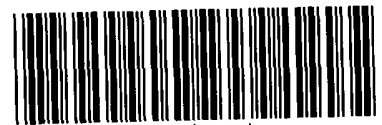


Company Registration No. 03760584 (England and Wales)

LONDON & REGIONAL OVERSEAS LIMITED
ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2019

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LONDON & REGIONAL OVERSEAS LIMITED

COMPANY INFORMATION

Directors	Mr L Sebastian Mr R J Livingstone
Company number	03760584
Registered office	Quadrant House, Floor 6 4 Thomas More Square London E1W 1YW
Independent Auditors	PricewaterhouseCoopers LLP 1 Embankment Place London WC2N 6RH

LONDON & REGIONAL OVERSEAS LIMITED

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LONDON & REGIONAL OVERSEAS LIMITED

STRATEGIC REPORT

FOR THE YEAR ENDED 31 DECEMBER 2019

The directors present the strategic report for the year ended 31 December 2019.

In the current year the company's results are presented for a 12 month period from 1 January 2019 to 31 December 2019.

In the previous period the company's accounting reference date was changed from 30 September to 31 December. As a result the comparative results presented in these financial statements are for the 15 month period from 1 October 2017 to 31 December 2018.

Principal activities, fair review of the business and future developments

The company acts as an investment holding company. It made a profit of £19.0m for the year ended 31 December 2019 (2018: profit of £77.8m). Net assets were £58.7m at year end (2018: Net assets of £39.7m).

The company received distributions from its subsidiary companies, 1155 Angelo Dr LLC and 880 Doral LLC, of £2.3m and £8.5m respectively.

The directors consider the financial position and future prospects at 31 December 2019 to be satisfactory.

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 group's 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

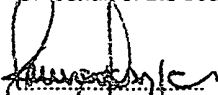
The company is managed by the directors in accordance with the strategies of its ultimate parent company, London and Regional Group Properties Ltd. For this reason, the directors believe that further key performance indicators for the company are not necessary or appropriate for an understanding of the 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.

Subsequent events

Subsequent to the year end the impact of COVID-19 on the UK economy took hold towards the end of March 2020 and it has subsequently had a significant impact on the wider economy as well as the company's areas of operations.

COVID-19 is viewed as a non-adjusting event for the purposes of these financial statements however the directors have had to consider its potential impact on the business when considering the ability of the company to operate as a going concern.

On behalf of the board



Mr L Sebastian

Director

21st December 2020

LONDON & REGIONAL OVERSEAS LIMITED

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 DECEMBER 2019

The directors present their report and audited financial statements for the year ended 31 December 2019.

Director

The directors who held office during the year and/or up to the date of signature of the financial statements were as follows:

Mr L Sebastian

Mr R J Livingstone

(Appointed 29 April 2019)

Results and dividends

The results for the year are set out on page 7.

No ordinary dividends were paid during the year (2018: £186,627,864). The directors do not recommend the payment of a final dividend (2018: £nil).

The business review, future developments and financial risk management are included in the strategic report.

Qualifying third party indemnity provisions

The company has made qualifying third party indemnity provisions for the benefit of its directors during the year. These provisions remain in force at the reporting date.

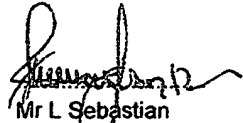
Independent Auditors

The Independent Auditors, PricewaterhouseCoopers LLP, are deemed to be reappointed under section 487(2) of the Companies Act 2006.

Disclosure of information to Independent Auditors

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information of which the company's auditors are unaware. Additionally, the directors have individually taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditors are aware of that information.

On behalf of the board



Mr L Sebastian

Director

21st December 2020

LONDON & REGIONAL OVERSEAS LIMITED

DIRECTORS' RESPONSIBILITIES STATEMENT

FOR THE YEAR ENDED 31 DECEMBER 2019

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

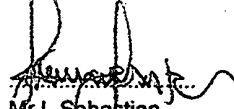
Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", 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 the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 102, 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.

On behalf of the board



Mr L Sebastian

Director

21st December 2020

LONDON & REGIONAL OVERSEAS LIMITED

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF LONDON & REGIONAL OVERSEAS LIMITED

Report on the audit of the financial statements

Opinion

In our opinion, London & Regional Overseas Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2019 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report and Financial Statements (the "Annual Report"), which comprise: the Balance Sheet as at 31 December 2019; the Statement of Comprehensive Income and the Statement of Changes in Equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern.

