

Company Registration No. 07434025 (England and Wales)

**LDC (MANSFIELD) GP3 LIMITED**  
**ANNUAL REPORT AND FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2015**

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# **LDC (MANSFIELD) GP3 LIMITED**

## **COMPANY INFORMATION**

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<b>Directors</b>	J J Lister N Richards C R Szpojnarowicz
<b>Secretary</b>	C R Szpojnarowicz
<b>Company number</b>	07434025
<b>Registered office</b>	The Core 40 St Thomas Street BRISTOL BS1 6JX
<b>Auditor</b>	Deloitte LLP 3 Rivergate Temple Quay Bristol United Kingdom BS1 6GD
<b>Business address</b>	The Core 40 St Thomas Street BRISTOL BS1 6JX

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# **LDC (MANSFIELD) GP3 LIMITED**

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# **LDC (MANSFIELD) GP3 LIMITED**

## **DIRECTORS' REPORT**

**FOR THE YEAR ENDED 31 DECEMBER 2015**

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The directors present their annual report and audited financial statements for the year ended 31 December 2015.

### **Principal activities**

The principal activity of the Company continued to be that of Joint General Partner in the LDC (Mansfield) Management Limited Partnership, a UK Limited Partnership.

The company registration number is 07434025.

### **Directors**

The directors who held office during the year and subsequently were as follows:

J J Lister  
N Richards  
C R Szpojnarowicz

### **Results and dividends**

The results for the year are set out on page 6.

Ordinary dividends were paid amounting to £3,212 (2014: £nil). The directors do not recommend payment of a final dividend.

### **Financial risk management**

#### ***Treasury operations and Financial instruments***

The company has access to the group treasury function which is responsible for managing the liquidity and interest rate risks associated with the group's activities.

The company's principal financial instruments include bank overdrafts and loans, the main purpose of which is to raise finance for the company's operations. In addition, the company has various other financial assets and liabilities arising directly from its operations.

### **Auditor**

Each of the directors in office at the date of approval of this annual report confirms that:

- so far as the director is aware, there is no relevant audit information of which the Company's auditor is unaware, and
- the director has taken all the steps that he / she 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 s418 of the Companies Act 2006.

Deloitte LLP were appointed auditor to the Company during the year and in accordance with section 487 of the Companies Act 2006, have been deemed reappointed.

# **LDC (MANSFIELD) GP3 LIMITED**

## **DIRECTORS' REPORT (CONTINUED)**

***FOR THE YEAR ENDED 31 DECEMBER 2015***

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### **Going concern**

The directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis in preparing the annual financial statements.

Further details regarding the adoption of the going concern basis can be found in the accounting policies in the financial statements.

### **Approval for reduced disclosures**

The Company, as a qualifying entity, has taken advantage of the disclosure exemptions in FRS 102 paragraph 1.12. The Company's shareholder has been notified in writing about the intention to take advantage of the disclosure exemptions and no objections have been received.

The Company also intend to take advantage of these exemptions in the financial statements to be issued in the following year. Objections may be served on the Company by LDC (Mansfield) Limited, as the immediate parent of the entity.

By order of the board

Christopher Szpojnarowicz

C R Szpojnarowicz

**Secretary**

22 September 2016

# **LDC (MANSFIELD) GP3 LIMITED**

## **DIRECTORS' RESPONSIBILITIES STATEMENT**

***FOR THE YEAR ENDED 31 DECEMBER 2015***

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The directors are responsible for preparing the Annual 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, including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland". 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.

# **LDC (MANSFIELD) GP3 LIMITED**

## **INDEPENDENT AUDITOR'S REPORT**

### **TO THE MEMBERS OF LDC (MANSFIELD) GP3 LIMITED**

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We have audited the financial statements of LDC (Mansfield) GP3 Limited for the year ended 31 December 2015 which comprise the Statement of Total Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity and the related notes 1 to 14. 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 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland".

This report is made solely to the company's members 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, 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 Auditing Practices Board's Ethical Standards for Auditors.

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

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Annual Report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

#### **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.

## **LDC (MANSFIELD) GP3 LIMITED**

### **INDEPENDENT AUDITOR'S REPORT (CONTINUED)**

#### **TO THE MEMBERS OF LDC (MANSFIELD) GP3 LIMITED**

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##### **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 in not preparing a strategic report.

##### **Other matter**

As the company was exempt from audit under section 477 of the Companies Act 2006 in the prior year we have not audited the corresponding amounts for that year.

*Delyth Jones*

**Delyth Jones (Senior Statutory Auditor)  
for and on behalf of Deloitte LLP**

21/9/16

**Chartered Accountants  
Statutory Auditor**

3 Rivergate  
Temple Quay  
Bristol  
United Kingdom  
BS1 6GD



# LDC (MANSFIELD) GP3 LIMITED

## STATEMENT OF TOTAL COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER 2015

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	Notes	2015 £	2014 £
Income from group undertakings	5	3,212	-
<b>Profit/result before taxation</b>		<u>3,212</u>	<u>-</u>
Taxation	6	-	-
<b>Profit/result for the financial year attributable to the equity shareholders of the company</b>		<u>3,212</u>	<u>-</u>
<b>Total comprehensive income/result for the year</b>		<u><u>3,212</u></u>	<u><u>-</u></u>

The statement of total comprehensive income has been prepared on the basis that all operations are continuing operations.

