Company Number: 05507040

KENSINGTON UK REAL ESTATE TRADING LIMITED

ANNUAL REPORT AND UNAUDITED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2018

KENSINGTON UK REAL ESTATE TRADING LIMITED
(Company Number: 05507040)

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KENSINGTON UK REAL ESTATE TRADING LIMITED
(Company Number: 05507040)

DIRECTORS AND OTHER INFORMATION

DIRECTORS	S D A Davies P K Vasilev G M Kataky J C Bingham C M Warnes
SECRETARY	Sanne Group Secretaries (UK) Limited
REGISTERED OFFICE	21 Palmer Street London SW1H 0AD
PRINCIPAL BANKERS	ING Bank N.V. 60 London Wall London EC2M 5TQ
SOLICITORS	Berwin Leighton Paisner LLP Adelaide House London Bridge London EC4R 9HA

DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2018

The Directors present their report and the unaudited financial statements for Kensington UK Real Estate Trading Limited for the year ended 31 December 2018.

INCORPORATION

The Company was incorporated on 13 July 2005 and is registered as a private limited company in England and Wales. The Company's registered number is 05507040.

PRINCIPAL ACTIVITIES, BUSINESS REVIEW AND FUTURE DEVELOPMENTS

The Company previously acted as a property trading company.

In August 2015, the Company disposed of its entire stock to Kensington UK Office (Leeds) S.A.R.L. and Kensington UK Office Propco S.A R.L.

The profit for year ended 31 December 2018, after taxation, is £55,000 (2017: loss of £41,000).

The Company's key financial and other performance indicators during the year were as follows:

	31 Dec 2018	31 Dec 2017
Return on equity (ROE)	0%	0%

ROE is net income before interest and tax divided by capital employed at year end.

The Company is no longer considered to be a going concern as it is the intention of the Directors to recommend to the shareholders that the Company should be voluntarily liquidated as soon as practicable. Accordingly, these financial statements have been prepared on a basis other than going concern.

DIVIDENDS

The Board of Directors do not propose any dividend for the current year (2017: £nil).

DIRECTORS, SECRETARIES AND THEIR INTERESTS

The Board of Directors is listed on page 1.

The Company made no political or charitable contributions during the year (2017: £nil).

This report was approved by the board on 02|05| 2019 and signed on its behalf.

Christopher Michael Warnes
Director

KENSINGTON UK REAL ESTATE TRADING LIMITED
(Company Number: 05507040)

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE FINANCIAL STATEMENTS

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

Companies 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 Financial Reporting Standards 102, "The Financial Reporting Standards Applicable in the UK and Republic of Ireland" ("FRS 102"). Under Companies 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, including FRS 102 have been followed; 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.

This report was approved by the board on 02|05|2019 and signed on its behalf.

Christopher Michael Warnes
Director

STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER 2018

	Notes	1 Jan 2018 to 31 Dec 2018 £000	1 Jan 2017 to 31 Dec 2017 £000
Other income	6	72	-
		72	-
Administrative expenses		(16)	(24)
Professional fees		(1)	(17)
		(17)	(41)
OPERATING PROFIT/(LOSS)		55	(41)
Profit/(Loss) on ordinary activities before taxation		55	(41)
Tax on profit/(loss) on ordinary activities	5	-	-
PROFIT/(LOSS) FOR THE FINANCIAL YEAR		55	(41)

There were no items of other comprehensive income in either current or prior years.

(The notes on pages 7 to 10 form part of these unaudited financial statements)

STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2018

	Notes	31 Dec 2018 £000	31 Dec 2017 £000
ASSETS			
Current assets			
Cash and cash equivalents		19	2
Total current assets		19	2
TOTAL ASSETS		19	2
LIABILITIES			
Current liabilities			
Trade and other payables	6	(19)	(57)
TOTAL LIABILITIES		(19)	(57)
NET LIABILITIES		-	(55)
CAPITAL AND RESERVES			
Called up share capital	7	34	34
Share premium account	8	20,737	20,737
Retained deficit	8	(20,771)	(20,826)
SHAREHOLDER'S FUNDS		-	(55)

For the year ended 31 December 2018, the Company was entitled to exemption from audit under Section 477 of the Companies Act 2006 relating to small companies.

The shareholder has not required the Company to obtain an audit in accordance with Section 476 of the Companies Act 2006.

The Directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

These accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

The unaudited financial statements were approved and authorised for issue by the board and were signed on its behalf on 2nd May 2019

Christopher Michael Warnes
Director

(The notes on pages 7 to 10 form part of these unaudited financial statements)

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

	Share capital £000	Share premium £000	Retained deficit £000	Total £000
Balance at 1 January 2017	34	20,737	(20,785)	(14)
Total comprehensive loss for the year	-	-	(41)	(41)
Balance at 31 December 2017	34	20,737	(20,826)	(55)
Total comprehensive income for the year	-	-	55	55
Balance at 31 December 2018	34	20,737	(20,771)	-

(The notes on pages 7 to 10 form part of these unaudited financial statements)

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

1. GENERAL INFORMATION

The Company was incorporated on 13 July 2005 and is registered as a private limited company in England and Wales. The Company's registered number is 05507040.

The Company previously acted as a property trading company.

