

4 Hardman Square Retail Limited

Report and Financial Statements

Year Ended

31 December 2012

Company Number 5875491



4 Hardman Square Retail Limited

Report and financial statements for the year ended 31 December 2012

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Directors

M J Ingall
F P Graham-Watson
S P Lyell

Secretary and registered office

A Campbell, Level 5, Tower 12, 18-20 Bridge Street, Avenue North, Spinningfields, Manchester, M3 3BZ

Company number

5875491

Auditors

BDO LLP, 55 Baker Street, London, W1U 7EU

4 Hardman Square Retail Limited

Report of the directors for the year ended 31 December 2012

The directors present their annual report and audited financial statements of the company for the year ended 31 December 2012

Principal activities and trading review

The principal activity of the company is property investment

The profit and loss account is set out on page 5 and shows a profit after tax for the year of £231,115 (2011 - loss of £11,382) The company received rental income from its investment property during the year The directors expect the company's business to continue in the following year

Directors

The directors of the company during the financial year were

M J Ingall
F P Graham-Watson
S P Lyell

Directors' responsibilities

The directors are responsible for preparing the annual report and the financial statements in accordance with applicable law and United Kingdom Generally Accepted Accounting Practice

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 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,
- 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

4 Hardman Square Retail Limited

Report of the directors for the year ended 31 December 2012 (*continued*)

Auditors

All the current directors have taken all the steps they ought to have taken to make themselves aware of any information needed by the company's auditors for the purposes of their audit and to establish that the auditors are aware of that information. The directors are not aware of any relevant audit information of which the auditors are unaware.

BDO LLP have expressed their willingness to continue in the office.

Small companies' exemption

In preparing the directors' report advantage has been taken of the small companies' exemption provided by s415a of the Companies Act 2006.

On behalf of the Board



F P Graham-Watson

Director

Date 20/9/2013

4 Hardman Square Retail Limited

Independent auditor's report

TO THE MEMBERS OF 4 HARDMAN SQUARE RETAIL LIMITED

We have audited the financial statements of 4 Hardman Square Retail Limited for the year ended 31 December 2012 which comprise the profit and loss account, the statement of total recognised gains and losses, the reconciliation of movements in shareholders' funds, 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 (United Kingdom Generally Accepted Accounting Practice).

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.

Respective responsibilities of directors and auditors

As explained more fully in the statement of directors' responsibilities, 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 Auditing Practices Board'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 Financial Reporting Council'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 2012 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 matters 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.

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Independent auditor's report (*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 prepare the financial statements and the directors' report in accordance with the small companies' regime

Alexander Tapp

*Alexander Tapp (senior statutory auditor)
For and on behalf of BDO LLP, statutory auditor
London
United Kingdom*

Date *20 SEPTEMBER 2013*

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

4 Hardman Square Retail Limited

Profit and loss account for the year ended 31 December 2012

	Note	2012 £	2011 £
Turnover	2	167,651	136,772
Cost of sales		(9,841)	(599)
Gross profit		157,810	136,173
Administrative expenses		73,305	(147,555)
Profit/(loss) on ordinary activities before and after taxation and retained profit for the year	3,8	231,115	(11,382)

All amounts relate to continuing activities

The notes on pages 8 to 11 form part of these financial statements

4 Hardman Square Retail Limited

Statement of total recognised gains and losses and reconciliation of movements in shareholders' funds for the year ended 31 December 2012

	2012 £	2011 £
Statement of total recognised gains and losses		
Profit/(loss) for the financial year	231,115	(11,382)
Unrealised surplus/(deficit) on revaluation of investment properties	196,555	(200,000)
	<hr/>	<hr/>
Total recognised gains and losses in the year	427,670	(211,382)
	<hr/>	<hr/>
Reconciliation of movements in shareholders' funds		
Profit/(loss) for the financial year	231,115	(11,382)
Unrealised surplus/(deficit) on revaluation of investment properties	196,555	(200,000)
	<hr/>	<hr/>
Net increase/(decrease) in shareholders' funds	427,670	(211,382)
Opening shareholders' funds	1,964,507	2,175,889
	<hr/>	<hr/>
Closing shareholders' funds	2,392,177	1,964,507
	<hr/>	<hr/>

The notes on pages 8 to 11 form part of these financial statements


4 Hardman Square Retail Limited

Balance sheet at 31 December 2012

Company number 5875491	Note	2012 £	2012 £	2011 £	2011 £
Fixed assets					
Investment properties	4		2,196,555		2,000,000
Current assets					
Debtors	5	239,612		8,254	
Current liabilities					
Creditors amounts falling due within one year	6	(43,990)		(43,747)	
Net current assets/(liabilities)			195,622		(35,493)
Net assets			2,392,177		1,964,507
Represented by					
Capital and reserves					
Called up share capital	7		1		1
Revaluation reserve	8		1,893,620		1,697,065
Profit and loss account	8		498,556		267,441
Shareholders' funds			2,392,177		1,964,507

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

The financial statements were approved by the Board of Directors and authorised for issue on 20/9/2012



F P Graham-Watson
Director

The notes on pages 8 to 11 form part of these financial statements

4 Hardman Square Retail Limited

Notes forming part of the financial statements
for the year ended 31 December 2012

1 Accounting policies

The following principal accounting policies have been applied in the preparation of these financial statements

Accounting convention

These financial statements have been prepared under the historical cost convention as modified by the revaluation of certain assets

Turnover

Turnover is stated net of VAT and comprises rental income, commissions and fees receivable. This is attributable to the company's principal activity wholly undertaken in the United Kingdom.