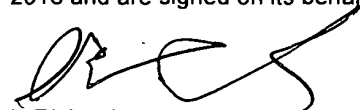
# LDC (MANSFIELD) GP3 LIMITED

## BALANCE SHEET

AS AT 31 DECEMBER 2015

	Notes	2015 £	£	2014 £	£
<b>Current assets</b>					
Debtors	8	1,691		1,691	
<b>Creditors: amounts falling due within one year</b>		-		-	
Net current assets			1,691		1,691
<b>Capital and reserves</b>					
Called up share capital	9		1		1
Profit and loss reserves			1,690		1,690
<b>Total equity</b>			1,691		1,691

The financial statements were approved by the board of directors and authorised for issue on 22 September 2016 and are signed on its behalf by:



N Richards  
Director

Company Registration No. 07434025

# LDC (MANSFIELD) GP3 LIMITED

## STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 DECEMBER 2015

	Notes	Called up share capital £	Profit and loss reserves £	Total £
Balance at 1 January 2014 as previously stated		1	1,690	1,691
Effect of transition to FRS 102		-	-	-
<b>Balance at 1 January 2014</b>		<u>1</u>	<u>1,690</u>	<u>1,691</u>
<b>Year ended 31 December 2014:</b>				
Result and total comprehensive result for the financial year		-	-	-
<b>Balance at 31 December 2014</b>		<u>1</u>	<u>1,690</u>	<u>1,691</u>
<b>Year ended 31 December 2015:</b>				
Profit and total comprehensive income for the financial year		-	3,212	3,212
Dividends paid on equity shares	7	-	(3,212)	(3,212)
<b>Balance at 31 December 2015</b>		<u><u>1</u></u>	<u><u>1,690</u></u>	<u><u>1,691</u></u>

# **LDC (MANSFIELD) GP3 LIMITED**

## **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2015**

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### **1 Accounting policies**

#### **Company information**

LDC (Mansfield) GP3 Limited is a limited company domiciled and incorporated in England and Wales. The registered office is The Core, 40 St Thomas Street, BRISTOL.

#### **1.1 Accounting convention**

The principal accounting policies are summarised below. They have been applied consistently throughout the year and to the preceding year.

The nature of the company's operations and its principal activities are set out in the Directors' Report of page 1.

The financial statements have been prepared under the historical cost convention, modified to include certain items at fair value, and in accordance with Financial Reporting Standard 102 (FRS 102) issued by the Financial Reporting Council. The prior year financial statements were restated for material adjustments on adoption of FRS 102 in the current year. For more information see note 14.

The functional currency of LDC (Mansfield) GP3 Limited is considered to be pounds sterling because that is the currency of the primary economic environment in which the Company operates.

LDC (Mansfield) GP3 Limited meets the definition of a qualifying entity under FRS 102 and has therefore taken advantage of the disclosure exemptions available to it in respect of its separate financial statements. LDC (Mansfield) GP3 Limited is consolidated in the financial statements of its ultimate parent, The Unite Group plc, which may be obtained at The Core, 40 St Thomas Street, BRISTOL. Exemptions have been taken in these separate Company financial statements in relation to presentation of a cash flow statement, financial instruments, intra-group transactions and remuneration of key management personnel.

#### **1.2 Going concern**

The directors' report describes the details of the Company's financial risk management activities.

The Company meets its day to day working capital requirements via the inter-group account with its parent undertaking.

The directors have at the time of approving the financial statements, a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the financial statements:

# LDC (MANSFIELD) GP3 LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2015

### 1 Accounting policies

(Continued)

#### 1.3 Financial instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument.

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities.

##### *i. Financial assets and liabilities*

All financial assets and liabilities are initially measured at transaction price (including transaction costs), except for those financial assets classified as at fair value through profit or loss, which are initially measured at fair value (which is normally the transaction price excluding transaction costs), unless the arrangement constitutes a financing transaction. If an arrangement constitutes a financing transaction, the financial asset or financial liability is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Financial assets and liabilities are only offset in the balance sheet when, and only when there exists a legally enforceable right to set off the recognised amounts and the Company intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Debt instruments which meet the following conditions are subsequently measured at amortised cost using the effective interest method:

