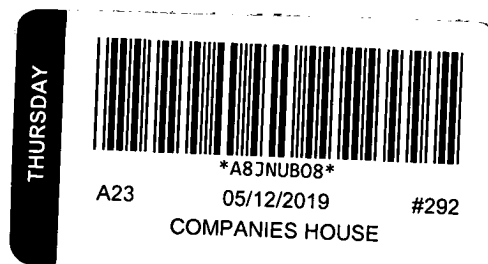


LIBERTY SEVERN POINT (CARDIFF) LIMITED
Company Number 04313995

Annual Report and Audited Financial Statements
For the year ended 31 August 2019



LIBERTY SEVERN POINT (CARDIFF) LIMITED

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For the year ended 31 August 2019

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LIBERTY SEVERN POINT (CARDIFF) LIMITED

Registered number: 04313995

DIRECTORS' REPORT

For the year ended 31 August 2019

The Directors of Liberty Severn Point (Cardiff) Limited (the 'Company') present their Annual Report and the audited Financial Statements for the year ended 31 August 2019. This Directors' report has been prepared in accordance with the provisions applicable to companies entitled to the small companies' exemption. Accordingly, the Directors have elected to take advantage of the exemption from preparing a Strategic report.

PRINCIPAL ACTIVITY AND FUTURE DEVELOPMENTS

The principal activity of the Company is the letting and management of property. The Directors do not foresee a change of the Company's principal activity in the near future. On 3 July 2019, The Unite Group plc agreed to acquire Liberty Living Group plc, an intermediate parent company, from Liberty Living Holdings Inc, a wholly owned subsidiary of Canada Pension Plan Investment Board. The acquisition is expected to complete by the end of November 2019. This will result in a change of ultimate parent to the Unite Group plc.

PRINCIPAL RISKS AND UNCERTAINTIES

The Directors consider the following to be the principal risks and uncertainties which may affect the Company's position and performance:

- continued availability of finance within the Liberty Living Group plc Group;
- the demand and supply of student accommodation, government policy, the condition of the properties including health and safety, reputational risk, information security and the talent and capability of employees; and
- the demand for student accommodation may be adversely affected by Brexit and the performance of the obligor group may be materially impacted. EU students represent only 7% of total student numbers therefore we will continue to monitor the impact of Brexit on the business.

FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company's principal financial instruments comprise intercompany balances. The Company is exposed to credit risk through cash held at bank with HSBC Bank plc. The Group's policy is to deposit with highly regarded institutions with credit ratings of at least "A-/A3" by S&P, Fitch or Moody's Investor Services. Other than intercompany balances and cash at bank the Company does not have significant credit risk with one single counterparty. Liquidity risk is managed on a Group basis by the Liberty Living Group plc Group.

RESULTS

The Company made a profit for the year of £19,000 (2018: £11,000 profit).

DIRECTORS

The Directors set out below held office during the year and to the date of this report unless otherwise stated:

M Biagosch

T Jackson

P Mullins

At no time during the year or to date did any Director have any beneficial interest in the shares of the Company.

SECRETARY

The Secretary of the Company during the year and up to the date of signing the annual report and accounts was Rachel Heslehurst.

LIBERTY SEVERN POINT (CARDIFF) LIMITED

DIRECTORS' REPORT (CONTINUED)

For the year ended 31 August 2019

DIRECTORS' INSURANCE AND INDEMNITIES

Liberty Living Holdings Inc. provides Directors' and Officers' liability insurance for the benefit of the Company, the Directors and its officers. On 24 June 2019 Liberty Living (HE) Holdings Limited entered into a deed of indemnity with each of the directors of Liberty Living (HE) Holdings Limited to the extent permitted by law, whereby (amongst other things) Liberty Living (HE) Holdings Limited agreed to indemnify a Director of the Company in respect of all claims, actions and proceedings, whether civil, criminal or regulatory and any losses, damages, penalties, liabilities, compensation or other awards arising in connection with such claims whether arising under the laws of Jersey, the laws of England and Wales or the law of any other jurisdiction. The indemnities do not provide a Director with indemnification, amongst other things, in defending any criminal proceedings in which he is convicted, or any liability incurred by a Director to pay a fine imposed in criminal proceedings. The indemnities remain in force up to the date of approval of the annual report and financial statements. The indemnities have also been made for the benefit of the directors of the Company's associated companies during the year which remain in force at the date of this report.

DIRECTORS' RESPONSIBILITIES STATEMENT

The Directors are responsible for preparing the Annual 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 United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law), including FRS 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 and then apply them consistently;
- 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. 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.

LIBERTY SEVERN POINT (CARDIFF) LIMITED

DIRECTORS' REPORT (CONTINUED)

For the year ended 31 August 2019

STATEMENT OF DISCLOSURE TO AUDITOR

Each of the persons who is a Director at the date of approval of this report confirms that:

- so far as the Directors are aware, there is no relevant audit information of which the Company's auditor is unaware; and
- the Directors have 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 auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

Deloitte LLP have expressed their willingness to continue in office as auditor.

GOING CONCERN

In considering the appropriateness of the going concern basis of accounting the Board have reviewed the key risks and uncertainties to which they believe the Company is exposed, the Company's ongoing financial commitments and the availability of sufficient resources for the next twelve months and beyond.

The Company meets its day to day working capital requirements using cash and intercompany borrowing facilities. The Directors, having considered the Company's forecasts and projections, taking account of reasonably possible changes in trading performance, have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future.

As set out in the Directors report, the Group is subject to a proposed transaction. Should the Transaction occur the Directors have obtained a letter of support from the purchaser which provides comfort that the Company will have sufficient support 12 months from the date of signing these financial statements.

As at the balance sheet date the Company is in a net current asset position. Thus, they continue to adopt the going concern basis in preparing the annual financial statements.

