

**Report of the Directors and
Financial Statements for the Period 1 April 2017 to 31 December 2017
for
Basepoint Developments Limited**



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for the Period 1 April 2017 to 31 December 2017

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Basepoint Developments Limited

Company Information

for the Period 1 April 2017 to 31 December 2017

DIRECTORS:

N McIntyre
PDE Gibson
R Morris
SJ Wetherall

REGISTERED OFFICE:

1 Burwood Place
London
W2 2UT

REGISTERED NUMBER:

04668825 (England and Wales)

AUDITORS:

KPMG
Chartered Accountants and Statutory Auditor
The Soloist Building
1 Lanyon Place
Belfast
BT1 3LP

Basepoint Developments Limited (Registered number: 04668825)

Report of the Directors

for the Period 1 April 2017 to 31 December 2017

The directors present their report with the financial statements of the company for the period 1 April 2017 to 31 December 2017.

PRINCIPAL ACTIVITY-

The company's principal activity is the development of managed work space.

On 24th May 2017, Basepoint Developments Limited was sold to Greenpoint Holdings Limited, which is a 100% subsidiary of IWG plc.

DIVIDENDS

No dividends were paid or proposed for the period ended 31 December 2017 or the year ended 31 March 2017.

FUTURE DEVELOPMENTS

The company's principal activity was the development of managed office until it ceased trading in the period. The company has no ongoing trading activity.

GOING CONCERN

As explained in note 1 to the financial statements, the directors do not believe the going concern basis to be appropriate and these financial statements have not been prepared on that basis.

EVENTS SINCE THE END OF THE PERIOD

Information relating to events since the end of the period is given in the notes to the financial statements.

DIRECTORS

The directors who have held office during the period from 1 April 2017 to the date of this report are as follows:

N McIntyre - appointed 24 May 2017
PDE Gibson - appointed 24 May 2017
R Morris - appointed 24 May 2017
SJ Wetherall - appointed 24 May 2017
B Andrews - resigned 24 May 2017
C Clarkson - resigned 24 May 2017
D Taylor - resigned 24 May 2017

J M Kerr (secretary) - resigned 24 May 2017

POLITICAL DONATIONS AND EXPENDITURE

The company made no political contributions in the period ended 31 December 2017 or the year ended 31 March 2017.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

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 they have elected to prepare the financial statements in accordance with FRS 101 Reduced Disclosure Framework.

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 year. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business. As explained in note 1 - basis of preparation - forming part of the financial statements, the directors do not believe that it is appropriate to prepare these financial statements on a going concern basis.

Basepoint Developments Limited (Registered number: 04668825)

Report of the Directors

for the Period 1 April 2017 to 31 December 2017

STATEMENT OF DIRECTORS' RESPONSIBILITIES - continued

The directors are responsible for keeping adequate accounting records which disclose with reasonable accuracy at any time the assets, liabilities, financial position and profit or loss of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities. The directors are also responsible for preparing a Report of Directors that complies with the requirements of the Companies Act 2006. The directors are also responsible for preparing a Report of the Directors that complies with the requirements of the Companies Act 2006.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

The directors who held office at the date of approval of the Report of the Directors confirm that, so far as they are each aware, there is no relevant audit information of which the company's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

AUDITORS

Crowe Clark Whitehill LLP resigned and KPMG were appointed as auditors in the period. Pursuant to Section 487 of the Companies Act 2006, the auditors will be deemed to be re-appointed and KPMG will therefore continue in office.

BY ORDER OF THE BOARD:



.....
PDE Gibson - Director

Date: 13 September 2018



KPMG
Audit
The Soloist Building
1 Lanyon Place
Belfast BT1 3LP
Northern Ireland

Independent auditor's report to the members of Basepoint Developments Limited

1 Report on the audit of the financial statements

Opinion

We have audited the financial statements of Basepoint Developments Limited ('the Company') for the period ended 31 December 2017, which comprise the Profit and Loss Account and Other Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity and related notes, including the summary of significant accounting policies set out in note 1. The financial reporting framework that has been applied in their preparation is UK Law and FRS 101 *Reduced Disclosure Framework*.

In our opinion, the accompanying financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2017 and of its loss for the period then ended;
- have been properly prepared in accordance with FRS 101 *Reduced Disclosure Framework*; and
- have been properly prepared in accordance with the requirements of the Companies Act 2006.

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 ethical requirements that are relevant to our audit of financial statements in the UK, including the Financial Reporting Council (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.

