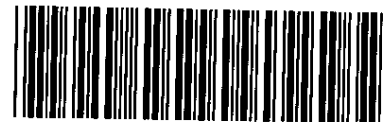


Company Registration No. 08895830 (England and Wales)

LDC (ST LEONARDS) LIMITED
ANNUAL REPORT AND UNAUDITED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2016

FRIDAY



A6G0HLXZ

A19

29/09/2017

#467

COMPANIES HOUSE

LDC (ST LEONARDS) LIMITED

COMPANY INFORMATION

Directors	J Lister R Simpson C R Szpojnarowicz N Hayes D Faulkner J L Watts
Secretary	C R Szpojnarowicz
Company number	08895830
Registered office	South Quay House Temple Back Bristol BS1 6FL
Business address	South Quay House Temple Back Bristol BS1 6FL

LDC (ST LEONARDS) LIMITED

CONTENTS

	Page
Directors' report	1
Directors' responsibilities statement	2
Statement of total comprehensive income	3
Balance sheet	4
Statement of changes in equity	5
Notes to the financial statements	6 - 13

LDC (ST LEONARDS) LIMITED

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 DECEMBER 2016

The directors present their annual report and unaudited financial statements for the year ended 31 December 2016.

Principal activities

The principal activity of the Company continued to be that of property investment. The directors expect to continue to carry out these activities in the future.

The company registration number is 08895830.

Directors

The directors who held office during the year and subsequently, unless otherwise stated, were as follows:

J Lister	
NG Richards	(Resigned 30 September 2016)
V Simms	(Resigned 29 January 2016)
R Simpson	
C R Szpojnarowicz	
N Hayes	(Appointed 29 January 2016)
D Faulkner	(Appointed 27 October 2016)
J L Watts	(Appointed 26 October 2016)

Results and dividends

The results for the year are set out on page 3.

No ordinary dividends were paid (2015: £nil). The directors do not recommend payment of a final dividend.

Financial risk management

Credit risk

Debtors are monitored on an ongoing basis and provision is made for doubtful debts where necessary.

Going concern

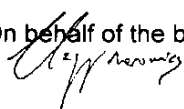
The directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis in preparing the annual financial statements.

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

Small companies exemption

In preparing this report, the directors have taken advantage of the small companies exemptions.

On behalf of the board



.....
C R Szpojnarowicz
Director
.....

LDC (ST LEONARDS) LIMITED

DIRECTORS' RESPONSIBILITIES STATEMENT

FOR THE YEAR ENDED 31 DECEMBER 2016

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 (United Kingdom Accounting Standards and applicable law), 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; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They 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 (ST LEONARDS) LIMITED

STATEMENT OF TOTAL COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER 2016

	Notes	2016 £	2015 £
Gain on revaluation of investment property	7	7,689,390	6,437,179
Profit before taxation	3	7,689,390	6,437,179
Taxation	5	1,204,840	(1,204,840)
Profit for the financial year attributable to the equity shareholders of the company		8,894,230	5,232,339
Total comprehensive income for the year		8,894,230	5,232,339

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

LDC (ST LEONARDS) LIMITED

BALANCE SHEET

AS AT 31 DECEMBER 2016

	Notes	2016 £	£	2015 £	£
Fixed assets					
Investment properties	6	43,200,000		19,510,000	
Creditors: amounts falling due within one year	7	(29,073,430)		(13,072,820)	
Net current liabilities		(29,073,430)		(13,072,820)	
Total assets less current liabilities		14,126,570		6,437,180	
Provisions for liabilities	8	-		(1,204,840)	
Net assets		14,126,570		5,232,340	
Capital and reserves					
Called up share capital	10	1		1	
Profit and loss reserves		14,126,569		5,232,339	
Total equity		14,126,570		5,232,340	

For the financial year ended 31 December 2016 the company was entitled to exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary companies.

Directors' responsibilities:

- The member has not required the company to obtain an audit of its financial statements for the year in question in accordance with section 476;
- The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of financial statements.

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


D. Faulkner
Director

Company Registration No. 08895830

LDC (ST LEONARDS) LIMITED

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 DECEMBER 2016

	Called up share capital £	Profit and loss reserves £	Total £
Balance at 1 January 2015	1	-	1
Year ended 31 December 2015:			
Profit and total comprehensive income for the year	-	5,232,339	5,232,339
Balance at 31 December 2015	1	5,232,339	5,232,340
Year ended 31 December 2016:			
Profit and total comprehensive income for the year	-	8,894,230	8,894,230
Balance at 31 December 2016	1	14,126,569	14,126,570

LDC (ST LEONARDS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2016

1 Accounting policies

Company information

LDC (St Leonards) Limited is a private company limited by shares incorporated in England and Wales. The registered office is South Quay House, Temple Back, Bristol, BS1 6FL.

