

Registration number: 00063674

Panther Developments Limited

Annual Report and Financial Statements

for the Year Ended 31 December 2016

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Panther Developments Limited

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Panther Developments Limited

Company Information

Directors	A S Perloff S J Peters J T Doyle J H Perloff
Company secretary	S J Peters
Registered office	Unicorn House Station Close Potters Bar Hertfordshire EN6 1TL
Auditors	Nexia Smith & Williamson Chartered Accountants and Statutory Auditors 25 Moorgate London EC2R 6AY

Panther Developments Limited

Directors' Report for the Year Ended 31 December 2016

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

This report has been prepared in accordance with the special provisions of section 415A of the Companies Act 2006 relating to small companies. The directors have taken exemption under this regime not to disclose a strategic report.

Directors' of the company

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

A S Perloff

S J Peters - Company secretary and director

J T Doyle (resigned 15 June 2017)

J H Perloff

Principal activity

The company is a member of the Panther Securities PLC group. The principal activity of the individual companies within the group is property investment and dealing.

Disclosure of information to the auditors

In the case of each person who was a director at the time this report was approved:

- so far as that director was aware there was no relevant audit information of which the company's auditors were unaware; and
- that director had taken all steps that the director ought to have taken as a director to make himself or herself aware of any relevant audit information and to establish that the company's auditors were aware of that information.

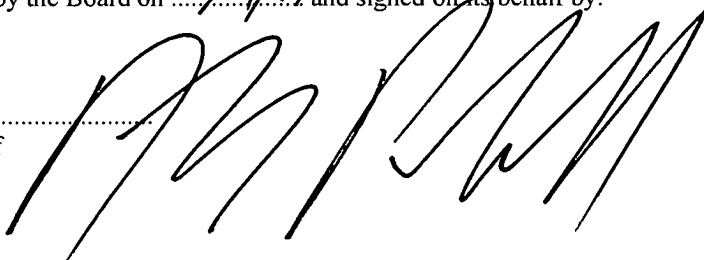
This information is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

Reappointment of auditors

In accordance with section 485 of the Companies Act 2006, a resolution for the re-appointment of Nexia Smith & Williamson as auditors of the company is to be proposed at the forthcoming Annual General Meeting.

Approved by the Board on 25/09/17 and signed on its behalf by:

.....
A S Perloff
Director



Panther Developments Limited

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 year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS 101 'Reduced Disclosure Framework' ('FRS 101'). 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 apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether FRS 101 has been followed, subject to any material departures disclosed and explained in 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 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.

Panther Developments Limited

Independent Auditor's Report

We have audited the financial statements of Panther Developments Limited for the year ended 31 December 2016, which comprise the Profit and loss account, the Statement of Comprehensive Income, the Balance sheet, the Statement of Changes in Equity and related notes 1 to 15. 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'.

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.

Respective responsibilities of directors and auditor

As explained more fully in the Statement of Directors' Responsibilities set out on page 3, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Financial Reporting Council (FRC's) Ethical Standards for Auditors.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the FRC's website at www.frc.org.uk/auditscopeukprivate.

Opinion on the financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2016 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with those financial statements; and
- the Directors' Report has been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have identified no material misstatements in the Directors' Report.

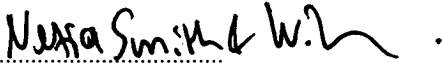
Panther Developments Limited

Independent Auditor's Report

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to take advantage of the small companies' exemption in preparing the directors' report and take advantage of the small companies' exemption from the requirement to prepare a strategic report.



