

**Lend Lease (UK) Management Services Limited**

**Director's report and  
financial statements**

30 June 2009

Registered number 3782711

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## **Director's report and financial statements**

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## Director's report

The director presents their annual report and the audited financial statements for the year ended 30 June 2009.

### Principal activities and business review

Lend Lease (UK) Management Services Limited ("the Company") was established on 4 June 1999 as a management services company for Lend Lease Europe group. During the course of the financial year the company was dormant.

### Results and dividends

The result for the year after taxation amounted to £nil (2008 loss: £565,000). There was no dividend paid for the year (2008: £nil).

### Director and director's interests

The director who held office during the year was as follows:

Georgina Scott

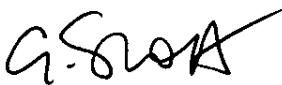
### Statement as to disclosure of information to auditors

The director who held office at the date of approval of this director's report confirm that, so far as they are aware, there is no relevant audit information of which the Company's auditors are unaware; and the director has taken all the steps that she ought to have taken as a director to make herself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

### Auditors

Pursuant to Section 487 of the Companies Act 2006, the auditors will be deemed to be reappointed and KPMG LLP will therefore continue in office.

By order of the Board



**G Scott**  
Director

142 Northolt Road  
Harrow, Middlesex  
HA2 0EE  
**27** November 2009

## **Statement of director's responsibilities in respect of the director's report and the financial statements**

The director is responsible for preparing the Director's Report and the financial statements in accordance with applicable law and regulations.

Company law requires the director to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with IFRSs as adopted by the EU and applicable law.

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

- select suitable accounting policies and then apply them consistently;
- make judgments and estimates that are reasonable and prudent;
- state whether they have been prepared in accordance with IFRSs as adopted by the EU; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The director is responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

## KPMG LLP

8 Salisbury Square  
London  
EC4Y 8BB  
United Kingdom

### **Independent auditors' report to the members of Lend Lease (UK) Management Services Limited**

We have audited the financial statements of Lend Lease (UK) Management Services Limited for the year ended 30 June 2009 set out on pages 4 to 9. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the EU.

This report is made solely to the company's members, as a body, in accordance with sections 495 and 496 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members, as a body, for our audit work, for this report, or for the opinions we have formed.

#### **Respective responsibilities of directors and auditors**

As explained more fully in the Directors' Responsibilities Statement set out on page 3, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit 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 (APB's) Ethical Standards for Auditors.

#### **Scope of the audit of the financial statements**

A description of the scope of an audit of financial statements is provided on the APB's web-site at [www.frc.org.uk/apb/scope/UKNP](http://www.frc.org.uk/apb/scope/UKNP).

#### **Opinion on financial statements**

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 30 June 2009 and of its result for the year then ended;
- have been properly prepared in accordance with IFRSs as adopted by the EU; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

#### **Opinion on other matter prescribed by the Companies Act 2006**

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

#### **Matters on which we are required to report by exception**

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

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

*W. Meredith*

W Meredith  
(Senior Statutory Auditor)  
for and on behalf of KPMG LLP, Statutory Auditor  
Chartered Accountants

8 Salisbury Square, London, EC4Y 8BB

27 November 2009

## Income statement

for the year ended 30 June 2009

	Note	2009 £000	2008 £000
Corporate management fee		-	3,874
Other recoveries		-	2,684
Administrative expenses		-	(5,447)
<b>Operating result/profit</b>		-	1,111
<b>Result/profit/ on ordinary activities before taxation</b>		-	1,111
Tax on ordinary activities	4	-	(1,676)
<b>Result/(Loss) on ordinary activities after taxation</b>		-	(565)

All activities are continuing.

The company had no recognised gains or losses other than the result for the year.

There is no difference between the result as reported and the loss on a historical cost basis.

The notes to and forming part of these accounts are set out on pages 7 to 9.

