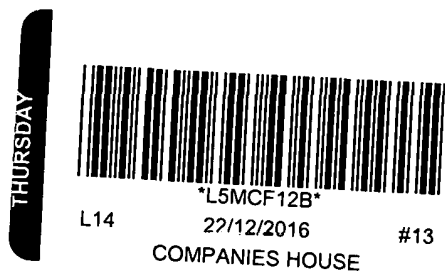


Trenport (Peters Village) Limited
(registered number. 4187596)

**Report of the directors and financial statements
for the 18 month period ended 30 June 2016**



Trenport (Peters Village) Limited

Strategic report for the 18 month period ended 30 June 2016 (registered number: 4187596)

The directors present their strategic report of the company. On 5 May 2015, the Company changed its year end from 31 December to 30 June and, therefore, these financial statements are for an eighteen month reporting period ended 30 June 2016.

Principal activities

The principal activity of the company is property trading and development. The cost of property, including work in progress, is carried in the financial statements at its cost of £52.2 million (2014: £33.7 million). Despite the continued difficult economic environment in both the property and housing market the company continued to develop its land holding. The profit on ordinary activities before taxation for the financial period amounted to £2,031,000 (2014: loss £21,000)

The results of the company for the period are set out in the profit and loss account on page 8.

Business review and future developments

In May 2014 the company entered into the agreements with its contractors and financiers to commence its residential development at Peters Village on the east bank of the Medway river near Burham, Kent. In order to comply with Town Planning requirements and improve communications between the east and west banks of the River Medway, a new bridge over the river has been constructed, together with the infrastructure required to facilitate the proposed housing development. The bridge was completed in September 2016. The cost of the bridge and infrastructure to facilitate the sale of residential land is projected at £53million.

The company has received a £19.5 million loan facility from the Local Infrastructure Fund established by the Government's Homes and Communities Agency to expedite delivery of large housing developments.

The net developable area at Peters Village covers 86.61 acres and has consent for up to 1,000 residential units, together with the associated educational and leisure facilities, including 27.43 acres set aside for public open space/recreation. The Group commenced the marketing of parcels of land to house builders in March 2015. The first new homes are expected to have been completed by the end of 2016 and the Development of Peters Village is expected to have been completed by the end of 2023.

At the period end, the Group had completed on sales of land for 238 new homes and is in negotiations to complete on a further sale of land for 200 new homes in 2017.

Principal risks and uncertainties

The management of the business and execution of the group's strategy are subject to a number of risks. The key business risks and uncertainties affecting the company are considered to be the process and time taken to meet all planning regulations in order to bring development land to the market.

The company's activities expose it to a variety of financial risks, including credit risk, liquidity risk and interest rate and cash flow risk. The company's overall financial risk management objective is to minimise its potential adverse effects on the financial performance of the company.

(a) Credit risk

Credit risk arises from the cash streams of the property portfolios which it owns and manages. The amounts presented in the company balance sheet are net of allowances for doubtful receivables, estimated on prior experience and assessment of the current economic climate.

Trenport (Peters Village) Limited

Strategic report for the 18 month period ended 30 June 2016 (continued)
(registered number: 4187596)

Principal risks and uncertainties (continued)

(b) Liquidity risk

The company practises prudent liquidity risk management to minimise the mismatch of financial assets and liabilities and to maintain sufficient funding requirements for working capital. The company has debt facilities that are designed to ensure it has sufficient available funds for operations and planned expansions.

(c) Interest rate cash flow risk

The company has interest bearing liabilities which consist of external loan commitments.

Going concern

In determining whether the company's accounts can be prepared on a going concern basis, the directors considered the company's business activities together with factors likely to affect its future development, performance and its financial position including cash flows, liquidity position and borrowing facilities and the principal risks and uncertainties relating to its business activities. These are set out within the Directors' Report.

After making appropriate enquiries, and on the basis that the company has the support of its parent company, Shop Direct Holdings Limited, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in the preparation of the annual report and accounts.

