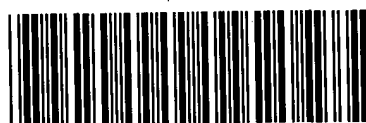


Registered number
03758726

Heart of the City Limited
Annual report and financial statements
for the year ended 30 September 2015

THURSDAY



L599DLEP

LD3

16/06/2016

#85

COMPANIES HOUSE

Heart of the City Limited

Annual report and financial statements for the year ended 30 September 2015

Contents

	Page
Company information	1
Strategic report	2
Directors' report	3
Statement of directors' responsibilities	4
Independent auditors' report	5 - 6
Profit and loss account	7
Balance sheet	8
Notes to the financial statements	9-11

Heart of the City Limited
Company information for the year ended 30 September 2015

Directors

Mr R J Livingstone
Mr R N Luck

Company secretary

Mr R N Luck

Independent Auditors

PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
1 Embankment Place
London
WC2N 6RH

Registered office

Quadrant House, Floor 6
4 Thomas More Square
London
E1W 1YW

Registered number

03758726

Heart of the City Limited

Strategic report for the year ended 30 September 2015

The directors present their strategic report for the year ended 30 September 2015.

Principal activities, review of the business and future developments

The company's activity was the holding of investments however during the he prior year the company sold its sole investment and the company is now dormant.

During the previous year the company sold its sole investment in LR (Sheffield PFI) Limited, whose principal activity is commercial property investment. The company made a profit for the year of £1,997 year (2014: £5.7m). Net assets were £2 at the year end (2014: £1.1m).

Principal risks and uncertainties

The key business risks and uncertainties affecting the company are considered to relate to the fact that the company operates within a highly competitive market place. The directors of the group have reviewed the groups exposure to credit risk, liquidity risk and cashflow risk. These risks and uncertainties are discussed in the company's ultimate parent's group annual report which does not form part of this report.

Financial risk management

The company's activities expose it to a number of financial risks including credit risk, cash flow risk and liquidity risk. Further discussion of the financial risk management objectives and policies, in the context of the group as a whole, are discussed in the company's ultimate parent's group annual report which does not form part of this report.

Key performance indicators

Heart of the City Limited is managed by the directors in accordance with the strategies of its ultimate parent company, Loopsign Limited. For this reason, the directors believe that further key performance indicators for the company are not necessary or appropriate for an understanding of the development, performance or position of the business. These strategies and key performance indicators are discussed in the company's ultimate parent's group annual report which does not form part of this report.

By order of the board



Mr R N Luck
Company Secretary
16 JUNE 2016

Heart of the City Limited
Directors' report for the year ended 30 September 2015

The directors present their report and the audited financial statements for the year ended 30 September 2015.

Results and dividends

The results for the year are set out in the profit and loss account on page 7. During the year a dividend of £1,102,018 (£551,009 per ordinary share) was paid (2014: £nil).

The business review, financial risk management and going concern are included in the strategic report.

Directors

The directors of the company who served during the year and up to the date of signing the financial statements were as follows:

Mr R J Livingstone
Mr R N Luck

Qualifying third party indemnity provisions

The company maintains liability insurance for its directors and officer. Following shareholder approval, the Company has also provided an indemnity for its directors and the company secretary, which is a qualifying indemnity provision for the purposes of the Companies Act 2006.

The qualifying third party indemnity provision was in force during the financial year and also at the date of approval of these financial statements.

Disclosure of information to auditors

In so far as the directors are aware:

- there is no relevant audit information of which the company's auditors are unaware; and
- the directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

Independent auditors

In the absence of a notice proposing that their appointment be terminated, PricewaterhouseCoopers LLP, are deemed to have been re-appointed as auditors for the next year.

By order of the board



Mr R N Luck
Company Secretary
16 JUNE 2016

Heart of the City Limited

Statement of directors' responsibilities for the year ended 30 September 2015

The directors are responsible for preparing the strategic report, 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 prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards 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 then apply them consistently;
- make judgements and accounting estimates 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;
- 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.

By order of the board



Mr R N Luck
Company Secretary
16 JUNE 2016

Independent auditors' report to the member of Heart of the City Limited

Report on the financial statements

Our opinion

In our opinion, Heart of the City Limited's financial statements (the "financial statements"):

- give a true and fair view of the state of the company's affairs as at 30 September 2015 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.

What we have audited

The financial statements, included within the Annual Report and financial statements (the "Annual Report"), comprise:

- the balance sheet as at 30 September 2015;
- the profit and loss account for the year then ended; and
- the notes to the financial statements, which include a summary of significant accounting policies and other explanatory information.

