

Registration number: 03292034

Lonebridge UK Limited

Annual Report and Unaudited Financial Statements
for the Year Ended 31 March 2019

MONDAY



L8G3JFXS

LD3

14/10/2019

#71

COMPANIES HOUSE

Lonebridge UK Limited

Contents

Strategic Report	1 to 2
Directors' Report	3 to 4
Profit and Loss Account	5
Statement of Comprehensive Income	6
Balance Sheet	7
Statement of Changes in Equity	8
Notes to the Unaudited Financial Statements	9 to 17

Lonebridge UK Limited

Strategic Report for the Year Ended 31 March 2019

The directors present their Strategic Report for the year ended 31 March 2019.

Business review and principal activities

Lonebridge UK Limited ("the company") is a wholly owned subsidiary of The British Land Company PLC and operates as a constituent of The British Land Company PLC group of companies ("the group").

The company's principal activity is property investment in the United Kingdom (UK).

As shown in the company's Profit and Loss Account on page 5, the company's turnover of £9,970 has decreased £688,126 compared with turnover of £698,096 in the prior year. This is wholly due to the sole tenant vacating the property due to redevelopment of the property. Loss on ordinary activities before taxation is £2,174 compared to a profit on ordinary activities before taxation of £4,063,241 in the prior year. This is due to the revaluation surplus of investment properties being £87,654 which is less than the prior year revaluation surplus of £3,499,882

Dividends of £nil (2018: £nil) were paid in the year.

The Balance Sheet on page 7 shows that the company's financial position at the year end has, in net assets terms, decreased compared with the prior year

The value of investment properties held as at 31 March 2019 has increased by 14.2% from 31 March 2018 as shown in note 9 to the company's Balance Sheet. Details of how investment properties are valued can be found in note 9 to the company's balance sheet. The movement is determined by the prevailing market conditions at the balance sheet date

The Board of the group uses total return, to monitor the performance of the group. This is a measure of growth in total equity per share, adding back any current year dividend.

The company is a subsidiary of The British Land Company PLC. The company's strategy is the same as the group's strategy - to deliver an above average annualised total return to shareholders, which is achieved by creating attractive environments in the right places focused around the people who work, shop and live in them.

The expected future developments of the company are determined by the strategy of the group.

For more information also see The British Land Company PLC group annual report.

The performance of the group, which includes the company, is discussed in the group's annual report which does not form part of this report

Lonebridge UK Limited

Strategic Report for the Year Ended 31 March 2019 (continued)

Principal risks and uncertainties

This company is part of a large property investment group. As such, the fundamental underlying risks for this company are those of the property group as discussed below.

The company generates returns to shareholders through long-term investment decisions requiring the evaluation of opportunities arising in the following areas:

- demand for space from occupiers against available supply;
- identification and execution of investment and development strategies which are value enhancing;
- availability of financing or refinancing at an acceptable cost;
- economic cycles, including their impact on tenant covenant quality, interest rates, inflation and property values;
- legislative changes, including planning consents and taxation;
- engagement of development contractors with strong covenants;
- key staff changes, and
- environmental and health and safety policies

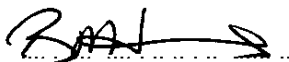
These opportunities also represent risks, the most significant being change to the value of the property portfolio. This risk has high visibility to directors and is considered and managed on a continuous basis. Directors use their knowledge and experience to knowingly accept a measured degree of market risk.

The company's preference for prime assets and their secure long term contracted rental income, primarily with upward only rent review clauses, presents lower risks than many other property portfolios.

The financial and political risks for the company are managed in accordance with the group financial risk management policy, as disclosed in the consolidated group financial statements. The general risk environment in which the group operates has heightened over the course of the year, which is largely due to the continued level of uncertainty associated with the future impact of the UK's exit from the EU, the significant deterioration in the UK retail market and weaker investment markets.

The company has no third party debt and no associated third party interest rate exposure.

