BE LIVING LIMITED
(Formerly Prime Place Developments Limited)

REPORT AND ACCOUNTS

YEAR ENDED 31 DECEMBER 2017

Registered Number: 04651055

Page Number

Directors

Vinny Bhanderi, RICS
Brian Brady, ACIOB
Colin Enticknap, FRICS, FCIOB
Wendy McWilliams, LLB, ACIS
Rick Willmott, MCIOB
Philip Wainwright

Secretary

Wendy McWilliams, LLB, ACIS

Registered Office

Spirella 2
Icknield Way
Letchworth Garden City
Hertfordshire
SG6 4GY

Auditor

BDO LLP
55 Baker Street
London
W1U 7EU

The Directors present their annual report and the audited financial statements for the year ended 31 December 2017.

The Company changed its name from Prime Place Developments Limited to Be Living Limited on 2 May 2017.

Results

The loss for the year, before taxation, was £7,594,907 (2016: £6,760,221). The tax credit in respect of this result was £1,275,383 (2016: £524,139).

Dividends in respect of the year

No dividends were paid during the year.

Directors and their interests

The current Directors are listed on page 1.

The following changes in Directors have occurred since 1 January 2017;

	Appointed	Resigned
Vinny Bhanderi	1 March 2017	
Tom Olsen	6 June 2017	12 April 2018
Andrew Taylor		6 June 2017
Andrew Telfer		12 April 2018
Philip Wainwright	12 April 2018	

Employees

It is the policy of the Company to employ the most suitably qualified persons regardless of age, religion, gender, sexual orientation or ethnic origin or any other grounds not related to a person's ability to work safely and effectively for the Company. The Company encourages the employment and career development of disabled persons and the continued employment of employees who may be injured or disabled in the course of their employment.

The Company recognises the importance of ensuring that relevant business information is provided to employees. This is achieved through the regular operation of a communications programme.

Payment of suppliers

It is company policy to agree the terms of payment as part of the commercial arrangements negotiated with suppliers and to then pay according to those terms.

Taxation policy

The Company believes that it has a duty to shareholders to seek to minimise its tax burden, but to do so in a manner which is consistent with its commercial objectives and meets its legal obligations and ethical standards. Every effort is made to maximise the tax efficiency of business transactions and this includes taking advantage of available tax incentives and exemptions. However, the Company has regard for the intention of the legislation concerned rather than just the wording itself.

The Company is committed to building open relationships with tax authorities and to following a policy of full disclosure in order to effect the timely settlement of its tax affairs and to remove uncertainty in its business transactions. Where appropriate, the Company enters into collaborative consultation with its Customer Relationship Management team appointed by the tax authorities.

The Company monitors and reviews this policy on a regular basis to ensure that it remains appropriate for the changing environment within which the Company operates.

Financial instruments

The Company does not use derivative financial instruments as part of its financial risk management. It is exposed to the usual credit risk and cash flow risk associated with selling on credit and manages this through robust credit control procedures. Dedicated credit control teams operate in each trading subsidiary. The nature of its financial instruments means that the price risk to which they are subjected is minimal. The Company carries out daily cash flow and working capital monitoring, which together with regular cash flow forecasting ensures that it has adequate cash in order to make bank loan repayments and therefore to manage the liquidity risk to which it is exposed.

Disclosure of information to the auditor

So far as each of the Directors is aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the Company's auditor is 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 auditor is aware of that information.

Wendy McWilliams

By Order of the Board:
Wendy McWilliams
Secretary

12 September 2018

Overview

The Company is a major developer of homes for sale which are delivered through our brand Be.

The Company develops quality homes to buy across in London and the South East, from a town centre development in Godalming, Surrey to an office conversion in Sevenoaks, Kent and 1000+ housing developments at Kew Bridge and Aberfeldy Village in joint venture with Poplar HARCA and enabling developments at Cheshunt and Moberly & Jubilee. The development at Kew Bridge is delivering an exciting new 20,000 seater community stadium for Brentford FC enabled by over 900 apartments.

The Company prides itself that Prime Place homes are in popular urban locations that attracts aspirational people who want to feel part of wider community benefiting from excellent transport links.

