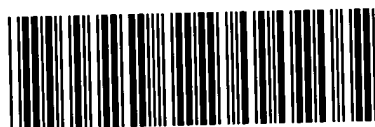




**GCP SCAPE EAST LIMITED**  
**REGISTERED IN ENGLAND AND WALES**  
**COMPANY NUMBER 08776650**

**ANNUAL REPORT**  
**FOR THE YEAR ENDED 30 JUNE 2018**

**WEDNESDAY**



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## CONTENTS

	Page
Corporate Information	3
Directors' Report	4 - 5
Directors' Responsibilities Statement	6
Independent Auditor's Report	7 - 9
Statement of Comprehensive Income	10
Statement of Financial Position	11
Statement of Changes in Equity	12
Statement of Cash Flows	13
Notes to the Financial Statements	14 -24

## **CORPORATE INFORMATION**

### **Directors**

Robert Peto (Chairman)  
Marlene Wood  
Peter Dunscombe (retired on 6 November 2018)  
Malcolm Naish  
Gillian Day (appointed on 23 February 2018)

### **Secretary and Registered Office**

Link Company Matters Limited  
51 New North Road  
Exeter EX4 4EP  
Tel: 01392 477500

### **Independent Auditor**

Ernst & Young LLP  
25 Churchill Place  
Canary Wharf  
London E14 5EY

## **DIRECTORS' REPORT**

### **Introduction**

The Directors present the annual report and financial statements for GCP Scape East Limited (the "Company") for the year ended 30 June 2018.

The Directors' report has been prepared in accordance with the special provisions relating to small companies under Section 415(A) (1) and (2) of the Companies Act 2006.

The Company is a wholly-owned subsidiary of GCP Holdco Limited (the "Parent Company"), whose ultimate parent is GCP Student Living plc (the "Ultimate Parent Company").

### **Principal activity**

The principal activity of the Company is, and for the foreseeable future will continue to be, the provision of student accommodation in line with the Ultimate Parent Company's investment strategy.

The Company is part of a group which consists of the Ultimate Parent Company and its subsidiaries (the "Group").

### **Strategic Report**

The Directors have taken advantage of the exemption allowed under section 414B of the Companies Act 2006 and have not prepared a strategic report.

### **Results and dividend**

The profit for the year, after taxation, amounted to £14,218,000 (2017: £8,123,000).

During the year, the Company paid dividends amounting to £2,870,000 (2017: £6,615,000) to the Parent Company. The Directors have declared a dividend in respect of the year ended 30 June 2018 of £5,432,000 (2017: £2,870,000) after the year end.

The fair value of investment property as at 30 June 2018 was £139,000,000 (2017: £129,780,000), an increase of £9,205,000 in the year ended 30 June 2018 (2017: £3,544,000).

### **Share Capital**

As at 30 June 2018, the Company had in issue 51,508,283 (2017: 51,508,283) ordinary shares of £1 each. Equity shareholders' funds totaled £102,383,000 (2017: £91,035,000).

### **Directors**

The Directors who served during the year were:

Robert Peto  
Marlene Wood  
Peter Dunscombe (retired on 6 November 2018)  
Malcolm Naish  
Gillian Day (appointed on 23 February 2018)

## **DIRECTORS' REPORT (continued)**

### **Directors' Interests**

All of the current Directors are also directors of the Parent Company and the Ultimate Parent Company.

The Directors do not hold any shares in either the Company or the Parent Company, nor did they during the year under review. Their interests in the shares of the Ultimate Parent Company are disclosed in the Ultimate Parent Company's annual report and financial statements for the year ended 30 June 2018.

No Director has a contract of service with the Company, and there were no contracts or arrangements at any time during the year ended 30 June 2018, or since, in which a Director of the Company was materially interested, whether directly or indirectly.

### **Auditor**

The Auditor for the year was Ernst & Young LLP who have expressed their willingness to remain in office as Auditor of the Company.

### **Disclosure of Information to the Auditor**

Each Director confirms that, so far as they are aware, there is no relevant audit information 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.

By order of the Board

A handwritten signature in black ink, appearing to be 'Robert Peto', written over a horizontal line.