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

LONDON & REGIONAL OVERSEAS LIMITED

INDEPENDENT AUDITORS' REPORT (CONTINUED)

TO THE MEMBERS OF LONDON & REGIONAL OVERSEAS LIMITED

Reporting on other information (continued)

With respect to the Strategic Report and Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

Strategic Report and Directors' Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic Report and Directors' Report for the year ended 31 December 2019 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic Report and Directors' Report.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

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 in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

Use of this report

This report, including the opinions, has been prepared for and only for the company's members 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.

LONDON & REGIONAL OVERSEAS LIMITED

INDEPENDENT AUDITORS' REPORT (CONTINUED)

TO THE MEMBERS OF LONDON & REGIONAL OVERSEAS LIMITED

Other required reporting

Companies Act 2006 exception reporting

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 by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.



Andrew Latham (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
London
21 December 2020

LONDON & REGIONAL OVERSEAS LIMITED

STATEMENT OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31 DECEMBER 2019

		Year ended 31 December 2019 £	Period ended 31 December 2018 £
	Note		
Administrative expenses		(4,574)	(15,080,913)
Other operating income		-	220,133
Exchange (loss)/gains on foreign currency loans		(1,871,065)	2,197,757
Operating loss	3	(1,875,639)	(12,663,023)
Interest receivable and similar income	5	11,716,156	45,421,153
Interest payable and similar expenses	6	-	(7,862)
Profit on disposal of investments	7	-	55,156,965
Profit on ordinary activities before taxation		9,840,517	87,907,233
Tax on profit on ordinary activities	8	9,139,993	(10,076,275)
Profit for the financial year/period		18,980,510	77,830,958
Other comprehensive income		-	-
Total comprehensive income for the year/period		18,980,510	77,830,958

The profit and loss account has been prepared on the basis that all operations are continuing operations.

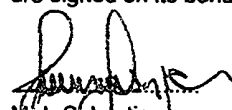
LONDON & REGIONAL OVERSEAS LIMITED

BALANCE SHEET

AS AT 31 DECEMBER 2019

	Note	2019 £	2018 £
Fixed assets			
Investments	10	19,051,899	27,542,892
Current assets			
Debtors	11	51,897,128	33,941,619
Creditors: amounts falling due within one year	12	(12,252,533)	(21,768,527)
Net current assets		<u>39,644,595</u>	<u>12,173,092</u>
Total assets less current liabilities		<u>58,696,494</u>	<u>39,715,984</u>
Net assets		<u>58,696,494</u>	<u>39,715,984</u>
Capital and reserves			
Called up share capital	13	1	1
Retained earnings		58,696,493	39,715,983
Total equity		<u>58,696,494</u>	<u>39,715,984</u>

The financial statements were approved by the board of directors and authorised for issue on 25 December 2019 and are signed on its behalf by:


Mr L Sebastian
Director

Company Registration No. 03760584

LONDON & REGIONAL OVERSEAS LIMITED

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 DECEMBER 2019

		Called up share capital £	Retained earnings £	Total £
Balance at 1 October 2017		1	148,512,889	148,512,890
Profit and total comprehensive income for the financial period		-	77,830,958	77,830,958
Issue of share capital		129,897,212	(129,897,212)	-
Dividends	9	-	(186,627,864)	(186,627,864)
Reduction of shares		(129,897,212)	129,897,212	-
Balance at 31 December 2018		1	39,715,983	39,715,984
Profit and total comprehensive income for the financial year		-	18,980,510	18,980,510
Balance at 31 December 2019		1	58,696,493	58,696,494

LONDON & REGIONAL OVERSEAS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2019

1 Accounting policies

General information

London & Regional Overseas Limited is a private company limited by shares incorporated in England and Wales. The registered office is Quadrant House, Floor 6, 4 Thomas More Square, London, E1W 1YW.

London & Regional Overseas Limited acts as an investment holding company.

1.1 Statement of compliance

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006.

1.2 Basis of preparation and summary of significant accounting policies

The financial statements have been prepared on a going concern basis and under the historical cost convention. The principal accounting policies adopted are set out below.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

The preparation of financial statements in conformity with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in note 2.

1.3 Exemptions for qualifying entities under FRS 102

FRS 102 allows a qualifying entity certain disclosure exemptions, subject to conditions.