In August 2015, the Company disposed of its entire stock to Kensington UK Office (Leeds) S.A.R.L. and Kensington UK Office Propco S.A R.L.

These financial statements have been approved for issue by the Directors on 2nd May 2019. The Directors have the power to amend the financial statements after issue.

2. STATEMENT OF COMPLIANCE

The financial statements of the Company have been prepared in compliance with United Kingdom Accounting Standards, including Financial Reporting Standard 102, "The Financial Reporting Standard applicable in the UK and the Republic of Ireland" ("FRS 102").

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies are set out below and have been applied consistently to all the years presented, unless otherwise stated.

Basis of preparation

These financial statements have been prepared under the historical cost convention and in accordance with applicable United Kingdom Accounting Standards. The significant accounting policies used are set out below.

Going concern

The Company is no longer considered to be a going concern as it is the intention of the Directors to recommend to the shareholders that the Company should be voluntarily liquidated as soon as practicable. Accordingly, these financial statements have been prepared on a basis other than going concern.

Functional and presentation currency

These financial statements are presented in British Pounds (GBP), which is the functional currency of the Company.

Taxation

The tax credit comprises current and deferred tax.

Current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the Company operates and generates taxable income.

Deferred income tax is recognised on temporary differences arising between the tax bases of asset and liabilities and their carrying amounts in the financial statements and on unused tax losses or tax credits in the company. Deferred income tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

NOTES TO THE UNAUDITED FINANCIAL STATEMENTS - (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2018

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - (CONTINUED)

Taxation - (continued)

The carrying amount of deferred tax assets are reviewed at each reporting date. Deferred tax assets are only recognised if it is more likely than not to be recovered against current or future taxable profit.

Income and expenses

All income and expenses are recognised on an accrual basis in the Statement of comprehensive income in the year in which they relate.

Other operating income

Other operating income represents rental income, net of expenses, on properties held by the Company for resale.

Interest payable

Interest payable is recognised in the Statement of comprehensive income on an accruals basis.

Trade and other receivables

Trade and other receivables represent amounts owed to the Company at year end. Trade and other receivables are recognised initially at fair value and subsequently measured at amortised cost.

Trade and other payables

Trade and other payables are recognised at fair value and subsequently measured at amortised cost.

Cash and cash equivalents

Cash and cash equivalents consist of cash balances that are unsecured funds and other cash balances with an original maturity of three months or less.

Statement of cash flows

A Statement of cash flows has not been included in these financial statements as the Company qualifies for exemption as a small company under the terms of FRS 102 section 7.1B.

4. STAFF COSTS

The Company has no employees (2017: nil). The Directors did not receive any remuneration during the year (2017: £nil).

NOTES TO THE UNAUDITED FINANCIAL STATEMENTS - (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2018

5. INCOME TAX

	31 Dec 2018 £000	31 Dec 2017 £000
Current taxation		
UK corporation tax	-	-
Total current income tax	-	-

	31 Dec 2018 £000	31 Dec 2017 £000
Deferred taxation		
Arising from origination and reversal of temporary differences	-	-
Total deferred taxation	-	-
Tax expense in the Statement of comprehensive income	-	-

The differences are reconciled below:

	31 Dec 2018 £000	31 Dec 2017 £000
Loss before tax	55	(41)
Corporation tax at standard rate	10	(8)
Effects of:		
Group relief surrendered without charge	(10)	8
Total tax expense	-	-

The UK corporation tax rate was reduced from 21% to 20% on 1 April 2015. It was announced that this rate would be reduced to 19% from 1 April 2017 and to 18% from 1 April 2020.

6. TRADE AND OTHER PAYABLES

	31 Dec 2018 £000	31 Dec 2017 £000
Amounts falling due within one year:		
Accruals and deferred income	19	10
Amounts owed to group undertakings	-	47
	19	57

During the year, the Company received additional funding from Kensington UK Topco S.A.R.L. amounting to £25,000. This balance together with the prior year loan balance due to Kensington UK Topco S.A.R.L. amounting to £47,000 was waived in April 2018.

NOTES TO THE FINANCIAL STATEMENTS - (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2018

7. SHARE CAPITAL

	31 Dec 2018 £000	31 Dec 2017 £000
Allotted, called up and fully paid		
34,202 ordinary shares of £1 each	34	34
	34	34

8. RESERVES

	Share premium account £000	Retained deficit £000
At 1 January 2017	20,737	(20,785)
Loss for the year	-	(41)
At 31 December 2017	20,737	(20,826)
Profit for the year	-	55
At 31 December 2018	20,737	(20,771)

9. RECONCILIATION OF MOVEMENT IN SHAREHOLDER'S FUNDS

	31 Dec 2018 £000	31 Dec 2017 £000
Opening shareholder's funds	(55)	(14)
Profit/(Loss) for the year	55	(41)
Closing shareholders' funds	-	(55)

10. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The Company's immediate parent undertaking is Kensington UK Topco S.A.R.L. and the Company's ultimate controlling party is Blackstone Group L.P.

11. EVENTS AFTER THE STATEMENT OF FINANCIAL POSITION DATE

It is the intention of the Directors to recommend to the shareholders that the Company should be voluntarily liquidated as soon as practicable. There were no other material events after the statement of financial position date that have any bearing on the understanding of these financial statements.