</u>

At 31 December 2017, the Partnership's managing agent held cash of £1,856,000 (2016: £1,327,000) on behalf of the Partnership which is not restricted and is available to the Partnership and as such has been included in cash and deposits.

THE BULL RING LIMITED PARTNERSHIP

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2017

10. PAYABLES: CURRENT LIABILITIES

	2017 £'000	2016 £'000
Trade payables	6,958	5,615
Amounts owed to Hammerson Group Management Limited	50	87
Amounts owed to Bull Ring (GP) Limited	106	-
Other payables and accruals	5,502	5,710
Deferred income	9,701	9,628
	<u>22,317</u>	<u>21,040</u>

The amounts due to Hammerson Group Management Limited and Bull Ring (GP) Limited are repayable on demand and are non-interest bearing.

11. PAYABLES: NON-CURRENT LIABILITIES

	2017 £'000	2016 £'000
Other payables		
- From two to five years	333	537
- Over five years	880	833
	<u>1,213</u>	<u>1,370</u>

12. PARTNERS' EQUITY

	2017 £'000	2016 £'000
Partners' capital accounts		
- General Partner	686	686
- Limited Partners	148,465	148,465
	<u>149,151</u>	<u>149,151</u>
Partners' current accounts	<u>1,126,625</u>	<u>1,086,548</u>
	<u>1,275,776</u>	<u>1,235,699</u>

Under the Limited Partnership Agreement no further capital is required to be injected and no interest is payable on the capital.

The Partners' current accounts represent the cumulative profits and losses of the Partnership after deduction of distributions to the Partners.

THE BULL RING LIMITED PARTNERSHIP

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2017

13. THE PARTNERSHIP AS LESSOR – OPERATING LEASE RECEIPTS

At the balance sheet date, the Partnership had contracted with tenants for the future minimum lease receipts as shown in the table below. The data is for the period to the first tenant break option.

	2017 £'000	2016 £'000
Within one year	32,910	40,344
From one to two years	25,352	30,775
From two to five years	56,478	58,118
Over five years	68,932	78,128
	183,672	207,365

14. FINANCIAL INSTRUMENTS

The carrying values of the Partnership's financial assets and liabilities are summarised by category below:

	2017 £'000	2016 £'000
Financial assets		
<i>Measured at undiscounted amount receivable:</i>		
Trade receivables	1,067	444
Amounts owed by Hammerson UK Properties plc	-	289
Amounts owed by Hammerson plc	-	1
Amounts owed by Bull Ring (GP) Limited	-	54
Amounts owed by Limited Partners	558	352
Restricted monetary assets	7,760	5,996
Cash at bank	20,378	19,794
	29,763	26,930

Financial liabilities

Measured at undiscounted amount payable:

Trade payables	6,958	5,615
Amounts due to Hammerson Group Management Limited	50	87
Amounts owed by Bull Ring (GP) Limited	106	-
Other payables and accruals	6,715	7,080
	13,829	12,782

The Partnership's income, expense, gains and losses in respect of financial instruments are summarised below:

	2017 £'000	2016 £'000
Net finance income (see note 5)	6	4
Movement on trade receivable provisions	(14)	9

THE BULL RING LIMITED PARTNERSHIP

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2017

15. ADVANCES, CREDIT AND GUARANTEES

The General Partner did not grant any credits, advances or guarantees of any kind to its Directors during the year.

16. RELATED PARTIES

Other than disclosed in the statement of changes in equity and in notes 4, 7, 10 and 12, there were no material related party transactions during the year.

The Partnership entered into related party transactions or had balances outstanding with the following related parties:

Related party undertaking	Relationship
Hammerson plc	Ultimate parent company
UK Shopping Centre Fund	Ultimate parent company
Bull Ring (GP) Limited	General Partner
Bull Ring Joint Venture Unit Trust	Limited Partner
Hammerson Bull Ring Limited	Limited Partner
HSCF BRLP1 Limited	Limited Partner
HSCF BRLP2 Limited	Limited Partner
Hammerson Group Management Limited	Indirect subsidiary of ultimate parent company
Hammerson UK Properties plc	Indirect subsidiary of ultimate parent company

17. ULTIMATE CONTROLLING PARTIES

The Partners listed in note 2 are the immediate controlling parties of the Partnership. The ultimate controlling parties are Hammerson plc, Canada Pension Plan Investment Board and the UK Shopping Centre Fund, which are registered in England and Wales and overseas.