EVENTS AFTER THE BALANCE SHEET DATE

Details of significant events since the year end are included in note 12 of the financial statements.

Approved by the Board of Directors on 28 November 2019 and signed on its behalf by:



Paul Mullins
Director

LIBERTY SEVERN POINT (CARDIFF) LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF LIBERTY SEVERN POINT (CARDIFF) LIMITED

For the year ended 31 August 2019

Report on the audit of the financial statements

Opinion

In our opinion the financial statements Liberty Severn Point (Cardiff) Limited (the 'company'):

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

We have audited the financial statements which comprise:

- the profit and loss account;
- the balance sheet;
- the statement of changes in equity; and
- the related notes 1 to 12.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report.

We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the Financial Reporting Council's (the 'FRC's') Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

We are required by ISAs (UK) to report in respect of the following matters where:

- the directors' use of the going concern basis of accounting in 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.

We have nothing to report in respect of these matters.

LIBERTY SEVERN POINT (CARDIFF) LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF LIBERTY SEVERN POINT (CARDIFF) LIMITED (CONTINUED) For the year ended 31 August 2019

Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion 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 such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in 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 in respect of these matters.

Responsibilities of directors

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, and for such internal control as the directors 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.

Auditor's 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 auditor's 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 Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

LIBERTY SEVERN POINT (CARDIFF) LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF LIBERTY SEVERN POINT (CARDIFF) LIMITED (CONTINUED)

For the year ended 31 August 2019

Report on other legal and regulatory requirements

Opinions on other matters 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 the financial statements; and
- the directors' report has been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified any material misstatements in the directors' report.

Matters on which we are required to report by exception

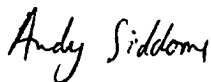
Under the Companies Act 2006 we are required to report in respect of the following matters if, in our opinion:

- 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 and from the requirement to prepare a strategic report.

We have nothing to report in respect of these matters.

Use of our report

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.



Andy Siddons (Senior statutory auditor)
For and on behalf of Deloitte LLP
Statutory Auditor
London, UK

28 November 2019

LIBERTY SEVERN POINT (CARDIFF) LIMITED

PROFIT AND LOSS ACCOUNT

For the year ended 31 August 2019

	Note	2019 £000	2018 £000
Turnover		1,650	1,613
Cost of sales		(1,446)	(1,365)
Administrative expenses		(196)	(226)
Operating profit and profit before tax	4	8	22
Tax on profit	5	11	(11)
Profit for the financial year		19	11

All items in the above statement derive from continuing operations.

There are no items of other comprehensive income for either period and accordingly no statement of comprehensive income has been presented.

The accompanying notes form an integral part of these Financial Statements.

LIBERTY SEVERN POINT (CARDIFF) LIMITED

BALANCE SHEET

As at 31 August 2019

Company Number 04313995

	Note	2019 £000	2018 £000
Current assets			
Debtors due within one year	6	3,058	2,391
Cash at bank and in hand		463	394
		3,521	2,785
Creditors: amounts falling due within one year	7	(3,220)	(2,503)
Net current assets		301	282
Total assets less current liabilities		301	282
Net assets		301	282
Capital and reserves			
Called up share capital	8	-	-
Share premium account		-	-
Profit and loss account		301	282
Equity Shareholder's funds		301	282

The accompanying notes form an integral part of these Financial Statements.

The financial statements were approved by the Board of Directors and authorised for issue on 28 November 2019. They were signed on its behalf by:



Paul Mullins
Director

LIBERTY SEVERN POINT (CARDIFF) LIMITED**STATEMENT OF CHANGES IN EQUITY****For the year ended 31 August 2019**

	Called Up Share capital £000	Share Premium account £000	Profit and loss account £000	Total £000
At 31 August 2017	-	-	271	271
Profit for the year	-	-	11	11
Total comprehensive income	-	-	11	11
Bonus issue of shares	-	275	(275)	-
Capital reduction	-	(275)	275	-
At 31 August 2018	-	-	282	282
Profit for the year	-	-	19	19
Total comprehensive income	-	-	19	19
At 31 August 2019	-	-	301	301

In the prior year the Company reorganised the capital structure through a bonus issue and capital reduction.

LIBERTY SEVERN POINT (CARDIFF) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 August 2019

1. ACCOUNTING POLICIES

The Financial Statements are prepared in accordance with accounting standards applicable in the United Kingdom and the functional and presentational currency of the Company is pounds sterling (£). They have all been applied consistently throughout the year and to the preceding year. The accounting policies adopted are described below.

General information and basis of accounting

Liberty Severn Point (Cardiff) Limited is a private company limited by shares under the Companies Act 2006 and registered in England and Wales. The address of the registered office is Fifth floor, Peninsular House, 30-36 Monument Street, London, EC3R 8NB. The nature of the Company's operation and its principal activities are set out in the Directors' report.

The financial statements have been prepared under the going concern basis, historical cost convention and in accordance with Financial Reporting Standard 102 (FRS 102) issued by the Financial Reporting Council.

The Company is included in the consolidated financial statements of Liberty Living (HE) Holdings Limited, which are available on Companies House. The Company meets the definition of a qualifying entity under FRS 102 and therefore has taken advantage of the disclosure exemptions in relation to financial instruments, the presentation of a cash flow statement, intra-group transactions and remuneration of key management personnel.

Turnover and Cost of sales

Turnover, which relates to the provision of student accommodation, represents rental income which is accounted for on an accruals basis. Rental income received in advance is recognised as deferred income on the balance sheet and recognised as turnover over the rental contract term to which it relates. Turnover is stated net of VAT and is wholly derived from the United Kingdom. Cost of sales are operating costs relating to the provision of turnover and other income associated with student accommodation and are also accounted for on an accruals basis.

Administrative expenses

Administrative expenses are recognised on an accruals basis.

