

**UPP Group Limited**  
**Report and financial statements**  
**For the year ended 31 August 2010**

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# **UPP Group Limited**

## **Report and financial statements**

### **for the year ended 31 August 2010**



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# UPP Group Limited

## Directors and advisors



### **Directors**

S O'Shea  
M Allen  
G Behr  
J Benkel  
A Clapp  
P Goddard  
D Palmer

### **Secretary**

J Benkel

### **Auditor**

Grant Thornton UK LLP  
Grant Thornton House  
202 Silbury Boulevard  
Central Milton Keynes  
Buckinghamshire  
MK9 1LW

### **Registered office**

Fourth Floor  
Weston House  
246 High Holborn  
London  
WC1V 7EX

# **UPP Group Limited**

## **Directors' report**

### **for the year ended 31 August 2010**



The directors present their report and financial statements for the year ended 31 August 2010

#### **Results, principal activity and review of the business**

The company's principal activity is that of an investment holding company and the provision of treasury management facilities. The principal activity of its subsidiary undertakings is the development, funding, construction and operation (including facilities management) of student accommodation under the University Partnership Programme ('UPP').

The company will continue to progress its strategy for growth through its subsidiary companies UPP Projects Limited and UPP Residential Services Limited.

UPP Projects Limited will continue to generate development fee income as a result of its bidding, transaction and development activities. The company will also generate returns from subordinated debt investments in each of the Special Purpose Vehicles established through the activity of UPP Projects Limited. UPP Residential Services Limited will increase its operational returns and generate fees from developing its Asset Management business.

Consolidated financial statements are not produced as the results of all of its subsidiary undertakings are included within the consolidated financial statements of the parent company, UPP Group Holdings Limited.

The profit for the year attributable to shareholders and reported in the financial statements is £5,740,000 (2009 £11,220,000).

#### **Post balance sheet event**

On 26 October 2010 the company entered into agreement to provide subordinated secured loan notes of £3,470,000 on 31 August 2011 to a wholly owned subsidiary, UPP (Kent Student Accommodation II) Holdings Limited. This subsidiary company was incorporated on 4 August 2010.

#### **Financial risk management objectives and policies**

The company uses various financial instruments including loans, cash, equity investments and various items, such as trade debtors and trade creditors that arise directly from its operations. The main purpose of these financial instruments is to raise finance for the company's operations. All of the company's financial instruments are of sterling denomination and the company does not trade in financial instruments or derivatives.

The existence of these financial instruments exposes the company to a number of financial risks, which are described in more detail below. The directors review and agree policies for managing each of these risks and they are summarised below. These policies have remained unchanged from the previous year.

#### **Interest rate risk**

The company finances its operations through a mixture of retained profits and intra group borrowings. Interest on the intra group borrowings is at commercial rates.

#### **Liquidity risk**

The company seeks to manage financial risk by ensuring sufficient liquidity is available to meet foreseeable needs and debt servicing and to invest cash assets safely and profitably.

#### **Dividend**

The directors paid a dividend of £2,800,000 during the year (2009 £14,100,000).

# UPP Group Limited

## Directors' report (continued)

### for the year ended 31 August 2010

#### Directors and their interests

The directors holding office during the year ended 31 August 2010 and subsequently are

M Allen	
G Behr	
J Benkel	
A Clapp	(appointed 7 June 2010)
C Crawford	(resigned 2 October 2010)
A Gregson	(resigned 7 June 2010)
P Goddard	(appointed 1 December 2009)
D Lomas	(resigned 29 September 2010)
D Palmer	(appointed 26 January 2011)
S O'Shea	
Y Wells	(appointed 9 February 2010, resigned 24 January 2011)

At 31 August 2010, none of the directors had any beneficial interests in the shares of the company or in any of the group companies

#### Creditor payment terms

When entering into commitments for the purchase of services and goods, the company gives due consideration to quality, price and the terms of payment. Suppliers are made aware of these terms. The company abides by these terms whenever it is satisfied that suppliers have provided the services or goods in accordance with such agreed terms and conditions. In the event of disputes, efforts are made to resolve these quickly. The average creditor days in the year were 55 days (2009: 38 days).

