

20 THE PIAZZA LIMITED
REPORT AND FINANCIAL STATEMENTS
FOR THE PERIOD 28 MARCH 2013 TO 31 DECEMBER 2013

Company number 8465780



20THE PIAZZA LIMITED

DIRECTORS' REPORT

FOR THE PERIOD 28 MARCH 2013 TO 31 DECEMBER 2013

The Directors submit their report and audited financial statements of the Company for the period ended 31 December 2013.

INCORPORATION

The Company was incorporated (company number 8465780) and registered in England and Wales on 28 March 2013.

PRINCIPAL ACTIVITY

The principal activity of the Company has been the ownership and subsequent disposal of the residential units that made up 20 The Piazza, Covent Garden. The Company held one remaining unit at 31 December 2013.

BUSINESS REVIEW

The Company's results for and financial position at the period ended 31 December 2013 are set out in full in the statement of comprehensive income, the balance sheet and the notes relating thereto.

Both the level of business during the period and at the period end financial position were as expected. The profit on ordinary activities before tax was £2,048,000. Shareholder funds at 31 December 2013 were £2,048,000.

Given the straightforward nature of the business, the Company's Directors are of the opinion that analysis using KPIs is not necessary for an understanding of its development, performance or position.

The Directors believe that the principal risks and uncertainties facing the Company are not materially different to those disclosed in the group Annual Report & Accounts of Capital & Counties Properties PLC for the year ended 31 December 2013 that are publicly available and in which the Company is consolidated.

DIVIDENDS

The Directors do not recommend payment of a dividend for the period.

INVESTMENTS

The movements in non-current assets are set out in note 6.

DIRECTORS IN THE PERIOD

The Directors of the Company who were in office during the period and up to the date of signing the financial statements are given below:

S-J Curtis	appointed 28 March 2013
S Das	appointed 28 March 2013
I D Hawksworth	appointed 28 March 2013
B S Tattar	appointed 28 March 2013
G J Yardley	appointed 28 March 2013

20 THE PIAZZA LIMITED

DIRECTORS' REPORT

FOR THE PERIOD 28 MARCH 2013 TO 31 DECEMBER 2013

STATEMENT OF DIRECTORS' RESPONSIBILITIES

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 period. Under that law the Directors have prepared the financial statements in accordance with United Kingdom Accounting Standards, FRS 101 Reduced Disclosure Framework ("FRS 101"), applying the recognition, measurement and disclosure requirements of EU-adopted International Financial Reporting Standards ("IFRS"), as amended where necessary in order to comply with the Companies Act and the Regulations. The financial statements are required by law to give a true and fair view of the state of affairs of the Company and of its profit or loss for that period. In preparing those 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;
- state whether applicable United Kingdom Accounting Standards, including FRS 101 have been followed, subject to any material departures being disclosed and explained in the financial statements;
- notify its shareholders in writing about the use of disclosure exemptions, if any, available under FRS 101 in the preparation of 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 to 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.

DIRECTORS INDEMNITY

As permitted by the Articles of Association, the Directors have the benefit of an indemnity which is a qualifying third party indemnity provision as defined by Section 234 of the Companies Act 2006. The indemnity was in force throughout the financial period and is currently in force. The Company's ultimate parent Company also purchased and maintained Directors' and Officers' liability insurance throughout the financial period in respect of itself and its Directors.

DISCLOSURE OF INFORMATION TO AUDITORS

So far as the Directors are aware, there is no relevant audit information of which the Auditors are unaware and each Director has taken all reasonable steps to make himself or herself aware of any relevant audit information and to establish that the Auditors are aware of that information.

20 THE PIAZZA LIMITED

DIRECTORS' REPORT

FOR THE PERIOD 28 MARCH 2013 TO 31 DECEMBER 2013

INDEPENDENT AUDITORS

The Auditors, PricewaterhouseCoopers LLP, have indicated their willingness to continue in office. Under the provisions of the Companies Act 2006, the Company is not required to hold an annual general meeting and accordingly the Auditors, PricewaterhouseCoopers LLP, will therefore be deemed to be reappointed for each succeeding financial period.