The Company is always looking for land and partners to development new homes, one recent example being our link-up with Cheshunt School to create 88 homes that allows the school to build modern facilities.

Our houses and apartments are more than bricks and mortar, they are desirable places to live with a high-end spec you expect from premium brand that is passionate about attention to detail and final quality.

Risks and uncertainties

The principal risk facing the business is the uncertainty in the UK economy. The Directors mitigate this risk by leveraging the strong relationship with an established customer base and by close monitoring of the performance of the business by implementing strong management procedures in conjunction with KPIs.

The Company is also exposed to the usual credit risk and cash flow risk associated with selling on credit and manages this through credit control procedures. A dedicated credit control team operates in the Company and management carries out daily cash flow and working capital monitoring. Price risk or liquidity risk faced by the Company is minimal.

Financial Position & Results

Turnover in the year was at £2.0 million (2016: £2.1 million) with loss for the year after taxation of £6.3 million (2016: £6.2 million). Net assets were at £2.9 million (2016: £9.2 million).

Key performance indicators

The Directors, who are key management, use financial measures such as profitability and turnover to monitor performance. The results of these measures can be seen in the profit and loss account. In addition, non-financial measures relating to employees, customers and other stakeholders are reviewed.

Future Prospects

The Directors do not expect any change in the activities of the Company in the foreseeable future. There have not been any material post balance sheet events.

By Order of the Board:
Wendy McWilliams
Secretary
12 September 2018

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

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). 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 year.

In preparing these financial statements the Directors are required to:

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

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions, to disclose with reasonable accuracy at any time the financial position of the Company and to 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.

We have audited the financial statements of Be Living Limited for the year ended 31 December 2017 which comprise the profit and loss and other comprehensive income and retained earnings, the balance sheet and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2017 and of its profits for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

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

- 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.

Other information

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

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

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

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

- the information given in the Strategic report and the Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and

- the Strategic report and the Directors' report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

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

We have nothing to report in respect of the following matters in relation to which 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.

Responsibilities of Directors

As explained more fully in the Directors' responsibilities statement set out on page 6, the Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Use of our report

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

BDO LLP

Charles Ellis (Senior Statutory Auditor)
For and on behalf of BDO LLP, Statutory Auditor
London, United Kingdom
12 September 2018

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

Year ended 31 December 2017

	Notes	**2017** £	2016 £
Turnover		**2,050,336**	2,138,483
Cost of sales		**373,659**	(146,833)
Gross profit		**2,423,995**	1,991,650
Administrative expenses		**(14,118,421)**	(6,738,326)
Operating loss		**(11,694,426)**	(4,746,676)
Income from fixed asset investments	3	**10,250,000**	2,300,000
Interest payable and similar charges	4	**(6,550,061)**	(4,972,158)
Interest receivable	5	**399,580**	658,613
Loss on ordinary activities before taxation	6	**(7,594,907)**	(6,760,221)
Tax credit on loss on ordinary activities	9	**1,275,383**	524,139
Loss and total comprehensive income for the financial year		**(6,319,524)**	(6,236,082)
Total movement in capital and reserves		**(6,319,524)**	(6,236,082)
Profit and loss account at 1 January		**(5,784,246)**	451,836
Profit and loss account at 31 December		**(12,103,770)**	(5,784,246)

The above figures relate exclusively to continuing operations.

The notes on pages 11 to 22 form part of these financial statements.

As at 31 December 2017

			2017		2016
	Notes	**£**	**£**	£	£
Fixed assets					
Intangible assets	10		**24,272**		38,407
Tangible assets	11		**25,131**		14,640
Investments	12		**19**		23
			49,422		53,070
Current assets					
Stocks	13	**-**		260,045	
Debtors	14	**132,733,758**		89,830,643	
Cash at bank and in hand		**10,002**		304,920	
		132,743,760		90,395,608	
Creditors: amounts falling due within one year	15	**(129,896,952)**		(81,232,924)	
Net current assets			**2,846,808**		9,162,684
Total assets less current liabilities			**2,896,230**		9,215,754
Capital and reserves					
Called up share capital	18		**15,000,000**		15,000,000
Profit and loss account			**(12,103,770)**		(5,784,246)
			2,896,230		9,215,754

The notes on pages 11 to 22 form part of these financial statements.

