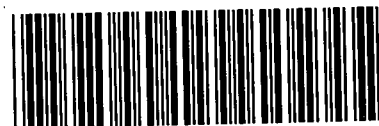


Company Registration No. 06444132 (England and Wales)

LDC (VERNON SQUARE) LIMITED
DIRECTORS' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2013

TUESDAY



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COMPANIES HOUSE

LDC (VERNON SQUARE) LIMITED

COMPANY INFORMATION

Directors	N Richards M C Allan J J Lister C R Szpojnarowicz (Appointed 21 March 2013)
Secretary	C R Szpojnarowicz
Company number	06444132
Registered office	The Core 40 St Thomas Street BRISTOL BS1 6JX
Auditor	KPMG Audit Plc 15 Canada Square LONDON E14 5GL
Business address	The Core, 40 St Thomas Street BRISTOL BS1 6JX

LDC (VERNON SQUARE) LIMITED

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LDC (VERNON SQUARE) LIMITED

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 DECEMBER 2013

The directors present their report and financial statements for the year ended 31 December 2013.

Principal activities

The principal activity of the company is property development. The directors do not recommend the payment of a dividend (2012: £nil).

The company's registration number is 06444132.

Directors

The following directors have held office since 1 January 2013:

N Richards

M C Allan

J J Lister

C R Szpojnarowicz

(Appointed 21 March 2013)

A D Reid

(Resigned 21 March 2013)

Statement of disclosure to auditor

So far as the directors are aware, there is no relevant audit information of which the company's auditor is unaware. Additionally, the directors have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditor is aware of that information.

LDC (VERNON SQUARE) LIMITED

DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2013

Statement of directors' responsibilities in respect of the directors' report and the financial statements

The directors are responsible for preparing the Directors' 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 they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice).

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 judgments and 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 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.

By order of the board



C R Szpojnarowicz

Secretary

19 September 2014

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF LDC (VERNON SQUARE) LIMITED

We have audited the financial statements of LDC (Vernon Square) Limited for the year ended 31 December 2013 set out on pages 5 to 12. 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 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 auditor

As explained more fully in the Directors' Responsibilities Statement set out on page 2 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 2013 and of its loss for the year then ended;
- have been properly prepared in accordance with UK 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.

INDEPENDENT AUDITOR'S REPORT (CONTINUED)
TO THE MEMBERS OF LDC (VERNON SQUARE) LIMITED

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.
- the directors were not entitled to take advantage of the small companies exemption in not preparing a strategic report.



Kate Teal (Senior Statutory Auditor)
for and on behalf of KPMG Audit Plc

19 September 2014

Chartered Accountants
Statutory Auditor

KPMG Audit Plc
15 Canada Square
LONDON
E14 5GL

LDC (VERNON SQUARE) LIMITED

PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 31 DECEMBER 2013

	Notes	2013 £	2012 £
Turnover		936,485	1,304,179
Reversal of impairment/(impairment) of investment property		310,058	(1,000,635)
Administrative expenses		-	(3,532)
Operating profit	2	<u>1,246,543</u>	<u>300,012</u>
Interest payable and similar charges	3	<u>(1,592,649)</u>	<u>(626,388)</u>
Loss on ordinary activities before taxation		<u>(346,106)</u>	<u>(326,376)</u>
Tax on loss on ordinary activities	4	-	-
Loss for the year	10	<u><u>(346,106)</u></u>	<u><u>(326,376)</u></u>

The profit and loss account has been prepared on the basis that all operations are continuing operations.

There are no recognised gains and losses other than those passing through the profit and loss account.

There is no difference between the loss for the year as stated above and its historical cost equivalent.

LDC (VERNON SQUARE) LIMITED

BALANCE SHEET

AS AT 31 DECEMBER 2013

	Notes	2013 £	£	2012 £	£
Fixed assets					
Tangible assets	5	21,140,000		20,800,000	
Current assets					
Creditors: amounts falling due within one year	6	(23,210,120)		(6,681,099)	
Net current liabilities		(23,210,120)		(6,681,099)	
Total assets less current liabilities		(2,070,120)		14,118,901	
Creditors: amounts falling due after more than one year	7	-		(15,842,915)	
Net liabilities		(2,070,120)		(1,724,014)	
Capital and reserves					
Called up share capital	9	1		1	
Profit and loss account	10	(2,070,121)		(1,724,015)	
Shareholder's deficit	11	(2,070,120)		(1,724,014)	

Approved by the Board and authorised for issue on 19 September 2014



N Richards
Director

Company Registration No. 06444132

LDC (VERNON SQUARE) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2013

1 Accounting policies

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

1.1 Basis of preparation

The financial statements are prepared in accordance with applicable accounting standards (UK GAAP) and under the historical cost convention.