- a. The contractual return to the holder is (i) a fixed amount; (ii) a positive fixed rate or a positive variable rate; or (iii) a combination of a positive or a negative fixed rate and a positive variable rate.
- b. The contract may provide for repayments of the principal or the return to the holder (but not both) to be linked to a single relevant observable index of general price inflation of the currency in which the debt instrument is denominated, provided such links are not leveraged.
- c. The contract may provide for a determinable variation of the return to the holder during the life of the instrument, provided that (i) the new rate satisfies condition (a) and the variation is not contingent on future events other than (1) a change of a contractual variable rate; (2) to protect the holder against credit deterioration of the issuer; (3) changes in levies applied by a central bank or arising from changes in relevant taxation or law; or (ii) the new rate is a market rate of interest and satisfies condition (a).
- d. There is no contractual provision that could, by its terms, result in the holder losing the principal amount or any interest attributable to the current period or prior periods.
- e. Contractual provisions that permit the issuer to prepay a debt instrument or permit the holder to put it back to the issuer before maturity are not contingent on future events, other than to protect the holder against the credit deterioration of the issuer or a change in control of the issuer, or to protect the holder or issuer against changes in levies applied by a central bank or arising from changes in relevant taxation or law.
- f. Contractual provisions may permit the extension of the term of the debt instrument, provided that the return to the holder and any other contractual provisions applicable during the extended term satisfy the conditions of paragraphs (a) to (c).

Debt instruments that are classified as payable or receivable within one year on initial recognition and which meet the above conditions are measured at the undiscounted amount of the cash or other consideration expected to be paid or received, net of impairment.

With the exception of some hedging instruments, other debt instruments not meeting these conditions are measured at fair value through profit or loss.

Commitments to make and receive loans which meet the conditions mentioned above are measured at cost (which may be nil) less impairment.

# LDC (MANSFIELD) GP3 LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2015

### 1 Accounting policies

(Continued)

#### Financial instruments (continued)

Financial assets are derecognised when and only when a) the contractual rights to the cash flows from the financial asset expire or are settled, b) the Company transfers to another party substantially all of the risks and rewards of ownership of the financial asset, or c) the Company, despite having retained some, but not all, significant risks and rewards of ownership, has transferred control of the asset to another party.

Financial liabilities are derecognised only when the obligation specified in the contract is discharged, cancelled or expires.

#### ii. Equity instruments

Equity instruments issued by the company are recorded at the fair value of cash or other resources received or receivable, net of direct issue costs.

### 2 Critical accounting judgements and key sources of estimation uncertainty

In the application of the Company's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and 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 current and future periods.

There are no estimates and assumptions which have significant risk of causing material adjustment to the carrying amount of assets and liabilities.

### 3 Auditor's remuneration

	2015	2014
	£	£
Fees payable to the company's auditor and its associates:		
<b>For audit services</b>		
Audit of the company's financial statements	415	-

All auditor remuneration was borne by another group company.

There were no fees for services other than statutory audit of the Company paid to the Company's auditor, Deloitte LLP and its associates.

### 4 Employees

There were no employees during either year.

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

# LDC (MANSFIELD) GP3 LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2015

5	Income from group undertakings	2015 £	2014 £
	Income from group undertakings	3,212	-

6	Taxation	2015 £	2014 £
	<b>Current tax</b>		
	UK corporation tax on profits for the current period	-	-
	Total tax charge	-	-

The standard rate of tax applied to reported profit on ordinary activities is 20.25% (2014: 21.5%). The applicable tax rate has changed following the substantive enactment of the Finance Act 2015. The blended tax rate has been calculated using 21% for the first three month of the year and 20% for the nine months thereafter. There is no expiry date in timing differences, unused tax losses or tax credits.

The differences between the total tax charge shown above and the amount calculated by applying the standard rate of UK corporation tax to the profit before tax is as follows:

	2015 £	2014 £
Profit before taxation	3,212	-
Expected tax charge based on a blended effective corporation tax rate of 20.25% (2014: 21.5%)	650	-
Tax effect of income not taxable in determining taxable profit	(650)	-
Share of partnership income	323	-
Availability of group relief	(323)	-
Tax expense for the year	-	-

7	Dividends	2015 £	2014 £
	Interim paid	3,212	-
		3,212	-

Interim dividends were paid for the year ended 31 December 2015 of £3,212 per share (2014: £nil).

## LDC (MANSFIELD) GP3 LIMITED

### NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2015

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#### 8 Debtors

	2015	2014
	£	£
Amounts falling due within one year:		
Amounts due from group undertakings	1,691	1,691

Amounts due to group undertakings are interest free and repayable on demand.

#### 9 Called up share capital

	2015	2014
	£	£
Ordinary called up share capital Issued and fully paid 1 Ordinary of £1 each	1	1

#### 10 Contingent liabilities

The Company had no contingent liabilities at 31 December 2015 (2014: £nil).

#### 11 Capital commitments

The Company had no capital commitments at 31 December 2015 (2014: £nil).

#### 12 Related party transactions

No guarantees have been given or received.

#### 13 Controlling party

The company's immediate parent undertaking is LDC (Mansfield) Limited.

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 financial statements of this company are available to the public and can be obtained from The Core, 40 St Thomas Street, BRISTOL, BS1 6JX.

#### 14 Transition to FRS 102

There has been no financial impact on the financial statements of the company as a result of the transition to FRS 102.