By order of the board



R K Mowatt

Director

11 November 2016

Trenport (Peters Village) Limited

Report of the directors for the 18 month period ended 30 June 2016 (registered number:4187596)

This report contains the statutory information disclosed in addition to that set out in the separate strategic report. Information relating to the future development of the business, future developments, principal risk and uncertainties which would otherwise be included in the Directors' Report, is included in the Strategic Report.

Directors

The directors of the company during the 18 month period ended 30 June 2016 and up to the date of signing the financial statements were:

A S Barclay
C D Hall
R K Mowatt
A J T Parson
P L Peters
M Seal

Dividend

The directors do not recommend the payment of a dividend for the 18 month period ended 30 June 2016 (2014: nil)

Creditor payment policy

For all trade creditors, it is the company's policy to:

- agree the terms of payment at the start of business with the supplier;
- ensure that suppliers are aware of the terms of payment; and
- pay in accordance with its contractual and other legal obligations.

Disclosure of information to auditors

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

- 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 the steps that they ought to have been taken as directors in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information. This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006

Trenport (Peters Village) Limited

Report of the directors for the 18 month period ended 30 June 2016 (continued) (registered number:4187596)

Approval of reduced disclosures

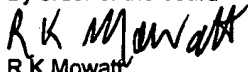
The company, as a qualifying entity, has taken advantage, in respect of its separate financial statements, of the disclosure exemptions in FRS 102 paragraph 1.12. The company's shareholders have been notified in writing about the intention to take advantage of the disclosure exemptions and no objections have been received.

The company also intends to take advantage of these exemptions in the financial statements to be issued in the following financial year.

Auditor

PricewaterhouseCoopers LLP resigned as auditor during the period and Deloitte LLP were appointed as auditor. Deloitte LLP have indicated their willingness to be reappointed for another term and appropriate arrangements have been put in place for them to be deemed reappointed as auditor in the absence of an Annual General Meeting.

By order of the board



R K Mowatt

Director

11 November 2016

Trenport (Peters Village) Limited

Directors' Responsibilities Statement (registered number:4187596)

The directors are responsible for preparing the report of the directors and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial period. Under that law the directors have prepared the company's financial statements in accordance with United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 (FRS 102), the Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland. 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
- preparation of 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.

Trenport (Peters Village) Limited

Independent auditors' to the directors of Trenport (Peters Village) Limited

We have audited the financial statements of Trenport (Peters Village) Limited for the 18 month period ended 30 June 2016 which comprise the Profit and Loss Account, Statement of Comprehensive Income, the Balance sheet, Statement of Changes in Equity and the related notes 1 to 14. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), FRS102 "The financial reporting standard applicable in the UK and Republic of Ireland".

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

Respective responsibilities of directors and the auditor

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 Auditing Practices Board'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 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.

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 30 June 2016 and of its profit for the period 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.

Trenport (Peters Village) Limited

Independent auditors' to the directors of Trenport (Peters Village) Limited

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.

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.



Rachel Argyle (Senior Statutory Auditor)

For and on behalf of Deloitte LLP

Chartered Accountants and Statutory Auditor

Manchester, United Kingdom

11 November 2016

Trenport (Peters Village) Limited

Profit and Loss Account for the 18 month period ended 30 June 2016

	NOTE	18 months ended 30 June 2016 £'000	12 months ended 31 December 2014 £'000
Turnover		16,248	217
Cost of sales		(14,176)	(238)
Gross Profit/(loss)		2,072	(21)
Administrative Expenses		(41)	-
Profit/(loss) on ordinary activities before taxation	5	2,031	(21)
Tax on profit/(loss) on ordinary activities	6	-	-
Profit/(loss) for the financial period		2,031	(21)

The profit/(loss) for the financial period arises from the company's continuing operations.

The notes on pages 10 to 17 are an integral part of these financial statements.

There were no gains or losses, other than as presented in the above profit and loss account, and accordingly, no separate Statement of Comprehensive Income has been presented.