The company has taken advantage of the exemption in Financial Reporting Standard No 1 (Revised 1996) from the requirement to produce a cash flow statement on the grounds that it is a subsidiary undertaking where 90 percent or more of the voting rights are controlled within the group.

1.2 Going concern

The financial statements have been prepared on the going concern basis, notwithstanding net current liabilities of £23,210,120 which the directors believe to be appropriate for the following reasons. The company is dependent for its working capital on funds provided to it by The UNITE Group plc. The UNITE Group plc 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 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 directors acknowledge 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 to believe that it will not do so. Based on this understanding the directors believe that it remains appropriate to prepare the financial statements on a going concern basis. The financial statements do not include any adjustments that would result from the basis of preparation being inappropriate.

1.3 Tangible fixed assets and depreciation

In accordance with SSAP19 Accounting for Investment Properties:

- investment properties are revalued every six months at market value (determined in accordance with the Guidance Notes on the valuation of assets issued by the Royal Institution of Chartered Surveyors). Surpluses and deficits arising are transferred to the revaluation reserve except that any permanent impairment in the value of an investment property is taken to the profit and loss account for the year where it cannot be demonstrated that the recoverable amount of the asset is greater than the revalued amount; and
- no depreciation or amortisation is provided in respect of freehold investment properties or leasehold investment properties with over 20 years to run.

This treatment, as regards the company's investment properties, may be a departure from the requirements of the Companies Act concerning the depreciation of fixed assets. However, these properties are not held for consumption but for investment and the directors consider that systematic annual depreciation would be inappropriate. The accounting policy adopted is therefore necessary for the accounts to give a true and fair view. Depreciation or amortisation is only one of the many factors reflected in the annual valuation and the amount which might otherwise have been shown cannot be separately identified or quantified.

Net gains or losses on disposal of investment properties are calculated by reference to book value at the date of disposal and any revaluation surpluses of earlier years are transferred from revaluation reserve to the profit and loss account as a reserve movement.

LDC (VERNON SQUARE) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2013

1 Accounting policies

(Continued)

1.4 Deferred taxation

The charge for taxation is based on the result for the year and takes account of taxation deferred because of timing differences between the treatment of certain items for taxation and treatment under the company's accounting policies.

Deferred tax assets and liabilities arise from timing differences between the recognition of gains and losses in the financial statements and their recognition in a tax computation.

In accordance with FRS19, deferred tax is provided in respect of all timing differences that have originated but not reversed at the balance sheet date that may give rise to an obligation to pay more or less tax in the future except as otherwise provided by FRS19. Deferred tax is not recognised when fixed assets are revalued unless by the balance sheet date there is a binding agreement to sell the revalued assets and the gain or loss expected to arise on the sale has been recognised in the financial statements. Deferred tax is measured on a non-discounted basis.

1.5 Borrowings

Interest bearing borrowings are recognised initially at cost, less attributable transaction costs. Subsequent to initial recognition, interest bearing borrowings are stated at amortised cost with any difference between cost and redemption value being recognised in the profit and loss account over the term of the borrowings at a constant rate on the carrying amount.

1.6 Turnover

Turnover from property leased out under operating leases is recognised in the profit and loss account on a straight line basis over the term of the lease. Lease incentives granted are recognised as an integral part of the total rental income and are spread over the shorter of the lease term or the date when it is expected rent will revert to the prevailing market rate.

2 Operating profit

2013

2012

£

£

Operating profit is stated after (crediting)/charging:

(Reversal of impairment)/impairment of property	(310,058)	1,000,635
Rental income received under operating leases	(936,485)	(1,304,179)

Auditor's remuneration of £555 (2012: £550) was borne by another group company.

Fees paid to the company's auditor, KPMG Audit Plc and its associates for services other than statutory audit of the company are not disclosed in the company's accounts since the consolidated accounts of the company's parent, The UNITE Group plc are required to disclose non audit fees on a consolidated basis.

Directors' remuneration was borne by another group company in respect of both years.

