Directors' Report and Financial Statements

for the Period ended 2 February 2013

Registration number 5985365

\*A2JXL418\*

A23 28/10/2013 COMPANIES HOUSE #51

# Harrods Property Limited Contents

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# Harrods Property Limited Directors' Report for the Period ended 2 February 2013

The directors present their report together with the audited financial statements for the period ended 2 February 2013

#### Principal activity

The principal activity of the company is the ownership and management of property and buildings

#### **Business review**

There was a profit for the period after taxation amounting to £4 9m (2012 £5 1m) The directors did not pay a dividend in the period (2012 £nil)

The market value of the properties held is estimated to be £330m (2012 £329m) higher than the carrying value in the accounts

#### Directors of the company

The directors who held office during the period were as follows

H Al-Abdulla

A M Al-Sayed

K Maamria

K J Al-Kuwarı

M A Ward

J P Edgar (appointed 24 January 2013)

B J Smith (resigned 31 July 2012)

No director has had a material interest, directly or indirectly, at any time during the period in any contract significant to the company

# Harrods Property Limited Directors' Report for the Period ended 2 February 2013

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#### Going concern

The company has a surplus of shareholders funds at 2 February 2013. The directors consider it appropriate for these financial statements to be prepared on a going concern basis as the company has entered into appropriate hedging arrangements to ensure that its rental income is sufficient to meet the company's obligations due under its bank loan. The company has sufficient cash reserves to meet any administrative expenses.

#### Credit risk

The company has a significant loan to a related party. The loan to QH Partners Limited is ultimately considered recoverable against other assets and investments directly or indirectly supporting the nominal value of this loan

#### Liquidity risk

Rents receivable from Harrods Limited are used to fund interest and loan repayments due under the company's bank loan. Cash flow risk on these rents is mitigated by the use of the swap arrangements disclosed in note 11 to the financial statements.

#### Interest rate risk

The company's exposure to interest rate fluctuations on its borrowings has been eliminated by entering into swap agreements that fix the rate of interest over the term of the borrowings

#### KPI

There are no other KPIs required to be reported other than turnover and operating profit that would give a fuller understanding to the business

## 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 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 apply them consistently,
- make judgements and accounting 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

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.

#### Disclosure of information to the auditors

Each director has taken steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information. The directors confirm that there is no relevant information that they know of and which they know the auditors are unaware of

### Reappointment of auditors

The auditors Ernst & Young LLP are deemed to be reappointed under section 487(2) of the Companies Act 2006

Approved by the Board on 16 July 2013 and signed on its behalf by

TM Goldberg Company secretary

> Registered Office 87-135 Brompton Road Knightsbridge London, SW1X 7XL

## Independent Auditor's Report to the Members of Harrods Property Limited

We have audited the financial statements of Harrods Property Limited for the period from 29 January 2012 to 2 February 2013 which comprises the Profit and Loss Account, the Balance Sheet, the Cash Flow Statement and the related notes 1 to 18 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 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

#### Respective responsibilities of directors and auditors

As explained more fully in the Statement of Directors' Responsibilities (set out on page 3), 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 (APB'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 Directors' Report to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

#### Opinion on the financial statements

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 2 February 2013 and of its profit for the period 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 Directors' Report for the financial period for which the financial statements are prepared is consistent with the financial statements

## Independent Auditor's Report to the Members of **Harrods Property Limited**

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## 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

Julie Carlyle (Senior Statutory Auditor)
For and on behalf of Ernst & Young LLP, Statutory Auditor

1 More London Place London SEI 2AF

Date 25th Only 2013

# Harrods Property Limited Profit and Loss Account for the Period ended 2 February 2013

	Note	53 weeks ended 2 February 2013 £ 000	52 weeks ended 28 January 2012 £ 000
Turnover	2	45,556	42,621
Distribution costs		(2)	-
Administrative expenses	3	(3,227)	(3,396)
Operating profit	3	42,327	39,225
Other interest receivable and similar income		21	21
Interest payable and similar charges	4	(35,286)	(34,255)
Profit on ordinary activities before taxation		7,062	4,991
Tax on profit on ordinary activities	6	(2,188)	94
Profit for the financial period	12	4,874	5,085

Turnover and operating profit derive wholly from continuing operations

The company has no recognised gains or losses for the period other than the results above

(Registration number: 5985365)

