

## HERON QUAYS WEST LP (ONE) LIMITED

Registered number: 4290519

### DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2016

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# **HERON QUAYS WEST LP (ONE) LIMITED**

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## **HERON QUAYS WEST LP (ONE) LIMITED**

### **DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2016**

The directors present their report and the financial statements for the year ended 31 December 2016.

In preparing this report, the directors have taken advantage of the small companies' exemptions.

#### **PRINCIPAL ACTIVITY**

The company has an interest as a Limited Partner in Heron Quays West Investments (One) SLP.

#### **RESULTS AND DIVIDENDS**

The loss for the year, after taxation, amounted to £9,856 (2015 - profit £38,739).

No dividends have been paid or proposed in the year (2015 - £NIL).

#### **DIRECTORS**

The directors who served during the year were:

A P Anderson II  
Sir George Iacobescu CBE  
R J J Lyons

The company provides an indemnity to all directors (to the extent permitted by law) in respect of liabilities incurred as a result of their office. The company also has in place liability insurance covering the directors and officers of the company. Both the indemnity and insurance were in force during the year ended 31 December 2016 and at the time of the approval of this Directors' Report. Neither the indemnity nor the insurance provide cover in the event that the director is proven to have acted dishonestly or fraudulently.

#### **DISCLOSURE OF INFORMATION TO AUDITOR**

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

- so far as the director is aware, there is no relevant audit information of which the company's auditor is unaware, and
- the 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 auditor is aware of that information.

This report was approved by the board on 27 July 2017 and signed on its behalf.



J R Garwood  
Secretary

## **HERON QUAYS WEST LP (ONE) LIMITED**

### **DIRECTORS' RESPONSIBILITIES STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2016**

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 they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies for the company's financial statements and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- 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.

## **HERON QUAYS WEST LP (ONE) LIMITED**

### **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF HERON QUAYS WEST LP (ONE) LIMITED**

We have audited the financial statements of Heron Quays West LP (One) Limited for the year ended 31 December 2016, which comprise the Statement of Comprehensive Income, the Statement of Financial Position, the Statement of Changes in Equity and the related notes 1 to 10. The relevant financial reporting framework that has been applied in their preparation is the applicable law and the 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'.

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 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 31 December 2016 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, based on the work undertaken in the course of the audit: the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with those financial statements; and the Directors' Report has been prepared in accordance with applicable legal requirements.

In the light of our knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the Directors' Report.

**HERON QUAYS WEST LP (ONE) LIMITED**

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF HERON QUAYS WEST LP (ONE) LIMITED  
(CONTINUED)**

**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 in preparing the Directors' Report or from the requirement to prepare a Strategic Report.

A handwritten signature in black ink, reading "Mark Beddy". The signature is fluid and cursive, with a long horizontal stroke at the end.

Mark Beddy (Senior Statutory Auditor)  
for and on behalf of  
**Deloitte LLP**  
Statutory Auditor  
London, UK  
27 July 2017

# HERON QUAYS WEST LP (ONE) LIMITED

## STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER 2016

	Note	2016 £	2015 £
Share of (loss)/profit from investment in partnership	7	(12,954)	45,732
<b>(LOSS)/PROFIT BEFORE TAX</b>		<u>(12,954)</u>	<u>45,732</u>
Tax on (loss)/profit	6	3,098	(6,993)
<b>(LOSS)/PROFIT FOR THE YEAR</b>		<u>(9,856)</u>	<u>38,739</u>
<b>OTHER COMPREHENSIVE INCOME NET OF TAX</b>		-	-
<b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>		<u><u>(9,856)</u></u>	<u><u>38,739</u></u>

The notes on pages 8 to 12 form part of these financial statements.

**HERON QUAYS WEST LP (ONE) LIMITED**  
**REGISTERED NUMBER: 4290519**

**STATEMENT OF FINANCIAL POSITION**  
**AS AT 31 DECEMBER 2016**

	Note	2016 £	2015 £
<b>FIXED ASSETS</b>			
Investments	7	249,132	214,132
		<u>249,132</u>	<u>214,132</u>
<b>NET CURRENT ASSETS</b>		-	-
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<u>249,132</u>	<u>214,132</u>
Deferred tax	8	(11,592)	(14,690)
<b>NET ASSETS</b>		<u>237,540</u>	<u>199,442</u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	9	180,606	132,652
Retained earnings		56,934	66,790
		<u>237,540</u>	<u>199,442</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 27 July 2017.



