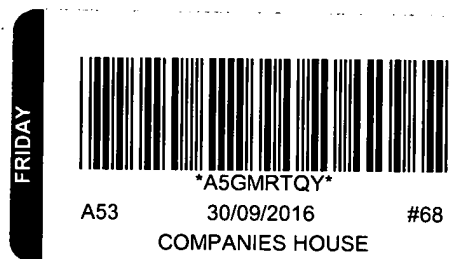


TTS PROPERTIES LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2015



TTS PROPERTIES LIMITED

COMPANY INFORMATION

DIRECTORS

I Mahoney
J Penny
S Shah (appointed 4 December 2015)
C Wagget (appointed 4 December 2015)
S Gandhi (resigned 4 December 2015)

REGISTERED NUMBER

04055091

REGISTERED OFFICE

16-19 Canada Square
London
E14 5ER

INDEPENDENT AUDITORS

MHA MacIntyre Hudson
Chartered Accountants & Statutory Auditors
Abbey Place
24-28 Easton Street
High Wycombe
Buckinghamshire
HP11 1NT

TTS PROPERTIES LIMITED

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TTS PROPERTIES LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2015

The directors present their report and the financial statements for the year ended 31 December 2015.

DIRECTORS' RESPONSIBILITIES STATEMENT

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under company law the directors must not approve the financial statements unless 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; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

RESULTS AND DIVIDENDS

The loss for the year, after taxation, amounted to £42,069 (2014 - profit £352,719).

No dividend was recommended this year (2014 - £NIL).

DIRECTORS

The directors who served during the year were:

I Mahoney
J Penny
S Shah (appointed 4 December 2015)
C Wagget (appointed 4 December 2015)
S Gandhi (resigned 4 December 2015)

TTS PROPERTIES LIMITED

**DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2015**

DISCLOSURE OF INFORMATION TO AUDITORS

Each of the persons who are directors at the time when this Directors' Report is approved has confirmed that:

- so far as that director is aware, there is no relevant audit information of which the Company's auditors are unaware, and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

POST BALANCE SHEET EVENTS

There have been no significant events affecting the Company since the year end.

AUDITORS

Under section 487(2) of the Companies Act 2006, MHA MacIntyre Hudson will be deemed to have been reappointed as auditors 28 days after these financial statements were sent to members or 28 days after the latest date prescribed for filing the accounts with the registrar, whichever is earlier.

This report was approved by the board on and signed on its behalf.

29/9/16

.....
S Shah
Director



TTS PROPERTIES LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF TTS PROPERTIES LIMITED

We have audited the financial statements of TTS Properties Limited for the year ended 31 December 2015, which comprise the Statement of Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity and the related notes. The financial reporting framework that has been applied in their preparation is applicable law including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

This report is made solely to the Company's shareholders, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's shareholders those matters we are required to state to them in an Auditors' Report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's shareholders as a body, for our audit work, for this report, or for the opinions we have formed.

RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITORS

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

SCOPE OF THE AUDIT OF THE FINANCIAL STATEMENTS

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. In addition, we read all the financial and non-financial information in the Directors' 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.

OPINION ON FINANCIAL STATEMENTS

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2015 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

OPINION ON OTHER MATTER PRESCRIBED BY THE COMPANIES ACT 2006

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

TTS PROPERTIES LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF TTS PROPERTIES LIMITED

MATTERS ON WHICH WE ARE REQUIRED TO REPORT BY EXCEPTION

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

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



ANDREW CAMERON COOK ACA (Senior Statutory Auditor)

for and on behalf of

MHA MacIntyre Hudson

Chartered Accountants
Statutory Auditors

Abbey Place
24-28 Easton Street
High Wycombe
Buckinghamshire
HP11 1NT

Date: 21/9/16

TTS PROPERTIES LIMITED

**STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2015**

		12 months ended 31 December 2015 £	15 months ended 31 December 2014 £
	Note		
PROFIT AND LOSS ACCOUNT			
Turnover	3	715,067	807,842
Gross profit		715,067	807,842
Administrative expenses		(677,058)	(336,322)
Operating profit		38,009	471,520
Interest receivable and similar income	6	19,556	-
Interest payable and expenses	7	-	(57,435)
Profit before tax		57,565	414,085
Tax on profit	8	(99,634)	(61,366)
(Loss)/profit for the year		(42,069)	352,719
Other comprehensive income for the year		-	-
Total comprehensive income for the year		(42,069)	352,719

There were no recognised gains and losses for 2015 or 2014 other than those included in the profit and loss account.