## **Balance Sheet at 2 February 2013**

	Note	2 February 2013 £ 000	28 January 2012 £ 000
Fixed assets			
Tangible fixed assets	7	641,563	644,727
Current assets			
Debtors due within one year	8	297	982
Debtors due after more than one year		267,208	269,819
Cash at bank and in hand		10,466	10,540
		277,971	281,341
Creditors Amounts falling due within one year	9	(21,673)	(19,817)
Net current assets		256,298	261,524
Total assets less current liabilities		897,861	906,251
Creditors Amounts falling due after more than one year	10	(889,144)	(902,408)
Net assets		8,717	3,843
Capital and reserves			
Called up share capital	11	100	100
Profit and loss account	12	8,617	3,743
Shareholders' funds	13	8,717	3,843

Approved by the Board on 16 July 2013 and signed on its behalf by

J P Edgar Director

# Harrods Property Limited Cash Flow Statement for the Period ended 2 February 2013

## Reconciliation of operating profit to net cash flow from operating activities

Operating profit         42,327         39,225           Depreciation, amortisation and impairment charges         3,162         3,336           Loss on disposal of fixed assets         2         -           Increase in debtors         (21)         (100)           Increase/(decrease) in creditors         487         (2,453)           (Decrease)/increase in deferred income         (615)         430           Net cash inflow from operating activities         45,342         40,438           Cash flow statement           Sa weeks ended 2 8 february 2013 from the ended 2 8 f		53 weeks ended 2 February 2013 £ 000	52 weeks ended 28 January 2012 £ 000
Cash flow statement	Operating profit	42,327	39,225
Increase in debtors   (21)   (100)     Increase/(decrease) in creditors   487   (2,453)     (Decrease)/increase in deferred income   (615)   430     Net cash inflow from operating activities   45,342   40,438     Cash flow statement	Depreciation, amortisation and impairment charges	3,162	3,336
Increase/(decrease) in creditors	Loss on disposal of fixed assets	2	-
(Decrease)/increase in deferred income         (615)         430           Net cash inflow from operating activities         45,342         40,438           Cash flow statement           53 weeks ended 2 February 2013 £ 000         52 weeks ended 28 January 2012 £ 000           Net cash inflow from operating activities         45,342         40,438           Returns on investments and servicing of finance           Interest received         21         21           Interest paid         (36,161)         (35,235)           Taxation (paid)/received         (413)         2,754           Capital expenditure and financial investment           Purchase of tangible fixed assets         -         (240)           Net cash inflow before management of liquid resources and financing         8,789         7,738           Financing           Repayment of loans and borrowings         (8,863)         (7,752)	Increase in debtors	(21)	(100)
Net cash inflow from operating activities         45,342         40,438           Cash flow statement         53 weeks ended 2 February 2013 £ 000         52 weeks ended 28 January 2012 £ 000           Net cash inflow from operating activities         45,342         40,438           Returns on investments and servicing of finance Interest received         21         21           Interest paid         (36,161)         (35,235)           Interest paid         (36,140)         (35,235)           Taxation (paid)/received         (413)         2,754           Capital expenditure and financial investment         -         (240)           Purchase of tangible fixed assets         -         (240)           Net cash inflow before management of liquid resources and financing         8,789         7,738           Financing         (8,863)         (7,752)	Increase/(decrease) in creditors	487	(2,453)
Cash flow statement         53 weeks ended 2 February 2013 anuary 2012 £ 000         52 weeks ended 28 January 2012 £ 000           Net cash inflow from operating activities         45,342         40,438           Returns on investments and servicing of finance Interest received         21         21           Interest paid         (36,161)         (35,235)           Taxation (paid)/received         (413)         2,754           Capital expenditure and financial investment Purchase of tangible fixed assets         -         (240)           Net cash inflow before management of liquid resources and financing         8,789         7,738           Financing Repayment of loans and borrowings         (8,863)         (7,752)	(Decrease)/increase in deferred income	(615)	430
S3 weeks ended 2   February 2013   January 2012   £ 000     Net cash inflow from operating activities   45,342   40,438     Returns on investments and servicing of finance   21   21     Interest received   21   21     Interest paid   (36,161)   (35,235)     Taxation (paid)/received   (413)   2,754     Capital expenditure and financial investment   Purchase of tangible fixed assets   - (240)     Net cash inflow before management of liquid resources and financing   8,789   7,738     Financing   Repayment of loans and borrowings   (8,863)   (7,752)	Net cash inflow from operating activities	45,342	40,438
Net cash inflow from operating activities         45,342 £ 000         40,438           Returns on investments and servicing of finance         21 21         21           Interest received         21 21         21           Interest paid         (36,161)         (35,235)           Taxation (paid)/received         (413)         2,754           Capital expenditure and financial investment         40,438         40,438           Purchase of tangible fixed assets         - (240)         40,438         40,438           Net cash inflow before management of liquid resources and financing         8,789         7,738           Financing         8,789         7,738           Repayment of loans and borrowings         (8,863)         (7,752)	Cash flow statement		
Returns on investments and servicing of finance Interest received 21 21 Interest paid (36,161) (35,235)  Taxation (paid)/received (413) 2,754  Capital expenditure and financial investment Purchase of tangible fixed assets - (240)  Net cash inflow before management of liquid resources and financing 8,789 7,738  Financing Repayment of loans and borrowings (8,863) (7,752)		ended 2 February 2013	ended 28 January 2012
Interest received         21         21           Interest paid         (36,161)         (35,235)           (36,140)         (35,214)           Taxation (paid)/received         (413)         2,754           Capital expenditure and financial investment         -         (240)           Purchase of tangible fixed assets         -         (240)           Net cash inflow before management of liquid resources and financing         8,789         7,738           Financing         Repayment of loans and borrowings         (8,863)         (7,752)	Net cash inflow from operating activities	45,342	40,438
Interest paid         (36,161)         (35,235)           (36,140)         (35,214)           Taxation (paid)/received         (413)         2,754           Capital expenditure and financial investment         -         (240)           Purchase of tangible fixed assets         -         (240)           Net cash inflow before management of liquid resources and financing         8,789         7,738           Financing         Repayment of loans and borrowings         (8,863)         (7,752)	Returns on investments and servicing of finance		
Taxation (paid)/received (413) 2,754  Capital expenditure and financial investment  Purchase of tangible fixed assets - (240)  Net cash inflow before management of liquid resources and financing 8,789 7,738  Financing  Repayment of loans and borrowings (8,863) (7,752)	Interest received	21	21
Taxation (paid)/received (413) 2,754  Capital expenditure and financial investment  Purchase of tangible fixed assets - (240)  Net cash inflow before management of liquid resources and financing 8,789 7,738  Financing  Repayment of loans and borrowings (8,863) (7,752)	Interest paid	(36,161)	(35,235)
Capital expenditure and financial investment  Purchase of tangible fixed assets - (240)  Net cash inflow before management of liquid resources and financing 8,789 7,738  Financing  Repayment of loans and borrowings (8,863) (7,752)		(36,140)	(35,214)
Purchase of tangible fixed assets - (240)  Net cash inflow before management of liquid resources and financing 8,789 7,738  Financing  Repayment of loans and borrowings (8,863) (7,752)	Taxation (paid)/received	(413)	2,754
Financing Repayment of loans and borrowings (8,863) (7,752)	<del>-</del> -		(240)
Repayment of loans and borrowings (8,863) (7,752)	Net cash inflow before management of liquid resources and financing	8,789	7,738
Repayment of loans and borrowings (8,863) (7,752)	Financing		
Decrease in cash (74)	_	(8,863)	(7,752)
	Decrease in cash	(74)	(14)