Emphasis of matter- non-going concern basis of preparation

We draw attention to the disclosure made in note 1 to the financial statements which explains that the financial statements are now not prepared on the going concern basis for the reasons set out in that note. Our opinion is not modified in respect of this matter.

Other information

The directors are responsible for the other information presented in the Annual Report together with the financial statements. The other information comprises the information included in the Report of the Directors. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except as explicitly stated below, any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work we have not identified material misstatements in the other information.

Based solely on the work undertaken in the course of the audit, we report that

- we have not identified material misstatements in the Report of the Directors;
- in our opinion, the information given in the Report of the Directors is consistent with the financial statements;
- in our opinion, the Report of the Directors has been prepared in accordance with the Companies Act 2006.



Independent auditor's report to the members of Basepoint Developments Limited (continued)

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required to report to you if, in our opinion:

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

We have nothing to report on these matters/in regard to these matters.

2 Respective responsibilities and restrictions on use

Responsibilities of directors for the financial statements

As explained more fully in the directors' responsibilities statement set out on page 2, 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 they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

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 fuller description of our responsibilities is provided on the FRC's website at www.frc.org.uk/auditorsresponsibilities.

The purpose of our audit work and to whom we owe our responsibilities

Our 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.

Tom McEvoy (Senior Statutory Auditor)
for and on behalf of KPMG
Chartered Accountants and Statutory Auditor
The Soloist Building
1 Lanyon Place
Belfast
BT1 3LP

Date: 13 September 2018

Basepoint Developments Limited (Registered number: 04668825)

Statement of Comprehensive Income
for the Period 1 April 2017 to 31 December 2017

		31 December 2017 Continuing £'000	31 December 2017 Discontinued £'000	31 December 2017 Total £'000
	Notes			
TURNOVER		-	-	-
Cost of sales		<u>-</u>	<u>(1)</u>	<u>(1)</u>
GROSS LOSS		-	(1)	(1)
Administrative expenses		<u>-</u>	<u>(2)</u>	<u>(2)</u>
OPERATING LOSS and				
LOSS BEFORE TAXATION	2	-	(3)	(3)
Tax on loss	3	<u>-</u>	<u>-</u>	<u>-</u>
LOSS FOR THE FINANCIAL PERIOD		<u>-</u>	<u>(3)</u>	(3)
OTHER COMPREHENSIVE INCOME				<u>-</u>
TOTAL COMPREHENSIVE INCOME				
FOR THE PERIOD				<u>(3)</u>

The notes on pages 10 to 14 form part of these financial statements

Basepoint Developments Limited (Registered number: 04668825)

Statement of Comprehensive Income
for the Period 1 April 2017 to 31 December 2017

		31 March 2017 Continuing £'000	31 March 2017 Discontinued £'000	31 March 2017 Total £'000
	Notes			
TURNOVER		<u>-</u>	<u>-</u>	<u>-</u>
OPERATING PROFIT and PROFIT BEFORE TAXATION	2	-	-	-
Tax on profit	3	<u>-</u>	<u>-</u>	<u>-</u>
PROFIT FOR THE FINANCIAL PERIOD		<u>-</u>	<u>-</u>	-
OTHER COMPREHENSIVE INCOME				<u>-</u>
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD				<u>-</u>

The notes on pages 10 to 14 form part of these financial statements

Basepoint Developments Limited (Registered number: 04668825)

Balance Sheet
31 December 2017

		31 December	31 March
		2017	2017
		£'000	£'000
CURRENT ASSETS	Notes		
Debtors	4	-	7
Cash at bank		<u>30</u>	<u>54</u>
		30	61
CREDITORS			
Amounts falling due within one year	5	<u>88</u>	<u>116</u>
NET CURRENT LIABILITIES		<u>(58)</u>	<u>(55)</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>(58)</u>	<u>(55)</u>
CAPITAL AND RESERVES			
Share Capital	6	-	-
Profit and loss account		<u>(58)</u>	<u>(55)</u>
SHAREHOLDER FUNDS		<u>(58)</u>	<u>(55)</u>

These financial statements were approved by the Board of Directors on 13 September 2018 and were signed on its behalf by:



.....
PDE Gibson - Director

The notes on pages 10 to 14 form part of these financial statements

Basepoint Developments Limited (Registered number: 04668825)

Statement of Changes in Equity
for the Period 1 April 2017 to 31 December 2017

	Profit and loss account £'000	Total equity £'000
Balance at 1 April 2016	(55)	(55)
Changes in equity	<hr/>	<hr/>
Balance at 31 March 2017	<hr/> (55) <hr/>	<hr/> (55) <hr/>
Changes in equity		
Total comprehensive income	<hr/> (3) <hr/>	<hr/> (3) <hr/>
Balance at 31 December 2017	<hr/> (58) <hr/>	<hr/> (58) <hr/>

The notes on pages 10 to 14 form part of these financial statements

Notes to the Financial Statements
for the Period 1 April 2017 to 31 December 2017

1. ACCOUNTING POLICIES

Basis of preparation

Basepoint Developments Limited (the "Company") is a company incorporated and domiciled in the UK.