Robert Peto  
Director  
4 February 2019

## **DIRECTORS' RESPONSIBILITIES STATEMENT**

The Directors are responsible for preparing the financial statements in accordance with applicable United Kingdom law and International Financial Reporting Standards ("IFRS") as adopted by the European Union (the "EU").

The Directors are required to prepare financial statements for each financial period which 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 those financial statements, the Directors are required to:

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

## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GCP SCAPE EAST LIMITED**

### **Opinion**

We have audited the financial statements of GCP Scape East Limited for the year ended 30 June 2018 which comprise the Statement of Comprehensive Income, the Statement of Financial Position, the Statement of Changes in Equity, the Statement of Cash Flows and the related notes 1 to 21, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the European Union.

In our opinion, the financial statements:

- ▶ give a true and fair view of the company's affairs as at 30 June 2018 and of its profit for the year then ended;
- ▶ have been properly prepared in accordance with IFRSs as adopted by the European Union; and
- ▶ 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 below. 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 other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The Directors are responsible for the other information.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in this 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 the other information, we are required to report that fact.

We have nothing to report in this regard.

## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GCP SCAPE EAST LIMITED (continued)**

### **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 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 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 by the parent company, 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 <https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.



**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF GCP SCAPE EAST LIMITED (continued)**

**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.



Ashley Coups (Senior statutory auditor)  
For and on behalf of Ernst & Young LLP, Statutory Auditor  
London  
6 February 2019

**STATEMENT OF COMPREHENSIVE INCOME**  
For the year ended 30 June 2018

		Year ended 30 June 2018	Year ended 30 June 2017
Continuing operations	Notes	£'000	£'000
Revenue	4	8,508	7,992
Property operating expenses	5	(1,755)	(1,651)
<b>Net rental income</b>		<b>6,753</b>	<b>6,341</b>
Administration expenses	5	(480)	(504)
<b>Operating profit before gains on investment properties</b>		<b>6,273</b>	<b>5,837</b>
Fair value gains on investment properties	3	9,205	3,544
<b>Operating profit</b>		<b>15,478</b>	<b>9,381</b>
Finance income	6	1	1
Finance expenses – ongoing	7	(1,261)	(1,261)
<b>Profit before tax</b>		<b>14,218</b>	<b>8,121</b>
Tax charge for the year	9	-	2
<b>Profit for the year</b>		<b>14,218</b>	<b>8,123</b>

There were no items of other comprehensive income and therefore, profit for the year also reflects the total comprehensive income for the year.

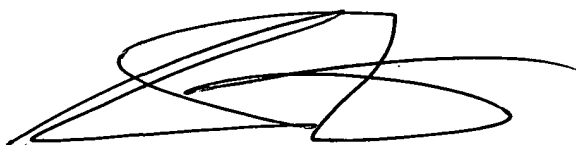
The accompanying notes on pages 14 to 24 form an integral part of these financial statements.

# STATEMENT OF FINANCIAL POSITION

As at 30 June 2018

		As at 30 June 2018 £'000	As at 30 June 2017 £'000
<b>Assets</b>	<b>Notes</b>		
<b>Non-current assets</b>			
Investment property	3	139,000	129,780
Retention account		308	308
		<b>139,308</b>	<b>130,088</b>
<b>Current assets</b>			
Trade and other receivables	12	6,154	3,485
Cash and cash equivalents	13	650	977
		6,804	4,462
<b>Total assets</b>		<b>146,112</b>	<b>134,550</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
Retention account		(308)	(308)
		<b>(308)</b>	<b>(308)</b>
<b>Current liabilities</b>			
Deferred income	14	(2,149)	(2,002)
Trade and other payables	14	(41,272)	(41,205)
		<b>(43,421)</b>	<b>(43,207)</b>
<b>Total liabilities</b>		<b>(43,729)</b>	<b>(43,515)</b>
<b>Net assets</b>		<b>102,383</b>	<b>91,035</b>
<b>Equity</b>			
Share capital	15	51,508	51,508
Retained earnings	16	50,875	39,527
<b>Total equity</b>		<b>102,383</b>	<b>91,035</b>

These financial statements were approved by the Board of Directors of GCP Scape East Limited on 4 February 2019 and signed on its behalf by:



Robert Peto  
Director

Company registered number 08776650

The accompanying notes on pages 14 to 24 form an integral part of these financial statements.