LDC (VERNON SQUARE) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2013

3	Interest payable and similar charges	2013	2012
		£	£
	Bank loan interest	582,543	626,388
	SWAP break costs	1,638,500	-
	SWAP premium amortisation	(628,394)	-
		<u>1,592,649</u>	<u>626,388</u>
4	Taxation	2013	2012
		£	£
	Current tax charge	-	-
		<u>-</u>	<u>-</u>
	Factors affecting the tax charge for the year		
	Loss on ordinary activities before taxation	(346,106)	(326,376)
		<u>(346,106)</u>	<u>(326,376)</u>
	Loss on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 23.25% (2012 - 24.50%)	(80,470)	(79,962)
		<u>(80,470)</u>	<u>(79,962)</u>
	Effects of:		
	Group relief surrendered	209,486	190,663
	Capital allowances	(34,980)	(42,336)
	Other tax adjustments	(94,036)	(68,365)
		<u>80,470</u>	<u>79,962</u>
	Current tax charge	-	-
		<u>-</u>	<u>-</u>

LDC (VERNON SQUARE) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2013

5 Tangible fixed assets

	Investment property £
Cost	
At 1 January 2013	20,800,000
Additions	29,942
Reversal of impairment	310,058
At 31 December 2013	<u>21,140,000</u>

The investment property was valued as at 31 December 2013, on the basis of 'market value' as defined in the RICS Appraisal and Valuation Manual issued by the Royal Institution of Chartered Surveyors by Jones Lang LaSalle Limited, Chartered Surveyors, as external valuers. The historical cost of the property at 31 December 2013 was £21,830,577 (31 December 2012: £21,800,635). The property is freehold.

6 Creditors: amounts falling due within one year	2013 £	2012 £
Amounts owed to group undertakings	23,210,120	5,983,117
Other creditors	-	697,982
	<u>23,210,120</u>	<u>6,681,099</u>

7 Creditors: amounts falling due after more than one year	2013 £	2012 £
Bank loans	-	15,842,915
Loan maturity analysis		
In more than one year but not more than two years	-	15,842,915

The bank loan, which was secured over the property, was repaid in full during the financial period. Interest was charged at a fixed rate of 5.12%. In the previous year, the company managed its interest rate risk by making use of interest rate SWAPs covering £11,200,000 of the total bank balance at 31 December 2012.

The bank loan of £15,842,915 was repaid in November 2013 and was replaced with intragroup loans from within The UNITE Group plc, which are interest free with no fixed repayment date.

LDC (VERNON SQUARE) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2013

8 Provisions for liabilities and charges

The deferred tax balance at 31 December 2013 comprised as follows:

	Amount not provided £
Capital allowances	66,251
Group losses available for offset	(66,251)
Balance at 31 December 2013	-

No other provisions were made during the year.

Deferred tax assets and liabilities on all timing differences have been calculated at 20%, being the rate of UK corporation tax that was substantively enacted at the balance sheet date, which is applicable from 1 April 2015. There are no other factors that may significantly affect future tax charges.

9 Share capital	2013 £	2012 £
Allotted, called up and fully paid		
1 Ordinary shares of £1 each	1	1

10 Statement of movements on profit and loss account

	Profit and loss account £
Balance at 1 January 2013	(1,724,015)
Loss for the year	(346,106)
Balance at 31 December 2013	(2,070,121)

11 Reconciliation of movements in shareholders' funds	2013 £	2012 £
Loss for the financial year	(346,106)	(326,376)
Opening shareholders' deficit	(1,724,014)	(1,397,638)
Closing shareholders' deficit	(2,070,120)	(1,724,014)

LDC (VERNON SQUARE) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) **FOR THE YEAR ENDED 31 DECEMBER 2013**

12 Contingent liabilities

The Company had no contingent liabilities at 31 December 2013 (31 December 2012: £nil).

13 Capital commitments

The Company had no capital commitments at 31 December 2013 (31 December 2012: £nil).

14 Employees

There were no employees in either year.

15 Control

The company's immediate parent undertaking is LDC (Holdings) plc.

The company's ultimate parent undertaking is The UNITE Group plc. The largest and smallest group in which the results of the company are consolidated is that headed by The UNITE Group plc. The consolidated accounts of this company are available to the public and can be obtained from The Core, 40 St Thomas Street, BRISTOL, BS1 6JX.

16 Related party transactions

The company has taken advantage of the exemption available in accordance with FRS 8 'Related party disclosures' not to disclose transactions entered into between two or more members of a group, as the company is a wholly owned subsidiary undertaking of the group to which it is party to the transactions.