The notes on pages 9 to 18 form part of these financial statements.

TTS PROPERTIES LIMITED
REGISTERED NUMBER:04055091

BALANCE SHEET
AS AT 31 DECEMBER 2015

	Note	2015 £	2014 £
Fixed assets			
Tangible assets	9	1,423,484	1,495,140
		<u>1,423,484</u>	<u>1,495,140</u>
Current assets			
Debtors: amounts falling due within one year	10	753,086	2,095,153
Cash at bank and in hand		-	3,900
		<u>753,086</u>	<u>2,099,053</u>
Creditors: amounts falling due within one year	11	(334,286)	(1,159,974)
Net current assets		<u>418,800</u>	<u>939,079</u>
Total assets less current liabilities		<u>1,842,284</u>	<u>2,434,219</u>
Creditors: amounts falling due after more than one year	12	(870,000)	(870,000)
Provisions for liabilities			
Deferred tax		(161,000)	(61,366)
Other provisions	14	(160,000)	(809,500)
		<u>(321,000)</u>	<u>(870,866)</u>
Net assets		<u>651,284</u>	<u>693,353</u>
Capital and reserves			
Called up share capital	15	2	2
Profit and loss account	16	651,282	693,351
		<u>651,284</u>	<u>693,353</u>

The Company's financial statements have been delivered in accordance with the provisions applicable to companies subject to the small companies regime.

The financial statements were approved and authorised for issue by the board and were signed on its behalf on

29/1/16

.....
S Shah
 Director

The notes on pages 9 to 18 form part of these financial statements.

TTS PROPERTIES LIMITED

**STATEMENT OF CHANGES IN EQUITY
AS AT 31 DECEMBER 2015**

	Share capital £	Retained earnings £	Total equity £
At 1 January 2015	2	693,351	693,353
Comprehensive income for the year			
Loss for the year	-	(42,069)	(42,069)
Total comprehensive income for the year	-	(42,069)	(42,069)
At 31 December 2015	2	651,282	651,284

TTS PROPERTIES LIMITED

**STATEMENT OF CHANGES IN EQUITY
AS AT 31 DECEMBER 2014**

	Share capital £	Retained earnings £	Total equity £
At 1 October 2013	2	340,632	340,634
Comprehensive income for the period			
Profit for the period	-	352,719	352,719
Total comprehensive income for the period	-	352,719	352,719
At 31 December 2014	2	693,351	693,353

The notes on pages 9 to 18 form part of these financial statements.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015**

1. ACCOUNTING POLICIES

1.1 Company information

TTS Properties Limited is a limited company incorporated in England and Wales, registration number 04055091. The address of its principal place of business is 16-19 Canada Square, London, E14 5ER.

The principal activity of the Company during the year was the letting of property.

1.2 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland and the Companies Act 2006.

Information on the impact of first-time adoption of FRS 102 is given in note 20

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the Company's accounting policies (see note 2).

The following principal accounting policies have been applied:

1.3 Financial reporting standard 102 - reduced disclosure exemptions

The Company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by the FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d);
- the requirements of Section 4 Statement of Financial Position paragraph 4.12(a)(iv);
- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 11 Financial Instruments paragraphs 11.39 to 11.48A;
- the requirements of Section 12 Other Financial Instruments paragraphs 12.26 to 12.29;
- the requirements of Section 33 Related Party Disclosures paragraph 33.7.

This information is included in the consolidated financial statements of Gordons96 Limited for the year ended 31 December 2015 which may be obtained from Companies House.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015**

1. ACCOUNTING POLICIES (continued)

1.4 Turnover

Turnover is recognised to the extent that it is probable that the economic benefits will flow to the Company and the turnover can be reliably measured. Turnover is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before turnover is recognised:

Rendering of services

Turnover from a contract to provide services is recognised in the period in which the services are provided in accordance with the stage of completion of the contract when all of the following conditions are satisfied:

- the amount of turnover can be measured reliably;
- it is probable that the Company will receive the consideration due under the contract;
- the stage of completion of the contract at the end of the reporting period can be measured reliably, and;
- the costs incurred and the costs to complete the contract can be measured reliably.