These financial statements were approved and authorised for issue by the Board of Directors on 12 September 2018 and were signed on its behalf by:

R. Willmott

Rick Willmott
Chairman

1 Accounting policies

The following accounting policies have been consistently applied in dealing with items that are considered material in relation to the financial statements.

a) Accounting convention

The accounts are prepared under the historical cost convention, or fair value where required, and in accordance with the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102) and Companies Act 2006.

On the basis of the projected trading results, cash flows and substantial net assets the accounts have been prepared on a going concern basis.

b) Disclosure exemptions

In preparing the financial statements, advantage has been taken of the following disclosure exemptions under FRS 102 and section 48 & section 400 of the Companies Act 2006:

- No cash flow statement has been presented;
- Consolidated accounts have not been prepared for the company as these are included in the group accounts of the ultimate parent company;
- Certain disclosures in respect of the company's financial instruments have not been presented as these are included in the disclosures made in respect of the group;
- No disclosure has been given in respect of the company's aggregate remuneration of key management personnel as these are included in the disclosures made in respect of the group;
- No disclosure of related party transactions entered into between two or more wholly owned members of a group has been given.

c) Turnover

Turnover is measured at the fair value of consideration receivable for goods and services provided during the year net of VAT.

d) Computer software

Computer software is capitalised as an intangible asset and amortised over its useful economic life. Cost is measured at the purchase price of the asset. The expected useful life of software is assessed as 2-5 years.

e) Tangible fixed assets

Fixed assets are stated at historical cost less depreciation.

Depreciation is provided on all tangible fixed assets at rates estimated to write off the cost of each asset over the term of its expected useful life as follows:

Leasehold improvements	- the earlier of 5 years or until the first breakpoint in the lease
Computer equipment	- between 20% and 50% per annum
Plant and equipment	- 25% per annum
Furniture and fittings	- 10% per annum

f) Debtors and financial instruments

Debtors comprising basic financial instruments are stated at amortised cost, reflecting adjustments for amounts not considered to be recoverable.

Trade debtors falling due after more than one year in respect of the government Help to Buy initiative are stated at fair value with any change in fair value during the year recognised in the profit and loss account.

g) Creditors and financial instruments

Financial liabilities and equity are classified according to the substance of the financial instrument's contractual obligations.

h) Pre-contract costs

Pre-contract costs are expensed to the profit and loss account until such time that the value of any recovery can be assessed reliably and it becomes probable that the related contract will awarded to the Company.

i) Stocks

Stocks are valued at the lower of cost and estimated selling price less costs to complete and costs to sell. In respect of land and developments in progress, cost includes direct interest and production overheads.

j) Investments

Investments in subsidiaries and other fixed asset investments are stated at costs less provision for any impairment.

k) Deferred taxation

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, or a right to pay less, tax in the future have occurred. Deferred tax is not discounted.

Deferred tax assets are recognised to the extent that the Directors consider it more likely than not that there will be suitable profits from which the future reversal of the underlying timing differences can be deducted.

l) Leased assets

The total payments made under operating leases are expensed to the profit and loss account on a straight line basis over the term of the lease.

Assets held under finance leases are included in fixed assets at the lower of fair value at the date of acquisition and present value of the minimum lease payments. The capital element of outstanding finance leases is included in creditors. The finance charge element of rentals is expensed to the profit and loss account at a constant periodic rate of charge on the outstanding obligations.

m) Retirement benefits

Contributions to the group's defined contribution pension scheme are expensed to the profit and loss account in the year to which they relate.

2 Significant accounting judgements and estimates

The preparation of accounts under FRS 102 requires management to make judgements, estimates and assumptions that affect the value of the turnover and profit reported in the profit and loss account for the financial year and the value of assets and liabilities recorded in the Balance Sheet.

The following items are those that management considers to have the most significant effect on the financial statements.

a) Land and developments in progress

The recoverable value of land and developments in progress requires the selling price, cost to complete and costs to sell individual developments to be identified.