The consolidated financial statements of the ultimate controlling parties are available from their registered offices:

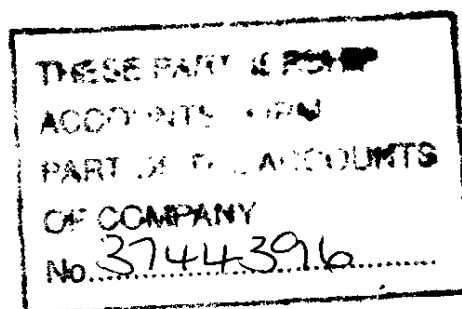
Hammerson plc The Company Secretarial Department Kings Place 90 York Way London N1 9GE	Canada Pension Plan Investment Board Company Secretary Suite 2600 One Queen Street East, Toronto M5C 2W5, Canada
UK Shopping Centre Fund BNP Paribas Jersey Trust Corporation and Anley Trustees Limited BNP Paribas House Anley Street, St Helier Jersey, JE2 3QE	

Partnership registration: LP6353

THE BULL RING LIMITED PARTNERSHIP

ANNUAL REPORT AND FINANCIAL STATEMENTS

Year ended 31 December 2015



THE BULL RING LIMITED PARTNERSHIP

REPORT OF THE GENERAL PARTNER

Year ended 31 December 2015

The General Partner submits its report and the Partnership's financial statements for the year ended 31 December 2015.

1. PRINCIPAL ACTIVITIES

The principal activity of the Partnership is property investment in the United Kingdom. The General Partner does not anticipate any significant change in the principal activity in the foreseeable future.

2. CHANGE IN ACCOUNTING FRAMEWORK

The Partnership has adopted Financial Reporting Standard 102 ("FRS 102") for the first time this year. In previous years, the Partnership had applied applicable United Kingdom Generally Accepted Accounting Practice ("UK GAAP"). The impact of this change is described in note 17.

3. RESULTS AND DISTRIBUTION

The Partnership made a profit for the financial year of £156,281,000 before partners' interests (2014: £175,446,000). Distributions of £36,544,000 were made during the year (2014: £46,130,000).

4. INDEMNITY

The General Partner's ultimate parent companies are Hammerson plc, Canada Pension Plan Investment Board and The Henderson UK Shopping Centre Fund. Hammerson plc has put in place qualifying third party indemnity provisions for the benefit of its respective directors of the General Partner, which were in place throughout the year and remain in place at the date of approval of this report.

5. AUDITOR

Deloitte LLP were appointed as auditor during the year and shall be deemed to be re-appointed as auditor for a further term under the provisions of section 487(2) of the Companies Act 2006.

Deloitte LLP have indicated their willingness to continue in office.

THE BULL RING LIMITED PARTNERSHIP

REPORT OF THE GENERAL PARTNER (CONTINUED)
Year ended 31 December 2015

6. PROVISION OF INFORMATION TO THE AUDITOR

Each of the persons who is a Director of the General Partner for the Partnership at the date of approval for this report have confirmed that:

- (a) so far as he is aware, there is no relevant audit information of which the Partnership's auditor is unaware; and
- (b) he has taken all the steps that he ought to have taken as a Director of the General Partner of the Partnership in order to make himself aware of any relevant audit information and to establish that the Partnership's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of section 418(2) of the Companies Act 2006.