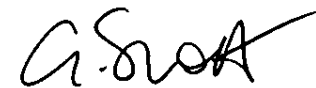
## Balance sheet

at 30 June 2009

	Note	2009 £000	2008 £000
<b>Current assets</b>			
Receivables	5	1,414	1,437
<b>Total assets</b>		<u>1,414</u>	<u>1,437</u>
<b>Current liabilities</b>			
Trade and other payables	6	(1,701)	(1,724)
		<u>(1,701)</u>	<u>(1,724)</u>
<b>Total liabilities</b>		<u>(1,701)</u>	<u>(1,724)</u>
<b>Net liabilities</b>		<u>(287)</u>	<u>(287)</u>
<b>Capital and reserves</b>			
Called up share capital	7	-	-
Retained earnings		<u>(287)</u>	<u>(287)</u>
<b>Equity shareholders' deficit</b>		<u>(287)</u>	<u>(287)</u>

The notes to and forming part of these financial statements are set out on pages 7 to 9.

These financial statements were approved by the director on 27 NOVEMBER 2009 and were signed on its behalf by:



**G Scott**  
 Director

## Statement of changes in shareholders' equity

For the year ended 30 June 2009

	Attributable to shareholders		
	Share capital	Retained earnings	Total equity
	£000	£000	£000
Balance at 1 July 2007	-	278	278
Retained loss for the year	-	(565)	(565)
<b>Balance at 30 June 2008</b>	<b>-</b>	<b>(287)</b>	<b>(287)</b>
Balance at 1 July 2008	-	(287)	(287)
Retained result for the year	-	-	-
<b>Balance at 30 June 2009</b>	<b>-</b>	<b>(287)</b>	<b>(287)</b>

## Cash flow statement

For the year ended 30 June 2009

	2009 £000	2008 £000
<b>Cash flows from operating activities</b>		
Result/(loss) for the year	-	(565)
<b>Operating result/(loss) before changes in working capital</b>	-	(565)
Decrease /(increase) in trade and other receivables	23	(975)
Decrease in deferred tax items	-	10
(Decrease)/increase in trade and other payables	(23)	1,530
<b>Net cash from operating activities</b>	-	-
Net movement in cash and cash equivalents	-	-
Cash and cash equivalents at 1 July	-	-
<b>Cash and cash equivalents at 30 June</b>	<b>-</b>	<b>-</b>



## **Notes to the financial statements**

### **1. Accounting policies**

Lend Lease (UK) Management Services Limited (the "Company") is a company incorporated in the UK.

The Company's financial statements have been prepared and approved by the director in accordance with International Financial Reporting Standards as adopted by the EU ("Adopted IFRSs").

#### **Basis of preparation**

The financial statements have been prepared in accordance with applicable accounting standards and under the historical cost accounting rules. The financial statements have been prepared on the going concern basis which the directors believe to be appropriate for the following reasons. The company is dependant for its working capital on funds provided to it by Lend Lease Europe Holdings Limited, the company's ultimate UK undertaking. Lend Lease Europe Holdings Limited has provided the company with an undertaking that for at least 12 months from the date of approval of these financial statements, it will continue to make available such funds as they are needed by the company and in particular will not seek repayment of the amounts currently made available. This should enable the company to continue in operational existence for the foreseeable future by meeting its liabilities as they fall due for payment. As with any company placing reliance on other Group entities for financial support, the director acknowledges that there can be no certainty that this support will continue although, at the date of approval of these financial statements, they have no reason that it will not do so.

Based on this undertaking the director believes that it remains appropriate to prepare the financial statements on a going concern basis. The financial statements do not include adjustments that would result in the basis of preparation being inappropriate.

#### **Key estimates and judgements**

These accounts are prepared under IFRS as adopted by the EU. The choice of accounting policies involves, in some cases, management evaluating and choosing the policy that gives the most true and fair view. The most relevant to the company is in relation to a provision for doubtful debt. The company makes provision for bad and doubtful debt when conditions suggest the debt will not be recovered.

#### **Revenue**

Revenue is derived from a Corporate Management Fee charged to UK related parties, and recoveries from the ultimate parent entity, Lend Lease Corporation.

#### **New standards and interpretations not yet adopted**

A number of new standards, amendments to standards and interpretations that are effective and not yet effective for the year ended 30 June 2009, and have not been applied in preparing these financial statements. None of these have a material effect on the financial statements of the Company.

