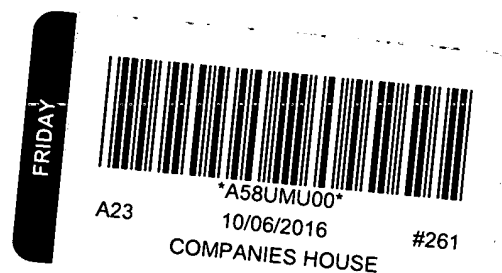


REGISTERED NUMBER: 05438809 (England and Wales)

**REPORT OF THE DIRECTORS AND
FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 SEPTEMBER 2015
FOR
HULL PROPERTY INVESTMENTS LIMITED**



**CONTENTS OF THE FINANCIAL STATEMENTS
for the year ended 30 September 2015**

	Page
Company Information	1
Report of the Directors	2
Independent Auditors' Report	4
Profit and Loss Account	6
Balance Sheet	7
Notes to the Financial Statements	8

HULL PROPERTY INVESTMENTS LIMITED

COMPANY INFORMATION

for the year ended 30 September 2015

DIRECTORS:

A C Gallagher
G H Gosling

SECRETARY:

S A Burnett

REGISTERED OFFICE:

15 Hockley Court
Stratford Road
Hockley Heath
Solihull
West Midlands
B94 6NW

REGISTERED NUMBER:

05438809 (England and Wales)

INDEPENDENT AUDITORS:

Deloitte LLP
Chartered Accountants and Statutory Auditors
Birmingham
United Kingdom

**REPORT OF THE DIRECTORS
for the year ended 30 September 2015**

The directors present their report with the financial statements of the company for the year ended 30 September 2015.

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of property investment through its 50% investment in Worthing Retail LLP.

DIRECTORS

The directors shown below have held office during the whole of the period from 1 October 2014 to the date of this report.

A C Gallagher
G H Gosling

GOING CONCERN

The financial statements have been prepared on a going concern basis. In considering the appropriateness of the going concern assumption, the directors have looked at expected future cashflows and have also taken into account the offer of financial support from Countywide Developments Limited, a fellow subsidiary of Gallagher Investments Holdco Limited. After considering the above, the directors have formed a judgement at the time of approving the financial statements that there is a reasonable expectation that the company will have adequate resources to continue in operational existence for at least 12 months from the date of signing the financial statements. For this reason, they continue to adopt the going concern basis in preparing the financial statements.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

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

Company law requires the directors to prepare financial statements for each financial 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). 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;
- 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.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) 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.

**REPORT OF THE DIRECTORS - continued
for the year ended 30 September 2015**

INDEPENDENT AUDITORS

Deloitte LLP were re-appointed as auditors during the year and have indicated their willingness to be re-appointed for another term. Appropriate arrangements have been put in place for them to be re-appointed as auditors in the absence of an Annual General Meeting.

The Report of the Directors has been prepared in accordance with the provisions applicable to companies entitled to small companies exemption under Section 415A of the Companies Act 2006, which also provides an exemption from the preparation of a strategic report.

ON BEHALF OF THE BOARD:

A handwritten signature in black ink, appearing to be 'G H Gosling', written in a cursive style.

G H Gosling - Director

15 December 2015

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF HULL PROPERTY INVESTMENTS LIMITED

We have audited the financial statements of Hull Property Investments Limited for the year ended 30 September 2015 which comprise the Profit and Loss Account, the Balance Sheet and related notes 1 to 13. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

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 auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

As explained more fully in the Statement of Directors' Responsibilities, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 30 September 2015 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

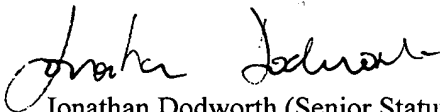
In our opinion the information given in the Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements.