The financial reporting framework that has been applied in the preparation of the financial statements is United Kingdom Accounting Standards, and applicable law (United Kingdom Generally Accepted Accounting Practice).

In applying the financial reporting framework, the directors have made a number of subjective judgements, for example in respect of significant accounting estimates. In making such estimates, they have made assumptions and considered future events.

Opinion on other matter prescribed by the Companies Act 2006

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

Other matters on which we are required to report by exception

Adequacy of accounting records and information and explanations received

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- 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.

We have no exceptions to report arising from this responsibility.

Directors' remuneration

Under the Companies Act 2006 we are required to report to you if, in our opinion, certain disclosures of directors' remuneration specified by law are not made. We have no exceptions to report arising from this responsibility.

Independent auditors' report to the member of Heart of the City Limited (continued)

Responsibilities for the financial statements and the audit

Our responsibilities and those of the directors

As explained more fully in the Statement of Directors' Responsibilities set out on page 4, 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) ("ISAs (UK & Ireland)"). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the company's member as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

What an audit of financial statements involves


We conducted our audit in accordance with ISAs (UK & Ireland). An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of:

- whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed;
- the reasonableness of significant accounting estimates made by the directors; and
- the overall presentation of the financial statements.

We primarily focus our work in these areas by assessing the directors' judgements against available evidence, forming our own judgements, and evaluating the disclosures in the financial statements.

We test and examine information, using sampling and other auditing techniques, to the extent we consider necessary to provide a reasonable basis for us to draw conclusions. We obtain audit evidence through testing the effectiveness of controls, substantive procedures or a combination of both.

In addition, we read all the financial and non-financial information in the Annual Report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.



Suzanne Woolfson (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
London
16 June 2016

Heart of the City Limited
Profit and loss account
for the year ended 30 September 2015

	Note	2015 £	2014 £
(Loss)/gain from waiver of loan to/from group undertakings		(23)	4,948,485
Operating (loss)/profit	2	<u>(23)</u>	<u>4,948,485</u>
Exceptional items:			
profit on the disposal of investments		-	920,000
Interest receivable and similar income	4	2,020	186
Interest payable and similar charges	5	-	(169,894)
Profit on ordinary activities before taxation		<u>1,997</u>	<u>5,698,777</u>
Tax on profit on ordinary activities	6	-	-
Profit for the financial year	9	<u>1,997</u>	<u>5,698,777</u>

The company has no recognised gains and losses other than those included in the results above, and therefore no separate statement of recognised gains and losses has been presented.

There is no material difference between the profit on ordinary activities before taxation and the profit stated above and their historical costs equivalents.

Heart of the City Limited
Balance sheet
as at 30 September 2015

Registered number
03758726

	Note	2015 £	2014 £
Current assets			
Debtors	7	<u>2</u>	<u>1,100,023</u>
Net current assets		2	1,100,023
Net assets		<u>2</u>	<u>1,100,023</u>
Capital and reserves			
Called up share capital	8	2	2
Profit and loss account	9	-	1,100,021
Total shareholders' funds	10	<u>2</u>	<u>1,100,023</u>

These financial statements were approved by the Board of Directors on **16 JUNE** 2016
and signed on its behalf by



Mr R N Luck
Director
16 JUNE 2016

Heart of the City Limited
Notes to the financial statements
for the year ended 30 September 2015

1 Accounting policies

Basis of preparation

These financial statements are prepared on the going concern basis, under the historical cost convention, and in accordance with the Companies Act 2006 and applicable accounting standards in the United Kingdom. The principal accounting policies, which have been applied consistently throughout the year, are set out below.

Finance costs

Finance costs, including issue costs which are initially recognised as a reduction in the proceeds of the associated capital instrument, are amortised over the period of the loans in accordance with FRS 4 'Capital instruments'.

Deferred taxation

Deferred tax is provided in respect of all timing differences that have originated, but not reversed, at the balance sheet date that give rise to an obligation to pay more or less tax in the future. Deferred tax is not recognised when fixed assets are revalued unless, by the balance sheet date, there is a binding agreement to sell the revalued assets and the gain or loss expected to arise on sale has been recognised in the financial statements.

Deferred tax is measured on a non-discounted basis. A deferred tax asset is regarded as recoverable and therefore recognised only when, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted. Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Cash flow statement

The company has taken advantage of the exemption permitted by Financial Reporting Standard 1, (revised 1996) 'Cash flow statements' from including a cash flow statement on the grounds that the company is wholly owned and its ultimate parent publishes a consolidated cash flow statement.

2 Operating (loss)/profit

	2015 £	2014 £
This is stated after charging:		
Auditors' remuneration	-	-

Auditors' remuneration has been borne by London and Regional Properties Limited

3 Directors' emoluments

The directors did not receive any emoluments in respect of their services to the company (2014: £nil).
The company has no employees (2014: nil) other than the directors.