Forecast costs to complete and to sell are maintained in standard appraisal models and are regularly reconciled with agreements entered into with third parties. Controls are in place to ensure that regular reviews are undertaken by management.

Estimated selling prices are reviewed regularly by management with reference to independent external valuations where appropriate.

b) Deferred tax

The recognition of deferred tax assets is based upon whether it is more likely than not that sufficient taxable profits will be available in the future against which the reversal of temporary differences can be deducted. To determine the future taxable profits, reference is made to the latest available forecasts.

c) Help to Buy

Trade debtors in respect of the government Help to Buy initiative are stated at fair value with any change in fair value during the year recognised in the profit and loss account. Management makes estimates with regard to timing and future selling prices with reference to house price index.

3 Income from fixed asset investments

	2017	2016
	£	£
Distributions received	**10,250,000**	2,300,000

4 Interest payable and similar charges

	2017	2016
	£	£
Interest payable to group companies	**6,550,061**	4,972,158

5 Interest receivable

	2017	2016
	£	£
Interest receivable from joint ventures	**350,860**	658,613
Fair value gains	**48,720**	-
Interest receivable from joint ventures	**399,580**	658,613

6 Loss on ordinary activities before taxation is stated after charging:

	2017	2016
	£	£
Amortisation of intangible assets	**28,943**	9,691
Depreciation of tangible fixed assets – owned assets	**14,038**	18,950
Operating lease rentals	**39,581**	128,279

Auditor's remuneration for audit and other services is paid by Be Living Holdings Limited.

7 Employees

The average number of employees, including Directors, during the year was made up as follows:

	2017	2016
	No.	No.
Office and administration	**77**	43
Staff costs during the year amounted to:	**£**	£
Wages and salaries	**7,457,651**	3,405,190
Incentive payments to staff	**812,911**	169,919
Total wages and salaries	**8,270,562**	3,575,109
Pension contributions	**357,540**	159,995
Social security costs	**1,003,078**	431,032
	9,631,180	4,166,136

8 Directors' remuneration

	2017	2016
	£	£
Wages and salaries	-	198,076
Total remuneration	-	198,076

All Directors were remunerated by other group companies for their services to the group as a whole.

9 Taxation

	2017	2016
	£	£
a) Analysis of (credit) / charge:		
Current tax		
Corporation tax at 19.25% (2016: 20.00%)	-	-
Payments made for group relief	**(1,590,263)**	(187,875)
Adjustments in respect of previous periods	**279,188**	(391,459)
	(1,311,075)	(579,334)
Deferred tax		
Origination and reversal of timing differences	**31,427**	45,386
Adjustment in respect of previous periods (excluding rate change)	**4,265**	217
Effect of change in tax rate	-	9,592
	35,692	55,195
Tax credit for the year	**(1,275,383)**	(524,139)

9 Taxation (continued)

b) Factors affecting tax (credit)/charge for the year	**2017**	2016
The tax assessed for the year is higher than the standard rate of corporation tax in the UK (19.25%). The differences are explained below:		
Profit on ordinary activities before tax	**(7,594,907)**	(6,760,221)
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK 19.25% (2016: 20.00%)	**(1,462,020)**	(1,352,044)
Expenses not deductible for tax purposes	**(27,649)**	(43,281)
Non-taxable income	**(1,972,774)**	(460,000)
Share of joint ventures	**1,835,611**	1,619,155
Adjustments in respect of prior periods	**283,453**	(381,650)
Other timing differences	**67,996**	93,681
Tax credit for the year	**(1,275,383)**	(524,139)

10 Intangible assets

	Computer software
	£
Cost	
1 January 2017	58,794
Additions	2,097
Transfers from fellow group companies	73,231
31 December 2017	**134,122**
Amortisation	
1 January 2017	44,154
Amortisation in the year	28,943
Transfers from fellow group companies	36,753
31 December 2017	**109,850**
Net Book Value	
31 December 2017	**24,272**
31 December 2016	**14,640**