Taxation

As a REIT, UK property rental profits and gains on disposal of UK investment properties are exempt from UK tax with the exception of certain non-core income streams. The Company pays UK corporation tax on the profits from its non-core income streams.

The tax charge for the year is recognised in the profit and loss account and the statement of comprehensive income, according to the accounting treatment of the related transaction. The tax charge comprises both current and deferred tax. Current tax, being UK corporation tax on the residual business (i.e. non-core income streams), 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 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 balance sheet date. Timing differences are differences between the Company's taxable profits and its results as stated in the 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 the financial statements.

LIBERTY SEVERN POINT (CARDIFF) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

For the year ended 31 August 2019

A deferred tax asset is regarded as recoverable and therefore 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 balance sheet date that are expected to apply to the reversal of the timing difference.

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

Financial instruments

The Company's financial instruments comprise cash at bank and in hand and bank overdrafts, trade and other debtors and creditors and intercompany balances. Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. 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.

Financial assets and liabilities

All financial assets and liabilities are initially measured at fair value and subsequently measured at amortised cost. Financial assets are generally derecognised when the contractual rights to the cash flows from the financial asset expire or are settled. Financial liabilities are derecognised only when the obligation specified in the contract is discharged, cancelled or expires.

Leases

Rentals payable under operating leases are charged to the profit and loss account on an accrual basis over the term of the lease on a straight line basis.

Impairment of assets

Assets, other than those measured at fair value, are assessed for indicators of impairment at each balance sheet date. If there is objective evidence of impairment, an impairment loss is recognised in profit or loss. For financial assets carried at amortised cost, the amount of an impairment is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective interest rate.

Share premium account

The premium receivable on the issue of shares is credited to the share premium account.

Going Concern

The Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future, thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements. See the Directors' report for details on the Directors' going concern assessment.

2. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

No material items of judgement and uncertainty have been identified relating to these financial statements. There are no material items of estimation uncertainty.

LIBERTY SEVERN POINT (CARDIFF) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

For the year ended 31 August 2019

3. STAFF COSTS

	2019	2018
	£000	£000
Salary and wages	107	83
Pension costs	4	3
Social security costs	9	7
Total salary and wage costs	120	93
Average monthly number of staff - operations	4	5

Directors

The Directors were not remunerated by the Company in either year as they are employed and remunerated for their service to the wider Liberty Living Group plc Group. Certain Directors are employed within the Liberty Living Group plc Group by Liberty Living Limited and details of remuneration paid by the company are set out in its financial statements. Where Directors are employed by the Canada Pension Plan Investment Board no charge for remuneration is made in the Liberty Living Group plc Group.

4. OPERATING PROFIT

The operating profit is stated after charging:

	2019	2018
	£000	£000
Contingent rent payable on operating leases relating to student rental operations	980	861

Auditor's remuneration of £8,000 (2018 - £8,000) in respect of the 2019 audit of the Company's financial statements has been borne by a related group company.

LIBERTY SEVERN POINT (CARDIFF) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

For the year ended 31 August 2019

5. TAX ON PROFIT

The tax (credit)/ charge comprises:

	2019 £000	2018 £000
Current tax		
Charge for the year	-	11
Adjustments in respect of prior years	(11)	-
Total current tax	(11)	11
Total tax (credit)/ charge on profit	(11)	11

The Finance Act 2016, which was substantively enacted on 19 September 2016, provided for a further reduction in the main rate of UK corporation tax from 19% to 17% with effect from 1 April 2020. This change has been taken into account in calculating deferred tax, where applicable.

Tax and REIT conversion

The Liberty Living Group converted to REIT status with effect from 11 May 2018 and the primary tax consequence of conversion is that the Company is exempt from tax on profits arising from its UK property business with the exception of certain non-core income streams.

Analysis of the tax (credit)/ charge

The tax assessed for the year is lower (2018: higher) than the standard rate of corporation tax and the differences are explained below:

Factors affecting the tax (credit)/ charge:

	2019 £000	2018 £000
Profit before tax	8	22
Profit multiplied by the standard rate of corporation tax in the UK of 19.00% (2018:19.00%)	2	4
Effects of:		
Prior period adjustments	(11)	-
(Non-taxable REIT income)/ non-deductible REIT loss	(2)	7
Total tax (credit)/ charge	(11)	11

LIBERTY SEVERN POINT (CARDIFF) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

For the year ended 31 August 2019

6. DEBTORS DUE WITHIN ONE YEAR

	2019	2018
	£000	£000
Amounts owed from Group related undertakings	3,044	2,323
Other debtors	5	51
Prepayments and accrued income	9	17
	<u>3,058</u>	<u>2,391</u>

7. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2019	2018
	£000	£000
Trade creditors	86	89
Tax and social security	7	15
Other creditors	34	73
Accruals	101	158
Deferred income	244	236
Amounts owed to Group related undertakings	2,748	1,932
	<u>3,220</u>	<u>2,503</u>

The amounts owed to group related undertakings are repayable on demand and bear no interest.

LIBERTY SEVERN POINT (CARDIFF) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

For the year ended 31 August 2019

8. SHARE CAPITAL

Allotted, called up and fully paid

	£	Number of shares
Ordinary £ 1 shares at 31 August 2017	2	2
Bonus issue	1	1
As at 31 August 2018 and 2019	3	3

The Company has one class of ordinary share which carry no right to fixed income.

9. OPERATING LEASES

The future minimum lease payments receivable under non-cancellable operating leases are as follows:

	2019 £000	2018 £000
Within one year	1,537	1,611
	1,537	1,611

The above relates to student tenancies and nomination agreements in place at 31 August 2019. The above disclosure includes cash received in advance which is recorded as deferred income of £244,000 (2018: £236,000).