# Harrods Property Limited Cash Flow Statement for the Period ended 2 February 2013

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#### Reconcultation of net cash flow to movement in net debt

	Note	53 weeks ended 2 February 2013 £ 000	52 weeks ended 28 January 2012 £ 000
Decrease in cash		(74)	(14)
Cash outflow from repayment of loans		8,863	7,752
Change in net debt resulting from cash flows	14	8,789	7,738
Other non-cash movements		2,562	4,986
Movement in net debt	14	11,351	12,724
Net debt at start of period	14	(900,731)	(913,455)
Net debt at end of period	14	(889,380)	(900,731)

### Notes to the Financial Statements for the Period ended 2 February 2013

#### 1 Accounting policies

#### Basis of preparation

The financial statements have been prepared under the historical cost convention and in accordance with United Kingdom applicable accounting standards

The principal accounting policies of the company have remained unchanged from the previous period and are set out below

#### Turnover

Turnover is rental income from Harrods Limited and is accounted for on an accruals basis

#### Tangible Fixed Assets and Depreciation

Freehold properties are stated at cost less accumulated depreciation. Depreciation is calculated to write down the cost less estimated residual value of all tangible fixed assets other than freehold land by equal annual instalments over their expected useful lives. The rates generally applicable are

LandNot depreciatedPlant and fittings3-20 yearsFreehold property10-50 years

It is the practice of the company to maintain its properties to a high standard. Accordingly, for the Harrods Department store in Knightsbridge, the directors consider that the life of this asset is so long, and the residual value (based upon prices prevailing at the time of the acquisition or subsequent valuation) is so high, that the depreciation is immaterial. Any permanent diminution in the value of this property is charged to the profit and loss account as appropriate

### Operating leases

Where the company retains subsequently all the risk and rewards of ownership of the asset subject to the lease, the asset is shown within tangible fixed assets. Rental income from these operating leases is recognised on a systematic basis over the period of the lease.