Approved by Bull Ring (GP) Limited, General Partner, and signed on its behalf



W. S. Austin

Date: 26 September 2016

THE BULL RING LIMITED PARTNERSHIP

STRATEGIC REPORT

Year ended 31 December 2015

BUSINESS REVIEW AND FUTURE PROSPECTS

The Partnership's principal business is to hold certain investments in Birmingham City Centre including the Bullring Shopping Centre. The Directors of the General Partner do not expect any significant changes to the business in the foreseeable future.

The Directors have considered the use of the going concern basis in the preparation of the financial statements as at 31 December 2015 and concluded that it was appropriate. More information is provided in note 1(b) to the financial statements.

The Directors of the General Partner consider the following measures to be key performance indicators for the Partnership: net rental income, property valuation performance and total return.

The Partnership's properties produced net rental income of £48,998,000 in 2015 compared with £49,681,000 in 2014. As shown in note 5(a) to the accounts, the total of capital expenditure incurred and amortisation of lease incentives was a net cost of £9,026,000 (2014: £3,609,000), and there was a revaluation surplus of £107,729,000 during the year (2014: £126,266,000). The IPD total return for the property was 14.8% in 2015 (2014: 18.4%).

The key risks facing the Partnership relate to tenant exposure and the strength of the UK property market. Tenants' covenants are monitored at the start of leasing agreements and on an ongoing basis to minimise the risk of default. The General Partner monitors the UK property market through the analysis of market forecasts and the performance of the property assets are compared against target returns. The Partnership has a risk forum for managing the key development risks.

Approved by Bull Ring (GP) Limited, General Partner, and signed on its behalf



W. S. Austin

Date: 26 September 2016

THE BULL RING LIMITED PARTNERSHIP

PARTNERSHIP RESPONSIBILITIES STATEMENT IN RESPECT OF THE PREPARATION OF THE FINANCIAL STATEMENTS

The Bull Ring Limited Partnership ('the Partnership'), is registered pursuant to the provisions of The Limited Partnerships Act 1907. The Partnerships and Unlimited Companies (Accounts) Regulations 2008 (SI 2008/569) require certain qualifying partnerships to prepare and have audited annual accounts and reports as required for a company by the Companies Act 2006. The Partnership is a qualifying partnership as all its members are limited companies. Under that law, the General Partner has elected to prepare the financial statements in accordance with Financial Reporting Standard 102 ("FRS 102").

Bull Ring (GP) Limited, acting as the General Partner, is responsible under the Limited Partnership Agreement for preparing the annual report and financial statements in accordance with applicable law and regulations.

The General Partner is required to prepare financial statements for each financial year, which give a true and fair view of the state of affairs of the Partnership and of the profit or loss of the Partnership for that period. In preparing these financial statements, the General Partner is required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting 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 Partnership will continue in business.

The General Partner is responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the Partnership and enable it to ensure that the financial statements comply with SI 2008/569 (Regulation 4). It is also responsible for safeguarding the assets of the Partnership and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

THE BULL RING LIMITED PARTNERSHIP

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THE BULL RING LIMITED PARTNERSHIP

We have audited the financial statements of The Bull Ring Limited Partnership for the year ended 31 December 2015 which comprise the statement of comprehensive income, the balance sheet, the statement of changes in equity, the cash flow statement and the related notes 1 to 17. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom accounting standards (United Kingdom Generally Accepted Accounting Practice) including FRS 102 the Financial Reporting Standard applicable in the UK and Republic of Ireland.

This report is made solely to the qualifying partnership's members, as a body, in accordance with Chapter 3 of Part 17 of the Companies Act 2006 as applied to qualifying partnerships by The Partnerships (Accounts) Regulations 2008. Our audit work has been undertaken so that we might state to the qualifying partnership'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 qualifying partnership and the qualifying partnership's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of the General Partner and auditor

As explained more fully in the Partnership Responsibilities Statement, the General Partner is 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

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the qualifying partnership's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the General Partner; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the qualifying partnership's affairs as at 31 December 2015 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006 as applied to qualifying partnerships.

