

Company Number: 04104262

HAMMERSON (BICESTER NO. 2) LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

Year ended 31 December 2015



HAMMERSON (BICESTER NO. 2) LIMITED

REPORT OF THE DIRECTORS Year ended 31 December 2015

The Directors' Report has been prepared in accordance with the provisions applicable to companies subject to the small companies' regime.

1. PRINCIPAL ACTIVITIES

The principal activity of the Company is an investment holding company in the United Kingdom. The Directors do not anticipate any significant change in activity in the foreseeable future.

2. CHANGE IN ACCOUNTING FRAMEWORK

The Company has adopted Financial Reporting Standard 101 *Reduced Disclosure Framework* ("FRS 101") for the first time this year. In previous years, the Company had applied applicable UK accounting standards. There has been no impact on the figures reported in these financial statements as a result of this change.

3. RESULTS AND DIVIDENDS

The profit for the year after tax was £1,052,000 (2014: £1,481,000). The Directors do not recommend the payment of a dividend for the year (2014: £nil).

4. DIRECTORS

- a) Mr. A.J. Berger-North, Mr. P.W.B. Cole and Mr. M. Plocica were Directors of the Company throughout the year.
- b) In accordance with the Articles of Association of the Company, the Directors are not required to retire by rotation.
- c) No Director has any interests in contracts entered into by the Company.

5. SECRETARY

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

6. INDEMNITY

The Company's ultimate parent company, Hammerson plc, has made qualifying third party indemnity provisions for the benefit of the Company's Directors which were in place throughout the year and which remain in place at the date of this report.

7. AUDITOR

BDO LLP 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.

BDO LLP have indicated their willingness to continue in office.

HAMMERSON (BICESTER NO. 2) LIMITED

REPORT OF THE DIRECTORS

Year ended 31 December 2015

8. PROVISION OF INFORMATION TO THE AUDITOR

Each of the persons who is a Director of the Company at the date of approval of this report has confirmed that:

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

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

By order of the Board



B. Lees
For and on behalf of
Hammerson Company Secretarial Limited
acting as Secretary
Date: 28 June 2016

Registered Office:
Kings Place
90 York Way London N1 9GE
Registered in England and Wales No. 04104262

HAMMERSON (BICESTER NO. 2) LIMITED

DIRECTORS' RESPONSIBILITIES STATEMENT

The Directors are responsible for preparing the annual report and financial statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have elected to prepare the financial statements in accordance with Financial Reporting Standard 101 *Reduced Disclosure Framework* ("FRS 101"), 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 these financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- 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.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

HAMMERSON (BICESTER NO. 2) LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE SOLE MEMBER OF HAMMERSON (BICESTER NO. 2) LIMITED

We have audited the financial statements of Hammerson (Bicester No. 2) Limited for the year ended 31 December 2015, which comprise the statement of comprehensive income, the balance sheet, the statement of changes in equity and the related notes. 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 Financial Reporting Standard 101 *Reduced Disclosure Framework*.

This report is made solely to the Company's sole member, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's sole member those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's sole member, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditor

As explained more fully in the Directors' Responsibilities Statement, the Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. 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 Financial Reporting Council's (FRC'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 FRC's website at www.frc.org.uk/auditscopeukprivate.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 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.

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.

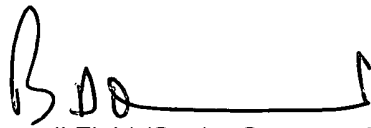
HAMMERSON (BICESTER NO. 2) LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE SOLE MEMBER OF HAMMERSON (BICESTER NO. 2) LIMITED (CONTINUED)

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; or
- the Directors were not entitled to take advantage of the small companies' exemption from preparing a Strategic Report or in preparing the Directors' Report.



Russell Field (Senior Statutory Auditor)
for and on behalf of BDO LLP, Statutory Auditor
Gatwick, United Kingdom
Date: 28 June 2016

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

HAMMERSON (BICESTER NO. 2) LIMITED**STATEMENT OF COMPREHENSIVE INCOME**
For the year ended 31 December 2015

	Notes	2015 £'000	2014 £'000
Investment income		-	1,081
Profit on sale of other fixed asset investments	3	-	-
Operating profit		-	1,081
Net finance income	4	1,052	400
Profit on ordinary activities before and after taxation and total comprehensive income for the financial year		1,052	1,481

All amounts derive from continuing activities.

HAMMERSON (BICESTER NO. 2) LIMITED


BALANCE SHEET

As at 31 December 2015

	Notes	2015		2014	
		£'000	£'000	£'000	£'000
Tangible fixed assets					
Investments	6		-		-
Current assets					
Receivables	7	<u>66,554</u>		<u>65,502</u>	
Net current assets			<u>66,554</u>		<u>65,502</u>
Net assets			<u>66,554</u>		<u>65,502</u>
Capital and reserves					
Called up share capital	8		-		-
Retained earnings			<u>66,554</u>		<u>65,502</u>
Shareholder's equity			<u>66,554</u>		<u>65,502</u>

The financial statements were approved by the Board of Directors on 28 June 2016 and authorised for issue on 28 June 2016.