As a qualifying entity, the company has taken advantage of the following exemptions:

- from the requirement to prepare a statement of cash flows as required by paragraph 3.17 (d) of FRS 102;
- from the requirement to present financial instruments disclosures, as required by FRS 102 paragraphs 11.39 to 11.48A, paragraph 12.26 and 12.29; and
- from the requirement to disclose transactions or balances with entities which form part of the group as required by paragraph 33.1A of FRS102.

1.4 Exemption from consolidation

The company has taken advantage of the exemption under section 400 of the Companies Act 2006 not to prepare consolidated financial statements. The financial statements present information about the company as an individual entity and not about its group.

London & Regional Overseas Limited is a wholly owned subsidiary of London and Regional Group Property Holdings Ltd, a company incorporated in England and Wales, and the results of London & Regional Overseas Limited are included in the consolidated financial statements of London and Regional Group Property Holdings Ltd.

LONDON & REGIONAL OVERSEAS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2019

1 Accounting policies

1.5 Investments

Interests in subsidiaries, associates and jointly controlled entities are initially measured at cost and subsequently measured at cost less any accumulated impairment losses. The investments are assessed for impairment at each reporting date and any impairment losses or reversals of impairment losses are recognised immediately in profit or loss.

A subsidiary is an entity controlled by the company. Control is the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities.

An associate is an entity, being neither a subsidiary nor a joint venture, in which the company holds a long-term interest and where the company has significant influence. The company considers that it has significant influence where it has the power to participate in the financial and operating decisions of the associate.

1.6 Financial instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the company's balance sheet when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Basic financial assets

Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

Other financial assets

Other financial assets, including investments in equity instruments which are not subsidiaries, associates or joint ventures, are initially measured at fair value, which is normally the transaction price. Such assets are subsequently carried at fair value and the changes in fair value are recognised in profit or loss, except that investments in equity instruments that are not publicly traded and whose fair values cannot be measured reliably are measured at cost less impairment.

Impairment of financial assets

Financial assets are assessed for indicators of impairment at each reporting date.

Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows have been affected. If an asset is impaired, the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been, had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

LONDON & REGIONAL OVERSEAS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2019

1 Accounting policies

Derecognition of financial assets

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire or are settled, or when the company transfers the financial asset and substantially all the risks and rewards of ownership to another entity, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party.

Classification of financial liabilities

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

Basic financial liabilities

Basic financial liabilities, including creditors, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

Derecognition of financial liabilities

Financial liabilities are derecognised when the company's contractual obligations expire or are discharged or cancelled.

1.7 Equity instruments

Equity instruments issued by the company are recorded at the proceeds received, net of transaction costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

Changes in the fair value of derivatives that are designated and qualify as fair value hedges are recognised in profit or loss immediately, together with any changes in the fair value of the hedged asset or liability that are attributable to the hedged risk.

1.8 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the period. Taxable profit differs from net profit as reported in the statement of comprehensive income 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 reporting end date.

LONDON & REGIONAL OVERSEAS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2019

1 Accounting policies

Deferred tax

Deferred tax liabilities are generally recognised for all timing differences and deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Such assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting end 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 are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited to the statement of comprehensive income, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. Deferred tax assets and liabilities are offset when the company has a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

1.9 Foreign exchange

Transactions in currencies other than pounds sterling are recorded at the rates of exchange prevailing at the dates of the transactions. At each reporting end date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the reporting end date. Gains and losses arising on translation are included in the statement of comprehensive income.

LONDON & REGIONAL OVERSEAS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2019

2 Critical accounting judgements and estimation uncertainty

In the application of the company's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

a) Critical judgements in applying the entity's accounting policies

The directors have not applied any judgements in applying the company's accounting policies.

b) Critical accounting estimates and assumptions

The company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below.

Impairment of investments

The company makes an estimate of the recoverable value of its investments. Where an indication of impairment is identified, the estimation of the recoverable value is made by reference to the estimated future cash flows from the investment and also selection of appropriate discount rates, in order to calculate the net present value of those cash flows.

Recoverability of debtors and amounts due from group undertakings

The company makes an estimate of the recoverable value of its debtors and amounts due from group undertakings. When carrying out the assessment the directors consider factors including the ageing profile of the debtors, historic experience and performance of debtors business.

3 Operating loss

	Year ended 31 December 2019	Period ended 31 December 2018
Operating loss for the year is stated after charging /(crediting)	£	£
Exchange loss /(gains)	1,871,065	(2,197,757)
Fees payable to the company's auditors for the audit of the company's financial statements	-	-
Other fee income	-	220,133
Impairment of investments	-	15,071,080

Auditors' remuneration has been borne by a fellow subsidiary company, London and Regional Properties Ltd.