**STATEMENT OF CHANGES IN EQUITY**  
For the year ended 30 June 2018

	Share capital £'000	Retained earnings £'000	Total £'000
<b>Balance at 30 June 2017</b>	<b>51,508</b>	<b>39,527</b>	<b>91,035</b>
Profit for the year	-	14,218	14,218
<b>Total comprehensive income</b>	<b>-</b>	<b>14,218</b>	<b>14,218</b>
Dividends	-	(2,870)	(2,870)
<b>Balance at 30 June 2018</b>	<b>51,508</b>	<b>50,875</b>	<b>102,383</b>

For the year ended 30 June 2017

	Share capital £'000	Retained earnings £'000	Total £'000
<b>Balance at 30 June 2016</b>	<b>51,508</b>	<b>38,019</b>	<b>89,527</b>
Profit for the year	-	8,123	8,123
<b>Total comprehensive income</b>	<b>-</b>	<b>8,123</b>	<b>8,123</b>
Dividends	-	(6,615)	(6,615)
<b>Balance at 30 June 2017</b>	<b>51,508</b>	<b>39,527</b>	<b>91,035</b>

The accompanying notes on pages 14 to 24 form an integral part of these financial statements.

**STATEMENT OF CASH FLOWS**  
For the year ended 30 June 2018

	Year ended 30 June 2018 £'000	Year ended 30 June 2017 £'000
<b>Cash flows from operating activities</b>		
Operating profit	15,478	9,381
Adjustments to reconcile profit for the year to net cash flows:		
Gain from change in fair value of investment properties	(9,205)	(3,544)
Recharges from other group entities	454	1,191
(Increase)/decrease in other receivables and prepayments	(107)	248
Increase in other payables and accrued expenses	422	438
<b>Net cash flow generated from operating activities</b>	<b>7,042</b>	<b>7,714</b>
<b>Cash flows from investing activities</b>		
Additional expenditure on investment properties	(15)	(146)
<b>Net cash flow used in investing activities</b>	<b>(15)</b>	<b>(146)</b>
<b>Cash flows from financing activities</b>		
Net cash paid to group entities	(4,485)	(603)
Dividends paid to Parent Company	(2,870)	(6,615)
Finance expenses	1	1
<b>Net cash flow used in financing activities</b>	<b>(7,354)</b>	<b>(7,217)</b>
<b>Net (decrease)/ increase in cash and cash equivalents</b>	<b>(327)</b>	<b>351</b>
Cash and cash equivalents at start of the year	977	626
<b>Cash and cash equivalents at end of the year</b>	<b>650</b>	<b>977</b>
<b>Non-cash items</b>		
Dividends declared to Parent Company	2,870	6,615

The accompanying notes on pages 14 to 24 form an integral part of these financial statements.

## **NOTES TO THE FINANCIAL STATEMENTS**

For the year ended 30 June 2018

### **1. General information**

The Company was incorporated in England and Wales on 15 November 2013. The registered office of the Company is 51 New North Road, Exeter EX4 4EP.

The Company is a wholly-owned subsidiary of the Parent Company. The results of the Company are included in the consolidated financial statements of the Ultimate Parent Company which are available from the Company Secretary.

### **2. Basis of preparation**

These financial statements are prepared in accordance with IFRS issued by the International Accounting Standards Board as adopted by the EU. The financial statements have been prepared under the historical cost convention, except for investment property that has been measured at fair value. The audited financial statements are presented in Pound Sterling and all values are rounded to the nearest thousand pounds (£'000), except when otherwise indicated.

The financial statements are in respect of the year ended 30 June 2018. Comparative figures are for the year ended 30 June 2017.

#### **2.1 Changes to accounting standards and interpretations**

The following new standards and amendments to existing standards have been published and once approved by the EU, will be mandatory for the Company's accounting periods beginning after 1 July 2018 or later periods.