Approved by the Board on 11 October 2019 and signed on its behalf by:



B JAMES
British Land Company Secretarial Limited
Company secretary

Lonebridge UK Limited

Directors' Report for the Year Ended 31 March 2019

The directors present their report and the unaudited financial statements for the year ended 31 March 2019.

Directors of the company

The directors, who held office during the year, and up to the date of signing the financial statements, were as follows.

S M Barzycki

T A Roberts (resigned 31 March 2019)

N M Webb

C J Middleton

P S Macey

J C McNuff

Directors' responsibilities statement

The directors acknowledge their responsibilities 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 prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law). 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;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 101, have been followed, subject to any material departures disclosed and explained in the financial statements;
- 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

The directors 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.

Directors' indemnities

The company indemnified one or more of its directors during the financial year. The indemnity arrangements were qualifying indemnity provisions under the Companies Act 2006

A number of associated companies within the group have indemnified one or more of their current directors. The indemnity arrangements are qualifying indemnity provisions under the Companies Act 2006 and are currently in force at the date of this Annual Report.

Environmental matters

Across the group, The British Land Company PLC recognises the importance of its environmental responsibilities, monitors its impact on the environment and designs and implements policies to reduce any damage that might be caused by the group's activities. The company operates in accordance with group policies. The group's full sustainability report is available online at:

www.britishland.com/sustainability/reports-and-publications/2019

Lonebridge UK Limited

Directors' Report for the Year Ended 31 March 2019 (continued)

Going concern

The directors consider the company to be a going concern and the financial statements are prepared on this basis. Details of this are shown in note 2 of the financial statements.

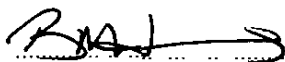
Subsequent Events

Details of significant events since the Balance Sheet date, if any, are contained in note 16.

Audit exemption taken for the year ended 31 March 2019

The company is exempt from the requirements of the Companies Act 2006 relating to the audit of individual accounts by virtue of Section 479A of that Act, as disclosed on pages 165-166 of The British Land Company PLC Annual Report and Accounts 2019. The ultimate holding company and controlling party is The British Land Company PLC.

Approved by the Board on 11 October 2019 and signed on its behalf by:



B JAMES

British Land Company Secretarial Limited
Company secretary

Lonebridge UK Limited

Profit and Loss Account for the Year Ended 31 March 2019

		(As restated)	
	Note	2019 £	2018 £
Turnover	4	9,970	698,096
Cost of sales		<u>(59,923)</u>	<u>(94,856)</u>
Operating (loss)/profit		<u>(49,953)</u>	<u>603,240</u>
Revaluation of investment properties	9	<u>87,654</u>	<u>3,499,882</u>
Profit on ordinary activities before interest and taxation		37,701	4,103,122
Interest payable and similar expenses	5	<u>(39,875)</u>	<u>(39,881)</u>
(Loss)/profit on ordinary activities before taxation		(2,174)	4,063,241
Taxation	7	<u>-</u>	<u>-</u>
(Loss)/profit for the year		<u>(2,174)</u>	<u>4,063,241</u>

Turnover and results were derived from continuing operations within the United Kingdom.

The notes on pages 9 to 17 form an integral part of these financial statements

Lonebridge UK Limited

Statement of Comprehensive Income for the Year Ended 31 March 2019

	2019	2018
	£	£
(Loss)/profit for the year	<u>(2,174)</u>	<u>4,063,241</u>
Total comprehensive (expense)/income for the year	<u><u>(2,174)</u></u>	<u><u>4,063,241</u></u>

The notes on pages 9 to 17 form an integral part of these financial statements

Lonebridge UK Limited

(Registration number: 03292034)