11 Tangible assets

	Computer equipment	Plant and equipment	Furniture and fittings	**Total**
	£	£	£	**£**
Group				
Cost				
1 January 2017	53,568	25,539	53,030	**132,137**
Additions	14,256	4,930	-	**19,186**
Transfers from fellow group companies	14,497	1,750	-	**16,247**
Transfers to fellow group companies	-	-	(50,340)	**(50,340)**
31 December 2017	82,321	32,219	2,690	**117,230**
Depreciation				
1 January 2017	42,863	24,402	26,465	**93,730**
Depreciation in the year	10,909	2,021	1,108	**14,038**
Transfers from fellow group companies	9,693	1,276	-	**10,969**
Transfers to fellow group companies	-	-	(26,638)	**(26,638)**
31 December 2017	63,465	27,699	935	**92,099**
Net Book Value				
31 December 2017	18,856	4,520	1,755	**25,131**
31 December 2016	10,705	1,137	26,565	**38,407**

12 Fixed asset investments

	Shares in Group undertakings
	£
Cost	
1 January 2017	23
Additions	2
Disposals	(6)
31 December 2017	**19**

The list of subsidiaries and associates is set out in note 23.

13 Stocks

	2017	2016
	£	£
Land and developments in progress	-	260,045

14 Debtors

	2017	2016
	£	£
Amounts falling due within one year:		
Trade debtors	**3,245,100**	1,407,740
Amounts owed by group companies	**124,601,225**	81,991,595
Amount recoverable on contracts	-	11,000
Amounts owed by joint ventures	-	4,020,593
Prepayments and accrued income	**103,773**	91,017
	127,950,098	87,521,945
Amounts falling due after more than one year:		
Trade debtors	-	421,964
Amounts owed by joint ventures	**4,682,719**	1,750,101
Deferred tax asset (see note 17)	**100,941**	136,633
	132,733,758	89,830,643

Amounts due from group companies are unsecured, have no fixed date of repayment and are repayable on demand.

15 Creditors

	2017	2016
	£	£
Trade creditors	**91,410**	(12,665)
Amounts owed to group companies	**128,532,840**	79,927,936
Accruals and deferred income	**1,272,702**	1,317,653
	129,896,952	81,232,924

Amounts due to group companies are unsecured, have no fixed date of repayment and are repayable on demand.

16 Leasing commitments

	2017	2016
	£	£
At the balance sheet date outstanding commitments for future minimum lease payments under non-cancellable operating leases fall due as follows:		
Within one year	**19,936**	23,766
Within two to five years	**11,243**	21,371
	31,179	45,137

17 Deferred tax

	2017	2016
	£	£
1 January 2017	**136,633**	**191,828**
Current year movement	**(31,427)**	**(45,386)**
Prior year adjustment	**(4,265)**	**(9,809)**
31 December 2017	**100,941**	**136,633**
The deferred tax compromises:		
Decelerated capital allowances	**10,334**	7,983
Other timing differences	**90,607**	128,650
	100,941	136,633

18 Called up share capital

	2017	2016
	£	£
Ordinary shares of £1 each		
Allotted, called up and fully paid	**15,000,000**	15,000,000

19 Reserves

The called up share capital comprises 15,000,000 allotted, called up and fully paid ordinary shares of £1 each.

The profit and loss account comprises all gains and losses not recognised elsewhere in the financial statements.

20 Group guarantees

On 21 December 2012 the ultimate parent company agreed a £50,000,000 revolving credit facility with Lloyds Bank plc for the five years ending 31 December 2017. At the year end, Hardwick had a £25m revolving credit facility with Lloyds Bank Plc, which expires on 30 June 2018.

The Company has, with other material subsidiaries of the ultimate parent company entered into a cross- guarantee in favour of Lloyds Bank plc to guarantee the ultimate parent company's indebtedness to the bank and granted a fixed and floating charge to Lloyds Bank plc to secure such liabilities.

The Company is a party to a multi-party indemnity given to various sureties that have issued performance bonds in favour of clients of fellow subsidiaries in respect of contracts entered into in the normal course of business.

21 Related party transactions

The list of subsidiaries and joint ventures is set out in note 23.