By order of the Board



B S Tattar

Director

27 May 2014

20 THE PIAZZA LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF 20 THE PIAZZA LIMITED

REPORT ON THE FINANCIAL STATEMENTS

OUR OPINION

In our opinion the financial statements, defined below:

- give a true and fair view of the state of the Company's affairs as at 31 December 2013 and of its profit for the period 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.

This opinion is to be read in the context of what we say in the remainder of this report.

WHAT WE HAVE AUDITED

The financial statements, which are prepared by 20 The Piazza Limited, comprise:

- the balance sheet as at 31 December 2013;
- the statement of comprehensive income for the period then ended;
- the notes to the financial statements, which include a summary of significant accounting policies and other explanatory information.

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 FRS 101 "Reduced Disclosure Framework".

WHAT AN AUDIT OF FINANCIAL STATEMENTS INVOLVES

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) ("ISAs (UK & Ireland)"). 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 Report and Financial Statements 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 OTHER MATTER PRESCRIBED BY THE COMPANIES ACT 2006

In our opinion the information given in the Directors' Report for the financial period for which the financial statements are prepared is consistent with the financial statements.

20 THE PIAZZA LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF 20 THE PIAZZA LIMITED

OTHER MATTERS ON WHICH WE ARE REQUIRED TO REPORT BY EXCEPTION

Adequacy of accounting records and information and explanations received

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- 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.

We have no exceptions to report arising from this responsibility.

Entitlement to exemptions

Under the Companies Act 2006 we are required to report to you if, in our opinion, the Directors were not entitled to take advantage of the small companies exemption from preparing a strategic report. We have no exceptions to report arising from this responsibility.

RESPONSIBILITIES FOR THE FINANCIAL STATEMENTS AND THE AUDIT

Our responsibilities and those of the Directors

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 ISAs (UK & Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the Company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.



Mark Pugh (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
London
27 May 2014

20 THE PIAZZA LIMITED

STATEMENT OF COMPREHENSIVE INCOME FOR THE PERIOD 28 MARCH 2013 TO 31 DECEMBER 2013

	Notes	28 Mar- 31 Dec 2013 £000
Continuing operations		
Turnover	2	22,050
Cost of sales	2	<u>(19,911)</u>
Gross profit		2,139
Administrative expenses		<u>(2)</u>
Operating profit		2,137
Interest and similar charges	3	<u>(89)</u>
Profit on ordinary activities before tax	4	2,048
Tax on profit on ordinary activities	5	<u>-</u>
Profit for the period		<u>2,048</u>
Total comprehensive income for the period		<u>2,048</u>

The Company has no movements in shareholder funds other than those included in the statement of comprehensive income and therefore a separate statement of changes in equity has not been included.

The notes on pages 8 to 13 form part of these financial statements.


20 THE PIAZZA LIMITED

BALANCE SHEET AT 31 DECEMBER 2013

	Notes	2013 £000
Fixed assets		
Investment	6	<u>-</u>
Current assets		
Trading property	7	2,460
Debtors	8	<u>36</u>
		2,496
Creditors: amounts falling due within one year	9	<u>(448)</u>
Net assets		<u>2,048</u>
Capital and reserves		
Called up share capital	10	-
Profit and loss reserve		<u>2,048</u>
Total shareholder funds		<u>2,048</u>

Notes on pages 8 to 13 form part of these financial statements.

The financial statements on pages 6 to 13 have been approved by the Board of Directors on 27 May 2014 and signed on its behalf by


S Das
Director


B S Tattar
Director

20 THE PIAZZA LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD 28 MARCH 2013 TO 31 DECEMBER 2013

1. Accounting policies

Basis of preparation

These financial statements have been prepared under the historic cost convention and in accordance with the Companies Act 2006 and applicable accounting standards.

The Directors have concluded that the Company will have adequate support to continue in operational existence for the foreseeable future and have therefore prepared these financial statements on a going concern basis.

The Directors have prepared these financial statements in accordance with United Kingdom Accounting Standards, in particular, Financial reporting Standard 101 Reduced Disclosure Framework ("FRS 101") and the Companies Act 2006. FRS 101 sets out a reduced disclosure framework for a 'qualifying entity' as defined in that standard which addresses the financial reporting requirements and disclosure exemptions in the individual financial statements of qualifying entities that otherwise apply the recognition, measurement and disclosure requirements of EU-adopted IFRS. A qualifying entity is a member of a group where the parent of that group, being Capital & Counties Properties PLC, prepares publicly available consolidated financial statements which are intended to give a true and fair view (of the assets, liabilities, financial position and profit or loss), and that member is included in the consolidation. Details of where the consolidated financial statements can be obtained are disclosed in note 11.