Stephen Drew
Senior Statutory Auditor, for and on behalf of
Nexia Smith & Williamson
Statutory Auditor
Chartered Accountant

25 Moorgate
London
EC2R 6AY

Date: 26/09/17

Panther Developments Limited

Profit and Loss Account for the Year Ended 31 December 2016

	Note	2016 £	2015 £
Turnover	4	-	6,583
Cost of sales		<u>(160,655)</u>	<u>(557,574)</u>
Gross loss		(160,655)	(550,991)
Administrative expenses		<u>(8,879)</u>	<u>(3,000)</u>
Operating loss		(169,534)	(553,991)
Movement in fair value of investment properties		2,000,000	819,957
Interest payable and similar charges	5	<u>(3,000)</u>	<u>(2,950)</u>
Profit before tax		1,827,466	263,016
Tax on profit on ordinary activities	7	<u>(319,144)</u>	<u>(154,480)</u>
Profit for the year		<u><u>1,508,322</u></u>	<u><u>108,536</u></u>

The above results were derived from continuing operations.

The notes on pages 10 to 17 form an integral part of these financial statements.

Panther Developments Limited

Statement of Comprehensive Income for the Year Ended 31 December 2016

	2016	2015
	£	£
Profit for the year	<u>1,508,322</u>	<u>108,536</u>
Total comprehensive income for the year	<u><u>1,508,322</u></u>	<u><u>108,536</u></u>

The notes on pages 10 to 17 form an integral part of these financial statements.

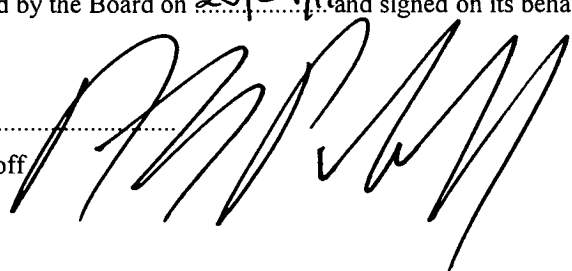
Panther Developments Limited

(Registration number: 00063674)
Balance Sheet as at 31 December 2016

	Note	2016 £	2015 £
Fixed assets			
Investment properties	8	6,042,794	4,041,324
Current assets			
Debtors	9	1,000	4,700
Cash at bank and in hand		<u>13,865</u>	<u>28,573</u>
		<u>14,865</u>	<u>33,273</u>
Creditors: Amounts falling due within one year			
Trade and other creditors	12	(3,686,406)	(3,532,280)
Loans and borrowings	11	<u>(3,000)</u>	<u>(2,950)</u>
Creditors: Amounts falling due within one year		<u>(3,689,406)</u>	<u>(3,535,230)</u>
Net current liabilities		<u>(3,674,541)</u>	<u>(3,501,957)</u>
Total assets less current liabilities		2,368,253	539,367
Creditors: Amounts falling due after more than one year			
Loans and borrowings	11	(39,794)	(38,374)
Provisions for liabilities	7	<u>(532,645)</u>	<u>(213,501)</u>
Net assets		<u><u>1,795,814</u></u>	<u><u>287,492</u></u>
Capital and reserves			
Called up share capital	10	1,249	1,249
Investment property reserve		3,134,910	1,134,910
Retained earnings		<u>(1,340,345)</u>	<u>(848,667)</u>
Shareholders' funds		<u><u>1,795,814</u></u>	<u><u>287,492</u></u>

Approved by the Board on 25/09/17 and signed on its behalf by:

.....
A S Perloff
Director



The notes on pages 10 to 17 form an integral part of these financial statements.

Panther Developments Limited

Statement of Changes in Equity for the Year Ended 31 December 2016

	Share capital £	Investment property reserve £	Retained earnings £	Total £
At 1 January 2016	1,249	1,134,910	(848,667)	287,492
Profit for the year	-	-	1,508,322	1,508,322
Total comprehensive income	-	-	1,508,322	1,508,322
Other capital redemption reserve movements	-	2,000,000	(2,000,000)	-
At 31 December 2016	1,249	3,134,910	(1,340,345)	1,795,814

	Share capital £	Investment property reserve £	Retained earnings £	Total £
At 1 January 2015	1,249	314,953	(137,246)	178,956
Profit for the year	-	-	108,536	108,536
Total comprehensive income	-	-	108,536	108,536
Other capital redemption reserve movements	-	819,957	(819,957)	-
At 31 December 2015	1,249	1,134,910	(848,667)	287,492

The notes on pages 10 to 17 form an integral part of these financial statements.