Balance Sheet as at 31 March 2019

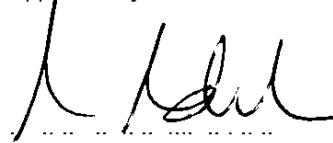
	Note	31 March 2019 £	31 March 2018 £
Fixed assets			
Tangible assets	8	189,304	112,548
Investment properties	9	<u>23,299,429</u>	<u>20,399,555</u>
		<u>23,488,733</u>	<u>20,512,103</u>
Current assets			
Debtors	10	<u>1,761,503</u>	<u>3,638,675</u>
		1,761,503	3,638,675
Creditors due within one year	11	<u>(1,103,931)</u>	<u>(2,173)</u>
Net current assets		<u>657,572</u>	<u>3,636,502</u>
Total assets less current liabilities		24,146,305	24,148,605
Creditors due after more than one year	12	<u>(699,429)</u>	<u>(699,555)</u>
Net assets		<u><u>23,446,876</u></u>	<u><u>23,449,050</u></u>
Capital and reserves			
Called up share capital	13	2	2
Profit and loss account		<u>23,446,874</u>	<u>23,449,048</u>
Total shareholders' funds		<u><u>23,446,876</u></u>	<u><u>23,449,050</u></u>

For the financial year ending 31 March 2019 the company was entitled to exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary companies.

Directors' responsibilities:

- The members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476 of the Companies Act 2006; and
- The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

Approved by the Board on 11 October 2019 and signed on its behalf by:


C. MIDDLETON
Director

The notes on pages 9 to 17 form an integral part of these financial statements.

Lonebridge UK Limited

Statement of Changes in Equity for the Year Ended 31 March 2019

	Share capital £	Profit and loss account £	Total £
Balance at 1 April 2017	2	19,385,807	19,385,809
Profit for the year	-	4,063,241	4,063,241
Total comprehensive income for the year	-	4,063,241	4,063,241
Balance at 31 March 2018	2	23,449,048	23,449,050
Balance at 1 April 2018	2	23,449,048	23,449,050
Loss for the year	-	(2,174)	(2,174)
Total comprehensive expense for the year	-	(2,174)	(2,174)
Balance at 31 March 2019	2	23,446,874	23,446,876

The notes on pages 9 to 17 form an integral part of these financial statements

Lonebridge UK Limited

Notes to the Unaudited Financial Statements for the Year Ended 31 March 2019

1 General information

The company is a private company limited by share capital, incorporated and domiciled in England, United Kingdom.

The address of its registered office is:
York House
45 Seymour Street
London
W1H 7LX

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 ("FRS 101").

In preparing these financial statements, the company applies the recognition, measurement and disclosure requirements of International Financial Reporting Standards as adopted by the EU ("Adopted IFRSs"), but makes amendments where necessary in order to comply with Companies Act 2006 and has set out below where advantage of the FRS 101 disclosure exemptions has been taken.

The financial statements have been prepared under the historical cost convention, modified to include the revaluation of investments properties. Historical cost is generally based on the fair value of the consideration given in exchange for the assets.

Summary of disclosure exemptions

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

- (a) The requirements of IAS 1 to provide a Balance Sheet at the beginning of the year in the event of a prior year adjustment;
- (b) The requirements of IAS 1 to provide a Statement of Cash flows for the year;
- (c) The requirements of IAS 1 to provide a statement of compliance with IFRS;
- (d) The requirements of IAS 1 to disclose information on the management of capital;
- (e) The requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors to disclose new IFRS's that have been issued but are not yet effective;
- (f) The requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member;
- (g) The requirements of paragraph 17 of IAS 24 Related Party Disclosures to disclose key management personnel compensation;
- (h) The requirements of IFRS 7 to disclose financial instruments; and
- (i) The requirements of paragraphs 91-99 of IFRS 13 Fair Value Measurement to disclose information of fair value valuation techniques and inputs

Lonebridge UK Limited

Notes to the Unaudited Financial Statements for the Year Ended 31 March 2019 (continued)

2 Accounting policies (continued)

Disclosure exemptions for subsidiaries are permitted where the relevant disclosure requirements are met in the consolidated financial statements. Where required, equivalent disclosures are given in the group financial statements of The British Land Company PLC. The group financial statements of The British Land Company PLC are available to the public and can be obtained as set out in note 17.

