

HSBC Development Properties (UK) Limited

**Financial Statements
31 December 2011**

Registered No. 2155878

SATURDAY



A1DNFJBL

A32

21/07/2012

#291

COMPANIES HOUSE

Financial Statements

31 December 2011

Contents

Directors' report	2
Independent auditor's report to the members of HSBC Development Properties (UK) Limited	4
Income statement	5
Statement of comprehensive income	5
Statement of financial position	6
Statement of cash flows	7
Statement of changes in equity	8
Notes on the financial statements	9

Directors' report for the year ended 31 December 2011

Principal activities

The Company's principal activity was to act as a property holding company. All activities were discontinued during the year to 31 December 2009 when the three remaining properties were disposed of to a parent undertaking with the related lease terminated.

Risk management

The financial risk management objectives and policies of the Company, together with an analysis of the exposure to such risks are set out in note 6 of the financial statements.

Performance

The Company did not trade during the year under review.

Dividends

On 9th Dec 2011 a dividend of £1,638,404 being 4.43p per share, in respect of the year ended 31 December 2011 was paid on the ordinary shares (2010 Nil).

Dividends payments will be reflected in the financial statements in the period in which they are declared.

Going concern basis

The financial statements are prepared on a going concern basis, as the Directors are satisfied that the Company has the resources to continue in business for the foreseeable future. In making this assessment, the Directors have considered a wide range of information relating to present and future conditions.

Directors

The Directors who served during the year were as follows:

Name

Canada Water Nominees (UK) Limited
R H Musgrove

The Articles of Association of the Company provide that in certain circumstances the Directors are entitled to be indemnified out of the assets of the Company against claims from third parties in respect of certain liabilities arising in connection with the performance of their functions, in accordance with the provisions of the UK Companies Act 2006. Indemnity provisions of this nature have been in place during the financial year but have not been utilised by the Directors.

Supplier payment policy

The Company does not currently subscribe to any code or standard on payment practice. It is the Company's policy, however, to settle the terms of payment with suppliers when agreeing the terms of each transaction, to ensure that suppliers are made aware of the terms of payment and to abide by the terms of payment.

During the year, the Company received goods and services from group undertakings only. Part 5 of Schedule 7 of the Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008, setting out reporting requirements in relation to the policy and practice on payment of creditors is, therefore, not applicable.

Capital management

The Company is not subject to externally imposed capital requirements and is dependent on the HSBC group to provide necessary capital resources which are therefore managed on a group basis.

The Company defines capital as total shareholders' equity. It is HSBC's objective to maintain a strong capital base to support the development of its business and to meet regulatory capital requirements at all times. There were no changes to the Company's approach to capital management during the year.

**Directors' report for the year ended
31 December 2011 (continued)**

Disclosure of information to auditor

Each person who is a Director at the date of approval of this report confirms that so far as the Director is aware, there is no relevant audit information of which the Company's auditor is unaware and the Director has taken all the steps that he or she ought to have taken as a Director in order to make himself or herself aware of any relevant audit information and to establish that the Company's auditor is aware of that information. This confirmation is given pursuant to section 418 of the UK Companies Act 2006 and should be interpreted in accordance therewith.

Auditor

Pursuant to Section 487 of the Companies Act 2006, the auditor will be deemed to be reappointed and KPMG Audit Plc will therefore continue in office.

Statement of Directors' responsibilities in respect of the Directors' report and 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 year. Under that law they have elected to prepare the financial statements in accordance with as adopted by the EU.

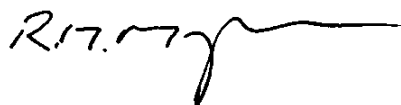
Under company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period.

In preparing these financial statements, the Directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgements and estimates that are reasonable and prudent,
- state whether they have been prepared in accordance with IFRSs as adopted by the EU, 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 its financial statements comply with the Companies Act 2006. They 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.

On behalf of the Board



R H Musgrove
Director

28 June 2012

Registered Office
8 Canada Square
London
E14 5HQ

Independent Auditor's Report to the Members of HSBC Development Properties (UK) Limited

We have audited the financial statements of HSBC Development Properties (UK) Limited for the year ended 31 December 2011 set out on pages 5 to 11. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the EU.

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 Directors' Responsibilities Statement 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 Auditing Practices Board's (APB'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 APB's website at www.frc.org.uk/apb/scope/private.cfm.

Opinion on 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 2011 and of its result for the year then ended,
- have been properly prepared in accordance with IFRSs as adopted by the EU, and
- have been prepared in accordance with the requirements of the Companies Act 2006.

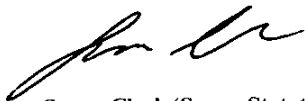
Opinion on other matter prescribed by the Companies Act 2006

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

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.