#### 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 financial statements in accordance with United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice). The financial statements are required by law to 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 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,
- 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 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.

In so far as the directors are aware

- there is no relevant audit information of which the company's auditors are unaware, and

**UPP Group Limited  
Directors' report (continued)  
for the year ended 31 August 2010**

**Statement of directors' responsibilities (continued)**

- the directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditors are aware of that information

**Auditor**

Having passed elective resolutions of the shareholders the company is exempt from the obligation to annually re-appoint auditors and to hold annual general meetings. Accordingly the board recommend that Grant Thornton UK LLP continue in office as auditor to the company.

**On behalf of the Board**



**G Behr  
Director**

**17 FEB 2011**

## **Report of the independent auditor to the members of UPP Group Limited**

We have audited the financial statements of UPP Group Limited for the year ended 31 August 2010 which comprise the profit and loss account, balance sheet, and the related notes 1 to 17. 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 auditor**

As explained more fully in the Directors' Responsibilities Statement, the directors are responsible for the preparation of financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). These 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**

A description of the scope of audit of financial statements is provided on the APB's website at [www.frc.org.uk/apb/scope/UKNP](http://www.frc.org.uk/apb/scope/UKNP).

### **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 31 August 2010 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 Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.



## **Report of the independent auditor to the members of UPP Group 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 by the company, or returns adequate for our audit have not been received from branches not visited by us, or
- the company 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

*Grant Thornton UK LLP*

**Giles Mullins  
Senior Statutory Auditor  
For and on behalf of Grant Thornton UK LLP  
Statutory Auditors, Chartered Accountants**

**Central Milton Keynes**

*17 Feb 2011*



# UPP Group Limited

## Profit and loss account

### for year ended 31 August 2010



		Year ended 31 August 2010 £'000	Year ended 31 August 2009 £'000
	Notes		
Other operating income	2	77	3,364
Investment income from subsidiary undertakings		4,315	3,349
Operating expenses		(4,590)	(1,483)
<b>Operating (loss) / profit</b>		<b>(198)</b>	<b>5,230</b>
Interest receivable & similar income	6	6,494	5,132
Interest payable & similar charges	-	-	-
<b>Profit on ordinary activities before taxation</b>		<b>6,296</b>	<b>10,362</b>
Tax (charge) / credit on profit on ordinary activities	7	(556)	858
<b>Profit for the financial year</b>	14	<b>5,740</b>	<b>11,220</b>

The above results all relate to continuing operations

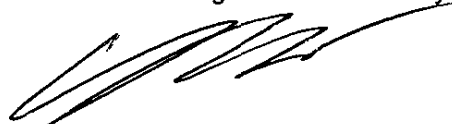
The company has no recognised gains and losses other than the profit for the years ended 31 August 2010 and 31 August 2009 and therefore no separate statement of total recognised gains and losses has been presented

**UPP Group Limited**  
**Balance sheet**  
**as at 31 August 2010**

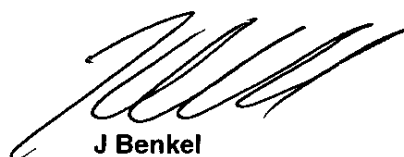
		<b>31 August</b>	<b>31 August</b>
		<b>2010</b>	<b>2009</b>
	<b>Notes</b>	<b>£'000</b>	<b>£'000</b>
<b>Fixed assets</b>			
Investments	8	19,096	19,096
<b>Current assets</b>			
Debtors amounts falling due within one year	9	7,039	7,367
Debtors amounts falling due after more than one year	10	74,627	71,314
Cash at bank and in hand	11	8,828	13,590
		<b>90,494</b>	<b>92,271</b>
Creditors amounts falling due within one year	12	(5,226)	(10,096)
<b>Net current assets</b>		<b>85,268</b>	<b>82,175</b>
<b>Total assets less current liabilities</b>		<b>104,364</b>	<b>101,271</b>
		<b>104,364</b>	<b>101,271</b>
<b>Share capital and reserves</b>			
Called up share capital	13	1	1
Share premium account	14	85,493	85,493
Capital reserve	14	592	439
Profit and loss account	14	18,278	15,338
		<b>104,364</b>	<b>101,271</b>