#### Deferred tax

Deferred tax is recognised on all timing differences where the transactions or events that give the company an obligation to pay more tax in the future, or a right to pay less tax in the future, have occurred by the balance sheet date. Deferred tax assets are recognised when it is more likely than not that they will be recovered. Deferred tax is measured using rates of tax that have been enacted or substantively enacted by the balance sheet date.

#### Issue costs

Costs associated with the issue of the bank loan are amortised over the period of the loan

## Notes to the Financial Statements for the Period ended 2 February 2013

## ..... continued

#### Financial instruments

Interest differentials, under which the amounts and periods for which interest rates on borrowings are varied, are reflected as adjustments to interest payable

The company has entered into financial instruments which fix rental income receivable and bank interest payable. The differential in rental income receivable and bank interest payable resulting from utilising these instruments is taken to the profit and loss account in the period to which the financing income or costs relate. As the company has not adopted the measurement criteria of FRS 26 the fair value of the financial instrument is not recognised, but is disclosed in the notes to the accounts.

#### 2 Turnover

The turnover and profit/(loss) on ordinary activities before taxation is attributable to:

	53 weeks ended 2 February 2013 £ 000	52 weeks ended 28 January 2012 £ 000
Rents receivable from related parties	45,556	42,621
3 Operating profit		
Operating profit is stated after charging		
	53 weeks ended 2 February 2013 £ 000	52 weeks ended 28 January 2012 £ 000
Loss on sale of tangible fixed assets	2	-
Auditor's remuneration ( Audit services)	17	21
Depreciation Tangible fixed assets owned	3,162	3,336
4 Interest payable and similar charges		
	53 weeks ended 2 February 2013 £ 000	52 weeks ended 28 January 2012 £ 000
Interest payable on bank loan	33,057	32,812
Amortisation of the issue cost	271	269
Finance charge on swaps	1,958	1,174
	35,286	34,255

## Notes to the Financial Statements for the Period ended 2 February 2013

..... continued

Finance charge on swaps in the current year includes the cost of reducing the notional principal amount under the company's interest rate swaps

## 5 Directors and employees

No emoluments were paid to the directors of the company during the period (2012 £nil)

The company did not employ any persons or incur any staff costs during the period (2012 £nil)

#### 6 Taxation

#### Tax on profit on ordinary activities

	53 weeks ended 2 February 2013 £ 000	52 weeks ended 28 January 2012 £ 000
Current tax		
Current tax charge	1,952	1,630
Prior period adjustments	(432)	(692)
Total Current tax	1,520	938
Deferred tax		
Accelerated capital allowances/(charges)	72	(1,032)
Deferred tax adjustment relating to previous years	596	<u>-</u>
Total deferred tax	668	(1,032)
Total tax on profit on ordinary activities	2,188	(94)

## Notes to the Financial Statements for the Period ended 2 February 2013

## ..... continued

## Factors affecting current tax charge for the period

Tax on profit on ordinary activities for the year is lower than (2012 - lower than) the standard rate of corporation tax in the UK of 24 33% (2012 - 26 32%)

The differences are reconciled below

	53 weeks ended 2 February 2013 £ 000	52 weeks ended 28 January 2012 £ 000
Profit on ordinary activities before taxation	7,062	4,991
Corporation tax at standard rate	1,718	1,314
Capital allowances in excess of depreciation	(61)	429
Transfer pricing adjustments	(110)	(113)
Prior year adjustment	(432)	(692)
Expenses not deductible for tax purposes	405	
Total current tax	1,520	938

## Notes to the Financial Statements for the Period ended 2 February 2013

..... continued

## 7 Tangible fixed assets

	Freehold Properties £ 000
Cost or valuation	
At 29 January 2012	660,372
Disposals	(107)
At 2 February 2013	660,265
Depreciation	
At 29 January 2012	15,645
Charge for the period	3,162
Eliminated on disposals	(105)
At 2 February 2013	18,702
Net book value	
At 2 February 2013	641,563
At 28 January 2012	644,727

Freehold properties are stated at historic cost

All of the company's fixed assets are held for use in operating leases. During the period rental income of £45 6m (2012 £42 6m) has been recognised in respect of these operating leases.