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF
HULL PROPERTY INVESTMENTS LIMITED - continued**

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

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



Jonathan Dodworth (Senior Statutory Auditor)
for and on behalf of Deloitte LLP
Chartered Accountants and Statutory Auditors
Birmingham
United Kingdom

15 December 2015

HULL PROPERTY INVESTMENTS LIMITED (REGISTERED NUMBER: 05438809)

**PROFIT AND LOSS ACCOUNT
for the year ended 30 September 2015**

	Notes	30.9.15 £	30.9.14 £
TURNOVER		-	-
Administrative expenses		(1,763)	(4,500)
Exceptional items	3	<u>125,000</u>	<u>1,236,180</u>
OPERATING PROFIT	3	123,237	1,231,680
Interest receivable and similar income	4	<u>5,975</u>	<u>-</u>
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		129,212	1,231,680
Tax on profit on ordinary activities	5	<u>(44,645)</u>	<u>(45,697)</u>
PROFIT FOR THE FINANCIAL YEAR	10,12	<u><u>84,567</u></u>	<u><u>1,185,983</u></u>

CONTINUING OPERATIONS

All of the company's activities relate to continuing operations.

TOTAL RECOGNISED GAINS AND LOSSES

The company has no recognised gains or losses other than the profits for the current year or previous year.

NOTE OF HISTORICAL COST PROFITS AND LOSSES

The difference between the results as disclosed in the profit and loss account and the results on an unmodified historical cost basis is not material.

HULL PROPERTY INVESTMENTS LIMITED (REGISTERED NUMBER: 05438809)

BALANCE SHEET
30 September 2015

	Notes	30.9.15 £	30.9.14 £
FIXED ASSETS			
Investments	6	1	1
CURRENT ASSETS			
Debtors	7	261,080	214,427
CREDITORS			
Amounts falling due within one year	8	<u>(1,900)</u>	<u>(39,814)</u>
NET CURRENT ASSETS		<u>259,180</u>	<u>174,613</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>259,181</u>	<u>174,614</u>
CAPITAL AND RESERVES			
Called up share capital	9	2	2
Profit and loss account	10	<u>259,179</u>	<u>174,612</u>
TOTAL SHAREHOLDERS' FUNDS	12	<u>259,181</u>	<u>174,614</u>

The financial statements were approved by the Board of Directors and authorised for issue on 15 December 2015 and were signed on its behalf by:



G H Gosling - Director

The notes form part of these financial statements

**NOTES TO THE FINANCIAL STATEMENTS
for the year ended 30 September 2015**

1. ACCOUNTING POLICIES

Accounting convention

The financial statements have been prepared under the historical cost convention and in accordance with applicable United Kingdom Accounting Standards. A summary of the more important accounting policies, which have been applied consistently in both periods, is set out below.

The company is exempt from the requirement to prepare consolidated accounts, as the company and its subsidiary qualify as a small sized group.

Limited Liability Partnerships

Where the company has an interest in a limited liability partnership, the company's share of the limited liability partnership's net profit is accounted for using the equity method. Net losses are not recognised unless an impairment is considered to have occurred. Its share of profit following acquisition is taken to the profit and loss account with a corresponding increase in the investment. This profit is not considered to be a distributable reserve until cash is received from the limited liability partnership. Tax arising on the share of the limited liability partnership's profits is borne directly by the members and is therefore accounted for in the company.

Cash flow statement

Exemption has been taken from preparing a cash flow statement on the grounds that the company qualifies as a small company.

Taxation

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

Full provision is made on a non-discounted basis for deferred tax assets and liabilities arising due to timing differences between the recognition of gains and losses in the financial statements and their recognition in the tax computation at the current rate of tax. Deferred tax assets are only recognised when it is considered more likely than not that they will be realised.

Going concern

The financial statements have been prepared on a going concern basis. In considering the appropriateness of the going concern assumption, the directors have looked at expected future cashflows and have also taken into account the offer of financial support from Countywide Developments Limited, a fellow subsidiary of Gallagher Investments Holdco Limited. After considering the above, the directors have formed a judgement at the time of approving the financial statements that there is a reasonable expectation that the company will have adequate resources to continue in operational existence for at least 12 months from the date of signing the financial statements. For this reason, they continue to adopt the going concern basis in preparing the financial statements.