The financial statements were approved by the board on  
and were signed on its behalf by

**17 FEB 2011**



**G Behr**  
**Director**



**J Benkel**  
**Director**

**Registered number: 06218832**

# UPP Group Limited

## Notes to the financial statements

### for the year ended 31 August 2010

#### 1. Principal accounting policies

##### (a) Basis of accounting

The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards and the Companies Act 2006. The accounting policies remain unchanged from the previous year.

##### (b) Cash flow statement

The company has taken advantage of the exemption available under FRS 1 (revised) and has not prepared a cash flow statement by virtue of being a small company.

##### (c) Investments

Investments are held at historic cost.

For investments in subsidiaries acquired for consideration including the issue of shares qualifying for merger relief, cost is measured by reference to the nominal value only of the shares issued. Any premium is ignored.

For investments in subsidiaries acquired for consideration including the issue of shares qualifying for group reconstruction relief, cost is measured by reference to the net asset value of the shares issued, and the premium is accounted for accordingly. Where the subsidiary acquired was in a net liability position at acquisition the investment is shown at the nominal value of the shares issued.

##### (d) Impairment reviews

The carrying values of investments are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable.

##### (e) Taxation

###### (i) Current tax

The charge for current taxation for the year is based on the result for the year, adjusted for disallowable items.

###### (ii) Deferred tax

Full provision has been made for deferred taxation in respect of timing differences that have originated, but not reversed at the balance sheet date where an event has occurred that results in an obligation to pay more or less tax in the future by the balance sheet date except that:

- Provision is made for gains on disposal of assets that have been rolled over into replacement assets only to the extent that, at the balance sheet date, there is a binding agreement to dispose of the assets concerned.
- Provision is not made for the remittance of a subsidiary, associate or joint venture's earnings that would cause tax to be payable where no commitment has been made to the remittance of the earnings.
- Deferred tax assets are recognised to the extent that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

# UPP Group Limited

## Notes to the financial statements (continued)

### for the year ended 31 August 2010

#### 1. Principal accounting policies (continued)

##### (f) Taxation (continued)

###### (ii) Deferred tax (continued)

Deferred tax is measured on a non-discounted basis at the tax rates that are expected to apply in the years in which the timing differences reverse, based on the tax rates enacted at the balance sheet date. Group relief is only accounted for to the extent that a formal policy is in place at the year / period end. Where no policy is in place, current and deferred tax is measured before benefits which may arise from a formal group relief policy.

##### (g) Defined contribution pension scheme

Contributions to employees' personal pension arrangements during the year are charged to the profit and loss account as incurred. For eligible employees, contributions are made to employees' personal pension schemes, based on a predetermined percentage of individuals' salaries.

##### (h) Related party transactions

The company is a wholly owned subsidiary of UPP Group Holdings Limited and as such the company has taken advantage of the terms of FRS 8 not to disclose related party transactions which are eliminated on consolidation.

##### (i) Capital reserve

The capital contributions relate to benefits assigned by The Alma Mater Fund LP who retain the risks associated with the benefits. These have been received in cash and are non-refundable.

#### 2. Other operating income

Other operating income represents fees (net of VAT) charged to subsidiary undertakings for various services provided.

