

Company Registration No. 10801028

GP Property One Ltd

**Directors' report and unaudited financial statements
For the sixteen month period ended 30 September 2018**



GP Property One Ltd

Contents page

Company information	1
Directors' report	2
Statement of profit and loss	4
Statement of financial position	5
Statement of changes in equity	6
Notes to the financial statements	7

GP Property One Ltd

Company information

Directors

Alan Pennell (appointed 2 June 2017)
Tim Meggitt (appointed 2 June 2017)
Ian Mcardle (appointed 2 June 2017)
James Fairbairn (appointed 2 June 2017)

Registered Office

6th Floor
33 Holborn
London
England
EC1N 2HT

Secretary

Suzanna Waterhouse
6th Floor
33 Holborn
London
England
EC1N 2HT

Principal banker

Barclays Bank PLC
Le Marchant House
Le Truchot
Guernsey
GY1 3BE

Solicitor

Pinsent Masons
30 Crown Place
Earl Street
London
EC2A 4ES

GP Property One Ltd Directors' report

The directors present their report and the financial statements of GP Property One Ltd (the "Company") for the sixteen month period from incorporation to 30 September 2018.

Principal activity

The company was incorporated on 2 June 2017.

The Company's principal activity is investment in primary healthcare properties in the United Kingdom.

The investment objective is to achieve rising rental income and capital growth from the ownership of a portfolio of primary healthcare properties in the United Kingdom.

Results and Dividend

The results for the period, are shown on page 4.

The directors do not recommend payment of a dividend for the period and no dividends have been declared.

Directors

The directors who served during the period, and to date, are listed on page 1.

Statement of Directors' responsibilities in respect of the Directors' report and the Financial Statements

The directors are responsible for preparing the Directors' report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial period. Under that law the directors have prepared the financial statements in accordance with UK accounting standards and applicable law (UK Generally Accepted Accounting Practice), including FRS102.

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 that are reasonable and prudent;
- state whether applicable UK accounting standards have been followed subject to any material departures disclosed and explained in the financial statements;
- assess the Company's ability to continue as a going concern, disclosing, as applicable, matters relating to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.


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 responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

GP Property One Ltd
Directors' report

The directors have taken advantage of the exemption provided by section 414B of the Companies Act 2006 for the requirement to prepare a Strategic Report for the period. This report has been prepared in accordance with provisions applicable to companies entitled to the small companies' exemption.



Alan Pennell
Director



Tim Meggitt
Director

Date: 27 February 2019

GP Property One Ltd
Statement of profit and loss

	Notes	Period from 2 June 2017 to 30 Sept 2018 £
Turnover: property income		92,278
Administrative expenses		(18,515)
Net gain on revaluation of investment property		11,865
Profit on ordinary activities before taxation	3	85,628
Taxation	5	(3,504)
Profit for the period		82,124

All amounts in the above statement are derived from continuing operations.

The accompanying notes from pages 7 to 10 form part of the financial statements.

GP Property One Ltd
Statement of financial position
As at 30 September 2018

Company registration no: 10801028

	Notes	2018 £
Fixed assets		
Investment properties	6	950,000
		<u>950,000</u>
Current assets		
Debtors	7	637
Current liabilities		
Creditors: amounts falling due within one year	8	(868,511)
Net current liabilities		<u>(867,874)</u>
Net assets		<u>82,126</u>
Capital and reserves		
Called up share capital	9	2
Retained earnings	10	82,124
Shareholder's funds		<u>82,126</u>

For the financial period ended 30 September 2018 the Company was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies.

The members have not required the company to obtain an audit of its accounts 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 accounts.

These accounts have been prepared in accordance with the provisions applicable to companies' subject to the small companies' regime.

The financial statements were approved and authorised for issue by the board of directors on 27 February 2019 and were signed on its behalf by:


Alan Pennell
Director


Tim Meggitt
Director

The accompanying notes from pages 7 to 10 form part of the financial statements.

GP Property One Ltd
Statement of change in equity
For the period ended 30 September 2018

Company registration no: 10801028

	Notes	Share capital £	Retained earnings £	Total £
At incorporation		-	-	-
Shares issued	9	2	-	2
Transactions with owners		2	-	2
Profit for the period		-	82,124	82,124
Total comprehensive income for the period		-	82,124	82,126
30 September 2018		2	82,124	82,126

The accompanying notes from pages 7 to 10 form part of the financial statements.

GP Property One Ltd
Notes to the financial statements
For the period ended 30 September 2018

1. Principal accounting policies

Basis of preparation and statement of compliance

These financial statements have been prepared on a going concern basis and in accordance with Section 1A of Financial Reporting Standard 102. The financial statements are prepared under the historical cost convention modified to include the revaluation of investment properties.

Going concern

The financial statements have been prepared on the going concern basis, notwithstanding the Company's Statement of financial position showing net current liabilities of £864,370, which the directors believe to be appropriate for the following reason.

The Company is dependent for its working capital on funds provided to it by GP Property Limited, the Company's immediate parent undertaking. GP Property Limited has indicated 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. The directors consider that 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.

Revenue recognition

Property income comprises rent receivable. Rent receivable comprises rent for the year in relation to the Company's investment properties exclusive of Value Added Tax. Rent is recognised on a straight line basis over the period of the lease. Rent is accrued for any outstanding rent reviews from the date that the review was due.

Expenses

All expenses are accounted for on an accruals basis. The Company is not VAT registered and therefore any VAT incurred is treated as part of the Company's expenses.

Taxation

The tax liability represents the sum of the tax currently payable and deferred tax. The tax currently payable is based on taxable profit for the year and tax rates and laws that are in force or substantially enacted at the balance sheet date.