4 Directors' remuneration

The directors did not receive any emoluments in respect of their services to the company (2018: £nil). The company has no employees other than its directors (2018: none).

LONDON & REGIONAL OVERSEAS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2019

5 Interest receivable and similar income

	Year ended 31 December 2019 £	Period ended 31 December 2018 £
Interest receivable		
Interest receivable from group companies	-	1,424,411
Other interest receivable	926,630	2,846,364
Total interest receivable	926,630	4,270,775
Income from shares in group undertakings	10,789,526	41,150,378
	<u>11,716,156</u>	<u>45,421,153</u>

6 Interest payable and similar expenses

	Year ended 31 December 2019 £	Period ended 31 December 2018 £
Interest payable to group undertakings	-	7,862

7 Profit on disposal of investments

	Year ended 31 December 2019 £	Period ended 31 December 2018 £
Gain on disposal of investments (note 10)	-	55,156,965

8 Tax on profit on ordinary activities

	Year ended 31 December 2019 £	Period ended 31 December 2018 £
Current tax		
Corporation tax on profits for the current year/period	-	10,338,523
Adjustments in respect of previous periods	(9,139,993)	(262,248)
Total current tax	<u>(9,139,993)</u>	<u>10,076,275</u>

LONDON & REGIONAL OVERSEAS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2019

8 Tax on profit on ordinary activities

The actual (credit)/charge for the year/period can be reconciled to the expected charge for the year/period based on the profit or loss and the standard rate of tax as follows:

	Year ended 31 December 2019 £	Period ended 31 December 2018 £
Profit on ordinary activities before taxation	9,840,517	87,907,233
Expected tax charge based on the standard rate of corporation tax in the UK of 19.00% (2018: 19.00%)	1,869,698	16,702,374
Tax effect of expenses that are not deductible in determining taxable profit	-	2,865,359
Tax effect of income not taxable in determining taxable profit	(2,050,010)	(9,229,210)
Adjustments in respect of previous periods	(9,139,993)	(262,248)
Amounts surrendered group relief	180,312	-
Tax (credit)/charge for the year/period	(9,139,993)	10,076,275

Factors that may affect future tax charges

In the Spring Budget 2020, the Government announced that from 1 April 2020 the corporation tax rate would remain at 19% (rather than reducing to 17%, as previously enacted). This new law was substantively enacted on 17 March 2020. As the proposal to keep the rate at 19% had not been substantively enacted at the balance sheet date, its effects are not included in these financial statements.

9 Dividends

	2019 £	2018 £
Interim paid	-	186,627,864

During the previous period the company made distributions to London & Regional Group Holdings Ltd amounting to £186,627,864.

10 Investments

	Note	2019 £	2018 £
Investments in subsidiaries	15	19,051,899	27,542,892

LONDON & REGIONAL OVERSEAS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2019

10 Investments

Two investments were disposed of during the year as a result of a sale of the ultimate entities being invested in. The value of the investments disposed was £10,950,503 and £38,400, with a £nil gain on disposal being recognized.

The directors believe that the carrying value of the investments are supported by their underlying net assets.

Movements in investments

	Shares in group undertakings	Other investments	Total
	£	£	£
Cost or valuation			
At 1 January 2019	42,583,649	30,323	42,613,972
Additions	2,497,910	-	2,497,910
Disposals/reductions	(10,988,903)	-	(10,988,903)
At 31 December 2019	34,092,656	30,323	34,122,979
Accumulated Impairment			
At 1 January and 31 December 2019	15,040,757	30,323	15,071,080
Carrying amount			
At 31 December 2019	19,051,899	-	19,051,899
At 31 December 2018	27,542,892	-	27,542,892

LONDON & REGIONAL OVERSEAS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2019

11 Debtors

	2019 £	2018 £
Amounts falling due within one year:		
Amounts due from group undertakings	20,256,527	1,347,866
Amounts falling due after more than one year:		
Amounts due from related undertakings	31,640,601	32,593,753
Total debtors	51,897,128	33,941,619

Amounts due from group undertakings are repayable on demand, unsecured and interest free.

Amounts due from related undertakings for the current year solely relates to a loan of EUR 37.4m (2018: EUR 36.3m) to Templehof Holding BV, a company ultimately controlled by R J Livingstone, and bearing interest of 3.00% per annum. Templehof Holding BV was a fellow group undertaking prior to the group restructure.