The Company's related party transactions, excluding those that are entered into between two or more wholly owned members within the Group, are summarised below:

	2017	2016
	£	£
Joint Ventures		
Sales to joint ventures	**1,403,756**	**931,290**
Interest charged to joint ventures	**401,024**	**658,613**
Purchases from joint ventures	-	-
Management fee charged to joint ventures	**1,029,668**	**1,101,486**
Amounts due from joint ventures	**79,786**	**5,778,124**

The Company is entitled to the exemption from disclosing related party transactions with entities within the Group in accordance with FRS 102.

All transactions with related parties are conducted on an arm's length basis. All amounts due are secured on the developments to which they relate and will be settled in cash.

No Director was materially interested during the year in any contract which was significant in relation to the business of the Group and would have been required to be disclosed under the Companies Act 2006 or FRS 102.

22 Ultimate parent company

The Company's immediate parent company is Be Living Group Limited (formerly Willmott Regeneration Limited and Willmott Dixon Regen Limited).

Be Living Group Limited (formerly Willmott Regeneration Limited and Willmott Dixon Regen Limited) is a wholly owned subsidiary of Be Living Holdings Limited (formerly Willmott Residential Limited).

The smallest group in which this Company is consolidated is Be Living Holdings Limited (formerly Willmott Residential Limited).

The Group Annual Report and Accounts of Be Living Holdings Limited (formerly Willmott Residential Limited) can be found at Companies House.

The Company's ultimate parent and controlling party is Hardwicke Investments Limited; this is the largest group for which consolidated financial statements are prepared. The consolidated financial statements of Hardwicke Investments Limited can be found at Companies House.

23 Subsidiaries and joint ventures

Related undertakings of the Company are shown below.
The percentage holdings shown below represent both the voting rights held and the proportion of issued ordinary share capital held.

Name	Class of holding	Main activity	% Holding
Subsidiaries (directly held)			
Own Space Homes Limited	Ordinary shares	Dormant	100
Eco World London Development Company Limited	Ordinary shares	Holding company	100
Be (M&J Retail) Limited	Ordinary shares	Dormant	100
Joint Ventures (directly held)			
KLA Twickenham Road LLP	Equity investment	Development of new homes for sale	50
Brenley Park LLP	Equity investment	Development of new homes for sale	50
Cheshunt School Development LLP	Equity investment	Development of new homes for sale	50
Prime Place (Millbrook) LLP	Equity investment	Development of new homes for sale	50
Sevenoaks (THH) LLP	Equity investment	Development of new homes for sale	50
Wimbledon Gateway LLP	Equity investment	Development of new homes for sale	50
Be (M&J) LLP	Equity investment	Development of new homes for sale	50
Goldsworth Road (Development) LLP	Equity investment	Development of new homes for sale	50
Be Living (Lampton) LLP	Equity investment	Development of new homes for sale	50
Be (Barking) LLP	Equity investment	Development of new homes for sale	50

The registered address of each subsidiary is Spirella 2, Icknield Way, Letchworth Garden City, Hertfordshire, SG6 4GY.

24 Post Balance Sheet Events

On 16 March 2018, Be Living Holdings Limited completed a corporate transaction with the EcoWorld International Berhad Limited group to create two new joint venture development businesses (JVs), one an asset holding company and the other a development management company. Be Living Holdings Limited owns a 30% equity stake in each.

All staff in The Be Living Holdings Limited group transferred to the new JV development management company and the new JV asset holding company has initially acquired a number of subsidiaries engaged in six current developments from the Be Living Holdings Limited group.

As a result of this corporate transaction the following subsidiaries for which Be Living Limited was a parent company were disposed of at greater than their carrying value so no loss was made. These subsidiaries were as follows:

Be (Barking) LLP
Be Living (Lampton) LLP
Goldsworth Road Development LLP
Prime Place (Millbrook) LLP
Be M&J LLP
Be (M&J Retail) Ltd
Be Eco World Development Management Company Ltd

The Group has also entered into the conditional sale of additional subsidiaries that will deliver a further seven development schemes in London and the South East. Certain other developments have been retained by the Group.