The Directors of the Company have taken advantage of the following disclosure exemptions available under FRS 101:

- 1) The requirements of paragraphs 10(d), 10(f), 16, 38A, 38B, 38C, 38D, 40A, 40B, 40C, 40D, 111 and 134 to 136 of IAS 1 'Presentation of Financial Statements'.
- 2) The requirements of IAS 7 'Statement of Cash Flows'.
- 3) The requirements of paragraphs 30 and 31 of IAS 8 'Accounting Policies, Changes in Accounting Estimates and Errors'.
- 4) The requirements in IAS 24 'Related Party Disclosures' to disclose related party transactions entered into between two or more members of a group.

The Directors have notified the shareholder of the Company in writing about the use of disclosure exemptions in these financial statements and the shareholder does not object.

The principal accounting policies which have been adopted and consistently applied in the preparation of the financial statements are set out below:

Estimation and uncertainty

The preparation of financial statements in conformity with FRS 101 requires the use of estimates and assumptions that affect the reported amounts of assets, liabilities, revenue and expenses. Although these estimates are based on management's best knowledge of the amount, event or actions, actual results ultimately may differ from those estimates.

20 THE PIAZZA LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD 28 MARCH 2013 TO 31 DECEMBER 2013

1. Accounting policies (continued)

Turnover

Revenue obtained by the sale of trading property is recognised as income when the significant risks and rewards have been transferred to the buyer. This will normally take place on exchange of contracts unless there are conditions attached. For conditional exchanges, sales are recognised when these conditions are satisfied. Total costs incurred in respect of trading property are recognised simultaneously as an expense.

Interest and similar charges

Interest is accrued on a time basis, by reference to the principal outstanding and the effective interest rate.

Tax

Current tax is the amount payable on the taxable income for the period. It is calculated using rates that have been enacted or substantively enacted by the balance sheet date.

Investment

Investment in subsidiary undertaking is stated at cost less impairment losses, if any. Impairment losses are determined with reference to the investment's fair value less estimated selling costs. Fair value is derived from the subsidiary's net assets at the balance sheet date. Reversal of prior impairment is calculated on a consistent basis as the original impairment charge and may not exceed the original cost prior to impairment. On disposal, the difference between the net disposal proceeds and its carrying amount is included in the statement of comprehensive income.

Trading property

Trading property comprises those properties that in the Directors' view are not held for long-term rental income and capital appreciation and are expected to be disposed of within one year of the balance sheet date or to be developed with the intention to sell.

Such property is either acquired or if transferred from investment property, transferred at fair value which is deemed to represent cost. Subsequently trading property is carried at the lower of cost and net realisable value. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling costs. In the case of trading property this approximates market value as determined by professionally qualified external valuers at the balance sheet date.

The amount of any write down of trading property to market value is recognised as an expense in the period the write down occurs. Should a valuation uplift occur in a subsequent period, the amount of any reversal shall be recognised as a reduction in the previous write down in the period in which the uplift occurs. This may not exceed the property's initial cost.

20 THE PIAZZA LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD 28 MARCH 2013 TO 31 DECEMBER 2013

1. Accounting policies (continued)

Debtors

Debtors are initially recognised at fair value and subsequently measured at amortised cost. The Directors exercise judgement as to the collectability of the debtors and determine when it is appropriate to impair these assets. Factors such as days past due, the credit status of the counterparty, historical evidence of collection and probability of deriving future economic benefit are considered. Debtors falling due after more than one year are presented under current assets in accordance with Companies Act requirements.

Trade creditors

Trade creditors are obligations for goods or services acquired in the ordinary course of business. Trade creditors are initially recognised at fair value and subsequently measured at amortised cost until settled.

Amounts due to group undertakings

Amounts due to group undertakings are initially recognised at fair value and subsequently measured at amortised cost until settled.