2. STAFF COSTS

There are no employees other than the directors in the current or prior year. No remuneration was paid in the current or prior year. The directors received no remuneration for their services to the company in either year.

**NOTES TO THE FINANCIAL STATEMENTS - continued
for the year ended 30 September 2015**

3. OPERATING PROFIT

The operating profit is stated after charging/(crediting):

	30.9.15	30.9.14
	£	£
Auditors' remuneration	1,000	750
Exceptional items	<u>(125,000)</u>	<u>(1,236,180)</u>

Directors' remuneration	<u>-</u>	<u>-</u>
-------------------------	----------	----------

The Auditors' remuneration relates to fees payable to the Company's auditors for the audit of the Company's annual accounts. There were no non-audit services provided to this company by the auditor in either year.

The exceptional items are made up as follows:

	30.9.15	30.9.14
	£	£
Formal loan waiver of loans provided by Ashflame Properties Limited	-	(1,013,680)
Release of provision previously made against the recoverability of loans made to its joint venture, Worthing Retail LLP.	<u>(125,000)</u>	<u>(222,500)</u>
	<u>(125,000)</u>	<u>(1,236,180)</u>

During the year the directors were paid by Gallagher UK Limited. From 1 July 2015, Mr A C Gallagher was paid by Countywide Developments Limited. Both of these companies are owned by the ultimate majority shareholder, Mr A C Gallagher and their emoluments are disclosed in the financial statements of these companies. No recharge of Directors' remuneration is made to this company.

4. INTEREST RECEIVABLE AND SIMILAR INCOME

	30.9.15	30.9.14
	£	£
Interest receivable on loans to group undertakings	<u>5,975</u>	<u>-</u>

5. TAXATION

Analysis of the tax charge

The tax charge on the profit on ordinary activities for the year was as follows:

	30.9.15	30.9.14
	£	£
Current tax:		
Group relief	-	(14,527)
Deferred tax	<u>44,645</u>	<u>60,224</u>
Tax on profit on ordinary activities	<u>44,645</u>	<u>45,697</u>

NOTES TO THE FINANCIAL STATEMENTS - continued
for the year ended 30 September 2015

5. TAXATION - continued

The corporation tax charge differs from the standard UK corporation tax rate of 20.5% applied to the profit for the year. The differences are:

	30.9.15	30.9.14
	£	£
Profit on ordinary activities at the standard rate of 20.5% (2014: 22%)	26,488	270,970
(Income)/expenses not deductible for tax	(25,624)	(271,960)
Capital allowances in excess of depreciation	-	(1,273)
Partnership profits not recognised in these financial statements	44,897	51,859
Utilisation of tax losses	<u>(45,761)</u>	<u>(64,123)</u>
	<u>-</u>	<u>14,527</u>

The company has tax losses of approximately £67,702 (2014: £112,347) at 20% which are available to carry forward and which are recognised as a deferred tax asset at 20% as it is considered that they are likely to be utilised against expected trading profits.

Legislation reducing the main rate of corporation tax to 21% with effect from 1 April 2014 and to 20% from 1 April 2015 was substantively enacted on 17 July 2013. The current year tax charge has been provided for at an effective rate of 20.5% and deferred tax assets and liabilities have been provided for at a rate of 20% in these financial statements.

In addition to the rate changes noted, the Chancellor announced in his 2015 Summer Budget that there will be further reductions to main rate of corporation tax to 19% from 1 April 2017 and to 18% from 1 April 2020. As these rates were not substantively enacted until 26 October 2015, after the balance sheet date, the deferred tax balances have not been remeasured for this rate change.