#### 3. Directors' remuneration

	Year ended 31 August 2010 £'000	Year ended 31 August 2009 £'000
Emoluments	479	440
Company contributions to defined contribution schemes	25	25
	<b>504</b>	<b>465</b>

The amounts included above in respect of the highest paid director are as follows:

	Year ended 31 August 2010 £'000	Year ended 31 August 2009 £'000
Emoluments	281	247
Company contributions to defined contribution schemes	13	13
	<b>294</b>	<b>260</b>

**UPP Group Limited**  
**Notes to the financial statements (continued)**  
**for the year ended 31 August 2010**



**3. Directors' remuneration (continued)**

In addition a number of directors of the company were also directors of the subsidiary undertakings, UPP Projects Limited and UPP Residential Services Limited, and their remuneration is disclosed in the accounts of those companies

**4. Employee costs**

	<b>2010</b>	2009
	<b>Number</b>	Number
The average number of persons employed by the company during the year was as follows		
Administration	<u>6</u>	<u>-</u>

During the year ended 31 August 2010 eleven employees were transferred to the company from its subsidiary undertakings, UPP Projects Limited and UPP Residential Services Limited

During the year ended 31 August 2009 the company had no employees

These employees continue to be paid through the subsidiary undertakings and the company was recharged an amount of £1,148,000 by its subsidiary, UPP Projects Limited, for services provided by these employees (2009 £959,000)

**5. Auditors' remuneration**

	<b>Year ended 31 August 2010 £'000</b>	Year ended 31 August 2009 £'000
Fees payable to the Company's auditor for the audit of the company's annual accounts	<b>3</b>	2
Fees payable to the Company's auditor and its associates for other services		
Audit of other group companies	<b>38</b>	33
Tax services	<b>6</b>	-
	<u><b>47</b></u>	<u>35</u>

**6. Interest receivable and similar income**

	<b>Year ended 31 August 2010 £'000</b>	Year ended 31 August 2009 £'000
Interest on cash balances	<b>227</b>	335
Interest from loans to group companies	<b>-</b>	18
Interest from secured subordinated loan notes	<b>6,267</b>	4,779
	<u><b>6,494</b></u>	<u>5,132</u>

**UPP Group Limited**  
**Notes to the financial statements (continued)**  
**for the year ended 31 August 2010**

**7. Tax on profit on ordinary activities**

	Year ended 31 August 2010 £'000	Year ended 31 August 2009 £'000
<b>a) Analysis of charge / (credit) for the year</b>		
<i>Current tax</i>		
Current tax on income for the year (note 7b)	556	-
Adjustment to tax charge in respect of prior years	-	(858)
	<u>556</u>	<u>(858)</u>
<i>Deferred tax</i>		
Current year	-	-
Adjustments to tax charge in respect of previous years	-	-
Total deferred tax	<u>-</u>	<u>-</u>
<b>Tax charge / (credit) on profit on ordinary activities</b>	<u>556</u>	<u>(858)</u>

**b) Factors affecting current tax charge / (credit) for the year**

The tax assessed for the year is lower (2009 lower) than the standard rate of corporation tax in the UK 28% (2009 28%) The differences are explained below

	Year ended 31 August 2010 £'000	Year ended 31 August 2009 £'000
Profit on ordinary activities before tax	<u>6,296</u>	<u>10,362</u>
Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 28% (2009 28%)	1,763	2,901
<i>Effects of</i>		
Other timing differences	1	-
Non taxable income	(1,208)	(938)
Adjustment to tax charge in respect of prior years	-	(858)
Group relief claimed not paid for	-	(1,963)
<b>Current tax charge / (credit) for the year (note 7a)</b>	<u>556</u>	<u>(858)</u>

**UPP Group Limited**  
**Notes to the financial statements (continued)**  
**for the year ended 31 August 2010**



**8. Fixed asset investments**

<b>Company</b>	<b>Interest in subsidiary undertakings £'000</b>
At 1 September 2009 and 31 August 2010	<b>19,096</b>

A list of the subsidiary undertakings that were trading at the balance sheet date is as below