Panther Developments Limited

Notes to the Financial Statements for the Year Ended 31 December 2016

1 General information

The company is a private company limited by share capital incorporated and domiciled in England and Wales.

The address of its registered office is:

Unicorn House
Station Close
Potters Bar
Hertfordshire
EN6 1TL

2 Accounting policies

Summary of significant accounting policies and key accounting estimates

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

Basis of preparation

These financial statements were prepared in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework. The financial statements have been prepared on an historical cost basis except for the revaluation of Investment properties which are carried at fair value.

Summary of disclosure exemptions

The company has taken advantage of the following disclosure exemptions under FRS 101:

- the exemption from preparing a statement of cash flows;
- the exemption from declaring compliance with IFRS;
- the exemption from disclosing aspects of capital risk management;
- the exemption from providing a reconciliation on the number of shares outstanding;
- the exemption from disclosing information about IFRS in issue but not yet adopted; and
- the exemption from disclosing transactions between wholly owned group members.

In relation to the following exemptions equivalent disclosures have been given in the consolidated financial statements of Panther Securities PLC:

- the exemption from certain financial instrument disclosures; and
- the exemption from certain fair value disclosures.

Revenue recognition

Revenue comprises:

Rental income from tenancy occupied properties net of Value Added Tax where appropriate. The income is recognised on an accruals basis.

Tax

Income tax expense represents the sum of the tax currently payable and deferred tax. The tax currently payable is based on taxable profit or loss for the period. Taxable profit or loss differs from profit or loss as reported in the profit and loss account because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the Balance sheet date.

Panther Developments Limited

Notes to the Financial Statements for the Year Ended 31 December 2016

Current tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current assets and liabilities on net basis.

Corporation tax for the period is charged at 20% (2015 – 20.25%), representing the best estimate of the weighted average annual corporation tax rate expected for the full financial year.

Deferred tax is recognised on 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, and is accounted for using the Balance Sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised.

Deferred tax liabilities are recognised for taxable temporary differences arising on investments in subsidiaries and associates, and interests in joint ventures, except where the Company is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. The carrying amount of deferred tax assets is reviewed at each Balance Sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that have been substantively enacted on or before the balance sheet date. Deferred tax is charged or credited to the Profit and Loss Account, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity.

Investment property

Investment properties, which are properties held to earn rentals and/or capital appreciation, are revalued annually by the Directors using the fair value model of accounting for Investment Property at the Balance Sheet date. When the Directors revalue the properties they make judgements based on the covenant strength of tenants, remainder of lease term of tenancy, location, and other developments which have taken place in the form of open market lettings, rent reviews, lease renewals and planning consents. Gains or losses arising from changes in the fair value of investment property are included in the Profit and Loss Account in the period in which they arise.

In accordance with FRS101, a property interest held under an operating lease, which meets the definition of an investment property, is classified as an investment property. The property interest is initially accounted for as if it were a finance lease, recognising as an asset and a liability the present value of the minimum lease payments due by the Company to the freeholder. Subsequently, and as described above, the fair value model of accounting for investment property is applied to these interests. A corresponding interest charge is applied to the finance lease liabilities based on the effective interest rate. Fair value measurement of investment property is classified as Level 3 in the fair value hierarchy. Using the fair value model in FRS101 is a recurring measurement.

Borrowings

All borrowings are initially recorded at the amount of proceeds received, net of transaction costs. Borrowings are subsequently carried at amortised cost, with the difference between the proceeds, net of transaction costs, and the amount due on redemption being recognised as a charge to the income statement over the period of the relevant borrowing.

Interest expense is recognised on the basis of the effective interest method and is included in finance costs.

Borrowings are classified as current liabilities unless the company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.

Panther Developments Limited

Notes to the Financial Statements for the Year Ended 31 December 2016

Leases

Rental income from operating leases is recognised on a straight line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised on a straight line basis over the lease term.