6. FIXED ASSET INVESTMENTS

	Interest in joint venture £
COST	
At 1 October 2014	
and 30 September 2015	<u>1</u>
NET BOOK VALUE	
At 30 September 2015	<u>1</u>
At 30 September 2014	<u>1</u>

**NOTES TO THE FINANCIAL STATEMENTS - continued
for the year ended 30 September 2015**

6. FIXED ASSET INVESTMENTS - continued

The investment in joint ventures, represents 50% of the ordinary shares in Hull Retail Limited, a property investment company, incorporated in England and Wales. The Company also has a 50% investment in Worthing Retail LLP, which is registered in England and Wales, for which no investment value has been included in the financial statements.

Worthing Retail LLP reported a profit for the financial year of £468,754 (2013: £457,598) for the year ended 31 December 2014 and net liabilities of £4,631,260 (2013: £4,614,424) at that date.

7. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	30.9.15	30.9.14
	£	£
Amounts owed by group undertakings	222,635	13,837
Amounts owed by joint venture LLP	-	117,500
Deferred tax asset	<u>38,445</u>	<u>83,090</u>
	<u>261,080</u>	<u>214,427</u>

The amount owed by joint venture LLP relates to the amount owed to the company by Worthing Retail LLP and the amounts owed by group undertakings of £222,635 (2014: £13,837) was owed to the company by Countywide Developments Limited, a fellow subsidiary of the Company's parent undertaking, Gallagher Investments Holdco Limited. From 1 October 2014, interest at 3.5% over Bank of England base rate was received on the loan from Countywide Developments Limited.

Deferred taxation - asset recognised (note 5)

	30.9.15	30.9.14
	£	£
Timing differences in respect of:		
Accelerated capital allowances	(29,257)	(29,257)
Short term timing differences	-	-
Losses	<u>67,702</u>	<u>112,347</u>
	<u>38,445</u>	<u>83,090</u>

Deferred tax assets and liabilities have been provided for at a rate of 20% in these financial statements for both the year ended 30 September 2015 and the year ended 30 September 2014.

8. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	30.9.15	30.9.14
	£	£
Amounts owed to related undertakings	-	38,314
Accruals and deferred income	<u>1,900</u>	<u>1,500</u>
	<u>1,900</u>	<u>39,814</u>

NOTES TO THE FINANCIAL STATEMENTS - continued
for the year ended 30 September 2015

8. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR - continued

At 30 September 2014, the amounts owed to related undertakings of £38,314 was owed by the company to its former parent undertaking, Ashflame Properties Limited. This loan was repaid in full during the year ended 30 September 2015 and no interest was charged on this loan for either the year ended 30 September 2015 or 30 September 2014.

9. CALLED UP SHARE CAPITAL

Allotted, issued and fully paid:

Number:	Class:	Nominal value:	30.9.15 £	30.9.14 £
2	Ordinary	£1	<u>2</u>	<u>2</u>

10. RESERVES

	Profit and loss account £
At 1 October 2014	174,612
Profit for the financial year	<u>84,567</u>
At 30 September 2015	<u>259,179</u>

11. RELATED PARTY DISCLOSURES

Other than disclosed in these financial statements, there are no other related party disclosures to be made concerning the year ended 30 September 2015 or the year ended 30 September 2014.

12. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	30.9.15 £	30.9.14 £
Profit for the financial year	<u>84,567</u>	<u>1,185,983</u>
Net addition to shareholders' funds	84,567	1,185,983
Opening shareholders' funds/(deficit)	<u>174,614</u>	<u>(1,011,369)</u>
Closing shareholders' funds	<u>259,181</u>	<u>174,614</u>

13. ULTIMATE CONTROLLING PARTY

Hull Property Investments Limited is a wholly owned subsidiary of Gallagher Investments Holdco Limited (incorporated in England and Wales).

The ultimate controlling party of the company is Mr A C Gallagher by virtue of his ownership of the issued share capital of the parent company, Gallagher Investments Holdco Limited.