Trenport (Peters Village) Limited

Balance sheet as at 30 June 2016 (registered number: 4187596)

	NOTE	30 June 2016 £'000	31 December 2014 £'000
Current assets			
Inventories	8	52,241	33,736
Debtors: amounts falling due within one period	9	24,751	14,430
Cash at bank and in hand		5,552	1,144
		<u>82,544</u>	<u>49,310</u>
Creditors: amounts falling due within one period	10	<u>(23,838)</u>	<u>(1,245)</u>
Net current assets		58,706	48,065
Creditors: amounts falling due after more than one period	11	<u>(21,325)</u>	<u>(12,715)</u>
Net assets		<u>37,381</u>	<u>35,350</u>
Capital and reserves			
Called up share capital	12	35,200	35,200
Retained earnings		<u>2,181</u>	<u>150</u>
Total shareholders' funds		<u>37,381</u>	<u>35,350</u>

Statement of changes in equity as at period ended 30 June 2016

	Called up Share capital £'000	Retained Earnings £'000	Total equity £'000
At 1 January 2014	35,200	171	35,371
Loss for the financial year and total other comprehensive expense	-	(21)	(21)
At 1 January 2015	35,200	150	35,350
Profit for the financial period and total other comprehensive income	-	2,031	2,031
At 30 June 2016	35,200	2,181	37,381

The notes on pages 10 to 17 are an integral part of these financial statements.

The financial statements on pages 8 to 17 were approved by the Board of Directors on 11 November 2016 and signed

on its behalf by:


A J T Parson
Director


R K Mowatt
Director

Trenport (Peters Village) Limited

Notes to the financial statements for the 18 month period ended 30 June 2016

1. General Information

Trenport (Peters Village) Limited ("the company") is a property trading and development company. The Company has changed its year end from 31 December to 30 June so as to be coterminous with its parent company's year-end. Therefore, these financial statements have been prepared for the eighteen months ended 30 June 2016, whereas the comparatives are for the year ended 31 December 2014. Therefore, the two periods presented differ in that respect.

The company is a private limited company, limited by shares and incorporated in the United Kingdom. The company's registered office is 2nd Floor, 14 St George Street, London W1S 1FE. The nature of the company's operations and its principal activities are set out in the strategic report on pages 1 to 2.

2. Statement of compliance

The individual financial statements of Trenport (Peters Village) Limited have been prepared in compliance with United Kingdom Accounting Standards, including Financial Reporting Standard 102, "The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland" ("FRS 102") as issued by the Financial Reporting Council and the Companies Act 2006.

3. Summary of significant accounting policies

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 presented, unless otherwise stated. The company has adopted FRS 102 in these financial statements.

Basis of preparation

The financial statements are prepared in accordance the Companies Act 2006 and applicable Accounting Standards under the historical cost convention, other than discussed below. The principal accounting policies of the company, which have been applied consistently, and are set out below.

The accounts are drawn up to the Saturday nearest to 30 June, or to 30 June where this falls on a Saturday

Going Concern

In determining whether the company's accounts can be prepared on a going concern basis, the directors considered the company's business activities together with factors likely to affect its future development, performance and its financial position including cash flows, liquidity position and borrowing facilities and the principal risks and uncertainties relating to its business activities. These are set out within the Strategic and Directors' Report.

After making appropriate enquiries, and on the basis that the company has the support of its parent company, Shop Direct Holdings Limited, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in the preparation of the annual report and accounts.

Exemptions for qualifying entities under FRS 102

The company has taken advantage of the exemption, under FRS 102 paragraph 1.12(b), from preparing a statement of cash flows, on the basis that it is a qualifying entity and its immediate holding company, Trenport Investments Limited, includes the company's cashflows in its own consolidated financial statements. The company has also taken exemption in relation to financial instruments and remuneration of key personnel.

Trenport (Peters Village) Limited

Notes to the financial statements for the 18 month period ended 30 June 2016 (continued)

3. Summary of significant accounting policies (continued)

Turnover

Turnover, which excludes value added tax, represents sales of residential and commercial land. Turnover is recognised when the significant risks and rewards of ownership has been transferred to the buyer, this is on the completion of contracts. All turnover has been realised in the United Kingdom and from one class of business.

Inventories

Land held for development and construction work in progress are valued at the lower of cost and net realisable value. Cost includes appropriate directly attributable overheads. Inventory values are reviewed regularly to check for potential impairments and these are expensed to Profit and Loss when identified.