LIBERTY SEVERN POINT (CARDIFF) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

For the year ended 31 August 2019

10. CONTROLLING PARTIES

The Company's immediate parent company is Liberty Living (Liberty AP) Limited, a company incorporated and registered in England and Wales. The ultimate controlling party is the Canada Pension Plan Investment Board. The smallest group to consolidate these accounts is the group headed by Liberty Living (HE) Holdings Limited, a company incorporated in the United Kingdom. The largest group to consolidate these accounts is the group headed by Liberty Living Group plc, a company incorporated in Jersey. Copies of the smallest and largest consolidated accounts can be obtained from the registered address of the Company.

The registered office address of the above companies is set out below:

Liberty Living (Liberty AP) Limited	Fifth Floor Peninsular House, 30-36 Monument Street, London, United Kingdom, EC3R 8NB
Canada Pension Plan Investment Board	One Queen Street East, Suite 2500, Toronto, ON M5C 2W5, Canada
Liberty Living (HE) Holdings Limited	Fifth Floor Peninsular House, 30-36 Monument Street, London, United Kingdom, EC3R 8NB
Liberty Living Group plc	47 Esplanade, St Helier, Jersey JE1 0BD

11. OTHER FINANCIAL COMMITMENTS

On 13 November 2017 a related group undertaking, Liberty Living Finance plc, entered into a £400m Facilities agreement with HSBC Bank plc, the Royal Bank of Canada and the Royal Bank of Scotland plc with a five-year term. On 28 November 2017, the same undertaking issued two £300m bond tranches with maturities of seven and 12 years respectively. The Company, along with other Group related undertakings, has irrevocably and unconditionally, jointly and severally, guaranteed to meet the obligations of Liberty Living Finance plc with respect to the amounts borrowed in the event Liberty Living Finance plc fails to meet its obligations when they fall due.

Subsequent to the expected acquisition by Unite disclosed in the Directors Report, the Company will become guarantor of the Unite Facilities Agreement and the Unite Bonds and certain Unite subsidiaries will become guarantors of the Liberty Living (HE) Holdings Group facilities.

12. SUBSEQUENT EVENTS

There were no material events subsequent to the Balance Sheet date.

LIBERTY LIVING (LG CARDIFF) LIMITED
Company Number 04364766

Annual Report and Audited Financial Statements
For the year ended 31 August 2019

LIBERTY LIVING (LG CARDIFF) LIMITED

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LIBERTY LIVING (LG CARDIFF) LIMITED

Registered number: 04364766

DIRECTORS' REPORT

For the year ended 31 August 2019

The Directors of Liberty Living (LG Cardiff) Limited (the 'Company') present their Annual Report and the audited Financial Statements for the year ended 31 August 2019. This Directors' report has been prepared in accordance with the provisions applicable to companies entitled to the small companies' exemption. Accordingly, the Directors have elected to take advantage of the exemption from preparing a Strategic report.

PRINCIPAL ACTIVITY AND FUTURE DEVELOPMENTS

The principal activity of the Company is to invest in student accommodation in the United Kingdom. The Directors do not foresee a change of the Company's principal activity in the near future.

Expected acquisition of the Liberty Living Group

On 3 July 2019, The Unite Group plc agreed to acquire Liberty Living Group plc, an intermediate parent company, from Liberty Living Holdings Inc. ("CPPIB Holdco"), a wholly owned subsidiary of Canada Pension Plan Investment Board. The Unite Group plc is to acquire Liberty Living Group plc and each of its subsidiary undertakings (the "Liberty Living Group") but excluding:

- certain subsidiaries holding the Liberty Living Group's properties in Cardiff, as well as certain other properties in Cardiff currently held by the Liberty Living Group, including the Company which are to be acquired by Unite UK Student Accommodation Fund ("USAF") (such transaction being the "Cardiff Transfer"); and
- the entities holding the Liberty Living Group's international properties in Germany and Spain which instead are to be transferred to CPPIB Holdco (such transaction being the "International Transfer"),

(the "Acquisition"). Completion of the Acquisition is conditional on various conditions and the Cardiff Transfer is subject to the conditions to Acquisition having been satisfied. It is anticipated the acquisition will complete by the end of November 2019. The International Transfer occurred on 25 November 2019.

It is anticipated that the Cardiff Transfer will occur first, with the proceeds from the Cardiff Transfer and International Transfer being repatriated through the Liberty Living Group to CPPIB Holdco and certain other re-organisation steps taking place. Following the reorganisation, completion of the Acquisition will occur.

In connection with the Cardiff Transfer, on 8 November 2019, the Company sold the entire issued share capital of Liberty Gardens (Cardiff) Limited to Liberty Living Investments II Holdco Limited for £3,718,327. The Company assigned the consideration to Liberty Living Finance plc as payment of part of the debt that it owed to Liberty Living Finance plc.

Immediately following the sale of the Company to USAF, it is anticipated that USAF will subscribe for further shares in the Company and that such subscription funds would be used to repay the outstanding indebtedness owed to Liberty Living Finance plc.

LIBERTY LIVING (LG CARDIFF) LIMITED

DIRECTORS' REPORT (CONTINUED)

For the year ended 31 August 2019

PRINCIPAL RISKS AND UNCERTAINTIES

The Directors consider the following to be the principal risks and uncertainties which may affect the Company's position and performance:

- continued availability of finance within the Liberty Living Group plc Group;
- the demand and supply of student accommodation, government policy, the condition of the properties including health and safety, reputational risk, information security and the talent and capability of employees; and
- the demand for student accommodation may be adversely affected by Brexit and the performance of the obligor group may be materially impacted. EU students represent only 7% of total student numbers therefore we will continue to monitor the impact of Brexit on the business.

FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company's principal financial instruments comprise intercompany balances. The Company is exposed to credit risk through cash held at bank with HSBC Bank plc. The Group's policy is to deposit with highly regarded institutions with credit ratings of at least "A-/A3" by S&P, Fitch or Moody's Investor Services. Other than intercompany balances and cash at bank the Company does not have significant credit risk with one single counterparty. Liquidity risk is managed on a Group basis by the Liberty Living Group plc Group.