Capital and reserves

Share capital represents the nominal value of shares issued by the company. The Investment property reserve represents the accumulated fair value gains and losses on investment properties. Profit and loss account represents the accumulated comprehensive income and losses of the Company less dividends paid.

Dividends

Dividends are recognised based on the value per share declared.

Financial assets and liabilities

Classification

Financial assets and financial liabilities are recognised on the Company's balance sheet when the Company becomes a party to the contractual provisions of the instrument.

Financial liabilities and equity

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

Cash at bank and in hand

Cash at bank and in hand comprise cash on hand and demand deposits.

Trade debtors

Trade debtors are initially recognised at fair value, and are subsequently measured at amortised cost using the effective interest rate method. Appropriate allowances for estimated irrecoverable amounts are recognised in the Profit and Loss Account when there is objective evidence that the asset is impaired. The allowance recognised is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the effective interest rate computed at initial recognition.

Trade creditors

Trade creditors are initially measured at fair value, and are subsequently measured at amortised cost, using the effective interest rate method.

3 Critical accounting judgements and key sources of estimation uncertainty

Sources of estimation uncertainty are noted in the accounting policy for Investment Properties. Details of the estimation techniques used are given in the notes to the financial statements.

4 Turnover

The analysis of the company's turnover for the year from continuing operations is as follows:

	2016	2015
	£	£
Rental income from investment property	-	6,583

Panther Developments Limited

Notes to the Financial Statements for the Year Ended 31 December 2016

5 Interest payable and similar charges

	2016	2015
	£	£
Interest on obligations under finance leases and hire purchase contracts	<u>3,000</u>	<u>2,950</u>

6 Auditors' remuneration

	2016	2015
	£	£
Audit of the financial statements	<u>3,000</u>	<u>2,500</u>

Panther Developments Limited

Notes to the Financial Statements for the Year Ended 31 December 2016

7 Income tax

Tax charged/(credited) in the profit and loss account

	2016 £	2015 £
Deferred taxation		
Arising from origination and reversal of temporary differences	<u>319,144</u>	<u>154,480</u>

The tax on profit before tax for the year is lower than the standard rate of corporation tax in the UK (2015 - lower than the standard rate of corporation tax in the UK) of 20% (2015 - 20.25%).

The differences are reconciled below:

	2016 £	2015 £
Profit before tax	<u>1,827,466</u>	<u>263,016</u>
Corporation tax at standard rate	365,493	53,261
Decrease (increase) from effect of revenues exempt from taxation	-	10,125
Increase (decrease) from effect of expenses not deductible in determining taxable profit (tax loss)	6,000	-
Increase (decrease) arising from group relief tax reconciliation	28,507	102,655
Deferred tax expense (credit) relating to changes in tax rates or laws	<u>(80,856)</u>	<u>(11,561)</u>
Total tax charge	<u>319,144</u>	<u>154,480</u>

Deferred tax

Deferred tax assets and liabilities

	Liability £
2016	
Revaluation of investment property	<u>(532,645)</u>
2015	
Revaluation of investment property	<u>(213,501)</u>

Deferred tax movement during the year:

	At 1 January 2016 £	Recognised in income £	At 31 December 2016 £
Revaluation of investment property	<u>(213,501)</u>	<u>(319,144)</u>	<u>(532,645)</u>

Deferred tax movement during the prior year:

Panther Developments Limited

Notes to the Financial Statements for the Year Ended 31 December 2016

	At 1 January 2015	Recognised in income	At 31 December 2015
	£	£	£
Revaluation of investment property	<u>(59,021)</u>	<u>(154,480)</u>	<u>(213,501)</u>

8 Investment properties

	2016 £
At 1 January	4,041,324
Fair value adjustments	2,000,000
Fair value movement on property held under operating leases	<u>1,470</u>
At 31 December	<u>6,042,794</u>

Investment properties held at 31 December 2016 were revalued by the Directors to open market value on an existing use basis. At 31 December 2016, £6,042,794 (2015 - £4,041,324) included within the net book value of Investment properties relates to freehold Investment properties. The historic cost of the properties was £2,685,047 (2015 - £2,685,047).