1.5 Tangible fixed assets

Tangible fixed assets are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

The Company adds to the carrying amount of each fixed asset the cost of replacing part of such an item when that cost is incurred, if the replacement part is expected to provide incremental future benefits to the Company. The carrying amount of the replaced part is derecognised. Repairs and maintenance are charged to profit or loss during the period in which they are incurred.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

The estimated useful lives range as follows:

Long-term leasehold property - 20 years

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised within administration expenses in the Statement of Comprehensive Income.

1.6 Operating leases: lessee

Rentals paid under operating leases are charged to the profit or loss on a straight line basis over the period of the lease.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015**

1. ACCOUNTING POLICIES (continued)

1.7 Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

1.8 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

1.9 Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

1.10 Finance costs

Finance costs are charged to the Profit and Loss Account over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

1.11 Interest income

Interest income is recognised in the Profit and Loss Account using the effective interest method.

1.12 Borrowing costs

All borrowing costs are recognised in the Profit and Loss Account in the year in which they are incurred.

1.13 Provisions for liabilities

Provisions are made where an event has taken place that gives the Company a legal or constructive obligation that probably requires settlement by a transfer of economic benefit, and a reliable estimate can be made of the amount of the obligation.

Provisions are charged as an expense to the Profit and Loss Account in the year that the Company becomes aware of the obligation, and are measured at the best estimate at the balance sheet date of the expenditure required to settle the obligation, taking into account relevant risks and uncertainties.

When payments are eventually made, they are charged to the provision carried in the balance sheet.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015**

1. ACCOUNTING POLICIES (continued)

1.14 Current and deferred taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in the Profit and Loss Account, except that a change attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively. The tax expense for the year comprises current and deferred tax. Tax is recognised in the Profit and Loss Account, except that a change attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the Company operates and generates income.

Deferred balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date, except that:

- the recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred income tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

2. JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

Management has considered the nature of the work carried out by the company on its leased premises and estimated the extent to which reinstatement work will be necessary at the end of the lease. In management's opinion, the amount of the reinstatement work is likely to be material. Accordingly, £160,000 provision for dilapidations has been recognised at the year-end.

There are no other key sources of estimation uncertainty.

TTS PROPERTIES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015**

3. ANALYSIS OF TURNOVER

	12 months ended 31 December 2015 £	15 months ended 31 December 2014 £
Rent receivable	715,067	807,842

All turnover arose within the United Kingdom.

4. OPERATING PROFIT

The operating profit is stated after charging:

	12 months ended 31 December 2015 £	15 months ended 31 December 2014 £
Depreciation of tangible fixed assets	76,286	15,316

Audit fees are paid by another group company.

5. EMPLOYEES

The Company has no employees other than the directors, who did not receive any remuneration (2014 - £NIL).

6. INTEREST RECEIVABLE

	12 months ended 31 December 2015 £	15 months ended 31 December 2014 £
Other interest receivable	19,556	-

TTS PROPERTIES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015**

7. INTEREST PAYABLE AND SIMILAR CHARGES

	12 months ended 31 December 2015 £	15 months ended 31 December 2014 £
Other loan interest payable	-	57,435

8. TAXATION

	12 months ended 31 December 2015 £	15 months ended 31 December 2014 £
Deferred tax		
Origination and reversal of timing differences	99,634	61,366

FACTORS AFFECTING TAX CHARGE FOR THE YEAR/PERIOD

The tax assessed for the year/period is lower than (2014 - lower than) the standard rate of corporation tax in the UK of 20% (2014 - 20%). The differences are explained below:

	12 months ended 31 December 2015 £	15 months ended 31 December 2014 £
Profit on ordinary activities before tax	57,565	414,085
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 20% (2014 - 20%)	11,513	82,817
Effects of:		
Capital allowances for year in excess of depreciation	(7,503)	5,663
Utilisation of tax losses	-	(8,480)
Other timing differences leading to an increase (decrease) in taxation	99,634	61,366
Other tax relief on property income	-	(80,000)
Group relief	(4,010)	-
Total tax charge for the year/period	99,634	61,366

FACTORS THAT MAY AFFECT FUTURE TAX CHARGES

TTS PROPERTIES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015**

8. TAXATION (continued)

There were no factors that may affect future tax charges.