Financial Instruments

The Company has chosen to adopt Sections 11 and 12 of FRS 102 in respect of financial instruments.

(i) Financial assets

Basic financial assets are initially recognised at transaction price, 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.

Such assets are subsequently carried at amortised cost using the effective interest method.

At the end of each reporting period financial assets measured at amortised cost are assessed for objective evidence of impairment. 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.

Financial assets are derecognised when (a) the contractual rights to the cash flows from the asset expire or are settled, or (b) substantially all the risks and rewards of the ownership of the asset are transferred to another party or (c) despite having retained some significant risks and rewards of ownership, control of the asset has been transferred to another party who has the practical ability to unilaterally sell the asset to an unrelated third party without imposing additional restrictions.

(ii) Financial liabilities

Basic financial liabilities are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the debt is measured at the present value of the future receipts discounted at a market rate of interest.

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

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts 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 payables are recognised initially at transaction price and subsequently measured at measured cost using the effective interest method.

Financial liabilities are derecognised when the liability is extinguished, that is when the contractual obligation is discharged, cancelled or expires.

Trenport (Peters Village) Limited

Notes to the financial statements for the 18 month period ended 30 June 2016 (continued)

3. Summary of significant accounting policies (continued)

Taxation

Current tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more, tax, with the following exception:

- deferred tax assets are recognised only to the extent that the directors consider that it is 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 on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date.

Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date that are expected to apply to the reversal of the timing difference.

Deferred tax relating to non-depreciable property, plant and equipment measured using the revaluation model and investment property is measured using the tax rates and allowances that apply to the sale of the asset. In other cases, the measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Where items recognised in other comprehensive income or equity are chargeable to or deductible for tax purposes, the resulting current or deferred tax expense or income is presented in the same component of comprehensive income or equity as the transaction or other event that resulted in the tax expense or income.

Current tax assets and liabilities are offset only when there is a legally enforceable right to set off the amounts and the Company intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

Deferred tax assets and liabilities are offset only if: a) the Company has a legally enforceable right to set off current tax assets against current tax liabilities; and b) the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

Trenport (Peters Village) Limited

Notes to the financial statements for the 18 month period ended 30 June 2016 (continued)

4. Critical accounting judgements and estimation uncertainty

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.

Critical judgements in applying the Company's accounting policies

Valuation of inventory

At any point in time, the Company holds significant levels of inventory, including work in progress. Land development is complex with long lead times until a site is ready for sale. Assessments are made over the valuation of the land, either by professional qualified external valuers, or by the Company's own internal qualified staff to ensure the inventory is correctly stated at the lower of cost and net releasable value.

Key source of estimation uncertainty

Taxation

Deferred tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the unused tax losses and unused tax credits can be utilised. Assessment of future taxable profit is performed at every reporting date, in the form of future cash flows using a suitable growth rate.

5. Profit/(loss) on ordinary activities before taxation

The profit/(loss) on ordinary activities before taxation is stated after charging:

	18 months ended 30 June 2016 £'000	12 months ended 31 December 2014 £'000
Audit Fee	5	-

The auditors remuneration of £5,000 in the prior year was borne by a fellow group undertaking and not recharged.

There are no non-audit fees payable to the auditor in the current period or prior year.

Trenport (Peters Village) Limited

Notes to the financial statements for the 18 month period ended 30 June 2016 (continued)

6. Taxation on profit/(loss) on ordinary activities

	18 months ended 30 June 2016 £'000	12 months ended 31 December 2014 £'000
Current tax:		
United Kingdom corporation tax at 20% (2014: 21.5%)	-	-
Deferred tax:		
Deferred tax charge for current period	-	-
Total tax on profit	-	-

The tax assessed for the period is lower (2014: lower) to the standard rate of corporation tax in the United Kingdom, 20% (2014: 21.5%). The differences are explained below:

	18 months ended 30 June 2016 £'000	12 months ended 31 December 2014 £'000
Profit/(loss) on ordinary activities before tax	2,031	(21)
Profit/(loss) on ordinary activities multiplied by the standard rate of corporation tax in the United Kingdom of 20% (2014: 21.5%)	409	(5)
Effects of:		
Origination and reversal of timing differences	108	-
Group relief for nil consideration	(517)	5
Total taxation	-	-

The Group earns its profits primarily in the UK. Therefore the tax rate used for tax on profit on ordinary activities is the standard rate of UK corporation tax of 20% (2014: 21.5%).