### **2. Director's remuneration and employees**

The director received no emoluments in respect of her services to the company. Director's emoluments are disclosed in the consolidated financial statements of Lend Lease Europe Holdings Limited as they relate to services to the group as a whole.

The company did not employ any staff during the year (2008: nil).

### **3. Auditors' remuneration**

Auditors' remuneration is paid by Lend Lease Europe Limited, a company in the Lend Lease Europe Holdings Limited group.

The director estimates that the fee attributable to the company is £2,500 (2008: £2,300). There were no other fees paid to the auditors.

## Notes to the financial statements (continued)

### 4. Tax on profit on ordinary activities

#### (a) Analysis of tax charge for the year

	2009 £000	2008 £000
UK corporation tax on profit for the year at 28% (2007: 29.5%)	-	(328)
Non deductible permanent differences	-	(826)
Adjustments in respect of prior years	-	(522)
	<hr/>	<hr/>
Total income tax expense (note 4 (b))	-	(1,676)
	<hr/>	<hr/>

The above tax calculation is an estimate prepared at the time of signing the financial statements. Any adjustments subsequently agreed with the Inland Revenue will be reflected in the financial statements for the period in which such agreement is reached.

There is no unprovided deferred tax.

#### (b) Factors affecting tax charge for the year

The tax assessed differs from the application of the standard rate of corporation tax in the UK (28%) to the company's profit before taxation for the following reasons:

	2009 £000	2008 £000
Profit on ordinary activities before tax	-	1,111
	<hr/>	<hr/>
Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK (2009: 28%, 2008: 29.5%)	-	(328)
Non deductible permanent differences	-	(826)
Adjustments in respect of prior years	-	(522)
	<hr/>	<hr/>
	-	(1,676)
	<hr/>	<hr/>

### 5. Current receivables

	2009 £000	2008 £000
Trade receivables	-	32
Loan to Lend Lease Europe Limited	1,414	1,405
	<hr/>	<hr/>
	1,414	1,437
	<hr/>	<hr/>

Amounts owed by Lend Lease Europe Limited are inter-group balances for general working capital purposes. The company can recall these amounts at any time.

### 6. Trade and other payables

	2009 £000	2008 £000
<b>Current</b>		
Accrued expenses	-	(58)
Income tax payable	(1,701)	(1,666)
	<hr/>	<hr/>
	(1,701)	(1,724)
	<hr/>	<hr/>

## Notes to the financial statements (continued)

### 7. Called up share capital

	2009	2008
	£	£
<b>Authorised</b>		
100 Ordinary shares of £1	100	100
	<hr/>	<hr/>
	100	100
	<hr/>	<hr/>
<b>Allotted, called up and fully paid</b>		
1 Ordinary share of £1	1	1
	<hr/>	<hr/>
	1	1
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### 8. Ultimate parent company and parent undertaking of larger group of which the company is a member

The company is a subsidiary undertaking of Lend Lease Europe Holdings Limited, which is registered in England and Wales. Its ultimate parent undertaking is Lend Lease Corporation Limited, which is incorporated in Australia.

The largest group in which the results of the company are consolidated is that headed by Lend Lease Corporation Limited. The consolidated financial statements of that group may be obtained from the group's website at [www.lendlease.com.au](http://www.lendlease.com.au).

The smallest group in which the financial statements of the company are consolidated is that headed by Lend Lease Europe Holdings Limited. The consolidated financial statements of this group may be obtained from the Registrar of Companies, Companies House, Crown Way, Maindy, Cardiff.

### 9. Related Party Disclosures

The Company has provided a loan to related parties as detailed in Note 5.

Amounts owed by Lend Lease Europe Limited are inter-group balances for general working capital purposes. Lend Lease Europe Limited can recall these amounts at any time.

Revenue is derived from a Corporate Management Fee charged to UK related parties and recoveries from the ultimate parent entity, Lend Lease Corporation.

### 10. Subsequent events

There have been no significant post balance sheet events.