Property valuations are complex, require a degree of judgement and are based on data some of which is publicly available and some that is not. Consistent with EPRA guidance, we have classified the valuations of our property portfolio as level 3 as defined by IFRS 13 Fair Value Measurement. Level 3 means that the valuation model cannot rely on inputs that are directly available from an active market; however there are related inputs from auction results that can be used as a basis. These inputs are analysed by segment in relation to the property portfolio. All other factors remaining constant, an increase in rental income would increase valuation, whilst an increase in equivalent nominal yield would result in a fall in value and vice versa.

In establishing fair value the most significant unobservable input is considered to be the appropriate yield to apply to the rental income. This is based on a number of factors including financial covenant strength of the tenant, location, marketability of the unit if it were to become vacant, quality of property and potential alternative uses.

The property valuations were carried out by the Directors at 31 December 2016 and independently by GL Hearn, Chartered Surveyors at 31 December 2015. The property valuations when carried out internally are undertaken by Directors, two of whom are members of the Royal Institution of Chartered Surveyors (RICS). The valuation methodology used by both parties is in accordance with The RICS Appraisal and Valuation Standards (9th Edition – January 2014), which is consistent with the required FRS101 methodology. FRS101 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.

For some properties, valuation was based on an end development rather than investment income in order to achieve highest and best use value. To get the valuation in this instance the end development is discounted by profit for a developer and cost to build to get to the base estimated market value of investment.

During the year £Nil (2015 - £6,583) was recognised in income in relation to rental income from investment properties.

Panther Developments Limited

Notes to the Financial Statements for the Year Ended 31 December 2016

9 Debtors

	2016 £	2015 £
Trade debtors	-	2,000
Prepayments	1,000	2,700
	<u>1,000</u>	<u>4,700</u>

10 Share capital

Allotted, called up and fully paid shares

	2016 No.	£	2015 No.	£
Ordinary shares of £1 each	<u>1,249</u>	<u>1,249</u>	<u>1,249</u>	<u>1,249</u>

The company's authorised share capital is 14,700 (2015 - 14,700) Ordinary shares of £1.

11 Loans and borrowings

	2016 £	2015 £
Non-current loans and borrowings		
Finance lease liabilities	<u>39,794</u>	<u>38,374</u>
	2016 £	2015 £
Current loans and borrowings		
Finance lease liabilities	<u>3,000</u>	<u>2,950</u>

12 Trade and other creditors

	2016 £	2015 £
Trade creditors	22,570	38,620
Accruals and deferred income	14,400	14,400
Amounts due to related parties	<u>3,649,436</u>	<u>3,479,260</u>
	<u>3,686,406</u>	<u>3,532,280</u>

The inter company loans are interest free and repayable on demand; however there is no present intention to seek repayment of these loans.

There is a third party floating charge over all assets and undertakings of the company for the loan provided by HSBC Bank Plc to Panther Securities PLC.

Panther Developments Limited

Notes to the Financial Statements for the Year Ended 31 December 2016

13 Contingent liabilities

A guarantee has been given in respect of borrowings by the parent undertaking and fellow subsidiary undertakings for £75,000,000 (2015 - £73,000,000).

14 Parent of group in whose consolidated financial statements the company is consolidated

The name of the parent of the group in whose consolidated financial statements the company's financial statements are consolidated is Panther Securities PLC.

These financial statements are available upon request from the Registered Office.

15 Parent and ultimate parent undertaking

The company's immediate parent is Panther Securities PLC. These financial statements are available upon request from the Registered Office.

Relationship between entity and parents

The parent of the largest group in which these financial statements are consolidated is Panther Securities PLC, incorporated in England and Wales.

The address of Panther Securities PLC is:

The Registered Office

Panther Securities PLC is ~~listed~~ on the Alternative Investment Market (AIM).

quoted