12 Creditors: amounts falling due within one year

	2019 £	2018 £
Amounts due to fellow group undertakings	11,616,216	11,992,219
Corporation tax	-	9,139,993
Other creditors	636,317	636,315
	12,252,533	21,768,527

Amounts due to fellow group undertakings are unsecured, non-interest bearing and repayable on demand.

13 Called up share capital

	2019 £	2018 £
Issued and fully paid		
One (2018: One) ordinary share of £1	1	1

LONDON & REGIONAL OVERSEAS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2019

14 Related party transactions

As the company is a wholly owned subsidiary of London and Regional Group Properties Ltd, the company has taken advantage of the exemption under section 33.1A of FRS102 from disclosing transactions or balances with entities which form part of the group.

At 31 December 2019, the company had a related party debtor position of EUR 37.3m (2018: EUR 36.3m), relating to Templehof Holding BV, a company ultimately controlled by R J Livingstone and I M Livingstone which bears interest of 3.75% per annum, is repayable on demand and unsecured. This is included in debtors related party balance, note 11.

15 Subsidiaries

These financial statements are separate company financial statements for London & Regional Overseas Limited.

Details of the company's subsidiaries at 31 December 2019 are as follows:

Name of undertaking	Country of incorporation	Nature of business	Registered office key	% Held	
				Direct	Indirect
1155 Angelo Dr LLC	USA	Property development	1		98.00
Delight City LLC	Ukraine	Property investment	2		100.00
Delight LLC	Ukraine	Property investment	2		100.00
Delight Plus LLC	Ukraine	Property investment	2		100.00
Global Circinus	Spain	Holding company	9	100.00	
Kingsford Holding BV	Netherlands	Holding company	4		100.00
L&R (US) Holdings Manager LLC	USA	Property manager	5		100.00
L&R French Market Member LLC	USA	Holding company	5		100.00
L&R Laurel Project (CA) LLC	USA	Holding company	6		75.00
Laurel Company WeHo LLC	USA	Property development	7		75.00
Laurel Santa Monica Blvd LLC	USA	Property development	7		75.00
LR Overseas (US) LLC	USA	Holding company	8	100.00	
Mardorella Holding BV	Netherlands	Holding company	4	100.00	
Revalo Holding Company Ltd	Cyprus	Holding company	3		100.00

All shareholdings in subsidiaries are ordinary.

Registered Office Key	Address
1	1880 Century Park E, STE 200, Los Angeles, CA 90067, USA
2	UTP No.1, Sector B, Maydan Nezalezhnosti, Kiev City, 01001, Ukraine
3	10 Diomidous St, Alphamega Acropolis Building, 3rd Floor, Office 401, P.C. 2024, Nicosia, Cyprus
4	Claude Debussylaan 10, 3rd Floor Office 1082MD, Amsterdam, The Netherlands
5	2140 S Dupont Hwy, Camden, DE 19934, USA
6	1901 Avenue of the Stars, STE. 700, Los Angeles, CA 90067, USA
7	659 N Robertson Blvd, West Hollywood, CA 90069, USA
8	155 Office Plaza Dr, 1st Floor, Tallahassee, FL 32301, USA

LONDON & REGIONAL OVERSEAS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2019

15 Subsidiaries

9

Calle Pradillo, no5, bajo, Madrid 28002, Spain

16 Ultimate controlling party

The immediate parent undertaking is London and Regional Group Property Holdings Ltd, a company incorporated in England and Wales.

The ultimate parent undertaking is London and Regional Group Properties Ltd, a company incorporated in England and Wales.

London and Regional Group Property Holdings Ltd is the parent undertaking of the smallest group of undertakings to consolidate these financial statements as at 31 December 2019. London and Regional Group Properties Ltd is the parent undertaking of the largest group of undertakings to consolidate these financial statements at 31 December 2019. The consolidated financial statements of London and Regional Group Property Holdings Ltd and London and Regional Group Properties Ltd can be obtained from the company secretary at Quadrant House, Floor 6, 4 Thomas More Square, London E1W 1YW.

The ultimate controlling parties are I M Livingstone and R J Livingstone through their joint ownership of London and Regional Group Properties Ltd.

17 Subsequent events

Subsequent to the year end the impact of COVID-19 on the UK economy took hold towards the end of March 2020 and it has subsequently had a significant impact on the wider economy as well as the company's areas of operations.

COVID-19 is viewed as a non-adjusting event for the purposes of these financial statements however the directors have had to consider its potential impact on the business when considering the ability of the company to operate as a going concern.