The market value of the properties held is estimated to be £330m (2012 £329m) higher than the carrying value in the accounts

### 8 Debtors

	2 February 2013 £ 000	28 January 2012 £ 000
Amounts due within one year:		
Prepayments and accrued income	294	273
Corporation tax receivable (note 6)	-	692
Amounts due from related party	3	17
	297	982

## Notes to the Financial Statements for the Period ended 2 February 2013

## ..... continued

	2 February 2013 £000	28 January 2012 £ 000
Amounts due after more than one year:		
Loan to related party (note17)	267,136	269,079
Deferred tax	72	740
	267,208	269,819

The related party loan to is QH Partners Limited, a company under the common control of the company's ultimate parent undertaking and is non interest bearing and repayable with not less than 12 months notice by the company. The gross amount outstanding is £267 lm (2012 £269 lm). This loan is considered recoverable against other assets and investments directly or indirectly supporting the nominal value of this loan.

#### Deferred tax

The movement in the deferred tax asset in the period is as follows

·		£ 000
At 29 January 2012		740
Deferred tax charged to the profit and loss account		(668)
At 2 February 2013		72
Analysis of deferred tax		
	2 February 2013 £ 000	28 January 2012 £ 000
Difference between accumulated depreciation and amortisation and		
capital allowances	72	740
	72	740

## Notes to the Financial Statements for the Period ended 2 February 2013

#### ..... continued

In addition to the amount provided for deferred taxation, there are potential assets in respect of deferred taxation (after utilisation of capital losses) of £15 5m (2012 liabilities £6 6m) if the properties were disposed of at the current carrying value. In the opinion of the directors the potential assets in respect of capital gains are unlikely to arise since the majority of the properties will be retained for use by the business

Legislation was introduced in the Finance Act 2012 to reduce the main rate of corporation tax from 26% to 24% with effect from 1 April 2012, and to 23% with effect from 1 April 2013. The effect of this reduction is reflected in the deferred tax liability disclosed in the accounts

Furthermore, the UK Government announced in the Autumn Statement on 5 December 2012 that it intends to reduce the rate of corporation tax by a further 2% to 21% to apply from 1 April 2014. A further reduction of 1% to apply from 1 April 2015 was announced in the Budget on 20 March 2013. The reduction to 20% has not been reflected in the closing deferred tax asset as it has not been substantively enacted at the balance sheet date.

The Directors estimate that the effect of these changes will reduce the company's recognised deferred tax asset by £6k

#### 9 Creditors: Amounts falling due within one year

	2 February 2013 £ 000	28 January 2012 £ 000
Syndicated bank loan (note 10)	10,702	8,863
Accruals and deferred income	3,357	3,971
Bank interest payable	5,568	5,352
Corporation tax payable (note 6)	2,046	1,631
	21,673	19,817
10 Creditors: Amounts falling due after more than one year		
	2 February 2013 £ 000	28 January 2012 £ 000
Syndicated bank loan repayable by instalments (refer (i) below)	551,442	561,873
Loan from related party (refer (111) below)	281,391	282,862
Unamortised swap liability owing to swap counterparty (refer (11) below)	56,311	57,673
	889,144	902,408

### Notes to the Financial Statements for the Period ended 2 February 2013

#### ..... continued

	2 February 2013 £'000	28 January 2012 £'000
The maturity profiles of the company's syndicated bank borrowings at the period end were as follows  Due		
In one year or less	10,702	8,863
Between one and two years	12,296	10,702
Between two and three years	13,924	12,296
Between three and four years	526,199	13,924
Between four and five years	-	526,199
	563,121	571,984
Issue cost	(2,854)	(2,854)
Amortisation charged to date	1,877	1,606
	562,144	570,736
Comprises		
Within one year	10,702	8,863
More than one year	551,442	561,873
	562,144	570,736

(i) During the period, repayments of £8 9m were made on the syndicated bank loan (2012 £7 9m) The balance at 2 February 2013 stands at £563 1m (2012 £572 0m)

The syndicated bank loan is repayable quarterly in advance over 10 years with a final payment of £514 8m due in December 2016. The loan is secured by way of fixed and floating charges over the company's land and buildings. Interest is linked to LIBOR. The company entered into a swap arrangement to eliminate interest rate risk. At 2 February 2013 the fair value of the swap amounted to a liability of £158 7m (2012 £167 9m).