The emoluments of Mr R J Livingstone are paid by a fellow subsidiary company which makes no recharge to the company. Mr R J Livingstone is a director of the ultimate parent company and a number of fellow subsidiary companies and it is not possible to make an accurate apportionment of his emoluments in respect of each of the subsidiaries to which he provide services. The total emoluments of Mr R J Livingstone are included in the aggregate of directors' emoluments included in the financial statements of the ultimate parent company. Mr Luck is an employee of a fellow subsidiary and the total emoluments of Mr Luck are included in the aggregate of employee wages and salaries included in the financial statements of the ultimate parent company.

Heart of the City Limited
Notes to the financial statements
for the year ended 30 September 2015

4 Interest receivable and similar income	2015	2014
	£	£
Other interest	2,020	186

5 Interest payable and similar charges	2015	2014
	£	£
On borrowings repayable within five years	-	168,308
Amortisation of loan fees	-	1,586
	-	169,894

6 Tax on profit on ordinary activities

No tax has been provided for due to the availability of losses through group relief.

Factors affecting tax charge for year

From 01 April 15 the rate of corporation tax has reduced from 21% to 20%, giving a blended average rate for the year of 20.5%.

The tax assessed for the year is different (2014: different) to the blended rate of corporation tax in the UK of 20.5%; (2014: 22%). The differences are explained below:

	2015	2014
	£	£
Profit on ordinary activities before taxation	1,997	5,698,777
	£	£
Profit on ordinary activities multiplied by the blended rate in the UK of 20.5% (2014: 22%)	409	1,253,731
Effects of:		
Loss/(gain) from waiver of loan to/from group undertakings not deductible/taxable	5	(1,088,667)
Profit on the disposal of investments not taxable	-	(202,400)
(Utilisation)/surrender of tax losses	(414)	37,336
Current tax charge for the year	-	-

The corporation tax charge for the year has been reduced by £414 because of losses surrendered by fellow subsidiary undertakings. No payment for this surrender is to be made by the company.

In the prior year the company surrendered the benefit of tax losses amounting to £169,708 to fellow subsidiary undertakings without receiving any payment.

Factors that may affect future tax charges

Changes to the UK corporation tax rates were announced in the Chancellor's Budget in July 2015. These include reductions to the main rate to reduce the rate to 19% from 1 April 2017 and to 18% from 1 April 2020. As these changes had not been substantively enacted at the balance sheet date the effects are not included in these financial statements.

7 Debtors	2015	2014
	£	£
Amounts owed by group undertakings	2	1,100,023

The amounts owed by group undertakings are interest free, repayable on demand and unsecured.

Heart of the City Limited
Notes to the financial statements
for the year ended 30 September 2015

8 Called up share capital		2015	2014
		£	£
Authorised:			
12,000,000 (2014: 12,000,000) ordinary shares of £1 each		<u>12,000,000</u>	<u>12,000,000</u>
	2015	2014	2015
	Number	Number	£
2015			
Allotted and fully paid:			
Ordinary shares of £1 each	<u>2</u>	<u>2</u>	<u>2</u>

9 Profit and loss account		£
At 1 October 2014		1,100,021
Profit for the financial year		1,997
Dividends		<u>(1,102,018)</u>
At 30 September 2015		<u>-</u>

10 Reconciliation of movements in shareholders' funds	2015	2014
	£	£
At 1 October	1,100,023	(4,598,754)
Profit for the financial year	1,997	5,698,777
Dividends	<u>(1,102,018)</u>	<u>-</u>
At 30 September	<u>2</u>	<u>1,100,023</u>

11 Related party transactions

The company has taken advantage of the exemption under paragraph 3(c) from the provisions of FRS 8, 'Related Party Disclosures', on the grounds that it is wholly owned subsidiary of a group headed by Loopsign Limited, whose financial statements are publicly available.

12 Parent undertaking

The immediate parent undertaking is London & Regional Group Investments Limited.

The ultimate parent undertaking is Loopsign Limited, a company incorporated in England and Wales.

London & Regional Group Holdings Limited is the parent undertaking of the smallest group of undertakings to consolidate these financial statements as at 30 September 2015. Loopsign Limited is the parent undertaking of the largest group of undertakings to consolidate these financial statements at 30 September 2015. The consolidated financial statements of Loopsign Limited can be obtained from the company secretary at:
 Quadrant House, Floor 6
 4 Thomas More Square
 London
 E1W 1YW

The ultimate controlling parties are Mr I M Livingstone and Mr R J Livingstone through their joint ownership of Loopsign Limited.