Simon Clark (Senior Statutory Auditor)
for and on behalf of KPMG Audit Plc, Statutory Auditor
Chartered Accountants

One Snowhill,
Snow Hill Queensway
Birmingham, B4 6GH

Date 28 June 2012

Financial Statements

Income statement for the year ended 31 December 2011

During the financial year and the preceding financial year, the Company did not trade, has received no income and incurred no expense, and consequently has made neither a profit nor a loss

The accounting policies and notes on pages 9 to 11 form an integral part of these financial statements

Statement of comprehensive income for the year ended 31 December 2011

There has been no comprehensive income or expense other than results for the year as shown above (2010: £Nil)

The accounting policies and notes on pages 9 to 11 form an integral part of these financial statements

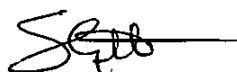
Financial Statements (continued)

Statement of financial position as at 31 December 2011

	Notes	2011 £'000	2010 £'000
ASSETS			
Current assets			
Receivables	4	36,999	38,638
Accrued income		1	1
Total assets		<u>37,000</u>	<u>38,639</u>
LIABILITIES AND EQUITY			
Equity			
Called up share capital	5	37,000	37,000
Retained earnings		-	1,639
Total shareholders' equity		<u>37,000</u>	<u>38,639</u>
Total equity and liabilities		<u>37,000</u>	<u>38,639</u>

The accounting policies and notes on pages 9 to 11 form an integral part of these financial statements

These financial statements were approved by the Board of Directors on 28 June 2012 and were signed on its behalf by



S C Gott
Director
For and on behalf of Canada Water Nominees (UK) Limited

Company Registration No 2155878

Financial Statements (continued)

Statement of cash flows for the year ended 31 December 2011

	2011 £'000	2010 £'000
Cash flows from operating activities		
Profit before tax	-	-
Dividend income	1,638	-
Net cash generated from operating activities	1,638	-
Cash flows from financing activities		
Tax received	-	20
Dividend paid	(1,638)	(20)
Net cash used for financing activities	(1,638)	-
Net increase in cash and cash equivalents	-	-
Cash and cash equivalents brought forward	-	-
Cash and cash equivalents carried forward	-	-

The accounting policies and notes on pages 9 to 11 form an integral part of these financial statements

Financial Statements (continued)

Statement of changes in equity for the year ended 31 December 2011

	Called up share capital	Retained earnings	Total shareholders' equity
	£'000	£'000	£'000
2011			
At 1 January 2011	37,000	1,639	38,639
Dividends to shareholders	-	(1,639)	(1,639)
At 31 December 2011	37,000	-	37,000

	Called up share capital	Retained earnings	Total shareholders' equity
	£'000	£'000	£'000
2010			
At 1 January 2010 and 31 December 2010	37,000	1,639	38,639

The accounting policies and notes on pages 9 to 11 form an integral part of these financial statements

Shareholders' equity is wholly attributable to equity shareholders

Notes on the Financial Statements

1 Basis of preparation

(a) Compliance with International Financial Reporting Standards

The financial statements are presented in sterling and have been prepared on the historical cost basis

The Company has prepared its financial statements in accordance with International Financial Reporting Standards ('IFRSs') as issued by the International Accounting Standards Board ('IASB') and as endorsed by the European Union ('EU'). EU-endorsed IFRSs may differ from IFRSs as issued by the IASB if, at this point in time, new or amended IFRSs have not been endorsed by the EU. At 31 December 2011, there were no unendorsed standards effective for the year ended 31 December 2011 affecting these financial statements, and there was no difference between IFRSs endorsed by the EU and IFRSs issued by the IASB in terms of their application to the Company. Accordingly, the Company's financial statements for the year ended 31 December 2011 are prepared in accordance with IFRSs as issued by the IASB.

IFRSs comprise accounting standards issued by the IASB and its predecessor body as well as interpretations issued by the IFRS Interpretations Committee ('IFRIC') and its predecessor body.

During the year, the Company adopted a number of standards, interpretations and amendments thereto which had an insignificant effect on the financial statements.

(b) Future accounting developments

At 31 December 2011, a number of standards and interpretations, and amendments thereto, had been issued by the IASB, which are not effective for the Company's financial statements as at 31 December 2011. None of these are expected to have a significant effect on the results or net assets of the Company when adopted.

The accounting policies set out below have been applied consistently to all periods presented in these financial statements, except where stated otherwise.

2 Summary of significant accounting policies

(a) General information

HSBC Development Properties (UK) Limited is a company domiciled and incorporated in England and Wales.

(b) Income tax

Income tax comprises current and deferred tax and is recognised in the income statement.