The government has announced that it intends to reduce the rate of corporation tax to 19% with effect from 1 April 2017 and 18% from 1 April 2020. The 18% main rate of corporation tax was set by the Finance (No.2) Act 2015 which received Royal Assent on 18 November 2015. The Finance Bill 2016 introduces legislation that further reduces, from 1 April 2020, the main rate of corporation tax to 17%. As this legislation was not substantively enacted by 30 June 2016, the impact of the anticipated rate change is not reflected in the tax provisions reported in these accounts. If the deferred tax assets and liabilities of the company were all to reverse after 1 April 2020.

The company has unrecognised deferred tax asset of £82,000 (2014: 91,000).

Trenport (Peters Village) Limited

Notes to the financial statements for the 18 month period ended 30 June 2016 (continued)

7. Directors and employees

None of the directors received any emoluments during the period for their services to the company (2014: nil). There are no employees other than the directors (2014: none).

8. Inventories

	30 June 2016 £'000	31 December 2014 £'000
Land held for development	<u>52,241</u>	<u>33,736</u>

The land is provided as security for a bank loan to the company's immediate holding company.

9. Debtors: amounts falling due within one period

	30 June 2016 £'000	31 December 2014 £'000
Other debtors	2	202
Amount owed by immediate holding company	<u>24,749</u>	<u>14,228</u>
	<u>24,751</u>	<u>14,430</u>

The amount repayable by the immediate holding company is unsecured, interest free and is repayable on demand.

10. Creditors: amount falling due within one period

	30 June 2016 £'000	31 December 2014 £'000
Amounts due to group undertaking	14,686	-
Bank loan	6,613	-
Other creditors	409	-
Trade creditors	2,124	1,210
Accruals	6	35
	<u>23,838</u>	<u>1,245</u>

The bank loan is secured by legal charges over the assets of the company and its subsidiaries and bears rates of interest of LIBOR plus 5% and is repayable in June 2017.

The amount repayable to the fellow group undertaking is unsecured, interest free and is repayable on demand.

Trenport (Peters Village) Limited

Notes to the financial statements for the 18 month period ended 30 June 2016 (continued)

11. Creditors: amounts falling due after more than one period

	30 June 2016 £'000	31 December 2014 £'000
Other loan	<u>21,325</u>	<u>12,715</u>

The other loan is the £19.5m loan facility plus accrued interest provided by the Local Infrastructure Fund established by the Government's Homes and Communities Agency which is secured over the land and buildings of the company and bears interest at a rate of LIBOR plus 1.04%. The loan and interest accrued thereon is repayable at the completion of the development in 2023.

12. Called up share capital

	30 June 2016 £	31 December 2014 £
Authorised:		
40,000,000 (2014: 40,000,000) ordinary shares of £1 each	<u>40,000,000</u>	<u>40,000,000</u>
Issued and fully paid:		
35,200,000 (2014: 35,200,000) ordinary share of £1	<u>35,200,000</u>	<u>35,200,000</u>

13. Related party transactions

As all of the company's voting rights are controlled within the group headed by Shop Direct Holdings Limited, the company has taken advantage of the exemption contained in FRS 102 para.33.1A and has therefore not disclosed transactions or balances with entities which form part of the Shop Direct Holdings Limited group or are disclosed in the group financial statements.

14. Ultimate controlling party

The immediate holding company is Trenport Investments Limited, a company incorporated in England and Wales, which the Directors regard as being ultimately controlled by Sir David and Sir Frederick Barclay Family Settlements.

Shop Direct Holdings Limited, a company registered in England and Wales, is the parent undertaking of the largest group of undertakings to consolidate these financial statements at 30 June 2016. Trenport Investments Limited is the smallest group of undertakings to consolidate these financial statements. The financial statements of Trenport Investments Limited and Shop Direct Holdings Limited can be obtained by writing to 2nd Floor, 14 St George Street, London W1S 1FE.