These financial statements were prepared in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework ("FRS 101") as issued in September 2015.

In translation to FRS 101, the company has applied IFRS 1 whilst ensuring that its assets and liabilities are measured in compliance with FRS 101. In translation to FRS 101 from old UK GAAP the company has made no measurement or recognition adjustments.

In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of International Financial Reporting Standards as adopted by the EU ("Adopted IFRSs"), but makes the amendment where necessary in order to comply with the Companies Act 2006 and has set out below where advantage of the FRS 101 disclosure exemptions has been taken.

The Company's ultimate parent undertaking, IWG plc includes the Company in its consolidated financial statements. The consolidated financial statements of IWG plc are prepared in accordance with International Financial Reporting Standards as adopted by the EU and are available to the public and may be obtained from the Company's website www.iwgplc.com or from IWG plc registered office, 22 Grenville Street, St Helier, Jersey, JE4 8PX.

FRS101 - Reduced Disclosure

In these financial statements, the company has applied the exemptions available under FRS 101 in respect of the following disclosures:

- A Cash Flow Statement and related notes;
- Comparative period reconciliations for share capital, and tangible fixed assets;
- Disclosures in respect of transactions with wholly owned subsidiaries;
- Disclosures in respect of capital management;
- Disclosures in respect of compensation of Key Management Personnel;
- Disclosure of transactions with a management entity that provides key management personnel services to the Company; and
- The effects of new but not yet effective IFRSs.

As the consolidated financial statements of IWG plc include the equivalent disclosures, the Company has also taken the exemptions under FRS 101 available in respect of the following disclosures:

- Certain disclosures required by IFRS 13 Fair Value Measurement and the disclosures required by IFRS 7 Financial Instrument Disclosures.

The Company proposes to continue to adopt the reduced disclosure framework of FRS 101 in its next financial statements.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

Management have assessed that there are no estimates or judgements that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities recognised in the financial statements.

Measurement Convention

The financial statements are prepared on the historical cost basis.

Going Concern

As explained in the Report of the Directors on page 2, the company ceased trading during the period. As the company has no other continuing operations, the financial statements have been prepared on a basis other than that of a going concern which includes, where appropriate, writing down the company's assets to a net realisable value. The financial statements do not include any provision for the future costs of terminating the business except to the extent that such costs were committed at the balance sheet date.

Notes to the Financial Statements - continued

for the Period 1 April 2017 to 31 December 2017

1. ACCOUNTING POLICIES - continued

Going Concern - continued

The comparatives relating to the year ended 31 March 2017 have been prepared on a going concern basis as the financial statements relating to that year had been approved and finalised before a decision was taken to review the viability of the company continuing as an ongoing operational entity.

Taxation

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the profit and loss account except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised directly in equity or other income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in previous years.

Deferred tax is provided on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for: the initial recognition of goodwill; the initial recognition of assets or liabilities that affect neither accounting nor taxable profit other than in a business combination, and differences relating to investments in subsidiaries to the extent that they will not reverse in the foreseeable future. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the balance sheet date.

A deferred tax asset is recognised only to the extent that it is probable future taxable profits will be available against which the temporary difference can be utilised.

Non-derivative financial instruments

Non-derivative financial instruments comprise trade and other debtors, cash and cash equivalents, loans and borrowings, and trade and other creditors.

Trade and other debtors

Trade and other debtors are recognised initially at fair value. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses.

Trade and other creditors

Trade and other creditors are recognised initially at fair value. Subsequent to initial recognition they are measured at amortised cost using the effective interest method.

Interest-bearing borrowings

Interest-bearing borrowings are recognised initially at fair value less attributable transaction costs. Subsequent to initial recognition, interest-bearing borrowings are stated at amortised cost using the effective interest method, less any impairment losses.

Impairment excluding deferred tax assets

Financial assets (including trade and other debtors)

A financial asset not carried at fair value through profit or loss is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.

An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate. For financial instruments measured at cost less impairment an impairment is calculated as the difference between its carrying amount and the best estimate of the amount that the Company would receive for the asset if it were to be sold at the reporting date. Interest on the impaired asset continues to be recognised through the unwinding of the discount. When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed through profit or loss.