Investment properties – Leasehold properties

All investment properties are valued each year on an open market value basis and the aggregate surplus or temporary deficit arising from such revaluation is transferred to the revaluation reserve. Deficits that are expected to be permanent are taken to the profit and loss account. Acquisitions and disposals of properties are recognised where binding contracts have been exchanged during the accounting period, provided completion takes place prior to approval of the financial statements.

Depreciation – Investment Properties

In accordance with Statement of Standard Accounting Practice No 19, no depreciation is provided in respect of freehold properties and leasehold properties with over 20 years to run. Although the Companies Act would normally require the systematic depreciation of such assets, the Directors believe that this departure from the statutory rules is necessary for the financial statements to give a true and fair view. Depreciation is only one of the many factors reflected in the annual valuation, and it is not practicable to quantify separately the amount which might otherwise have been shown.

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Notes forming part of the financial statements
for the year ended 31 December 2012 (*continued*)

1 Accounting policies (*continued*)

Deferred taxation

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date except that

- deferred tax is not recognised on timing differences arising on revalued properties unless the company has entered into a binding sale agreement and is not proposing to take advantage of rollover relief, and
- the recognition of deferred tax assets is limited to the extent that the company anticipates to make sufficient taxable profits in the future to absorb the reversal of the underlying timing differences

Deferred tax balances are not discounted

2 Turnover

	2012 £	2011 £
Rental income receivable	167,651	136,772

The group had no employees and the directors received no remuneration in the year

Audit fees are borne by the ultimate parent company

3 Taxation on profit on ordinary activities

The tax assessed for the year is lower than the standard rate of corporation tax in the UK applied to profit before tax. The differences are explained below

	2012 £	2011 £
Profit/(loss) on ordinary activities before tax	231,115	(11,382)
Reconciliation of current year tax charge		
Profit/(loss) on ordinary activities at the standard rate of corporation tax in the UK of 24.5% (2011 – 26.5%)	56,623	(3,016)
Effects of		
Expenses not deductible for tax purposes	(21,206)	22,937
Group relief receivable	(35,417)	(19,921)
Current tax charge for year	-	-

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Notes forming part of the financial statements
for the year ended 31 December 2012 *(continued)*

4 Investment properties

	Leasehold property £
At 1 January 2012	2,000,000
Unrealised surplus on revaluation of investment properties	196,555
	<hr/>
At 31 December 2012	2,196,555
	<hr/>

The investment property was valued by the directors at its open market value on an existing use basis at 31 December 2012

The historical cost of the investment property is £302,935 (2011 - £302,935)

5 Debtors

	2012 £	2011 £
Trade debtors	661	807
Other debtors	122	2,030
Amounts due from group undertakings	235,384	-
Prepayments and accrued income	3,445	5,417
	<hr/>	<hr/>
	239,612	8,254
	<hr/>	<hr/>

6 Creditors amounts falling due within one year

	2012 £	2011 £
Trade creditors	736	460
Other creditors	7,709	7,709
Accruals and deferred income	35,545	35,578
	<hr/>	<hr/>
	43,990	43,747
	<hr/>	<hr/>

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Notes forming part of the financial statements
for the year ended 31 December 2012 *(continued)*

7 Share capital

	2012 Number	Authorised 2011 Number	2012 £	2011 £
Ordinary shares of £1 each	1,000	1,000	1,000	1,000
	2012 Number	Allotted, called up and fully paid 2011 Number	2012 £	2011 £
Ordinary shares of £1 each	1	1	1	1

8 Reserves

	Revaluation reserve £	Profit and loss account £
Balance at 1 January 2012	1,697,065	267,441
Retained profit for the year	-	231,115
Unrealised surplus on revaluation of fixed assets	196,555	-
Balance at 31 December 2012	1,893,620	498,556

9 Contingent liability

The company's assets have been given as security for a bank loan drawn by the parent company, Allied London Holdco Four Limited. The maximum amount of this guarantee is £18m.

10 Cash flow statement

The company has taken advantage of the exemption conferred by Financial Reporting Standard 1, "Cash Flow Statements", not to prepare a cash flow statement on the grounds that it is a small entity, as defined by s382 of the Companies Act 2006.

11 Related party transactions

The company has taken advantage of the exemption allowed by Financial Reporting Standard 8, "Related party disclosures", not to disclose any transactions with members of the group headed by Capital Holdco Limited on the grounds that 100% of the voting rights in the group members are controlled by Capital Holdco Limited.

12 Ultimate parent company

As a result of a group reorganisation that took place on 17 December 2012, the company's immediate parent changed to Allied London Holdco Four Limited. The ultimate parent company remains Capital Holdco Limited, a company incorporated in the British Virgin Islands.