1.1 Accounting convention

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

The nature of the company's operations and its principal activities are set out in the Directors' Report on 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 functional currency of LDC (St Leonards) Limited is considered to be pounds sterling because that is the currency of the primary economic environment in which the Company operates.

LDC (St Leonards) 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 (St Leonards) Limited is consolidated in the financial statements of its ultimate parent, The Unite Group plc, which may be obtained at South Quay House, Temple Back, Bristol, BS1 6FL. 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 financial statements have been prepared on the going concern basis, notwithstanding net current liabilities of £29,073,430 which the directors believe to be appropriate for the following reasons. The company is dependent for its working capital on funds provided to it by The Unite Group plc. The Unite Group plc has provided the company with an undertaking that for at least 12 months from the date of approval of these financial statements, it will continue to make available such funds as are needed by the company, and in particular, will not seek repayment of the amounts currently made available. This should enable the company to continue in operational existence for the foreseeable future by meeting its liabilities as they fall due for payment. As with any company placing reliance on other group entities for financial support, the directors acknowledge that there can be no certainty that this support will continue, although, at the date of approval of these financial statements, they have no reason to believe that it will not do so.

Based on this understanding the directors believe that it remains appropriate to prepare the financial statements on a going concern basis. The financial statements do not include any adjustments that would result from the basis of preparation being inappropriate.

1.3 Investment properties

Investment property, which is property held to earn rentals and/or for capital appreciation, is measured using the fair value model and stated at its fair value as the reporting end date. The surplus or deficit on revaluation is recognised in the profit and loss account.

LDC (ST LEONARDS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2016

1 Accounting policies

(Continued)

1.4 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 (ST LEONARDS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2016

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.

iii. Fair value measurement

The best evidence of fair value is a quoted price for an identical asset in an active market. When quoted prices are unavailable, the price of a recent transaction for an identical asset provides evidence of fair value as long as there has not been a significant change in economic circumstances or a significant lapse of time since the transaction took place. If the market is not active and recent transactions of an identical asset on their own are not a good estimate of fair value, the fair value is estimated by using a valuation technique.

LDC (ST LEONARDS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2016

1 Accounting policies

(Continued)

1.5 Taxation

Current tax, including UK corporation tax and foreign tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the Company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax liabilities are recognised for timing differences arising from investments in subsidiaries and associates, except where the Company is able to control the reversal of the timing difference and it is probable that it will not reverse in the foreseeable future.

Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date that are expected to apply to the reversal of the timing difference. Deferred tax relating to property, plant and equipment measured using the revaluation model and investment property is measured using the tax rates and allowances that apply to sale of the asset.

Where items recognised in other comprehensive income or equity are chargeable to or deductible for tax purposes, the resulting current or deferred tax expense or income is presented in the same component of comprehensive income or equity as the transaction or other event that resulted in the tax expense or income.

Current tax assets and liabilities are offset only when there is a legally enforceable right to set off the amounts and the Company intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

Deferred tax assets and liabilities are offset only if: a) the Company has a legally enforceable right to set off current tax assets against current tax liabilities; and b) the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

LDC (ST LEONARDS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2016

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 where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

Critical judgements

The following judgements (apart from those involving estimates) have had the most significant effect on amounts recognised in the financial statements.

Valuation of investment property

The valuation of investment property involves significant judgement and changes to the core assumptions, market conditions, rental income, levels of occupancy and property management costs could have a significant impact on the carrying value of these assets.

3 Auditor's remuneration

	2016	2015
	£	£
Fees payable to the company's auditor and its associates:		
For audit services		
Audit of the company's financial statements	-	570
	<u> </u>	<u> </u>

All auditor remuneration was borne by another group company.

In 2015, there were no fees for services other than statutory audit of the Company paid to the Company's auditor, Deloitte LLP and its associates. The company is exempt from audit for the year ended 31 December 2016.

4 Employees

There were no employees during either year.

Directors' remuneration was borne by another group company in both years. Directors have not performed any qualifying services for this company in the year.