RESULTS

The Company made a profit for the year of £2,755,000 (2018: £1,892,000 loss), which has been transferred to reserves.

DIRECTORS

The Directors set out below held office during the year and to the date of this report unless otherwise stated:

M Biagosch

T Jackson

P Mullins

At no time during the year or to date did any Director have any beneficial interest in the shares of the Company.

SECRETARY

The Secretary of the Company during the year and up to the date of signing the annual report and accounts was Rachel Heslehurst.

LIBERTY LIVING (LG CARDIFF) LIMITED

DIRECTORS' REPORT (CONTINUED)

For the year ended 31 August 2019

DIRECTORS' INSURANCE AND INDEMNITIES

Liberty Living Holdings Inc. provides Directors' and Officers' liability insurance for the benefit of the Company, the Directors and its officers. On 24 June 2019 Liberty Living (HE) Holdings Limited entered into a deed of indemnity with each of the directors of Liberty Living (HE) Holdings Limited to the extent permitted by law, whereby (amongst other things) Liberty Living (HE) Holdings Limited agreed to indemnify a Director of the Company in respect of all claims, actions and proceedings, whether civil, criminal or regulatory and any losses, damages, penalties, liabilities, compensation or other awards arising in connection with such claims whether arising under the laws of Jersey, the laws of England and Wales or the law of any other jurisdiction. The indemnities do not provide a Director with indemnification, amongst other things, in defending any criminal proceedings in which he is convicted, or any liability incurred by a Director to pay a fine imposed in criminal proceedings. The indemnities remain in force up to the date of approval of the annual report and financial statements. The indemnities have also been made for the benefit of the directors of the Company's associated companies during the year which remain in force at the date of this report.

DIRECTORS' RESPONSIBILITIES STATEMENT

The Directors are responsible for preparing the Annual 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 United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law), including FRS 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 and then apply them consistently;
- 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. 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.

LIBERTY LIVING (LG CARDIFF) LIMITED

DIRECTORS' REPORT (CONTINUED)

For the year ended 31 August 2019

STATEMENT OF DISCLOSURE TO AUDITOR

Each of the persons who is a Director at the date of approval of this report confirms that:

- so far as the Directors are aware, there is no relevant audit information of which the Company's auditor is unaware; and
- the Directors have 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 auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

Deloitte LLP have expressed their willingness to continue in office as auditor.

GOING CONCERN

In considering the appropriateness of the going concern basis of accounting the Board have reviewed the key risks and uncertainties to which they believe the Company is exposed, the Company's ongoing financial commitments and the availability of sufficient resources for the next twelve months and beyond.

The Company meets its day to day working capital requirements using cash and intercompany borrowing facilities. The Directors, having considered the Company's forecasts and projections, taking account of reasonably possible changes in trading performance, have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future.

As set out in the Directors report, the Group is subject to a proposed transaction. Should the Transaction occur the Directors have obtained a letter of support from the purchasers which provides comfort that the Company will have sufficient support 12 months from the date of signing these financial statements.

As at the balance sheet date the Company is in a net current asset position. Thus, they continue to adopt the going concern basis in preparing the annual financial statements.

EVENTS AFTER THE BALANCE SHEET DATE

Details of significant events since the year end are included in note 15 of the financial statements.

Approved by the Board of Directors on 28 November 2019 and signed on its behalf by:



Paul Mullins
Director

LIBERTY LIVING (LG CARDIFF) LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF LIBERTY LIVING (LG CARDIFF) LIMITED

For the year ended 31 August 2019

Report on the audit of the financial statements

Opinion

In our opinion the financial statements of Liberty Living (LG Cardiff) Limited (the 'company'):

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

We have audited the financial statements which comprise:

- the profit and loss account;
- the balance sheet;
- the statement of changes in equity; and
- the related notes 1 to 15.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report.

We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the Financial Reporting Council's (the 'FRC's') Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

We are required by ISAs (UK) to report in respect of the following matters where:

- the directors' use of the going concern basis of accounting in 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.

We have nothing to report in respect of these matters.

LIBERTY LIVING (LG CARDIFF) LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF LIBERTY LIVING (LG CARDIFF) LIMITED (CONTINUED)

For the year ended 31 August 2019

Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion 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 such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in 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 in respect of these matters.

Responsibilities of directors

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, and for such internal control as the directors 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.

Auditor's 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 auditor's 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 Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

LIBERTY LIVING (LG CARDIFF) LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF LIBERTY LIVING (LG CARDIFF) LIMITED (CONTINUED) **For the year ended 31 August 2019**

Report on other legal and regulatory requirements

Opinions on other matters 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 the financial statements; and
- the directors' report has been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified any material misstatements in the directors' report.

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required to report in respect of the following matters 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 and from the requirement to prepare a strategic report.

We have nothing to report in respect of these matters.

Use of our report

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.



Andy Siddons (Senior statutory auditor)
For and on behalf of Deloitte LLP
Statutory Auditor
London, UK

28 November 2019

LIBERTY LIVING (LG CARDIFF) LIMITED

PROFIT AND LOSS ACCOUNT For the year ended 31 August 2019

	Note	2019 £000	2018 £000
Turnover	3	2,032	2,149
Cost of sales		-	(6)
Administrative expenses		-	(23)
Impairment of investments		-	(100)
Revaluation gain/ (loss) on investment property		1,339	(7,084)
Operating profit/ (loss)	3	3,371	(5,064)
Interest payable and similar expenses	5	(626)	(817)
Profit/ (loss) before tax		2,745	(5,881)
Tax on profit/ (loss)	6	10	3,989
Profit/ (loss) for the financial year		2,755	(1,892)

All items in the above statement derive from continuing operations.

There are no items of other comprehensive income for either period and accordingly no statement of comprehensive income has been presented.

