

## **CANARY WHARF MANAGEMENT (HQ3/HQ4) LIMITED**

Registered number: 05437930

### **DIRECTORS' REPORT AND FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 DECEMBER 2018**



# **CANARY WHARF MANAGEMENT (HQ3/HQ4) LIMITED**

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## **CANARY WHARF MANAGEMENT (HQ3/HQ4) LIMITED**

### **DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2018**

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

The directors present their report and the financial statements for the year ended 31 December 2018.

#### **PRINCIPAL ACTIVITY**

The principal activity of the company is the management of 40 Bank Street, Canary Wharf.

#### **RESULTS AND DIVIDENDS**

The profit for the year, after taxation, amounted to £651,085 (2017 - £624,017).

Dividends of £630,000 (2017 - £810,000) have been paid during the year.

#### **DIRECTORS**

The directors who served during the year were:

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

The company provides an indemnity to all directors (to the extent permitted by law) in respect of liabilities incurred as a result of their office. The company also has in place liability insurance covering the directors and officers of the company. Both the indemnity and insurance were in force during the year ended 31 December 2018 and at the time of the approval of this Directors' Report. Neither the indemnity nor the insurance provide cover in the event that the director is proven to have acted dishonestly or fraudulently.

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

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

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

This report was approved by the board on 24 September 2019 and signed on its behalf.



**J R Garwood**  
Secretary

## **CANARY WHARF MANAGEMENT (HQ3/HQ4) LIMITED**

### **DIRECTORS' RESPONSIBILITIES STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2018**

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period.

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

- select suitable accounting policies for the company's financial statements and then apply them consistently;
- make 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 to 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.

## **CANARY WHARF MANAGEMENT (HQ3/HQ4) LIMITED**

### **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CANARY WHARF MANAGEMENT (HQ3/HQ4) LIMITED**

#### **REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS**

##### **OPINION**

In our opinion the financial statements of Canary Wharf Management (HQ3/HQ4) Limited (the 'company'):

- give a true and fair view of the state of the company's affairs as at 31 December 2018 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 statement of comprehensive income;
- the statement of financial position;
- the statement of changes in equity; and
- the related notes 1 to 13.

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 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.

##### **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.

## **CANARY WHARF MANAGEMENT (HQ3/HQ4) LIMITED**

### **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CANARY WHARF MANAGEMENT (HQ3/HQ4) LIMITED**

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](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditor's report.

#### **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.

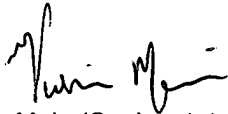
We have nothing to report in respect of these matters.

## **CANARY WHARF MANAGEMENT (HQ3/HQ4) LIMITED**

### **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CANARY WHARF MANAGEMENT (HQ3/HQ4) LIMITED**

#### **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.



Valerie Main (Senior statutory auditor)  
For and on behalf of Deloitte LLP  
Statutory Auditor  
London, United Kingdom  
24 September 2019

# CANARY WHARF MANAGEMENT (HQ3/HQ4) LIMITED

## STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER 2018

	Note	2018 £	2017 £
Turnover		7,830,204	7,562,020
Cost of sales		(7,089,274)	(6,847,883)
<b>GROSS PROFIT</b>		<b>740,930</b>	<b>714,137</b>
Administrative expenses		(95,669)	(81,000)
<b>OPERATING PROFIT</b>		<b>645,261</b>	<b>633,137</b>
Interest receivable and similar income	6	8,194	1,204
Interest payable and similar charges	7	(2,370)	(10,324)
<b>PROFIT BEFORE TAX</b>		<b>651,085</b>	<b>624,017</b>
Tax on profit	8	-	-
<b>PROFIT FOR THE FINANCIAL YEAR</b>		<b>651,085</b>	<b>624,017</b>
Other comprehensive income for the year		-	-
<b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>		<b>651,085</b>	<b>624,017</b>

The notes on pages 9 to 14 form part of these financial statements.