Adoption status of relevant new financial reporting standards and interpretations

During the year the company adopted the following standards:

IFRS 9 – Financial instruments

The new standard addresses the classification, measurement and recognition of financial assets and financial liabilities. It simplifies the existing categories of financial instruments, redefines the criteria required for hedge effectiveness and introduces an expected credit loss model requiring expected credit loss to be recognised on all financial assets held at amortised cost. Adoption of IFRS 9 has not had a material impact on the financial statements of the company. The standard was applied using the modified retrospective approach.

IFRS 15 – Revenue from contracts with customers

The new standard sets out a five-step model for the recognition of revenue and establishes principles for reporting useful information to users of financial statements about the nature, timing and uncertainty of revenues and cash flows arising from an entity's contracts with customers. The new standard does not apply to rental income which is in the scope of IAS 17, but does apply to service charge income, management and performance fees and trading property disposals. Adoption of IFRS 15 has not had a material impact on the financial statements of the company. The standard was applied using the full retrospective approach.

Apart from the changes in the standards highlighted above, no other standards, interpretations and amendments effective for the first time from 1 April 2018 have had a material effect on the financial statements.

Going concern

The directors consider that the company has adequate resources to continue trading for the foreseeable future, with no external borrowings and a working capital cycle enabling the company to meet all liabilities as they fall due.

As a consequence of this the directors feel that the company is well placed to manage its business risks successfully in the current economic climate. Accordingly, they believe the going concern basis is an appropriate one.

Turnover

Rental income from investment property

Rental income is recognised on an accruals basis. A rent adjustment based on open market estimated rental value is recognised from the rent review date in relation to unsettled rent reviews. Where a rent-free period is included in a lease, the rental income foregone is allocated evenly over the period from the date of lease commencement to the earliest termination date.

Where a lease incentive payment, including surrender premia paid, does not enhance the value of a property, it is amortised on a straight-line basis over the period from the date of lease commencement to the earliest termination date. Upon receipt of a surrender premium for the early determination of a lease, the profit, net of dilapidations and non-recoverable outgoings relating to the lease concerned, is immediately reflected in income.

Service charge income is recognised on an accruals basis in line with the service being provided.

Taxation

Current tax is based on taxable profit for the year and is calculated using tax rates that have been enacted or substantively enacted. Taxable profit differs from net profit as reported in the Profit and Loss Account because it excludes items of income or expense that are not taxable (or tax deductible).

Lonebridge UK Limited

Notes to the Unaudited Financial Statements for the Year Ended 31 March 2019 (continued)

2 Accounting policies (continued)

Deferred tax is provided on items that may become taxable at a later date, on the difference between the balance sheet value and tax base value, on an undiscounted basis

Tangible assets

Property, plant and equipment is stated in the statement of financial position at cost, less any subsequent accumulated depreciation and subsequent accumulated impairment losses.

The cost of property, plant and equipment includes directly attributable incremental costs incurred in their acquisition and installation.

Depreciation

Depreciation is charged so as to write off the cost of assets, other than land and properties under construction over their estimated useful lives, as follows:

Asset class	Depreciation method and rate
Flexible workspace fitout	Straight line - 12.5%

Investment properties

Investment properties are measured initially at cost, including transaction costs. Subsequently to initial recognition, investment properties are stated at fair value, which reflects market conditions at the reporting date. Any surplus or deficit arising on revaluing investment properties is recognised in the Profit and Loss Account as a fair value movement.

Where properties held for investment are appropriated to trading stock, they are transferred at market value. If properties held for trading are appropriated to investment, they are transferred at book value.

Debtors

Trade and other debtors are initially recognised at fair value and subsequently measured at amortised cost and discounted as appropriate. The Company calculates the expected credit loss for debtors based on lifetime expected credit losses under the IFRS 9 simplified approach.

Creditors

Trade and other creditors are initially recognised at fair value and subsequently measured at amortised cost and discounted as appropriate.