	<b>Proportion of shares held</b>	<b>Nature of Business</b>
UPP (Alcuin) Limited	78%	Student Accommodation
UPP (Lancaster) Holdings Limited	100%	Student Accommodation
UPP (Nottingham) Limited	80%	Student Accommodation
UPP (Broadgate Park) Holdings Limited	100%	Student Accommodation
UPP (Plymouth Three) Limited	100%	Student Accommodation
UPP (Kent Student Accommodation) Limited	100%	Student Accommodation
UPP (Loughborough Student Accommodation) Holdings Limited	100%	Student Accommodation
UPP (Oxford Brookes) Limited	100%	Student Accommodation
UPP (Reading) Limited	100%	Student Accommodation
UPP Leeds Metropolitan II Limited	100%	Student Accommodation
UPP Loring Hall Limited	100%	Student Accommodation
UPP Projects Limited	100%	Develop partnerships for the provision of student accommodation
UPP Residential Services Limited	100%	Provision of facility management services

The proportion of voting rights held are in line with the proportion of shares held except at UPP (Nottingham) Limited where the company holds 85% of the voting rights

The results for the year ended 31 August 2010, and the capital & reserves as at 31 August 2010 for each of these subsidiary undertakings is -

	<b>Profit &amp; Loss for the year £'000</b>	<b>Capital &amp; Reserves £'000</b>
UPP (Alcuin) Limited	(573)	16,908
UPP (Lancaster) Holdings Limited	(3,121)	20,858
UPP (Nottingham) Limited	(1,660)	8,915
UPP (Broadgate Park) Holdings Limited	3,631	(4,240)
UPP (Plymouth Three) Limited	(392)	13,649
UPP (Kent Student Accommodation) Limited	(208)	2,924
UPP (Loughborough Student Accommodation) Holdings Limited	(241)	1,764
UPP (Oxford Brookes) Limited	(4,445)	2,735
UPP (Reading) Limited	(1,152)	6,973
UPP Leeds Metropolitan II Limited	(461)	(487)
UPP Loring Hall Limited	82	145
UPP Projects Limited	2,210	8,220
UPP Residential Services Limited	1,208	2,867

**UPP Group Limited**  
**Notes to the financial statements (continued)**  
**for the year ended 31 August 2010**



**9. Debtors: amounts falling due within one year**

	31 August 2010 £'000	31 August 2009 £'000
Sundry debtors and accrued income	114	282
VAT recoverable	98	-
Amounts due from group undertakings	6,827	7,085
	<u>7,039</u>	<u>7,367</u>

**10. Debtors: amounts falling due after more than one year**

	31 August 2010 £'000	31 August 2009 £'000
Secured subordinated loan notes	<u>74,627</u>	<u>71,314</u>

**Secured subordinated loan notes**

The subordinated loan note funding is provided to a number of the subsidiary undertakings. At the balance sheet date an amount of £2,506,000 still remains to be subscribed for and should be so on 31 August 2011. On 26 October 2010 the company entered into agreement to provide subordinated loan notes of £3,470,000 to a new subsidiary undertaking on 31 August 2011 (see note 17).

The loan notes are secured under a number of subordinated debenture deeds. The loan notes are subject to the same security as the senior debt facilities of the relevant subsidiary undertaking but are subordinated to the right of payment of the senior debt providers.

The weighted average interest rate is 11.66% per annum for a weighted average period of 39 years. The final repayment dates on the subordinated loan notes range from August 2038 and August 2058.

**11. Cash**

Included within the cash balance is an amount of £2,528,000 (2009: £2,528,000) held in advance of the issue of loan notes to UPP (Plymouth Three) Limited on 31 August 2011. This cash is secured by way of a fixed charge to the senior debt provider of that company.