- IFRS 7 Financial Instruments: Disclosures – amendments regarding additional hedge accounting disclosures (applies when IFRS 9 is applied).
- IFRS 9 Financial Instruments (Effective for annual periods beginning on or after 1 January 2018). Financial instruments will remain at amortised cost and the expected credit loss model is not expected to lead to a material increase in impairment due to the nature and size of financial assets.
- IFRS 15 Revenue from Contracts (effective for annual periods beginning on or after 1 January 2018). The impact on the Company's revenue has been reviewed and is considered that no material impact on the Company
- IFRS 16 – Leases (effective for annual periods beginning on or after 1 January 2019). IFRS 16 has minimal impact on the Company.

The Company does not expect the adoption of new accounting standards issued but not yet effective to have a significant impact on its financial statements.

#### **2.2 Significant accounting judgements and estimates**

The preparation of these audited financial statements in accordance with IFRS, requires the Directors of the Company to make judgements, estimates and assumptions that affect the reported amounts recognised in the financial statements. However, uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the asset or liability in the future.

##### **Judgements**

In the process of applying the Company's accounting policies, management has made the following judgements which have the most significant effect on the amounts recognised in the financial statements.

##### **Valuation of property**

The valuation of the Company's investment property is at fair value as determined by the external valuer on the basis of market value in accordance with the internationally accepted RICS Valuation – Global Standards 2017 (incorporating the International Valuation Standards) and in accordance with IFRS 13, Fair Value Measurement.

## NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2018

### 2.2 Significant accounting judgements and estimates (continued)

#### Operating lease commitments – Company as a lessor

The Company has entered into commercial property leases on its investment property portfolio. The Company has determined, based on evaluation of the terms and conditions of the arrangements, such as the lease term not constituting a substantial portion of the economic life of the commercial property, that it retains all the significant risks and rewards of ownership of these properties and accounts for the contracts as operating leases.

#### Going concern

The Directors have made an assessment of the Company's ability to continue as a going concern and are satisfied that the Company has the resources to continue in business for the foreseeable future being a period of at least 12 months from the date that these financial statements are approved. Furthermore, the Directors are not aware of any material uncertainties that may cast significant doubt upon the Company's ability to continue as a going concern. Therefore, the financial statements have been prepared on a going concern basis.

### 2.3 Summary of significant accounting policies

The principal accounting policies applied in the preparation of these financial statements are set out below.

#### a) Functional and presentation currency

The overall objective of the Company is to generate returns in Pound Sterling and the Company's performance is evaluated in Pound Sterling. Therefore, the Directors consider Pound Sterling as the currency that most faithfully represents the economic effects of the underlying transactions, events and conditions and have therefore adopted it as the functional and presentation currency.

#### b) Investment property

Investment property comprises property held to earn rental income or for capital appreciation or both. Investment property is measured initially at cost including transaction costs. Transaction costs include transfer taxes and professional fees to bring the property to the condition necessary for it to be capable of operating. The carrying amount also includes the cost of replacing part of an existing investment property at the time that cost is incurred if the recognition criteria are met.

Subsequent to initial recognition, investment property is stated at fair value. Gains or losses arising from changes in the fair values are included in the income statement in the period in which they arise under IAS 40 Investment Property.

The determination of the fair value of investment property requires the use of estimates such as future cash flows from assets (from lettings, tenants' profiles, future revenue streams) capital values of fixtures and fittings, plant and machinery, any environmental matters and the overall repair and condition of the property and discount rates applicable to those assets.

Gains or losses on the disposal of investment property are determined as the difference between net disposal proceeds and the carrying value of the asset.

#### c) Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and short-term deposits with banks and other financial institutions with an initial maturity of three months or less.

#### d) Trade and other receivables

Rent and other receivables are recognised at their original invoiced value. An impairment provision is made when there is objective evidence that the Company will not be able to recover balances in full. Balances are written off when the probability of recovery is assessed as being remote.

## NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2018

### 2.3 Summary of significant accounting policies (continued)

#### e) Trade and other payables

Trade and other payables are initially recognised at fair value and subsequently held at amortised cost.

#### f) Deferred income

Deferred income is rental income received in advance during the accounting period. Income is deferred and unwound to revenue on a straight line basis over the period in which it is earned.

#### g) Revenue recognition

##### i) Rental income

Rental income including direct lets to students net of discounts, leases to universities and commercial tenants receivable under operating leases is recognised on a straight-line basis over the term of the lease, except for contingent rental income which is recognised when it arises.

Incentives for lessees to enter into lease agreements are spread evenly over the lease term, even if the payments are not made on such a basis. The lease term is the non-cancellable period of the lease together with any further term for which the tenant has the option to continue the lease, where, at the inception of the lease, the Directors are reasonably certain that the tenant will exercise that option.

Service charges are recognised on an accrual basis and are received to reimburse expenditure on hard and soft facilities management.

##### ii) Finance income

Interest income is recognised on an effective interest rate basis and shown within the income statement as finance income.

#### h) Operating and administration expenses

Property operating expenses and administration expenses are charged to the income statement and are accounted for on an accruals basis.

#### i) Taxes

Corporation tax is recognised in the income statement except where in certain circumstances corporation tax may be recognised in other comprehensive income.

As part of a REIT group, the Company is exempt from corporation tax on the profits and gains from its property rental business, provided the Group continues to meet certain conditions as per REIT regulations.

Non-qualifying profits and gains of the Company (the residual business) continue to be subject to corporation tax. Therefore, current tax is the expected tax payable on the non-qualifying taxable income for the year if applicable, using tax rates enacted or substantively enacted at the balance sheet date.

#### j) Dividends to shareholders

Dividends due to the Company's shareholders are recognised when they become payable. For interim dividends this is when they are declared.



## NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2018

### 3. UK investment property

	30 June 2018 £'000	30 June 2017 £'000
At the start of the year	129,780	126,090
Additional expenditure on investment property	15	146
Fair value gains on investment properties	9,205	3,544
<b>Valuation at the end of the year</b>	<b>139,000</b>	<b>129,780</b>

### 4. Revenue

The following table analyses rental income received:

	30 June 2018 £'000	30 June 2017 £'000
Nomination rental income	2,657	2,268
Direct let rental income	5,135	5,055
Discounts	(44)	(34)
Total student income	7,748	7,289
Teaching space income	484	420
Retail space income	156	76
Net rental income	8,388	7,785
Miscellaneous	-	128
Ancillary income	120	79
<b>Total</b>	<b>8,508</b>	<b>7,992</b>

### 5. Property operating and administration expenses

	30 June 2018 £'000	30 June 2017 £'000
Property operating expenses	337	328
Utilities	277	239
Insurance	69	69
Sales and marketing	65	63
Life cycle costs	139	115
Other property costs	-	-
Bad debts	35	64
Irrecoverable VAT	176	76
Staff costs	657	697
	1,755	1,651
Administration expenses	480	504
<b>Total</b>	<b>2,117</b>	<b>2,155</b>

### 6. Finance income

	30 June 2018 £'000	30 June 2017 £'000
Income from cash and short-term deposits	1	1
<b>Total</b>	<b>1</b>	<b>1</b>

### 7 Finance expenses

	30 June 2018 £'000	30 June 2017 £'000
Intercompany loan interest	1,261	1,261
<b>Total</b>	<b>1,261</b>	<b>1,261</b>

## NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2018

### 8. Auditor's remuneration

	30 June 2018 £'000	30 June 2017 £'000
Audit fee	5	5
<b>Total</b>	<b>5</b>	<b>5</b>

### 9. Taxation

As a member of a REIT Group, the Company's UK property rental business (both income and capital gains) is exempt from tax. Any residual income from non-property business is subject to corporation tax. Corporation tax charges have arisen as follows:

	30 June 2018 £'000	30 June 2017 £'000
Corporation tax on residual income for current year	-	2
<b>Total</b>	<b>-</b>	<b>2</b>

Reconciliation of tax charge to profit before tax:

	30 June 2018 £'000	30 June 2017 £'000
Profit before tax	14,218	8,123
Corporation tax at 19% (2017: 19.75%)	2,701	1,604
Change in value of investment property	(1,749)	(700)
Tax exempt property rental business	(952)	(902)
<b>Tax charge on residual income</b>	<b>-</b>	<b>2</b>

The UK Government announced as part of the Finance (No 2) Act 2015, which received Royal Assent on 18 November 2015, that the main rate of corporation tax rate would be reduced from 20% to 19% from 1 April 2017. As part of the Finance Act 2016, a further reduction to 17% (effective from 1 April 2020) was substantively enacted on 6 September 2016 and received Royal Assent on 15 September 2016. This will affect the rate at which future UK cash tax will be payable.

### 10. Dividends

	30 June 2018 £'000	30 June 2017 £'000
Dividends paid	2,870	6,615
<b>Total</b>	<b>2,870</b>	<b>6,615</b>

The Directors have declared a dividend in respect of the year ended 30 June 2018 of £5,432,328 after the year end.

### 11. Operating leases

The Company has entered into leases on its property portfolio. Leases are typically direct-let agreements with individual students or higher education institutions for the academic year or a shorter period. The Company also has a number of commercial leases on teaching and retail spaces and a hard nomination agreement whereby blocks of beds are let out for a set number of years.

Future minimum rentals receivable under non-cancellable operating leases as at 30 June 2018 are as follows:

	30 June 2018 £'000	30 June 2017 £'000
Within one year	6,572	7,772
Between one and five years	13,963	13,821
More than five years	15,170	17,900
<b>Total</b>	<b>35,705</b>	<b>39,493</b>

## NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2018

### 12. Trade and other receivables

	30 June 2018	30 June 2017
	£'000	£'000
Prepayments	123	106
Cash held by rent agent	510	413
Rent receivable	80	84
Amounts receivable from Parent Company	5,432	2,870
Other receivables	9	12
<b>Total</b>	<b>6,154</b>	<b>3,485</b>

Amounts receivable from the Parent Company are unsecured, interest free and due on demand.

### 13. Cash and cash equivalents

	30 June 2018	30 June 2017
	£'000	£'000
Cash at bank	650	977
<b>Total</b>	<b>650</b>	<b>977</b>

### 14. Other payables and accrued expenses

	30 June 2018	30 June 2017
	£'000	£'000
Property operating expenses	152	136
Accruals	57	6
Amounts due to Parent Company	41,063	41,063
<b>Total trade and other payables</b>	<b>41,272</b>	<b>41,205</b>
Deferred income	2,149	2,002
<b>Total</b>	<b>43,421</b>	<b>43,207</b>

Amounts due to related parties are unsecured and payable on demand. The Company's parent charges interest on the loan at a rate of 3.07%

### 15. Share capital

	30 June 2018	30 June 2017
	Number of Shares	Number of shares
Issued and fully paid:		
At the start of the year	51,508,283	51,508,283
<b>Total</b>	<b>51,508,283</b>	<b>51,508,283</b>

Share capital comprises one class of ordinary shares. At general meetings of the Company, shareholders are entitled to one vote on a show of hands and on a poll, to one vote for every share held. There are no restrictions on the size of a shareholding or the transfer of shares.

## NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2018

### 16. Capital and reserves

#### *Share capital*

Share capital is the nominal amount of the Company's ordinary shares in issue. This equates to £1 per ordinary share.

#### *Retained earnings*

Retained earnings represent the profits of the Company and other distributable amounts less dividends paid to date. It should be noted that unrealised gains on the revaluation of investment properties contained within this reserve are not distributable until the gains crystallise on the sale of the investment property.

Retained earnings comprise the following cumulative amounts:

	30 June 2018	30 June 2017
	£'000	£'000
Total unrealised gains on investment properties	44,799	35,594
Total revenue profits	18,232	13,219
Dividends paid cumulatively	(12,156)	(9,286)
<b>Retained earnings</b>	<b>50,875</b>	<b>39,527</b>

### 17. Fair value

IFRS 13 defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The following methods and assumptions were used to estimate the fair values.