THE BULL RING LIMITED PARTNERSHIP

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THE BULL RING LIMITED PARTNERSHIP (CONTINUED)

Opinion on other matters prescribed by the Companies Act 2006

In our opinion the information given in the Strategic Report and the General Partner's 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 as applied to qualifying partnerships 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 the General Partner's remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.



Sara Tubridy FCA (Senior Statutory Auditor)
for and on behalf of Deloitte LLP
Chartered Accountants and Statutory Auditor
London, United Kingdom
Date: 27 September 2016

THE BULL RING LIMITED PARTNERSHIP

STATEMENT OF COMPREHENSIVE INCOME
For the year ended 31 December 2015

	Notes	2015 £'000	2014 £'000
Gross rental income		56,178	56,115
Rents payable and other property outgoings		(7,180)	(6,434)
Net rental income		48,998	49,681
Administration expenses	3	(470)	(519)
Operating profit before property revaluation gains		48,528	49,162
Revaluation gains on properties	5(a)	107,729	126,266
Operating profit		156,257	175,428
Net finance income	4	24	18
Profit and comprehensive income for the financial year before partners' interests		156,281	175,446

All amounts derive from continuing activities.

THE BULL RING LIMITED PARTNERSHIP

BALANCE SHEET

As at 31 December 2015

	Notes	2015 £'000	2014 £'000
Tangible fixed assets			
Investment properties	5(a)	1,201,725	1,084,970
Current assets			
Receivables	6	12,181	2,394
Restricted monetary assets	7	5,940	4,377
Cash and deposits	8	9,556	13,935
		27,677	20,706
Current liabilities			
Payables	9	(21,344)	(17,526)
Net current assets		6,333	3,180
Total assets less current liabilities		1,208,058	1,088,150
Non-current liabilities			
Payables	10	(1,310)	(1,139)
Net assets		1,206,748	1,087,011
Represented by:			
Partners' equity			
Partners' capital accounts	11	149,151	149,151
Partners' current accounts	11	1,057,597	937,860
		1,206,748	1,087,011

The General Partner in accordance with the Limited Partnership Agreement approved the financial statements on 26 September 2016 and authorised them for issue

Signed on behalf of the General Partner.



W. S. Austin

Partnership registration: LP6353

THE BULL RING LIMITED PARTNERSHIP

STATEMENT OF CHANGES IN EQUITY
For the year ended 31 December 2015

	Partners' capital accounts £'000	Partners' current accounts £'000	Revaluation reserve £'000	Total equity £'000
Balance at 1 January 2014				
- As previously stated	149,151	322,928	485,653	957,732
- Effect of restatement due to change in accounting framework (see note 17)	-	485,616	(485,653)	(37)
- As restated	149,151	808,544	-	957,695
Profit and other comprehensive income for the year	-	175,446	-	175,446
Distributions to partners	-	(46,130)	-	(46,130)
Balance at 31 December 2014	149,151	937,860	-	1,087,011
Profit and other comprehensive income for the year	-	156,281	-	156,281
Distributions to partners	-	(36,544)	-	(36,544)
Balance at 31 December 2015	149,151	1,057,597	-	1,206,748

THE BULL RING LIMITED PARTNERSHIP

CASH FLOW STATEMENT

For the year ended 31 December 2015

	2015 £'000	2014 £'000
<i>Operating activities</i>		
Operating profit before property revaluation gains	48,528	49,162
Increase in restricted monetary assets	(1,563)	(1,172)
(Increase)/Decrease in receivables	(9,787)	1,000
Increase/(Decrease) in payables	3,989	(552)
Non-cash items	457	1,027
Cash generated from operations	41,624	49,465
Interest received	25	18
Interest paid	(1)	-
Cash flows from operating activities	41,648	49,483
<i>Investing activities</i>		
Purchase of tangible fixed assets	(9,483)	(4,636)
Cash flows from investing activities	(9,483)	(4,636)
<i>Financing activities</i>		
Distributions to partners	(36,544)	(46,130)
Cash flows from financing activities	(36,544)	(46,130)
Decrease in cash and deposits in the year	(4,379)	(1,283)
Opening cash and deposits	13,935	15,218
Closing cash and deposits	9,556	13,935

THE BULL RING LIMITED PARTNERSHIP

NOTES TO THE ACCOUNTS Year ended 31 December 2015

1. ACCOUNTING POLICIES

The following principal accounting policies have been applied consistently throughout the current and preceding year, except as set out below.