The accompanying notes form an integral part of these Financial Statements.

LIBERTY LIVING (LG CARDIFF) LIMITED

BALANCE SHEET

As at 31 August 2019

Company Number 04364766

	Note	2019 £000	2018 £000
Fixed assets			
Investment property	7	43,880	42,480
Investments	8	3,719	3,719
		<u>47,599</u>	<u>46,199</u>
Current assets			
Debtors due within one year	9	4,433	2,269
Cash at bank and in hand		11	211
		<u>4,444</u>	<u>2,480</u>
Creditors: amounts falling due within one year	10	<u>(1,289)</u>	<u>(680)</u>
Net current assets		<u>3,155</u>	<u>1,800</u>
Total assets less current liabilities		<u>50,754</u>	<u>47,999</u>
Creditors: amounts falling due greater than one year	10	<u>(19,318)</u>	<u>(19,318)</u>
Provision for liabilities	11	-	-
Net assets		<u>31,436</u>	<u>28,681</u>
Capital and reserves			
Called up share capital	12	-	-
Share premium account		-	-
Profit and loss account		31,436	28,681
Equity Shareholder's funds		<u>31,436</u>	<u>28,681</u>

The accompanying notes form an integral part of these Financial Statements.

The financial statements were approved by the board of directors and authorised for issue on 28 November 2019. They were signed on its behalf by:



Paul Mullins
Director

LIBERTY LIVING (LG CARDIFF) LIMITED

STATEMENT OF CHANGES IN EQUITY
For the year ended 31 August 2019

	Called Up Share capital £000	Share Premium account £000	Profit and loss account £000	Total £000
At 31 August 2017	-	-	17,661	17,661
Loss for the year	-	-	(1,892)	(1,892)
Total comprehensive loss	-	-	(1,892)	(1,892)
Share issue	-	12,912	-	12,912
Bonus issue of shares	-	17,831	(17,831)	-
Capital reduction	-	(30,743)	30,743	-
At 31 August 2018	-	-	28,681	28,681
Profit for the period	-	-	2,755	2,755
Total comprehensive income	-	-	2,755	2,755
At 31 August 2019	-	-	31,436	31,436

In the prior year the Company reorganised the capital structure through a share issue, bonus issue and capital reduction.

LIBERTY LIVING (LG CARDIFF) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 August 2019

1. ACCOUNTING POLICIES

The Financial Statements are prepared in accordance with accounting standards applicable in the United Kingdom and the functional and presentational currency of the Company is pounds sterling (£). They have all been applied consistently throughout the year and to the preceding year. The particular accounting policies adopted are described below.

General information and basis of accounting

Liberty Living (LG Cardiff) Limited is a private company limited by shares under the Companies Act 2006 and registered in England and Wales. The address of the registered office is Fifth floor, Peninsular House, 30-36 Monument Street, London, EC3R 8NB. The nature of the Company's operation and its principal activities are set out in the Directors' report.

The financial statements have been prepared under the going concern basis, historical cost convention, modified to include certain items at fair value, and in accordance with Financial Reporting Standard 102 (FRS 102) issued by the Financial Reporting Council.

The Company is included in the consolidated financial statements of Liberty Living (HE) Holdings Limited, which are available on Companies House and therefore exempt from preparing and delivering consolidated financial statements under s400 of Companies Act 2006. The Company meets the definition of a qualifying entity under FRS 102 and therefore has taken advantage of the disclosure exemptions in relation to financial instruments, the presentation of a cash flow statement, intra-group transactions and remuneration of key management personnel.

Turnover and Cost of sales

Turnover, which relates to the provision of student accommodation, represents rental income which is accounted for on an accruals basis. Rental income received in advance is recognised as deferred income on the balance sheet and recognised as turnover over the rental contract term to which it relates. Turnover is stated net of VAT and is wholly derived from the United Kingdom. Cost of sales are operating costs relating to the provision of turnover and other income associated with student accommodation and are also accounted for on an accruals basis.

Administrative expenses

Administrative expenses are recognised on an accruals basis.

Interest payable and similar expenses

Interest payable is charged on accruals basis using the effective interest rate method.

Investment property

Investment properties for which fair value can be measured reliably without undue costs or effort on an ongoing basis are measured at fair value annually with any change recognised in the profit and loss account. Incremental costs of replacement or redevelopment incurred are capitalised and separately disclosed.

Acquisition costs are treated as part of the cost of a property and have, therefore, been taken into account when calculating any gain or loss arising on the revaluation of investment properties recognised through the profit and loss account.

Investment in subsidiaries

Investments in subsidiaries are stated at cost less provision for any impairment in value which is considered by the company to be permanent.

LIBERTY LIVING (LG CARDIFF) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

For the year ended 31 August 2019

Taxation

As a REIT, UK property rental profits and gains on disposal of UK investment properties are exempt from UK tax. The Company pays UK corporation tax on the profits from its residual business.

The tax charge for the year is recognised in the profit and loss account and the statement of comprehensive income, according to the accounting treatment of the related transaction. The tax charge comprises both current and deferred tax. Current tax, being UK corporation tax on the residual business (i.e. non-core income streams), 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 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 balance sheet date. Timing differences are differences between the Company's taxable profits and its results as stated in the 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 the financial statements. As a REIT, rental profits and gains on disposal of investment properties are exempt from corporation tax. As a result, no deferred tax provision has been recognised at the balance sheet date in respect of property rental assets (revaluation gains and accelerated capital allowances).

A deferred tax asset is regarded as recoverable and therefore 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 liabilities are recognised for timing differences arising from investments in subsidiaries, except where the group is able to control the reversal of the timing difference and it is probable that it will not reverse in the foreseeable future.

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.

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

Financial instruments

The Company's financial instruments comprise cash at bank and in hand and bank overdrafts, trade and other debtors and creditors and intercompany balances. Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. 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.