**R J J Lyons**  
Director

The notes on pages 8 to 12 form part of these financial statements.



## HERON QUAYS WEST LP (ONE) LIMITED

### STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2016

	Called up share capital £	Retained earnings £	Total equity £
At 1 January 2016	132,652	66,790	199,442
Loss for the year	-	(9,856)	(9,856)
<b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>	-	(9,856)	(9,856)
Shares issued during the year	47,954	-	47,954
<b>AT 31 DECEMBER 2016</b>	<b>180,606</b>	<b>56,934</b>	<b>237,540</b>

### STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2015

	Called up share capital £	Retained earnings £	Total equity £
At 1 January 2015	78,776	28,051	106,827
Profit for the year	-	38,739	38,739
<b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>	-	38,739	38,739
Shares issued during the year	53,876	-	53,876
<b>AT 31 DECEMBER 2015</b>	<b>132,652</b>	<b>66,790</b>	<b>199,442</b>

The notes on pages 8 to 12 form part of these financial statements.

## **HERON QUAYS WEST LP (ONE) LIMITED**

### **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016**

#### **1. GENERAL INFORMATION**

Heron Quays West LP (One) Limited is an English Limited Company registered at One Canada Square, Canary Wharf, London, E14 5AB.

The nature of the company's operations and its principal activities are set out in the Directors' Report.

#### **2. ACCOUNTING POLICIES**

##### **2.1 Basis of preparation of financial statements**

The financial statements have been prepared under the historical cost convention, modified to include certain items at fair value and in accordance with United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice, including FRS 102 "the Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland").

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 3).

The principal accounting policies have been applied consistently throughout the year and the preceding year and are summarised below:

##### **2.2 Going concern**

Having made the requisite enquiries and assessed the resources at the disposal of the company, the directors have a reasonable expectation that the company will have adequate resources to continue its operation for the foreseeable future. Accordingly they continue to adopt the going concern basis in preparing the financial statements.

##### **2.3 Cash flow statement**

The company has taken the exemption from preparing the cash flow statement under Section 1.12(b) as it is a member of a group where the parent of the group prepares publicly available consolidated accounts which are intended to give a true and fair view.

##### **2.4 Investments**

Investments in partnerships are stated at fair value, with changes recognised in other comprehensive income unless the carrying amount of the investment falls below its original cost, after which the deficit is recognised in the income statement.

*Other investments are stated at cost less any provision for impairment.*

Loans to investments which only entitle the company to an interest in the assets of the company once it has completed its principal activity are treated as additional investments.

Income from investments is recognised as the company becomes entitled to receive payment. Revenue profits and losses in unit trusts and partnerships are recognised on an accruals basis.

## **HERON QUAYS WEST LP (ONE) LIMITED**

### **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016**

#### **2. ACCOUNTING POLICIES (CONTINUED)**

##### **2.5 Current and deferred 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 at the Statement of Financial Position date.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the Statement of Financial Position date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the Statement of Financial Position date. Timing differences are differences between the company's taxable profits and its results as stated in financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in financial statements.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the Statement of Financial Position date that are expected to apply to the reversal of timing difference. Deferred tax relating to investment property is measured using the tax rates and allowances that apply to the sale of the asset.

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 expenses or income.

#### **3. CRITICAL ACCOUNTING JUDGMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY**

The preparation of financial statements in conformity with generally accepted accounting principles requires the use of estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Although these estimates are based on management's best knowledge of the amount, event or actions, actual results ultimately may differ from those estimates.

##### **Valuation of investments**

Investments in partnerships are carried at fair value. The directors have valued the investment at the company's share of the partnership's net asset value, as adjusted for the fair value of the partnership's property interest.

#### **4. AUDITOR'S REMUNERATION**

The auditor's remuneration of £800 (2015 - £800) for the audit of the company has been borne by another group undertaking.

#### **5. EMPLOYEES**

The company has no employees other than the directors, who did not receive any remuneration (2015 - £NIL).