Last year's maturity profile has been restated to adjust for allocation anomalies

- (ii) The company has a limited price inflation ("LPI") swap to eliminate the inflation risk on its rental income Embedded in the LPI swap is a previous liability assumed of £60 5m. At 2 February 2013 the fair value of the swap amounted to a liability of £168 3m (2012 £158 2m)
- (iii) The related party loan is from Harrods Limited, a company under the common control of the group's ultimate parent undertaking and is non interest bearing and repayable on demand by the lender. The debt is subject to a deed of subordination between the lender and Royal Bank of Scotland plc for so long as the group's bank debt remains outstanding.

## Notes to the Financial Statements for the Period ended 2 February 2013

..... continued

## 11 Share capital

Authorised: 100,002 ordinary shares of £1 each 100	100
100,002 ordinary shares of £1 each	100
199	
Allotted and fully paid:	
100,002 ordinary shares of £1 each	100
12 Reserves	
	rofit and account £ 000
At 29 January 2012	3,743
Profit for the period	4,874
At 2 February 2013	8,617
13 Reconciliation of movement in shareholders' funds	
2 February 28 2013 £ 000	January 2012 £ 000
Profit attributable to the members of the company 4,874	5,085
Shareholders' funds/(deficit) at start of period 3,843	(1,242)
Shareholders' funds at end of period 8,717	3,843

## Notes to the Financial Statements for the Period ended 2 February 2013

..... continued

## 14 Analysis of net debt

	At 29 January 2012 £ 000	Cash flow £ 000	Other non-cash changes £ 000	At 2 February 2013 £ 000
Cash at bank and in hand	10,540	(74)	-	10,466
Unamortised swap liability	(57,673)	•	1,362	(56,311)
Bank Ioan	(570,736)	8,863	(271)	(562,144)
Loan from related party	(282,862)	-	1,471	(281,391)
Net debt	(900,731)	8,789	2,562	(889,380)

#### 15 Capital commitments

The company had no capital commitments at 2 February 2013 or 28 January 2012

## 16 Contingent liabilities

In December 2006, the company granted a second charge over the company's properties in favour of the trustee of the Harrods Group Pension Plan as security for the payment and discharge of the liabilities of the pension plan of Harrods Holdings Limited, the principal employer, and other connected and associated persons

There were no other contingent liabilities at 2 February 2013 or 28 January 2012

### Notes to the Financial Statements for the Period ended 2 February 2013

..... continued

#### 17 Related party transactions

The related party loan from Harrods Limited, a company under the common control of the company's ultimate parent undertaking, is non interest bearing and is repayable on demand by the lender However, the debt is subject to a deed of subordination between the lender and Royal Bank of Scotland plc for so long as the company's bank debt remains outstanding. At the period end, the loan outstanding was £286 5m (2012 £286 5m) During the period, movement in the intercompany balance owed to Harrods Property Limited was £15m (2012 £42m)

The property leases with Harrods Limited are for a term of 35 years commencing 5 December 2006 Rent is reviewed annually calculated by using the applicable Retail Price Index (RPI) At 5 December 2012, current rent was £45 6m per annum, receivable quarterly in advance

During the period the company charged rent of £45 6m (2012 £42 6m) to Harrods Limited, the lessee At the period end, the balance of rent received in advance was £3 3m (2012 £3 9m)

During the period the company was recharged for fixed assets additions amounting to £nil (2012 £0 2m) from Harrods Limited At the period end, the creditor balance was £nil (2012 £nil)

The related party loan to QH Partners Limited, a company under the common control of the group's ultimate parent undertaking, is non interest bearing and is repayable with not less than 12 months notice by the company. The loan is considered recoverable against other assets and investments directly or indirectly supporting the nominal value of this loan.

There are no other related party transactions

#### 18 Ultimate parent undertaking

The company's immediate and ultimate United Kingdom parent undertaking is Harrods Property Holdings Limited, which is both the smallest and the largest group which consolidates the results of the company. The group accounts will be filed with the Register of Companies in due course.

The company is an indirect 100% subsidiary of Qatar Holding LLC which is the strategic investment arm of Qatar Investment Authority, the ultimate controlling party