The fair value of cash and short-term deposits, trade receivables, trade payables and other current liabilities approximate their carrying amounts due to the short-term maturities of these instruments.

Quarterly valuations of investment property are performed by Knight Frank LLP, an accredited external valuer with recognised and relevant professional qualifications and recent experience of the location and category of the investment property being valued, however the valuations are the ultimate responsibility of the Directors, who appraise these quarterly.

The valuation of the Company's investment property at fair value is determined by the external valuer on the basis of market value in accordance with the internationally accepted RICS Valuation – Global Standards 2017.

The determination of the fair value of investment property requires the use of estimates such as future cash flows from assets (such as lettings, tenants' profiles, future revenue streams) capital values of fixtures and fittings, plant and machinery, any environmental matters and the overall repair and condition of the property and discount rates applicable to those assets.

## NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2018

### 17. Fair value (continued)

The following tables show an analysis of the fair values of financial instruments recognised in the statement of financial position by level of the fair value hierarchy<sup>1</sup>:

Assets and liabilities measured at fair value	30 June 2018			
	Level 1 £'000	Level 2 £'000	Level 3 £'000	Total £'000
Investment property	-	-	139,000	139,000
	-	-	139,000	139,000

Assets and liabilities measured at fair value	30 June 2017			
	Level 1 £'000	Level 2 £'000	Level 3 £'000	Total £'000
Investment property	-	-	129,780	129,780
	-	-	129,780	129,780

There have been no movements between the level's during the year.

#### Explanation of the fair value hierarchy:

- Level 1 – quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 – use of a model with inputs (other than quoted prices included in Level 1) that are directly or indirectly observable market data; and
- Level 3 – use of a model with inputs that are not based on observable market data.

#### Valuation techniques and significant inputs with the valuation of investment properties

The following table analyses:

- the fair value measurements at the end of the reporting period;
- a description of the valuation techniques applied;
- the inputs used in the fair value measurement, including the ranges of rent charged to different units within the same building; and
- for Level 3 fair value measurements, quantitative information about significant unobservable inputs used in the fair value measurement.

Class	Fair value	Valuation technique	Key unobservable inputs	Range
Student property 30 June 2018	£139,000,000	Income capitalisation	Market Rate – 2017/18	£245 - £430 per week
			Rental Growth	3.00%
			Tenancy Period	51 weeks
			Sundry Income	£100 per bed per annum
			Facilities Management Cost	£2,100 per bed per annum
			Initial Yield	4.90% blended (4.90% - 7.63%)

Class	Fair value	Valuation technique	Key unobservable inputs	Range
Student property 30 June 2017	£129,780,000	Income capitalisation	Market Rate – 2016/17	£244 - £419 per week
			Rental Growth	3.00%
			Tenancy Period	51 weeks
			Sundry Income	£100 per bed per annum
			Facilities Management Cost	£2,100 per bed per annum
			Initial Yield	5.05% blended (5.05% - 7.50%)

## NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2018

### 17. Fair value (continued)

#### **Sensitivity analysis to significant changes in unobservable inputs within Level 3 of the hierarchy**

Significant increases/(decreases) in the ERV (per square foot per annum "sq ft p.a.") and rental growth p.a. in isolation would result in a significantly higher/(lower) fair value measurement. Significant increases/(decreases) in the long-term vacancy rate and discount rate (and exit yield) in isolation would result in a significantly lower/(higher) fair value measurement.

Generally, a change in the assumption made for the ERV (per sq ft p.a.) is accompanied by:

- a similar change in the rent growth p.a. and discount rate (and exit yield); and
- an opposite change in the long-term vacancy rate.

Gains and losses recorded in profit or loss for recurring fair value measurements categorised within Level 3 of the fair value hierarchy amount to £9,205,000 (2017: £3,544,000) and are presented in the income statement in line item 'fair value gains on investment properties'.

All gains and losses recorded in profit or loss for recurring fair value measurements categorised within Level 3 of the fair value hierarchy are attributable to changes in unrealised gains or losses relating to investment property held at the end of the reporting period.