Deferred tax is the tax that may become payable or recoverable on all temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities and assets are recognised for all taxable temporary differences with the following exceptions:

- deferred tax assets are recognised only to the extent it is probable that taxable profits will be available against which deductible temporary differences can be utilised; and
- where the temporary difference arises from an asset or liability in a transaction in respect of asset acquisitions in corporate vehicles that is not a business combination, in which case deferred tax is recognised in relation to temporary differences arising after acquisition.

Deferred tax assets and liabilities are calculated at the tax rates expected to be effective at the time the temporary differences are expected to reverse. Deferred tax assets and liabilities are not discounted.

GP Property One Ltd
Notes to the financial statements
For the period ended 30 September 2018

1. Principal accounting policies (continued)

Taxation (continued)

On 29 September 2017, MedicX Fund Limited, the joint controlling party of the Company's direct parent, GP Property Limited, and its associated Group elected to become a UK REIT with effect from 1 October 2017. The UK REIT rules exempt income and gains of the Company's UK property rental business from corporation tax.

Cash and cash equivalents

Cash and cash equivalents comprise cash balances, short term deposits, and highly liquid investments with maturities of three months or less, which are readily convertible to known amounts of cash and subject to insignificant risk of changes in value.

Trade debtors

Trade debtors are initially recognised at their fair value. Provision is made for any doubtful debts which are not deemed recoverable. They are subsequently held at amortised cost less impairment.

Trade creditors

Trade and other creditors are initially recognised and carried at their fair value inclusive of any Value Added Taxes that may be applicable. They are subsequently held at amortised cost.

Investment properties

The Company's completed investment properties are held for long-term investment. Freehold and long leasehold properties acquired are initially recognised at cost, being fair value of consideration payable including transaction costs associated with the property. After initial recognition, investment properties are measured at fair value, with unrealised gains and losses recognised in the Statement of profit and loss and other comprehensive income. Both the base costs and revaluations take account of core fixtures and fittings.

The fair value of completed investment properties is based upon the valuation appraisals provided by Jones Lang LaSalle Limited, an independent firm of chartered surveyors, as at each period end, adjusted as appropriate for costs to complete, head lease liabilities (the net present value of which are recognised as separate liabilities) and lease incentives.

Impairment of assets

The Company assesses annually whether there is any indication that any of its assets have been impaired. If such indication exists, the asset's recoverable amount is estimated and compared to its carrying value.

2. Turnover

All turnover arose within the United Kingdom and related to the principal activity of the Company.

3. Profit on ordinary activities before taxation

The operating loss is stated after charging:

Administration fees paid to International Administration
Group (Guernsey) Limited

**Period from 2
June 2017 to
30 Sept 2018**
£

2,000

GP Property One Ltd
Notes to the financial statements
For the period ended 30 September 2018

4. Staff costs

During the period the Company had no employees. There were four directors, who served during the period. The directors received no remuneration from the Company for their services.

5. Taxation

**Period from 2
June 2017 to
30 Sept 2018**

Total tax for the period	<u>3,504</u>
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Factors affecting tax for the period

The tax assessed for the period is lower than the average standard rate of corporation tax in the UK applicable to the Company 19.0%. The differences are explained below:

**Period from 2
June 2017 to
30 Sept 2018**
£

Profit on ordinary activities before taxation	<u>85,628</u>
Profit on ordinary activities multiplied by the average standard rate of corporation tax in the UK of 19.0%	16,269
Effects of:	
Non-taxable revaluation gain	(2,254)
Profits within the UK REIT regime	<u>(10,511)</u>
Tax charge for the period	<u>3,504</u>

6. Investment properties

2018
£

Additions	938,135
Revaluation	<u>11,865</u>
At 30 September 2018	<u>950,000</u>

Fair value is based upon the valuations of the properties as provided by Jones Lang LaSalle Limited, an independent firm of chartered surveyors, at each balance sheet date. The valuation takes account of the rental yield and the fact that a purchaser's offer price to the company would be less than that in order to cover the purchaser's costs.

7. Debtors

2018
£

Trade debtors	105
Other debtors	<u>532</u>
	<u>637</u>

Amounts due from group companies are unsecured and repayable on demand. No interest is charged on amounts due from group companies.

GP Property One Ltd
Notes to the financial statements
For the period ended 30 September 2018

8. Creditors: amounts falling due within one year

	2018
	£
Trade creditors	7,519
Other creditors	1,371
Corporation tax	3,504
Amounts due to fellow group companies	836,642
Accruals and deferred income	19,475
	<u>868,511</u>

Amounts due to fellow group companies are unsecured and repayable on demand. No interest is chargeable on amounts due to fellow subsidiary companies.

9. Called up share capital

	2018
	£
Allotted, called up and fully paid	
2 Ordinary shares	<u>2</u>

On 2 June 2017 the Company issued 2 Ordinary shares of £1 each for a consideration of £2. There have been no further share issues since incorporation.

10. Retained earnings

The balance held in retained earnings is the accumulated comprehensive income and expense of the Company less dividends paid.

11. Related party transactions

MedicX Fund Limited and General Practice Investment Corporation Limited have joint control over the Company's parent company, GP Property Limited. As at 30 September 2018 an amount of £1,371 was due to MedicX Fund Limited. This amount has been included in other creditors.

At 30 September 2018 the Company owed £836,642 to its immediate parent company GP Property Limited.

12. Ultimate parent undertaking and controlling party

The immediate parent undertaking is GP Property Limited, a company incorporated in Guernsey, GP Property Limited is under joint control of MedicX Fund Limited and General Practice Investment Corporation Limited.