Group financial statements

The Company is exempt under Section 400 of the Companies Act 2006 from the requirement to prepare consolidated financial statements because the ultimate parent company, Capital & Counties Properties PLC, prepares consolidated financial statements that are publicly available and into which the Company's financial statements are consolidated.

2. Turnover, cost of sales and gross profit

Turnover arose in the United Kingdom and, in the opinion of the Directors, the Company carries on only one class of business.

	28 Mar- 31 Dec 2013 £000
Sale of completed trading property	22,050
Turnover	
Costs of sale of completed trading property	(19,852)
Property outgoings	(59)
Costs of sales	(19,911)
Gross profit	2,139

The Directors believe that the nature of the Company's business is such that the analysis of costs required by the Companies Act 2006 is not appropriate. As required by the Act the Directors have therefore adopted the above format so that costs are disclosed in a manner appropriate to the Company's principal activity.

20 THE PIAZZA LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD 28 MARCH 2013 TO 31 DECEMBER 2013

3. Interest and similar charges

28 Mar-
31 Dec
2013
£000

Interest payable to group undertakings	<u>89</u>
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4. Profit on ordinary activities before tax

The profit on ordinary activities before tax of £2,048,000 is arrived at after charging:

28 Mar-
31 Dec
2013
£000

Auditors' remuneration – audit services	-
Directors' remuneration	-

Auditors' remuneration of £1,000 has been met by Capco Covent Garden Limited, a related group undertaking and has not been recharged.

There were no employees during the period.

5. Tax on profit on ordinary activities

The differences between the tax charged for the period and the current average standard rate of United Kingdom corporation tax of 23.3% are shown below:

28 Mar-
31 Dec
2013
£000

Profit on ordinary activities before tax	<u>2,048</u>
Current United Kingdom corporation tax at 23.3%	476
Effect of transfer pricing	21
Effect of group relief	<u>(497)</u>
Tax on profit on ordinary activities	<u>-</u>

Further amendments to the UK corporation tax system were announced in the March 2013 Budget which included changes to the main rates of UK corporation tax. The main rate of corporation tax decreased from 24 per cent to 23 per cent from 1 April 2013, and will reduce further to 21 per cent from 1 April 2014, and 20 per cent from 1 April 2015.

20 THE PIAZZA LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD 28 MARCH 2013 TO 31 DECEMBER 2013

6. Investments

	2013 £
Cost	
At 28 March	-
Additions	<u>1</u>
At 31 December	<u>1</u>
Net carrying value	<u>1</u>

The Directors believe that the carrying value of the investment in subsidiary undertaking is supported by its underlying net assets.

The investment represents 100% interest in the following:

Subsidiary undertaking	Class of share capital
20 The Piazza Management Limited	Ordinary

This company is incorporated and registered in England and Wales.

7. Trading property

	2013 £000
At 28 March	-
Additions	22,312
Disposals	<u>(19,852)</u>
At 31 December	<u>2,460</u>
Unrecognised revaluation surplus	<u>70</u>
Market value	<u>2,530</u>

The market value of trading property is shown for informational purposes only and is not a requirement of FRS 101. Trading property continues to be measured at the lower of cost and net realisable value in the financial statements.

20 THE PIAZZA LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD 28 MARCH 2013 TO 31 DECEMBER 2013

8. Debtors

	2013 £000
Debtors less than one year	
Amounts due from group undertakings	35
Rent receivable	1
	<u>36</u>

Amounts due from group undertakings are unsecured, interest free and repayable on demand

9. Creditors: amounts falling due within one year

	2013 £000
Amounts due to group undertakings	198
Accruals and deferred income	250
	<u>448</u>

Amounts due to group undertakings are unsecured, interest bearing at 1.5 per cent and repayable on demand.

10. Called up share capital

	2013 £
Issued, called up and fully paid	
1 ordinary share of £1 each	<u>1</u>

11. Ultimate parent company

The ultimate parent company is Capital & Counties Properties PLC, a company incorporated and registered in England and Wales, copies of whose consolidated financial statements may be obtained from the Company Secretary, 15 Grosvenor Street, London, W1K 4QZ.

The immediate parent company is Capco CG 2010 Limited, a company incorporated in England and Wales, copies of whose financial statements may also be obtained as above.