Current tax is the tax expected to be payable on the taxable profit for the year, calculated using tax rates enacted or substantively enacted by the end of the reporting period and any adjustment to tax payable in respect of previous years. Current tax assets and liabilities are offset when the Company intends to settle on a net basis and the legal right to offset exists.

(c) Cash and cash equivalents

Inter company transactions are accounted for as financing activities.

(d) Share capital

Shares are classified as equity when there is no contractual obligation to transfer cash or other financial assets. Incremental costs directly attributable to the issue of equity instruments are shown in equity as a deduction from proceeds, net of tax.

Dividends payable in relation to equity shares are recognised as a liability in the period in which they are declared.

(e) Determination of fair value

All financial instruments are recognised initially at fair value. In the normal course of business, the fair value of a financial instrument on initial recognition is the transaction price (that is, the value of the consideration given or received).

Subsequently, fair values are calculated by discounting future cash flows on financial instruments, using effective current interest rates.

Notes on the Financial Statements (continued)

(f) Use of assumptions and estimates

When preparing the financial statements, it is the Directors' responsibility to select suitable accounting policies and to make judgements and estimates that are reasonable and prudent

There are no accounting policies that are deemed critical to the Company's IFRS results and financial position, in terms of materiality of the items to which the policy is applied, which involve a high degree of judgement and estimation

(g) Loans and receivables

Loans and receivables include loans and receivables originated by the Company which are not classified either as trading or designated at fair value. Loans and receivables are recognised when cash is advanced to borrowers. They are derecognised when either borrowers repay their obligations, or the loans are sold or written off, or substantially all the risks and rewards of ownership are transferred. They are initially recognised at fair value plus any directly attributable transaction costs and are subsequently measured at amortised cost using the effective interest method, less impaired losses.

3 Administrative income/(expenses)

Certain expenses including auditor's remuneration have been borne by a fellow group undertaking and are therefore not charged in arriving at the profit before taxation. The auditor's remuneration borne on behalf of the Company amounted to £2,457 (2010: £2,457). The Company has no employees and hence no staff costs (2010: Nil). The Directors made no charge for their services (2010: Nil).

4 Receivables

	2011 £'000	2010 £'000
Amounts due from parent undertakings	36,999	38,638

Amounts owed by other group undertakings have no fixed date for repayment and are therefore technically repayable on demand. They are accounted for as financial assets, measured at amortised cost and the fair value is not considered to be significantly different from the carrying value.

5 Share capital

	2011 £'000	2010 £'000
Authorised		
50,000,000 Ordinary shares of £1 each	50,000	50,000
Allotted, called up and fully paid		
37,000,000 Ordinary shares of £1 each	37,000	37,000

6 Risk Management

The Company has exposure to the following types of risk arising from its use of financial instruments: credit risk.

The management of all risks which are significant, together with the quantitative disclosures not already included elsewhere in the financial statements, is described in this note.

Exposure to credit risk arises in the normal course of the Company's business. The Company's risk management policies are consistent with the HSBC Group's risk management policies.

Notes on the Financial Statements (continued)

The Company participates in transactions to which other HSBC group companies are also party. The HSBC business in which these companies reside (the "Business") has an established risk management process which considers the risks at the outset and on an ongoing basis in relation to each transaction from the Business' perspective – this will consolidate the risks of participating companies and, as such, offsetting risks will be eliminated. To the extent there is any residual risk, management will mitigate this by implementing the appropriate instruments and these will reside in the relevant company.

As part of that process, the Business' management will review the monthly management accounts of the Business. There were no changes in the Company's approach to risk management during the year.

Credit risk management

Maximum exposure to credit risk

	2011 £'000	2010 £'000
Amounts due from parent undertakings	36,999	38,638

These balances are neither past due nor impaired.

Liquidity risk management

The Company has no significant exposure to liquidity risk due to the nature of its business, which was to act as a property holding company. The Company is generally being funded by way of equity investment.

7 Related-party transactions

The Company has a related party relationship with its parent, with other group undertakings and with its Directors. Particulars of transactions, arrangements and agreements involving third parties are disclosed elsewhere within the financial statements.

The ultimate parent undertaking (which is the ultimate controlling party) and the parent undertaking of the largest group of undertakings for which group financial statements are drawn up and of which the Company is a member is HSBC Holdings Plc, and the parent undertaking of the smallest such group is HSBC Bank plc. The immediate holding Company is HSBC Bank plc. The result of the Company is included in the group financial statements of HSBC Bank plc and HSBC Holdings Plc.

Copies of the group financial statements may be obtained from the following addresses:

HSBC Bank plc
8 Canada Square
London
E14 5HQ

HSBC Holdings plc
8 Canada Square
London
E14 5HQ

8 Contingent liabilities

There were no contingent liabilities at 31 December 2011 (2010: Nil).

9 Subsequent events

There are no subsequent events requiring disclosure in the financial statements.