9. TANGIBLE FIXED ASSETS

	Long-term leasehold property £
Cost or valuation	
At 1 January 2015	1,525,727
Additions	4,630
At 31 December 2015	1,530,357
Depreciation	
At 1 January 2015	30,587
Charge for the year	76,286
At 31 December 2015	106,873
At 31 December 2015	1,423,484
At 31 December 2014	1,495,140

10. DEBTORS

	2015 £	2014 £
Trade debtors	12,328	12,328
Amounts owed by group undertakings	178,394	813,062
Other debtors	421,199	1,111,391
Prepayments and accrued income	141,165	158,372
	753,086	2,095,153

TTS PROPERTIES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015**

11. CREDITORS: Amounts falling due within one year

	2015 £	2014 £
Trade creditors	33,451	82,234
Amounts owed to group undertakings	254,798	432,546
Accruals and deferred income	46,037	645,194
	<u>334,286</u>	<u>1,159,974</u>

12. CREDITORS: Amounts falling due after more than one year

	2015 £	2014 £
Other loans	<u>870,000</u>	<u>870,000</u>

Secured loans

A long-term loan of £870,000 is secured on the assets of the Company and guaranteed by The Third Space Group Limited, the immediate parent company.

13. DEFERRED TAXATION

	Deferred tax £
At 1 January 2015	(61,366)
Charged to the profit or loss	(99,634)
At 31 December 2015	<u>(161,000)</u>

The provision for deferred taxation is made up as follows:

	2015 £	2014 £
Accelerated capital allowances	<u>(161,000)</u>	<u>(61,366)</u>

TTS PROPERTIES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015**

14. PROVISIONS

	Crown £	Dilapidation £	Total £
At 1 January 2015	649,500	160,000	809,500
Released against other debtors	(649,500)	-	(649,500)
At 31 December 2015	-	160,000	160,000

Provision for the Crown Project

Crown Project costs and the related reimbursement are no longer expected to occur.

Dilapidation provision

This provision represents the estimated cost of rectifications under the full repairing leases.

15. SHARE CAPITAL

	2015 £	2014 £
Allotted, called up and fully paid		
1 Ordinary L share of £1	1	1
1 Ordinary S share of £1	1	1
	2	2

Ordinary L and S shares have full voting, dividend and capital distribution (including on winding up) rights.

16. RESERVES**Profit and loss account**

The Profit and Loss Account includes all current and prior period retained profits and losses.

17. CONTINGENT LIABILITIES

The Company is party to a cross company guarantee for bank financing held in the parent company.

TTS PROPERTIES LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2015**

18. COMMITMENTS UNDER OPERATING LEASES

At 31 December 2015 the Company had future minimum lease payments under non-cancellable operating leases as follows:

	2015 £	2014 £
Land and buildings		
Not later than 1 year	502,000	502,000
Later than 1 year and not later than 5 years	2,008,000	2,008,000
Later than 5 years	5,773,000	6,275,000
Total	<u>8,283,000</u>	<u>8,785,000</u>

19. RELATED PARTY TRANSACTIONS

In accordance with the exemption under Section 33 of Financial Reporting Standard 102 (effective for the periods commencing 1 January 2015), the Company does not disclose transactions with other wholly owned companies within the Gordons96 group.

20. CONTROLLING PARTY

The Company's immediate parent undertaking is The Third Space Group Limited, a company registered in England and Wales.

The Third Space Group is also consolidated at the secondary level with Canada Square Health and Fitness Holdings Limited. Copies of these consolidated financial statements are available from Companies House.

The ultimate parent undertaking is Gordons96 Limited, a company registered in England and Wales. Copies of the consolidated accounts are available from Companies House.

In the opinion of the directors there is no ultimate controlling party.

21. FIRST TIME ADOPTION OF FRS 102

The policies applied under the entity's previous accounting framework are not materially different to FRS 102 and have not impacted on equity or profit or loss.



MHA MacIntyre Hudson

GLOBAL EXPERTISE · NATIONAL EXPERIENCE · LOCAL EXCELLENCE®

Find Us

To find out more about the people behind the name visit
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MHA MacIntyre Hudson Wealth Management Independent financial advisers

Contact your local office - see details above

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