**CANARY WHARF MANAGEMENT (HQ3/HQ4) LIMITED**  
**REGISTERED NUMBER: 05437930**

**STATEMENT OF FINANCIAL POSITION**  
**AS AT 31 DECEMBER 2018**

	Note	2018 £	2017 £
<b>CURRENT ASSETS</b>			
Debtors: amounts falling due within one year	9	6,428,758	1,795,711
Cash at bank and in hand		2,175,552	4,677,581
		<u>8,604,310</u>	<u>6,473,292</u>
Creditors: amounts falling due within one year	10	(7,899,356)	(5,789,423)
<b>NET CURRENT ASSETS</b>		<u>704,954</u>	<u>683,869</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<u>704,954</u>	<u>683,869</u>
<b>NET ASSETS</b>		<u><u>704,954</u></u>	<u><u>683,869</u></u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	11	1	1
Retained earnings		704,953	683,868
		<u>704,954</u>	<u>683,869</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 24 September 2019.



**R J J Lyons**  
Director

The notes on pages 9 to 14 form part of these financial statements.

**CANARY WHARF MANAGEMENT (HQ3/HQ4) LIMITED**

**STATEMENT OF CHANGES IN EQUITY  
FOR THE YEAR ENDED 31 DECEMBER 2018**

	Called up share capital	Retained earnings	Total equity
	£	£	£
At 1 January 2018	1	683,868	683,869
<b>COMPREHENSIVE INCOME FOR THE YEAR</b>			
Profit for the year	-	651,085	651,085
<b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>	-	651,085	651,085
Dividends: Equity capital	-	(630,000)	(630,000)
<b>AT 31 DECEMBER 2018</b>	<b>1</b>	<b>704,953</b>	<b>704,954</b>

The notes on pages 9 to 14 form part of these financial statements.

**STATEMENT OF CHANGES IN EQUITY  
FOR THE YEAR ENDED 31 DECEMBER 2017**

	Called up share capital	Retained earnings	Total equity
	£	£	£
At 1 January 2017	1	869,851	869,852
<b>COMPREHENSIVE INCOME FOR THE YEAR</b>			
Profit for the year	-	624,017	624,017
<b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>	-	624,017	624,017
Dividends: Equity capital	-	(810,000)	(810,000)
<b>AT 31 DECEMBER 2017</b>	<b>1</b>	<b>683,868</b>	<b>683,869</b>

The notes on pages 9 to 14 form part of these financial statements.

## **CANARY WHARF MANAGEMENT (HQ3/HQ4) LIMITED**

### **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018**

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

Canary Wharf Management (HQ3/HQ4) Limited is a company limited by shares incorporated in the UK under the Companies Act 2006 and registered in England and Wales at One Canada Square, Canary Wharf, London, E14 5AB.

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

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

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

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

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the company's accounting policies (see Note 3).

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

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

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

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

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

##### **2.4 Revenue**

Revenue from service charges includes recoverable expenditure together with any chargeable management fees and is recognised as it falls due.

##### **2.5 Financial instruments**

The directors have taken advantage of the exemption in paragraph 1.12c of FRS 102 allowing the company not to disclose the summary of financial instruments by the categories specified in paragraph 11.41.

##### **Trade and other receivables**

Trade and other receivables are recognised initially at fair value. A provision for impairment is established where there is objective evidence that the company will not be able to collect all amounts due according to the original terms of the debtor concerned.

##### **Trade and other payables**

Trade and other creditors are stated at cost.

## **CANARY WHARF MANAGEMENT (HQ3/HQ4) LIMITED**

### **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018**

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

##### **2.6 Pensions**

The company operates a defined contribution pension scheme. Contributions in respect of this scheme are expensed as they fall due.

##### **2.7 Taxation**

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

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

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

For the year ended 31 December 2018, there were no items which the directors believe are significant to the financial statements.

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

Auditor's remuneration of £9,000 (2017 - £9,000) for the audit of the company for the year ended 31 December 2018 has been borne by another group undertaking.

# CANARY WHARF MANAGEMENT (HQ3/HQ4) LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018

### 5. EMPLOYEES

Staff costs were as follows:

	2018 £	2017 £
Wages and salaries	1,100,909	1,221,122
Social security costs	110,774	123,984
Cost of defined contribution scheme	106,468	111,356
	<u>1,318,151</u>	<u>1,456,462</u>

The average monthly number of employees, including the directors, during the year was as follows:

	2018 No.	2017 No.
	<u>24</u>	<u>27</u>

None of the directors received any emoluments in respect of their services to the company during the year or the prior year.