Financial assets and liabilities

All financial assets and liabilities are initially measured at fair value and subsequently measured at amortised cost. Financial assets are generally derecognised when the contractual rights to the cash flows from the financial asset expire or are settled. Financial liabilities are derecognised only when the obligation specified in the contract is discharged, cancelled or expires.

LIBERTY LIVING (LG CARDIFF) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

For the year ended 31 August 2019

Impairment of assets

Assets, other than those measured at fair value, are assessed for indicators of impairment at each balance sheet date. If there is objective evidence of impairment, an impairment loss is recognised in profit or loss. For financial assets carried at amortised cost, the amount of an impairment is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective interest rate.

Share premium account

The premium receivable on the issue of shares is credited to the share premium account.

Fair value

The best evidence of fair value is a quoted price for an identical asset in an active market. When quoted prices are unavailable, the price of a recent transaction for an identical asset provides evidence of fair value as long as there has not been a significant change in economic circumstances or a significant lapse of time since the transaction took place. If the market is not active and recent transactions of an identical asset on their own are not a good estimate of fair value, an entity estimates the fair value by using a valuation technique.

Going Concern

The Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future, thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements. See the Directors' report for details on the Directors' going concern assessment.

2. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the accounting policies in note 1, the carrying amounts of certain assets and liabilities are arrived at using judgements, estimates and assumptions that are not readily apparent from other sources. These are summarised below:

Estimates

Investment properties

The Company's investment properties are carried at their fair value as at the reporting date, key estimates used in arriving at the valuation include rents, occupancy, yield and facility management costs. Further information regarding the valuation process is included in note 7.

Investment in subsidiary impairment testing

The Company tests its investments in subsidiaries annually for impairment. An impairment is recognised where the fair value of the investment is below its carrying value. The carrying value of the Company's investment in subsidiary disclosed in note 8. The fair value of the investments are mainly driven by the performance and value of investment properties.

Judgements

There are no critical judgements relating to these financial statements.

LIBERTY LIVING (LG CARDIFF) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

For the year ended 31 August 2019

3. TURNOVER AND OPERATING PROFIT/ (LOSS)

Turnover

	2019	2018
	£000	£000
Contingent rent on student rental operations recognised as turnover	2,032	2,149

Operating profit/(loss)

During the year a provision for impairment has been made to the Companies investment in subsidiary balance of £nil (2018 - £100,000).

Auditor's remuneration of £8,000 (2018 - £8,000) in respect of the 2019 audit of the Company's financial statements has been borne by a related group company.

4. EMPLOYEES AND DIRECTORS REMUNERATION

The Directors were not remunerated by the Company in either year as they are employed and remunerated for their service to the wider Liberty Living Group plc Group. Certain Directors are employed within the Liberty Living Group plc Group by Liberty Living Limited and details of remuneration paid by the company are set out in its financial statements. Where Directors are employed by the Canada Pension Plan Investment Board no charge for remuneration is made in the Liberty Living Group plc Group.

The Company has no employees in the current year or prior year.

5. INTEREST PAYABLE AND SIMILAR EXPENSES

Interest payable and similar expenses includes:

	2019	2018
	£000	£000
Interest on Group related party loans	626	817
	626	817

LIBERTY LIVING (LG CARDIFF) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

For the year ended 31 August 2019

6. TAX ON PROFIT/ (LOSS)

The tax credit comprises:

	2019 £000	2018 £000
Current tax		
Charge for the year	-	171
Adjustments in respect of prior years	(10)	(63)
Total current tax	(10)	108
Deferred tax		
Origination and reversal of timing differences	-	(1,204)
Adjustment to the amount of deferred tax provided in prior periods	(8)	(2,893)
Change in tax rate	-	-
Adjustment in respect of prior years	8	-
Total deferred tax	-	(4,097)
Total tax credit on profit/(loss)	(10)	(3,989)

The Finance Act 2016, which was substantively enacted on 19 September 2016, provided for a further reduction in the main rate of UK corporation tax from 19% to 17% with effect from 1 April 2020. This change has been taken into account in calculating deferred tax, where applicable.

Tax and REIT conversion

The Liberty Living Group converted to REIT status with effect from 11 May 2018 and the primary tax consequence of conversion is that the Company is exempt from tax on profits arising from its UK property business with the exception of certain non-core income streams. Most notably, this means that the Company no longer recognises deferred tax liabilities arising from revaluation gains on investment properties or accelerated capital allowances on property rental business assets. The comparative 2018 tax credit of £2,893,000 for 'adjustment to the amount of deferred tax provided in prior periods' related to the release of deferred tax on cumulative property valuations and capital allowances that were released upon the Company entering the REIT regime in May 2018.

LIBERTY LIVING (LG CARDIFF) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

For the year ended 31 August 2019

Analysis of the tax credit

The tax assessed for the year is lower (2018: lower) than the standard rate of corporation tax and the differences are explained below:

Factors affecting the tax credit:

	2019 £000	2018 £000
Profit /(loss) before tax	<u>2,745</u>	<u>(5,881)</u>
Profit /(loss) multiplied by the standard rate of corporation tax in the UK of 19.00% (2018:19.00%)	522	(1,117)
Effects of:		
Movement in timing differences not provided	(266)	(27)
Expenses not deductible for tax purposes	-	18
Adjustment to tax charge in respect of previous periods	(2)	(63)
Rate difference on deferred tax	(31)	139
(Non-taxable REIT income)	(225)	(46)
Adjustments to the amount of deferred tax provided in prior periods	<u>(8)</u>	<u>(2,893)</u>
Total tax credit	<u>(10)</u>	<u>(3,989)</u>

LIBERTY LIVING (LG CARDIFF) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

For the year ended 31 August 2019

7. INVESTMENT PROPERTY

	Investment property at cost £000	Property revaluation £000	Total £000
At 1 September 2018	25,490	16,990	42,480
Property additions	61	-	61
Revaluation in year	-	1,339	1,339
At 31 August 2019	<u>25,551</u>	<u>18,329</u>	<u>43,880</u>

The Company's investment property is owned through a freehold interest.