(a) Basis of accounting

Basis of preparation

The Bull Ring Limited Partnership ('the Partnership') is registered pursuant to the provisions of The Limited Partnerships Act 1907. The Partnerships and Unlimited Companies (Accounts) Regulations 2008 (SI 2008/569) require certain qualifying partnerships to prepare and have audited financial statements as required for a company by the Companies Act 2006. The nature of the Partnership's operations and its principal activities are set out on page 3. The address of the registered office of the General Partner is the same as that of Hammerson plc, one of the ultimate controlling parties, and is given in note 16.

These financial statements were prepared in accordance with Financial Reporting Standard ("FRS 102") as issued by the Financial Reporting Council. The prior year financial statements were prepared in accordance with previous UK GAAP and have been restated for material adjustments on adoption of FRS 102 in the current year. The presentation of comparative figures has also been amended to be consistent with that adopted by Hammerson plc. There has been no material movement in total equity as a result of these presentational changes. For more information see note 17.

The presentation currency used is sterling and amounts have been presented in round thousands ("£000s"). The financial statements have been prepared on a historical cost basis, except for the revaluation of investment properties. Historical cost is generally based on the fair value of the consideration given in exchange for the goods and services.

(b) Going concern

The General Partner has reviewed the current and projected financial position of the Partnership, making reasonable assumptions about the future trading performance. After making enquiries, the General Partner has a reasonable expectation that the Partnership has adequate resources to continue in operational existence for the foreseeable future. Accordingly, the General Partner continues to adopt the going concern basis in preparing the annual report and financial statements.

(c) Net rental income

Rental income from investment property leased out under an operating lease is recognised in the statement of comprehensive income on a straight-line basis over the lease term. Contingent rents, such as turnover rents, rent reviews and indexation are recorded as income in the periods in which they are earned. Rent reviews are recognised when such reviews have been agreed with tenants.

Lease incentives and costs associated with entering into tenant leases are added to the costs of property and are amortised over the lease term or, if the probability that the break option will be exercised is considered high, over the period to the first break option.

Property operating expenses are expensed as incurred and any property operating expenditure not recovered from tenants through service charges is charged to the statement of comprehensive income.

THE BULL RING LIMITED PARTNERSHIP

NOTES TO THE ACCOUNTS

Year ended 31 December 2015

1. ACCOUNTING POLICIES (continued)

(d) Investment properties

The Partnership applies the fair value accounting model to investment properties, being market value determined by professionally qualified external valuers. Changes in fair value are recognised in profit or loss. All costs directly associated with the purchase and construction of a property are capitalised.

(e) Financial instruments

Financial assets and financial liabilities are recognised when the Partnership becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are initially measured at transaction price (including transaction costs). Financial assets and liabilities are only offset in the balance sheet when, and only when there exists a legally enforceable right to set off the recognised amounts and the Partnership intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously. Financial assets are derecognised when and only when a) the contractual rights to the cash flows from the financial asset expire or are settled, b) the Partnership transfers to another party substantially all of the risks and rewards of ownership of the financial asset, or c) the Partnership, despite having retained some, but not all, significant risks and rewards of ownership, has transferred control of the asset to another party. Financial liabilities are derecognised only when the obligation specified in the contract is discharged, cancelled or expires.

(f) Critical accounting policies and estimation uncertainties

In the application of the Partnership's accounting policies, the Directors of the General Partner are required to make judgements, estimates and assumptions about the carrying value of assets and liabilities. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from those estimates. Estimates and the 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 the current and future periods.