Signed on behalf of the Board of Directors


A.J. Berger-North
Director
Company Number: 04104262

HAMMERSON (BICESTER NO. 2) LIMITED**STATEMENT OF CHANGES IN EQUITY**
For the year ended 31 December 2015

	Called up share capital £'000	Retained earnings £'000	Total equity £'000
Balance at 1 January 2014	-	64,021	64,021
Profit and other comprehensive income for the year	-	1,481	1,481
Balance at 31 December 2014	-	65,502	65,502
Profit and other comprehensive income for the year	-	1,052	1,052
Balance at 31 December 2015	-	66,554	66,554

HAMMERSON (BICESTER NO. 2) LIMITED

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

Hammerson (Bicester No. 2) Limited is a company incorporated in the United Kingdom under the Companies Act. The nature of the Company's operations and its principal activities are set out on page 1. The address of the registered office is given on page 2.

These financial statements were prepared in accordance with Financial Reporting Standard 101 *Reduced Disclosure Framework* ("FRS 101") as issued by the Financial Reporting Council. The prior year financial statements were prepared in accordance with previous UK GAAP. There have been no material adjustments to the figures presented within these financial statements on adoption of FRS 101.

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.

Disclosure exemptions adopted

In preparing these financial statements the Company has taken advantage of all disclosure exemptions conferred by FRS 101. Therefore these financial statements do not include:

- certain comparative information as otherwise required by EU endorsed IFRS;
- certain disclosures regarding the Company's capital;
- certain disclosures in relation to financial instruments held by the Company;
- a statement of cash flows;
- the effect of future accounting standards not yet adopted; and
- disclosure of related party transactions with wholly owned members of the group headed by the ultimate parent company, Hammerson plc.

The above disclosure exemptions have been adopted because equivalent disclosures are included in the consolidated financial statements of Hammerson plc into which the Company is consolidated. The financial statements of Hammerson plc can be obtained as described in note 11.

HAMMERSON (BICESTER NO. 2) LIMITED

NOTES TO THE ACCOUNTS Year ended 31 December 2015

(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 profits distributions receivable from Value Retail Investors Limited Partnership II.

(d) Net finance income

Net finance income includes interest payable on borrowings and interest receivable on funds invested.

(e) 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.

2. **ADMINISTRATION EXPENSES**

The average number of employees during the year, excluding Directors, was nil (2014: nil).

The Directors did not receive any remuneration for services to the Company in either the current or preceding financial year.

Another group company has paid the auditor's fee for the audit of the Company's annual accounts in both the current and preceding financial year. Fees for the audit of the Company were £775 (2014: £1,475).

HAMMERSON (BICESTER NO. 2) LIMITED

NOTES TO THE ACCOUNTS Year ended 31 December 2015

3. PROFIT ON SALE OF OTHER FIXED ASSET INVESTMENTS

	2015 £'000	2014 £'000
Gross proceeds on sale	-	44,413
Carry value of fixed asset investments sold	-	(44,413)
Profit on sale	-	-

4. NET FINANCE INCOME

	2015 £'000	2014 £'000
Interest receivable from ultimate parent company	1,052	400

5. TAXATION

The Company's ultimate parent company, Hammerson plc, is taxed as a UK Real Estate Investment Trust ("UK REIT") and as a consequence, group companies are exempted from UK corporation tax on the profits of a UK property rental business and on the gains on UK investment properties, including where the business is conducted via a partnership.

Group companies remain subject to UK corporation tax on items other than UK property rental profits and gains on UK investment properties but, as the Group has surplus tax losses, the Group's policy is for these taxable profits and losses to be fully offset by group relief surrendered without payment, so that individual subsidiaries do not bear tax.

The Company therefore had no tax charge for the year, and this is expected to continue for the foreseeable future. The profits covered by group relief for the year ended 31 December 2015 are £1,052,000 (2014: £400,000).

6. INVESTMENTS

(a) The movements on investments were:

	2015 £'000	2014 £'000
At 1 January	-	44,413
Disposal	-	(44,413)
At 31 December	-	-

(b) In May 2014 the Company disposed of its entire investment in Value Retail Investors Limited Partnership II to another Hammerson group company. The Company's investment was sold for market value proceeds of £44,413,000 (see note 3).

HAMMERSON (BICESTER NO. 2) LIMITED

NOTES TO THE ACCOUNTS Year ended 31 December 2015

7. RECEIVABLES

	2015 £'000	2014 £'000
Amount owed by ultimate parent company	<u>66,554</u>	<u>65,502</u>

Amounts shown under debtors fall due for payment within one year. The amount owed by the ultimate parent company bears interest at variable rates based on LIBOR.

8. SHARE CAPITAL

	2015 £	2014 £
Authorised:		
100 ordinary shares of £1 each	<u>100</u>	<u>100</u>
Allotted, called up and fully paid:		
2 ordinary shares of £1 each	<u>2</u>	<u>2</u>

9. 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	The cumulative profits and losses recognised in retained earnings

10. ADVANCES, CREDIT AND GUARANTEES

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

11. ULTIMATE PARENT COMPANY AND CONTROLLING PARTY

At 31 December 2015, the Company's ultimate parent company was Hammerson plc, which is registered in England and Wales and is the largest and smallest group to consolidate these financial statements. At 31 December 2015, the Company's immediate parent company was Hammerson UK Properties plc.

The consolidated financial statements of the ultimate parent company, Hammerson plc, are available from that company's registered office, Kings Place, 90 York Way, London, N1 9GE.