Capital expenditure additions represent enhancements across the portfolio to secure yields and secure the value of the assets.

The Group's investment properties are valued at market value at the balance sheet date of 31 August 2019 by Knight Frank LLP, an independent firm of professional property valuers which is regulated by the Royal Institution of Chartered Surveyors ('RICS'). The Valuation was conducted in accordance with RICS Valuation - Global Standards 2017, which incorporate the International Valuation Standards, and the RICS UK National Supplement effective from January 2019. References to the "Red Book" refer to either or both of these documents, as applicable.

Knight Frank employs an investment approach to derive the valuation of the properties. Income generated from a property is capitalised using market initial yields derived, where possible, from comparable market transactions. Knight Frank value on a property-by-property basis, using their expertise to assess individual assumptions including rents, occupancy, yields and facility management costs. The value of the investment property is affected by the conditions prevailing in the property investment market and the general economic environment. Accordingly, the Company's net asset value can change due to external factors beyond management's control.

8. INVESTMENTS

Investment in subsidiary

	2019 £000	2018 £000
Investment in subsidiary as at 1 September 2018	3,719	-
Additions	-	3,819
Provision for impairment	-	(100)
As at 31 August 2019	<u>3,719</u>	<u>3,719</u>

Details of the 100% directly owned subsidiary in which the Company holds ordinary shares is as follows:

Company Name	Country of incorporation	Principal activity
Liberty Gardens (Cardiff) Limited	England and Wales	Operate student accommodation

The registered office of the Company's subsidiaries is Fifth floor, Peninsular House, 30-36 Monument Street, London, EC3R 8NB.

LIBERTY LIVING (LG CARDIFF) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

For the year ended 31 August 2019

9. DEBTORS DUE WITHIN ONE YEAR

	2019 £000	2018 £000
Amounts owed from Group related undertakings	4,379	2,215
Tax and social security	54	54
Debtors due within one year	4,433	2,269

10. CREDITORS

	2019 £000	2018 £000
Other creditors	19	19
Taxation and social security	162	172
Accruals	-	7
Amounts owed to Group related undertakings	1,108	482
Creditors: amounts due within one year	1,289	680
 Loans owed to Group related undertakings	 19,318	 19,318
Creditors: amounts due greater than one year	19,318	19,318

The amounts owed to group related parties are repayable on demand and bear no interest.

On 28 November 2017 the Company received £19,318,000 from a related group undertaking in the form of three loans, summarised in the table below:

	Amount £000	Maturity	Interest rate %
Loan A	5,662	03/11/2022	Libor plus 1.98%
Loan B	6,808	28/11/2024	Fixed 3.01%
Loan C	6,848	28/11/2029	Fixed 3.60%
	19,318		

LIBERTY LIVING (LG CARDIFF) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

For the year ended 31 August 2019

11. PROVISION FOR LIABILITIES

Deferred tax

	Investment properties	Accumulated capital allowances and other timing differences	Total
	£000	£000	£000
At 1 September 2017	4,094	3	4,097
Credit to the profit and loss account	(4,094)	(3)	(4,097)
At 31 August 2018 and 2019	-	-	-

12. SHARE CAPITAL

Allotted, called up and fully paid

	£	Number of shares
Ordinary £1 shares at 31 August 2017	4	4
Issue of share capital	1	1
Bonus issue	1	1
As at 31 August 2018 and 2019	6	6

The Company has one class of ordinary share which carry no right to fixed income.

LIBERTY LIVING (LG CARDIFF) LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

For the year ended 31 August 2019

13. CONTROLLING PARTIES

The Company's immediate parent company is Liberty Living Investments II Holdco Limited, a company incorporated and registered in England and Wales. The ultimate controlling party is the Canada Pension Plan Investment Board. The smallest group to consolidate these accounts is the group headed by Liberty Living (HE) Holdings Limited, a company incorporated in England and Wales. The largest group to consolidate these accounts is the group headed by Liberty Living Group plc, a company incorporated in Jersey. Copies of the smallest and largest consolidated accounts can be obtained from the registered address of the Company.

The registered office address of the above companies is set out below:

Liberty Living Investments II Holdco Limited	Fifth Floor Peninsular House, 30-36 Monument Street, London, United Kingdom, EC3R 8NB
Canada Pension Plan Investment Board	One Queen Street East, Suite 2500, Toronto, ON M5C 2W5, Canada
Liberty Living (HE) Holdings Limited	Fifth Floor Peninsular House, 30-36 Monument Street, London, United Kingdom, EC3R 8NB
Liberty Living Group plc	47 Esplanade, St Helier, Jersey JE1 0BD

14. OTHER FINANCIAL COMMITMENTS

On 13 November 2017 a related group undertaking, Liberty Living Finance plc, entered into a £400m Facilities agreement with HSBC Bank plc, the Royal Bank of Canada and the Royal Bank of Scotland plc with a five-year term. On 28 November 2017, the same undertaking issued two £300m bond tranches with maturities of seven and 12 years respectively. The Company, along with other Group related undertakings, has irrevocably and unconditionally, jointly and severally, guaranteed to meet the obligations of Liberty Living Finance plc with respect to the amounts borrowed in the event Liberty Living Finance plc fails to meet its obligations when they fall due.

15. SUBSEQUENT EVENTS

In connection with the Cardiff Transfer, on 8 November 2019, the Company sold the entire issued share capital of Liberty Gardens (Cardiff) Limited to Liberty Living Investments II Holdco Limited £3,718,327. The Company assigned the consideration to Liberty Living Finance plc as payment of part of the debt that it owed to Liberty Living Finance plc.

There were no other material events subsequent to the Balance Sheet date.