Head leases

Where an investment property is held under a head lease, the head lease is initially recognised as an asset, being the sum of the premium paid on acquisition plus the present value of minimum ground rent payments. The corresponding rent liability to the head leaseholder is included in the balance sheet as a finance lease obligation. As ground rents are paid both the head lease asset and liability unwinds, with residual amounts being classified to revaluation of investment property and interest on finance lease obligations respectively

3 Significant accounting judgements and key sources of estimation uncertainty

The key source of estimation uncertainty relates to the valuation of the property portfolio where an external valuation is obtained. In accounting for net rental income, the group is required to judge the recoverability of any income accrued and provides against the credit risk on these amounts. The potential for management to make judgements or estimates relating to those items which would have a significant impact on the financial statements is considered, by the nature of the group's business, to be limited.

Lonebridge UK Limited

**Notes to the Unaudited Financial Statements for the Year Ended 31 March 2019
(continued)**

4 Turnover

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

	(As restated)	
	2019	2018
	£	£
Rental income from investment property	-	688,694
Service charge income	<u>9,970</u>	<u>9,402</u>
	<u>9,970</u>	<u>688,096</u>

A prior year restatement of comparatives has been reflected in the income statement to present service charge income and expense on a gross basis. In the prior year the service charge income of £9,402 was incorrectly presented on a net basis in the Cost of Sales figure and has now been reclassified to Turnover. This has resulted in an increase in the Cost of Sales from £85,454 to £94,856 and an increase in the Turnover figure from £688,694 to £698,096.

5 Interest payable and similar expenses

	2019	2018
	£	£
Interest on obligations under finance leases and hire purchase contracts	<u>39,875</u>	<u>39,881</u>
	<u>39,875</u>	<u>39,881</u>

6 Staff costs

No director (2018: £nil) received any remuneration for services to the company in either year. The remuneration of the directors was borne by another company, for which no apportionment or recharges were made. The value of this service was negligible.

Average number of employees, excluding directors, of the company during the year was nil (2018: nil).

Lonebridge UK Limited

**Notes to the Unaudited Financial Statements for the Year Ended 31 March 2019
(continued)**

7 Taxation

	2019 £	2018 £
Current taxation		
UK corporation tax	-	-
Tax charge in the profit and loss account	-	-
	2019 £	2018 £
Tax reconciliation		
(Loss)/profit on ordinary activities before taxation	(2,174)	4,063,241
Tax on (loss)/profit on ordinary activities at UK corporation tax rate of 19% (2018: 19%)	(413)	772,016
Effects of:		
REIT exempt income and gains	17,166	(106,925)
Capital allowances	(75)	(91)
Taxable transfer pricing adjustments	14,539	13,870
Increase in fair value of property & investments	(16,654)	(664,978)
Income not taxable	(24)	(22)
Group relief	(14,539)	(13,870)
Total tax charge	-	-

A reduction in the UK corporation tax rate from 19% to 17% (effective from 1 April 2020) was substantially enacted on 6 September 2016. This rate reduction has been reflected in the calculation of deferred tax on the Balance Sheet date, where relevant.

Lonebridge UK Limited

**Notes to the Unaudited Financial Statements for the Year Ended 31 March 2019
(continued)**

8 Tangible assets

	Flexible workspace fitout £	Total £
Cost or valuation		
At 1 April 2018	112,548	112,548
Additions	<u>76,756</u>	<u>76,756</u>
At 31 March 2019	<u>189,304</u>	<u>189,304</u>
Depreciation		
At 1 April 2018	-	-
Charge for the year	<u>-</u>	<u>-</u>
At 31 March 2019	<u>-</u>	<u>-</u>
Carrying amount		
At 31 March 2019	<u>189,304</u>	<u>189,304</u>
At 31 March 2018	<u>112,548</u>	<u>112,548</u>

9 Investment properties

	£
Fair value	
1 April 2018	20,399,555
Additions	2,812,220
Revaluation	<u>87,654</u>
31 March 2019	<u>23,299,429</u>
Fair value	
1 April 2017	16,899,673
Revaluation	<u>3,499,882</u>
31 March 2018	<u>20,399,555</u>
Analysis of cost and valuation	