## HERON QUAYS WEST LP (ONE) LIMITED

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016

#### 6. TAXATION

	2016 £	2015 £
<b>TOTAL CURRENT TAX</b>	-	-
<b>DEFERRED TAX</b>		
Origination and reversal of timing differences	(3,098)	6,993
<b>TOTAL DEFERRED TAX</b>	(3,098)	6,993
<b>TAXATION ON (LOSS)/PROFIT ON ORDINARY ACTIVITIES</b>	(3,098)	6,993

#### FACTORS AFFECTING TAX CHARGE FOR THE YEAR

The tax assessed for the year is different to the standard rate of corporation tax in the UK of 20% (2015 - 20.25%). The differences are explained below:

	2016 £	2015 £
(Loss)/profit on ordinary activities before tax	(12,954)	45,732
(Loss)/profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 20% (2015 - 20.25%)	(2,591)	9,261
<b>EFFECTS OF:</b>		
Expenses not deductible for tax purposes	135	18
Changes in the rates of tax	(414)	(1,740)
Group relief	(228)	(546)
<b>TOTAL TAX (CREDIT)/CHARGE FOR THE YEAR</b>	(3,098)	6,993

#### FACTORS THAT MAY AFFECT FUTURE TAX CHARGES

The standard rate of corporation tax payable reduced from 21.0% to 20.0% with effect from 1 April 2015.

Enacted in the Finance Act (No.2) 2015 is a reduction in the corporation tax rate to 19.0% on 1 April 2017 and a further reduction to 17.0% on 1 April 2020. Deferred tax has been provided by reference to this enacted corporation tax rate.

# HERON QUAYS WEST LP (ONE) LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016

### 7. FIXED ASSET INVESTMENTS

	Investment in partnerships £	Loans to partnerships £	Total £
<b>COST OR VALUATION</b>			
At 1 January 2016	87,472	126,660	214,132
Additions	-	47,954	47,954
Share of profit/(loss)	(12,954)	-	(12,954)
At 31 December 2016	<u>74,518</u>	<u>174,614</u>	<u>249,132</u>
<b>NET BOOK VALUE</b>			
At 31 December 2016	<u>74,518</u>	<u>174,614</u>	<u>249,132</u>
At 31 December 2015	<u>87,472</u>	<u>126,660</u>	<u>214,132</u>

As a limited partner, the company owns 99.9% of the capital of Heron Quays West Investments (One) SLP, a Scottish Limited Partnership. The partnership holds minority interests in 1 Bank Street Unit Trust and 10 Bank Street Unit Trust.

### 8. DEFERRED TAXATION

	2016 £
At beginning of year	(14,690)
Charged to profit or loss	3,098
<b>AT END OF YEAR</b>	<u>(11,592)</u>

The provision for deferred taxation is made up as follows:

	2016 £	2015 £
Share of capital profits	(11,592)	(14,690)
	<u>(11,592)</u>	<u>(14,690)</u>

## HERON QUAYS WEST LP (ONE) LIMITED

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016

#### 9. SHARE CAPITAL

	2016 £	2015 £
<b>Allotted, called up and fully paid</b>		
180,606 (2015 -132,652) Ordinary shares of £1 each	180,606	132,652

During the year, the company issued an additional 47,954 (2015: 53,876) ordinary shares of £1 each.

#### 10. CONTROLLING PARTY

The company's immediate parent undertaking is Canary Wharf Developments Limited.

As at 31 December 2016, the smallest group of which the company is a member and for which group financial statements are drawn up is the consolidated financial statements of Canary Wharf Group Investment Holdings plc. Copies of the financial statements may be obtained from the Company Secretary, One Canada Square, Canary Wharf, London E14 5AB.

The largest group of which the company is a member for which group financial statements are drawn up is the consolidated financial statements of Stork HoldCo LP, an entity registered in Bermuda and the ultimate parent undertaking and controlling party. Stork HoldCo LP is registered at 73 Front Street, 5th Floor, Hamilton HM12, Bermuda.

Stork HoldCo LP is controlled as to 50% by Brookfield Property Partners LP and as to 50% by Qatar Investment Authority.

The directors have taken advantage of the exemption in paragraph 33.1A of FRS 102 allowing the company not to disclose related party transactions with respect to other wholly-owned group companies.