### 6. INTEREST RECEIVABLE AND SIMILAR INCOME

	2018 £	2017 £
Bank interest receivable	8,194	1,204
	<u>8,194</u>	<u>1,204</u>

### 7. INTEREST PAYABLE AND SIMILAR CHARGES

	2018 £	2017 £
Bank interest payable	50	4
Other interest payable	2,320	10,320
	<u>2,370</u>	<u>10,324</u>

# CANARY WHARF MANAGEMENT (HQ3/HQ4) LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018

### 8. TAXATION

	2018 £	2017 £
Current tax on profits for the year	-	-
<b>TAXATION ON PROFIT ON ORDINARY ACTIVITIES</b>	<b>-</b>	<b>-</b>

### FACTORS AFFECTING TAX CHARGE FOR THE YEAR

The tax assessed for the year is different to the standard rate of corporation tax in the UK of 19.0% (2017 - 19.25%). The differences are explained below:

	2018 £	2017 £
Profit on ordinary activities before tax	651,085	624,017
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19.0% (2017 - 19.25%)	123,706	120,123
<b>EFFECTS OF:</b>		
Group relief	(123,706)	(120,123)
<b>TOTAL TAX CHARGE FOR THE YEAR</b>	<b>-</b>	<b>-</b>

On 29 March 2018, Stork Holdings Limited, a direct subsidiary of Stork HoldCo L.P., listed its shares on The International Stock Exchange in Jersey and the group headed by Stork Holdings Limited, which includes the company, converted to a REIT. As a consequence of the conversion, all qualifying property rental business is exempt from corporation tax. Only income and expenses relating to non-qualifying activities will continue to be taxable.

### FACTORS THAT MAY AFFECT FUTURE TAX CHARGES

Enacted in the Finance Act (No.2) 2015 is a reduction in the corporation tax rate to 17.0% on 1 April 2020.

## CANARY WHARF MANAGEMENT (HQ3/HQ4) LIMITED

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018

#### 9. DEBTORS

	2018 £	2017 £
Trade debtors	1,131,290	989,253
Amounts owed by group undertakings	5,131,278	706,337
Other debtors	5,071	4,784
Prepayments and accrued income	161,119	95,337
	<u>6,428,758</u>	<u>1,795,711</u>

Amounts owed by group undertakings are interest free and repayable on demand.

#### 10. CREDITORS: Amounts falling due within one year

	2018 £	2017 £
Trade creditors	155,690	108,052
Amounts owed to group undertakings	4,542,435	2,414,927
Other taxation and social security	481,531	458,852
Accruals and deferred income	2,719,700	2,807,592
	<u>7,899,356</u>	<u>5,789,423</u>

Amounts owed to group undertakings are interest free and repayable on demand.

#### 11. SHARE CAPITAL

	2018 £	2017 £
<b>Allotted, called up and fully paid</b>		
1 (2017 - 1) Ordinary share of £1.00	<u>1</u>	<u>1</u>

#### 12. PENSION COMMITMENTS

As part of the Canary Wharf Group pension arrangements, the company participates in a defined contribution pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The pension cost charge, which amounted to £106,468 for the year (2017 - £111,356), represents contributions payable by the company to the scheme.

## **CANARY WHARF MANAGEMENT (HQ3/HQ4) LIMITED**

### **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018**

#### **13. CONTROLLING PARTY**

Until 28 February 2018, the company's immediate parent undertaking was Canary Wharf Investments Limited. On that date the shares in the company were transferred via Canary Wharf Holdings Limited to Canary Wharf Central Limited.

As at 31 December 2018, the smallest group of which the company is a member and for which group financial statements are drawn up is the consolidated financial statements of Canary Wharf Group Investment Holdings plc. Copies of the financial statements may be obtained from the Company Secretary, One Canada Square, Canary Wharf, London E14 5AB.

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

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

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