Lonebridge UK Limited

**Notes to the Unaudited Financial Statements for the Year Ended 31 March 2019
(continued)**

9 Investment properties (continued)

	£
31 March 2019	
Cost	7,259,196
Valuation	<u>16,040,233</u>
Net book value	<u>23,299,429</u>
31 March 2018	
Cost	4,446,976
Valuation	<u>15,952,579</u>
Net book value	<u>20,399,555</u>

At 31 March 2019 the book value of freehold investment properties owned by the company was £23,299,429 (2018: £20,399,555).

Investment properties are valued by adopting the "investment method" of valuation. This approach involves applying capitalisation yields to current and estimated future rental streams net of income voids arising from vacancies or rent-free periods and associated running costs. These capitalisation yields and rental values are based on comparable property and leasing transactions in the market, using the valuers' professional judgement and market observation. Other factors taken into account in the valuations include the tenure of the property, tenancy details and ground and structural conditions.

Properties were valued to fair value at 31 March 2019 by Cushman & Wakefield LLP, independent valuers not connected with the company, in accordance with the RICS Valuation - Professional Standards 2014, Ninth Edition, published by The Royal Institution of Chartered Surveyors.

The company leases out all of its investment properties under operating leases. The future aggregate minimum rentals receivable under non-cancellable operating leases are as follows:

	31 March 2019 £	31 March 2018 £
	<u>-</u>	<u>-</u>

10 Debtors

	31 March 2019 £	31 March 2018 £
Trade debtors	-	110,268
Amounts due from related parties	1,469,059	3,505,394
Prepayments	13,893	2,173
VAT	<u>278,551</u>	<u>20,840</u>
	<u>1,761,503</u>	<u>3,638,675</u>

Lonebridge UK Limited

**Notes to the Unaudited Financial Statements for the Year Ended 31 March 2019
(continued)**

10 Debtors (continued)

Debtors from related parties relate to amounts due from group companies which are repayable on demand. There is no interest charged on these balances.

11 Creditors due within one year

	31 March 2019 £	31 March 2018 £
Trade creditors	1,101,600	-
Accrued expenses	2,331	2,173
	<u>1,103,931</u>	<u>2,173</u>

12 Creditors due after more than one year

	31 March 2019 £	31 March 2018 £
Non-current loans and borrowings		
Finance lease liabilities	<u>699,429</u>	<u>699,555</u>

As at 31 March 2019, the company had annual commitments under non-cancellable finance leases as set out below:

	31 March 2019 £	31 March 2018 £
Annual commitments under non-cancellable finance leases		
Finance leases which expire:		
Within one year	132	125
Between two and five years	445	577
Due after five years	<u>698,852</u>	<u>698,853</u>
	<u>699,429</u>	<u>699,555</u>

The company has disclosed rent payable of £nil (2018: £nil), in respect of the financial commitments listed above.

Lonebridge UK Limited

**Notes to the Unaudited Financial Statements for the Year Ended 31 March 2019
(continued)**

13 Share capital

Allotted, called up and fully paid shares

	No.	31 March 2019 £	No.	31 March 2018 £
Ordinary shares of £1 each	2	2	2	2

14 Capital commitments

The total amount contracted for but not provided in the financial statements was £nil (2018: £nil)

15 Contingent liabilities

The company is jointly and severally liable with the ultimate holding company and fellow subsidiaries for all monies falling due under the group VAT registration.

16 Subsequent events

There have been no significant events since the year end.

17 Parent and ultimate parent undertaking

The immediate parent company is BL Office (Non-City) Holding Company Limited

The British Land Company PLC is the smallest and largest group for which group financial statements are available and which include the company. The ultimate holding company and controlling party is The British Land Company PLC. Group financial statements for this company are available on request from British Land, York House, 45 Seymour Street, London, W1H 7LX