The carrying amount of the Company's other assets and liabilities are considered to be the same as their fair value.

### 18. Financial risk management objectives and policies

The Company has trade and other receivables, trade and other payables and cash and short-term deposits that arise directly from its operations.

The Company is exposed to market risk, interest rate risk, credit risk and liquidity risk. The Board of Directors reviews and agrees policies for managing each of these risks which are summarised below.

#### **Market risk**

Market risk is the risk that the future values of investments in property will fluctuate due to changes in market prices. The total exposure at the statement of financial position date is £139,000,000 (2017: £129,780,000) and to manage this risk, regular updates on the student accommodation market and senior debt market are provided to the Board of Directors to act as an early warning signal of any adverse market conditions ahead.

#### **Interest rate risk**

Interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates is minimal.

## NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2018

### 18. Financial risk management objectives and policies (continued)

#### **Credit risk**

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its leasing activities and its financing activities, including deposits with banks.

Credit risk is managed by requiring tenants to pay rentals in advance. Outstanding tenants' receivables are regularly monitored. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial asset.

The following table analyses the Company's exposure to credit risk:

	30 June 2018	30 June 2017
	£'000	£'000
Cash and cash equivalents	650	977
Trade and other receivables	6,154	3,485
<b>Total</b>	<b>7,112</b>	<b>4,770</b>

The cash and cash equivalents at 30 June 2018 are held with Barclays Bank plc which has been given an A (Stable) credit rating by Standard & Poor's.

#### **Liquidity risk**

Liquidity risk is defined as the risk that the Company will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. Exposure to liquidity risk arises because of the possibility that the Company could be required to pay its liabilities earlier than expected. The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank deposits.

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments:

	On demand	Less than 3 months	3 to 12 months	1 to 2 years	2 to 5 years	Total
Year ended 30 June 2018	£'000	£'000	£'000	£'000	£'000	£'000
Trade and other payables	41,272	-	-	-	-	41,272
Retention account	-	-	-	308	-	308
	<b>41,272</b>	<b>-</b>	<b>-</b>	<b>308</b>	<b>-</b>	<b>41,580</b>

	On demand	Less than 3 months	3 to 12 months	1 to 2 years	2 to 5 years	Total
Year ended 30 June 2017	£'000	£'000	£'000	£'000	£'000	£'000
Trade and other payables	41,205	-	-	-	-	41,205
Retention account	-	-	-	308	-	308
	<b>41,205</b>	<b>-</b>	<b>-</b>	<b>308</b>	<b>-</b>	<b>41,513</b>

## NOTES TO THE FINANCIAL STATEMENTS

For the year ended 30 June 2018

### 19. Capital management

The Company's capital is represented by share capital and reserves.

The principal objective of the Company's capital management strategy is to ensure the Company's ability to continue as a going concern and to maintain an optimal capital structure to reduce the cost of capital. In order to maintain or adjust the capital structure, the Company may adjust the amounts of dividends paid, issue new shares or return capital to the Parent Company. In any circumstances, the Parent Company and the Ultimate Parent Company will provide adequate financial support to ensure the Company's business continuity.

### 20. Related party transactions

As defined by IAS 24 Related Party Disclosures, parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the other party in making financial or operational decisions.

The table below discloses transactions and balances between the Company, its Parent Company and other related parties.

	30 June 2018	30 June 2017
	£'000	£'000
<b>Transactions during the year</b>		
Management recharges from GCP Holdco Limited	(454)	(494)
Staff payroll costs	(657)	(697)
Expenses paid by GCP Student Living plc	-	757
Other intercompany movements with GCP Holdco Limited	-	(124)
Cash transfers to GCP Holdco Limited	-	6,584
Interest charged by GCP Holdco Limited	(1,261)	(1,261)
Dividend paid to GCP Holdco Limited	(2,870)	(6,615)
<b>Balances outstanding at the end of the year</b>		
GCP Holdco Limited	35,630	38,193

### 21. Ultimate controlling party

The Company's ultimate parent undertaking is GCP Student Living plc. The Company's financial results are included within the Group accounts which are publicly available at Companies House.