The Partnership's critical judgement and area of estimation uncertainty is in respect of property valuations. The Partnership's investment property, which is carried in the balance sheet at fair value, is valued six-monthly by professionally qualified external valuers and the Directors of the General Partner must ensure that they are satisfied that the valuation of the Partnership's property is appropriate for the accounts. Investment properties, excluding properties held for development, are valued by adopting the 'investment method' of valuation. This approach involves applying market-derived capitalisation yields to current and market-derived future income streams with appropriate adjustments for income voids arising from vacancies or rent-free periods. These capitalisation yields and future income streams are derived from comparable property and leasing transactions and are considered to be key inputs in the valuation. Other factors that are taken into account in the valuations include the tenure of the property, tenancy details and ground and structural conditions.

THE BULL RING LIMITED PARTNERSHIP

NOTES TO THE ACCOUNTS Year ended 31 December 2015

1. ACCOUNTING POLICIES (continued)

(f) Critical accounting policies and estimation uncertainties (continued)

In the case of ongoing developments, the approach applied is the 'residual method' of valuation, which is the investment method of valuation as described above with a deduction for all costs necessary to complete the development, together with a further allowance for remaining risk, developers' profit and purchasers' costs. Properties held for future development are generally valued by adopting the higher of the residual method of valuation allowing for all associated risks, or the investment method of valuation for the existing assets.

2. LIMITED PARTNERSHIP AGREEMENT ('The Agreement')

- (a) The Agreement dated 21 July 1999 states that the purpose of the Partnership is to carry out property investment and development.
- (b) During the year Bull Ring (GP) Limited acting as the General Partner had an interest of 0.46% in the profits and assets of the Partnership.
- (c) At 31 December 2015, Hammerson Bull Ring Limited and Bull Ring Joint Venture Trust acting as Limited Partners had interests of 33.18% each in the profits and assets of the Partnership. Henderson BRLP1 Limited and Henderson BRLP2 Limited acting as Limited Partners had interests of 16.9218% and 16.2582% respectively in the profits and assets of the Partnership.

3. ADMINISTRATION EXPENSES

The Directors of the General Partner did not receive any remuneration for services to the Partnership during the current or preceding financial year. The services of the Directors of the General Partner are of a non-executive nature.

The Partnership had no employees in either the current or preceding financial year.

	2015 £'000	2014 £'000
Management fees payable to The Henderson UK Shopping Centre Fund	68	76
Management fees payable to Hammerson UK Properties plc	441	408
Valuation fees	91	94
Fees payable to the Partnership's auditor for the audit of the Partnership's annual accounts	21	22
Other expenses	5	15
Insurance administration credit	(156)	(96)
	<u>470</u>	<u>519</u>

THE BULL RING LIMITED PARTNERSHIP

NOTES TO THE ACCOUNTS Year ended 31 December 2015

4. NET FINANCE INCOME

	2015 £'000	2014 £'000
Interest receivable	25	18
Other interest payable	(1)	-
	<u>24</u>	<u>18</u>

5. INVESTMENT PROPERTIES

(a) The movements in the year on the valuation of properties were:

	2015 £'000	2014 £'000
Long leasehold		
At 1 January	1,084,970	955,095
Additions at cost	9,483	4,636
Amortisation of lease incentives	(457)	(1,027)
Surplus on revaluation	<u>107,729</u>	<u>126,266</u>
At 31 December	<u>1,201,725</u>	<u>1,084,970</u>

(b) The properties are stated at fair value at 31 December 2015, valued by professionally qualified external valuers, DTZ Debenham Tie Leung, Chartered Surveyors. The valuations have been prepared in accordance with the RICS Valuation – Professional Standards 2014 based on certain assumptions as set out in note 1(f).

(c) The historical cost of investment property at 31 December 2015 was £479,027,000 (2014: £470,001,000).