Notes to the Financial Statements - continued

for the Period 1 April 2017 to 31 December 2017

1. ACCOUNTING POLICIES - continued

Impairment excluding deferred tax assets - continued

Non-financial assets

The carrying amounts of the Company's non-financial assets, other than deferred tax asset, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit").

An impairment loss is recognised if the carrying amount of an asset or its CGU exceeds its estimated recoverable amount. Impairment losses are recognised in profit or loss. Impairment losses recognised in respect of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to the units, and then to reduce the carrying amounts of the other assets in the unit (group of units) on a pro rata basis.

Impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

Provisions

Provisions

A provision is recognised in the balance sheet when the Company has a present legal or constructive obligation as a result of a past event, that can be reliably measured and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects risks specific to the liability.

Provision is made for onerous contracts to the extent that the unavoidable costs of meeting the obligations under a contract exceed the economic benefits expected to be delivered, discounted using an appropriate weighted average cost of capital.

Employee benefits

Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which the company pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution pension plans are recognised as an expense in the profit and loss account in the periods during which services are rendered by employees.

Short-term benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid under short-term cash bonus or profit-sharing plans if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Exceptional items

The company presents as exceptional items those material items of income and expense which, because of the nature and expected infrequency of the events giving rise to them, merit separate presentation to allow shareholders to understand better the elements of financial performance in the year, so as to facilitate comparison with prior periods and to assess better trends in financial performance.

Basepoint Developments Limited (Registered number: 04668825)

Notes to the Financial Statements - continued

for the Period 1 April 2017 to 31 December 2017

2. LOSS BEFORE TAXATION

Amounts paid to the company's auditor in respect of services to the company have been paid for by IW Group Services (UK) Limited. Details of auditor's remuneration are disclosed in the accounts of IW Group Services (UK) Limited.

IW Group Services (UK) Limited recharges the payroll costs to Basepoint Developments Limited at cost.

Details of PDE Gibson's remuneration are disclosed in the accounts of Regus Business Services Limited. Details of R Morris's remuneration are disclosed in the accounts of IW Group Services (UK) Limited. Details of SJ Wetherall's remuneration are disclosed in the accounts of Regus Group Services Limited. N McIntyre's remuneration is paid through Regus Group Services Limited.

3. TAXATION

Analysis of tax expense

No liability to UK corporation tax arose for the period ended 31 December 2017 nor for the year ended 31 March 2017.

Factors that may affect future and total tax charges

Reduction in the UK Corporation tax rate to 18% (effective 1 April 2020) was enacted on 26 October 2015. Finance Bill 2016 further reduced the 18% rate to 17% from 1 April 2020, following enactment on 15 September 2016. It is expected that this graduated fall in the main corporation tax rate will result in a reduction of the company's future tax charges.

4. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2017 £'000	2017 £'000
Trade debtors	-	5
Prepayments and accrued income	-	2
	<u>-</u>	<u>7</u>

5. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2017 £'000	2017 £'000
Amounts owed to group undertakings	88	115
Social security and other taxes	-	1
	<u>88</u>	<u>116</u>

6. SHARE CAPITAL

Allotted, issued and fully paid:

Number:	Class:	Nominal value:	2017 £	2017 £
1	Ordinary Shares	1	<u>1</u>	<u>1</u>

Notes to the Financial Statements - continued

for the Period 1 April 2017 to 31 December 2017

7. ULTIMATE PARENT COMPANY

The company is a wholly owned subsidiary of Basepoint Limited, a company incorporated and registered in the United Kingdom. During 2017, Basepoint Limited's shares were acquired by IWG plc from the shareholders. As a result, the new ultimate controlling party is IWG plc.

The smallest and largest group in which the results of the company are consolidated is that headed by IWG plc, a company incorporated in Jersey. The consolidated accounts of IWG plc are available to the public and may be obtained from the Company's website www.iwgplc.com or from the IWG plc registered office, 22 Grenville Street, St Helier, Jersey, JE4 8PX.

The previous ultimate controlling party was The ACT Foundation, a UK registered charity and a company limited by guarantee.

8. CONTINGENT LIABILITIES

In the prior year, the company was part of a multi-lateral guarantee over certain borrowings of its parent and fellow subsidiaries. At 31 March 2017, the amount covered under the guarantee amounted to £52,500,000. These borrowings were repaid during the period. The company has no guarantees in places as at 31 December 2017.

9. EVENTS AFTER THE REPORTING PERIOD

There were no events since the balance sheet date that would require adjustment or disclosure in the financial statements.