LDC (ST LEONARDS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2016

5 Taxation

	2016 £	2015 £
Current tax on profit on ordinary activities		
UK Corporation tax	-	-
Deferred tax		
Reversal of deferred tax provision in respect of REIT property business assets	(1,137,905)	-
Changes in tax rates	(66,935)	-
Movement on revaluation of investment properties	-	1,204,840
Total deferred tax	(1,204,840)	1,204,840
Total tax on profit on ordinary activities	(1,204,840)	1,204,840

A reduction in the corporation tax rate from 19% to 17% (effective 1 April 2020) was substantively enacted in September 2016. This will reduce the Company's future current tax charge accordingly. During the year beginning 1 January 2016, the net reversal of deferred tax liabilities in respect of investment properties increased the total tax charge for the year as shown in the table above. This is due to the conversion to a REIT meaning future gains in respect of the investment property will be exempt from corporation tax. Further details regarding the reversal of net deferred tax liabilities in the year are provided in note 9.

The standard rate of tax applied to reported profit on ordinary activities is 20.00% (2015: 20.25%). 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 if UK corporation tax to the profit before tax is as follows:

	2016 £	2015 £
Profit before taxation	7,689,390	6,437,179
Expected tax charge based on a standard corporation tax rate of 20.00% (2015: 20.25%)	1,537,878	1,303,529
Rate difference on deferred tax	(66,935)	(150,605)
Effects of indexation	-	51,916
Transfer pricing adjustment in respect of interest charged	(106,876)	(13,746)
Group relief not paid for	106,876	13,746
Property revaluation not subject to tax	(1,537,878)	-
Release of deferred tax balances due to REIT conversion	(1,137,905)	-
Tax expense for the year	(1,204,840)	1,204,840

LDC (ST LEONARDS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2016

6 Investment property

	2016 £	2015 £
Fair value		
At 1 January	19,510,000	-
Additions	16,000,610	13,072,821
Revaluation	7,689,390	6,437,179
At 31 December	43,200,000	19,510,000

Investment properties, which are all freehold, were revalued to fair value at 31 December 2016, based on a valuation undertaken by Jones Lang Laselle, Chartered Surveyors, an independent valuer with recent experience in the location and class of the investment property being valued. The method of determining fair value was the discounted cash flows method and significant assumptions applied were as follows:

- Estimated costs to complete of £13m
- Estimated future rent increase of 3%
- Discount rate (yield) of 4.75%

There are no restrictions on the realisability of investment property. There are no contractual obligations to purchase, construct or develop investment property or for repairs, maintenance or enhancements.

No contingent rents have been recognised in the current or prior year and the future minimum lease payments that the company will receive is £nil (2015: £nil).

The total interest and bank costs included in the cost of the properties at 31 December 2016 was £nil (31 December 2015: £nil).

This historical cost of the property is £29,073,431 (2015: £13,072,821).

7 Creditors: amounts falling due within one year

	2016 £	2015 £
Amounts due to group undertakings	29,073,430	13,072,820

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

8 Provisions for liabilities

	Notes	2016 £	2015 £
Deferred tax liabilities	9	-	1,204,840
		-	1,204,840

LDC (ST LEONARDS) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2016

9 Deferred taxation

The following are the major deferred tax liabilities and assets recognised by the company and movements thereon:

	Liabilities 2016 £	Liabilities 2015 £
Balances:		
Investment property	-	1,204,840

Due to conversion to a REIT on 1 January 2017, future gains in respect of investment property will be exempt from corporation tax. Therefore at 31 December 2016 when the conversion was virtually certain, the deferred tax liabilities in respect of the company's investment properties have been de-recognised during this period. Previously recognised deferred tax assets in respect of losses have consequently been de-recognised on the basis that no deferred tax liabilities exist to offset against and these losses may only be used against the residual (non-REIT) business of the company, which is not expected to generate significant forecast taxable profits in the short to medium term.

10 Called up share capital

	2016 £	2015 £
Ordinary share capital Issued and fully paid		
1 Ordinary share of £1 each	1	1

11 Contingent liabilities

The Company had no contingent liabilities at 31 December 2016 (2015: £nil).

12 Capital commitments

The Company had no capital commitments at 31 December 2016 (2015: £nil).

13 Controlling party

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

The company's ultimate parent undertaking is The Unite Group plc.

The largest and smallest group in which the results of the company are consolidated is that headed by The Unite Group plc. The consolidated financial statements of this company and its parent are available to the public and can be obtained from South Quay House, Temple Back, Bristol, BS1 6FL.