6. RECEIVABLES: CURRENT ASSETS

	2015 £'000	2014 £'000
Trade receivables	3,548	494
Amounts owed by Hammerson (UK) Properties plc	6,070	-
Amounts owed by Bull Ring (GP) Limited	224	363
Amounts owed by Limited Partners	138	-
Other receivables	1,168	386
Prepayments	<u>1,033</u>	<u>1,151</u>
	<u>12,181</u>	<u>2,394</u>

All amounts shown under receivables fall due for payment within one year. The amounts owed to Hammerson (UK) Properties plc, Bull Ring (GP) Limited and the Limited Partners are non-interest bearing.

THE BULL RING LIMITED PARTNERSHIP

NOTES TO THE ACCOUNTS Year ended 31 December 2015

7. RESTRICTED MONETARY ASSETS

	2015 £'000	2014 £'000
Cash held on behalf of third parties	<u>5,940</u>	<u>4,377</u>

The Partnership's managing agent holds cash on behalf of its tenants to meet future service charge costs and related expenditure. The cash has restricted use and as such, does not meet the definition of cash and cash equivalents.

8. CASH AND DEPOSITS

	2015 £'000	2014 £'000
Cash at bank	9,556	7,735
Short-term deposit	<u>-</u>	<u>6,200</u>
	<u>9,556</u>	<u>13,935</u>

At 31 December 2015, the Partnership's managing agent held cash of £2,127,000 (2014: £5,871,000) on behalf of the Partnership which is not restricted and is available to the Partnership and as such has been included in cash and deposits.

Short-term deposits comprise deposits placed on money markets with rates linked to LIBOR for maturities of less than one month. Such deposits are considered to be cash equivalents.

9. PAYABLES: CURRENT LIABILITIES

	2015 £'000	2014 £'000
Trade payables	4,951	2,676
Amounts due to Hammerson Group Management Limited	27	-
Amounts due to Hammerson (UK) Properties plc	-	1
Amounts due to Limited Partners	-	29
Other payables and accruals	7,192	5,509
Deferred income	<u>9,174</u>	<u>9,311</u>
	<u>21,344</u>	<u>17,526</u>

The amounts due to Hammerson Group Management Limited, Hammerson (UK) Properties plc and the Limited Partners are repayable on demand and are non-interest bearing.

10. PAYABLES: NON-CURRENT LIABILITIES

	2015 £'000	2014 £'000
Other payables		
- From two to five years	11	6
- Over five years	<u>1,299</u>	<u>1,133</u>
	<u>1,310</u>	<u>1,139</u>

THE BULL RING LIMITED PARTNERSHIP

NOTES TO THE ACCOUNTS Year ended 31 December 2015

11. PARTNERS' EQUITY

	2015 £'000	2014 £'000
Partners' capital accounts		
- General Partner	686	686
- Limited Partners	<u>148,465</u>	<u>148,465</u>
	149,151	149,151
Partners' current accounts	<u>1,057,597</u>	<u>937,860</u>
	<u>1,206,748</u>	<u>1,087,011</u>

Under the Limited Partnership Agreement no further capital is required to be injected and no interest is payable on the capital.

The Partners' current accounts represent the cumulative profits and losses of the Partnership after deduction of distributions to the Partners.

12. THE COMPANY AS LESSOR – OPERATING LEASE RECEIPTS

At the balance sheet date, the Partnership had contracted with tenants for the future minimum lease receipts as shown in the table below. The data is for the period to the first tenant break option.

	2015 £'000	2014 £'000
Within one year	38,552	36,784
From one to two years	37,374	36,396
From two to five years	61,906	74,832
Over five years	<u>82,358</u>	<u>80,308</u>
	<u>220,190</u>	<u>228,320</u>

THE BULL RING LIMITED PARTNERSHIP

NOTES TO THE ACCOUNTS

Year ended 31 December 2015

13. FINANCIAL INSTRUMENTS

The carrying values of the Partnership's financial assets and liabilities are summarised by category below:

	2015 £'000	2014 £'000
Financial assets		
<i>Measured at undiscounted amount receivable:</i>		
Trade receivables	3,548	494
Amounts owed by Hammerson (UK) Properties plc	6,070	-
Amounts owed by Bull Ring (GP) Limited	224	363
Amounts owed by Limited Partners	138	-
Restricted monetary assets	<u>5,940</u>	<u>4,377</u>
	15,920	5,234
Financial liabilities		
<i>Measured at undiscounted amount payable:</i>		
Payables	<u>13,480</u>	<u>9,354</u>