Included within cash as at 31 August 2009 was an amount that was held on interest bearing deposit by the company on behalf of two of its subsidiary undertakings, UPP Projects Limited and UPP Residential Services Limited. These amounts could be called upon on demand. The amount held on behalf of the subsidiary undertakings as at 31 August 2010 was £5,352,000. As at 31 August 2010 the company did not hold any amounts on behalf of its subsidiary undertakings.



**UPP Group Limited**  
**Notes to the financial statements (continued)**  
**for the year ended 31 August 2010**



**12. Creditors: amounts falling due within one year**

	31 August 2010 £'000	31 August 2009 £'000
Trade creditors	353	18
Loans from group undertakings	2,431	2,431
Amounts owed to group undertakings	-	7,101
Corporation tax payable	556	-
Other taxes and social security	-	242
Accruals and deferred income	1,886	304
	<b>5,226</b>	<b>10,096</b>

**13. Called up share capital**

	31 August 2010 £	31 August 2009 £
<b>Authorised</b>		
20,000,000 Ordinary shares of 0.01p each	<b>2,000</b>	<b>2,000</b>
<b>Allotted, called up and fully paid</b>		
10,000,021 Ordinary shares of 0.01p each	<b>1,000</b>	<b>1,000</b>

**14. Reconciliation of shareholders' funds and movement on reserves**

	Share capital £'000	Share premium account £'000	Profit & loss account £'000	Capital reserve £'000	Total shareholders' funds £'000
At 1 September 2009	1	85,493	15,338	439	101,271
Capital contribution	-	-	-	153	153
Dividend paid in year	-	-	(2,800)	-	(2,800)
Profit for the year	-	-	5,740	-	5,740
<b>At 31 August 2010</b>	<b>1</b>	<b>85,493</b>	<b>18,278</b>	<b>592</b>	<b>104,364</b>

The capital contributions relate to benefits assigned by The Alma Mater Fund LP who retain the risks associated with the benefits. These have been received in cash and are non-refundable.

# UPP Group Limited

## Notes to the financial statements (continued)

### for the year ended 31 August 2010



#### 15. Parent undertaking and controlling party

The company's immediate parent undertaking is UPP Group Holdings Limited

UPP Group Holdings Limited is owned by The Alma Mater Fund LP (acting through its general partner Barclays Alma Mater General Partner Limited), Barclays European Infrastructure Fund LP (acting through its general partner Barclays European Infrastructure Limited) and Barclays European Infrastructure Fund II LP (acting through its Barclays European Infrastructure II Limited) The Alma Mater Fund LP and Barclays Alma Mater General Partner Limited are collectively referred to as 'Alma Mater'

It is the directors' opinion that Alma Mater is the ultimate controlling party

The parent undertaking of the smallest and largest group of which the company is a member and for which group accounts are prepared is UPP Group Holdings Limited

Copies of the accounts can be obtained from Companies House, Cardiff CF4 3UZ, once they have been filed

#### 16. Related party transactions

The company is a wholly owned subsidiary of UPP Group Holdings Limited and as such the company has taken advantage of the terms of FRS 8 not to disclose related party transactions which are eliminated on consolidation

Two of the company's subsidiary undertakings, UPP (Alcuin) Limited and UPP (Nottingham) Limited are not 100% owned by the company and therefore this exemption does not apply The transactions with these companies are detailed below

	UPP (Alcuin) Limited		UPP (Nottingham) Limited	
	2010	2009	2010	2009
	£'000	£'000	£'000	£'000
<b>Profit &amp; loss account</b>				
Sub debt interest receivable & directors fees	275	275	904	845
<b>Balance sheet</b>				
Amounts due from group undertakings within one year	272	278	1,422	1,622
Amounts due from group undertakings in more than one year	3,112	3,112	12,210	12,210

#### 17. Post balance sheet events

On 26 October 2010 the company entered into agreement to provide subordinated secured loan notes of £3,470,000 on 31 August 2011 to a wholly owned subsidiary, UPP (Kent Student Accommodation II) Holdings Limited This subsidiary company was incorporated on 4 August 2010