The Partnership's income, expense, gains and losses in respect of financial instruments are summarised below:

	2015 £'000	2014 £'000
Net finance income	24	18
Movement on trade receivable provisions	<u>78</u>	<u>233</u>

14. ADVANCES, CREDIT AND GUARANTEES

The General Partner did not grant any credits, advances or guarantees of any kind to its Directors during the year.

15. RELATED PARTIES

Other than disclosed in the statement of changes in equity on page 9 and in notes 3, 6, 9 and 11, there were no material related party transactions during the year.

THE BULL RING LIMITED PARTNERSHIP

NOTES TO THE ACCOUNTS Year ended 31 December 2015

16. ULTIMATE CONTROLLING PARTIES

The Partners listed in note 2 are the immediate controlling parties of the Partnership. The ultimate controlling parties are Hammerson plc, Canada Pension Plan Investment Board and The Henderson UK Shopping Centre Fund, which are registered in England and Wales and overseas.

The consolidated financial statements of the ultimate controlling parties are available from:

Hammerson plc
The Company Secretarial Department
Kings Place
90 York Way
London N1 9GE

Canada Pension Plan Investment Board
Company Secretary
Suite 2600 One
Queen Street East, Toronto
M5C 2WS, Canada

The Henderson UK Shopping Centre Fund
BNP Paribas Jersey Trust Corporation and Anley Trustees Limited
BNP Paribas House
Anley Street, St Helier
Jersey, JE2 3QE

17. EXPLANATION OF TRANSITION TO FRS 102

This is the first year that the Partnership has presented its financial statements under FRS 102 (Financial Reporting Standard 102) issued by the Financial Reporting Council. The following disclosures are required in the year of transition. The last financial statements under a previous GAAP (UK GAAP) were for the year ended 31 December 2014 and the date of transition to FRS 102 was therefore 1 January 2014.

Reconciliation of equity

In preparing the financial statements for the year ended 31 December 2014, the Company reflected investment property at market value in accordance with applicable UK accounting standards. Changes in market value (unless presenting a permanent diminution in value) were reflected in the statement of recognised gains and losses and accumulated in the revaluation reserve.

In accordance with FRS 102 investment property is included in the balance sheet at fair value with changes in fair value being reflected in profit or loss.

There has been no movement in total equity as a result of the above changes in accounting treatment, and there has been no further effect on the balance sheet as a result of the change in accounting framework.

The presentation of comparative figures has also been amended to be consistent with that adopted by Hammerson plc, one of the ultimate controlling parties. The effect relating to the classification of lease incentives and surrender premiums is shown in the tables below. In addition, reclassifications have been made between cash, receivables and payables and between net rental income and administration expenses. There has been no material movement in the previously reported profit or total equity as a result of these reclassifications.

THE BULL RING LIMITED PARTNERSHIP

NOTES TO THE ACCOUNTS
Year ended 31 December 2015

17. EXPLANATION OF TRANSITION TO FRS 102 (continued)

The effect on the Partnership's profit for the year is shown below:

Reconciliation of profit for the year ended 31 December 2014

	2014 £'000
Gain as previously reported in accordance with UK GAAP	48,378
Revaluation gains on properties	126,266
Effect of the change in presentation of lease incentives and surrender premiums	<u>802</u>
Profit as reported in accordance with FRS 102	<u>175,446</u>

Reconciliation of equity for the year ended 31 December 2014

	2014 £'000
At 1 January 2014	
- As previously reported in accordance with UK GAAP	957,732
- Effect of change in presentation of lease incentives	<u>(37)</u>
- As restated	957,695
Profit for the year	175,446
Distributions	<u>(46,130)</u>
As reported in accordance with FRS 102	<u>1,087,011</u>