

Company registration number: 06426141

# Lendlease E&C Legacy Limited

Annual Report and Financial Statements

for the year ended 30 June 2023



# **Lendlease E&C Legacy Limited**

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## **Lendlease E&C Legacy Limited**

### **Directors' Report for the Year Ended 30 June 2023**

The directors of Lendlease E&C Legacy Limited present their report for the financial year ended 30 June 2023.

#### **Directors of the company**

The following persons held office as directors of the Company during the financial year and up to the date of this report:

K S Lansdown (resigned 26 August 2022)

G G Thomas

L J Brown (resigned 13 January 2023)

A Gangemi (appointed 13 January 2023)

L N Bramble (appointed 13 January 2023)

#### **Results**

The Company's loss after tax for the year was £28.2k (2022: loss of £20.9k).

#### **Dividends**

The directors do not recommend the payment of a dividend (2022: £nil).

#### **Political donations**

The Company made no political donations or incurred any political expenditure during the year (2022: £nil).

#### **Outlook**

The company will continue to perform the principal activities as described in Note 1 until the Company is wound up. It is the intention of the Directors to wind the Company up in the next financial period.

#### **Events after the balance sheet date**

There were no material events subsequent to the end of the financial year.

#### **Disclosure of information to the auditor**

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditor is unaware; and each director has taken all the steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

## **Lendlease E&C Legacy Limited**

### **Directors' Report for the Year Ended 30 June 2023 (continued)**

#### **Reappointment of auditor**

Pursuant to Section 487 of the Companies Act 2006, the auditor will be deemed to be reappointed and KPMG LLP will therefore continue in office.

Approved by the board on 22/11/2023 and signed on its behalf by:



.....  
L N Bramble  
Director

## **Lendlease E&C Legacy Limited**

### **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 UK accounting standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 101 *Reduced Disclosure Framework*.

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;
- state whether applicable UK accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- assess the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so. As explained in note 2, the directors do not believe that it is appropriate to prepare these financial statements on a going concern basis.

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 responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

## **Independent Auditor's Report to the Directors of Lendlease E&C Legacy Limited**

### **Opinion**

We have audited the financial statements of Lendlease E&C Legacy Limited (the "Company") for the year ended 30 June 2023 which comprise the Statement of Profit or Loss and Other Comprehensive Income, Statement of Financial Position, Statement of Changes in Equity, and related notes, including the summary of significant accounting policies in note 3.

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 30 June 2023 and of its profit for the year then ended;
- have been properly prepared in accordance with UK accounting standards, including FRS 101 *Reduced Disclosure Framework*; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

### **Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities are described below. We have fulfilled our ethical responsibilities under, and are independent of the Company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

### **Emphasis of matter - non-going concern basis of preparation**

We draw attention to the disclosure made in note 2 to the financial statements which explains that the financial statements have not been prepared on the going concern basis for the reason set out in that note. Our opinion is not modified in respect of this matter.

## **Independent Auditor's Report to the Directors of Lendlease E&C Legacy Limited (continued)**

### **Fraud and breaches of laws and regulations - ability to detect**

#### *Identifying and responding to risks of material misstatement due to fraud*

To identify risks of material misstatement due to fraud ("fraud risks") we assessed events or conditions that could indicate an incentive or pressure to commit fraud or provide an opportunity to commit fraud. Our risk assessment procedures included:

- enquiring of Directors and inspection of policy documentation as to the Companies policies and procedures to prevent and detect fraud as well as whether they have knowledge of any actual, suspected or alleged fraud.
- Reading Board minutes
- Using analytical procedures to identify any unusual or unexpected relationships

As required by auditing standards, we perform procedures to address the risk of management override of controls, in particular the risk that management may be in a position to make inappropriate accounting entries. On this audit we do not believe there is a fraud risk related to revenue recognition because the Company does not generate any revenue.

We did not identify any additional fraud risks.

We also performed procedures including:

- Identifying journal entries to test based on risk criteria and comparing the identified entries to supporting documentation.

#### *Identifying and responding to risks of material misstatement due to non-compliance with laws and regulations*

We identified areas of laws and regulations that could reasonably be expected to have a material effect on the financial statements from our general commercial and sector experience and through discussion with the members (as required by auditing standards), and discussed with the members the policies and procedures regarding compliance with laws and regulations.

The Company is subject to laws and regulations that directly affect the financial statements including financial reporting legislation (including related companies legislation), distributable profits legislation and taxation legislation and we assessed the extent of compliance with these laws and regulations as part of our procedures on the related financial statement items.

Whilst the Company is subject to many other laws and regulations, we did not identify any others where the consequences of non-compliance alone could have a material effect on amounts or disclosures in the financial statements.

## **Independent Auditor's Report to the Directors of Lendlease E&C Legacy Limited (continued)**

### **Context of the ability of the audit to detect fraud or breaches of law or regulation**

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it.

In addition, as with any audit, there remained a higher risk of non-detection of fraud, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. Our audit procedures are designed to detect material misstatement. We are not responsible for preventing non-compliance or fraud and cannot be expected to detect non-compliance with all laws and regulations.

### **Directors' report**

The directors are responsible for the directors' report. Our opinion on the financial statements does not cover that report and we do not express an audit opinion thereon.

Our responsibility is to read the directors' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- we have not identified material misstatements in the directors' report;
- in our opinion the information given in that report for the financial year is consistent with the financial statements; and
- in our opinion that report has been prepared in accordance with the Companies Act 2006.

### **Matters on which we are required to report by exception**

Under the Companies Act 2006 we are required 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.

We have nothing to report in these respects.



## **Independent Auditor's Report to the Directors of Lendlease E&C Legacy Limited (continued)**

### **Directors' responsibilities**

As explained more fully in their statement 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; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and using the going concern basis of accounting unless they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

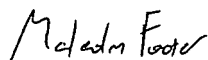
### **Auditor's responsibilities**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities).

### **The purpose of our audit work and to whom we owe our responsibilities**

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.



**Malcolm Footer**  
**(Senior Statutory Auditor)**  
**for and on behalf of KPMG LLP, Statutory Auditor**  
*Chartered Accountants*  
15 Canada Square  
London  
United Kingdom  
E14 5GL

Date:..... 22 November 2023

## **Lendlease E&C Legacy Limited**

### **Statement of Profit or Loss and Other Comprehensive Income For the year ended 30 June 2023**

	<b>Note</b>	<b>2023 £</b>	<b>2022 £</b>
Finance costs	4	<u>(35,513)</u>	<u>(25,747)</u>
<b>Net finance cost</b>		<u><b>(35,513)</b></u>	<u><b>(25,747)</b></u>
<b>Loss before tax</b>		<b>(35,513)</b>	<b>(25,747)</b>
Income tax credit	8	<u>7,279</u>	<u>4,892</u>
<b>Loss after tax</b>		<u><b>(28,234)</b></u>	<u><b>(20,855)</b></u>
<b>Total comprehensive loss after tax</b>		<u><b>(28,234)</b></u>	<u><b>(20,855)</b></u>

The above results were derived from continuing operations.

The notes to and forming part of these financial statements are set out on pages 11 to 16.

# Lendlease E&C Legacy Limited

## Statement of Financial Position as at 30 June 2023

	Note	2023 £	2022 £
<b>Current assets</b>			
Current tax assets	8	7,279	4,892
<b>Total current assets</b>		<u>7,279</u>	<u>4,892</u>
<b>Current liabilities</b>			
Trade and other payables	9	(645,837)	(615,216)
<b>Total current liabilities</b>		<u>(645,837)</u>	<u>(615,216)</u>
<b>Net liabilities</b>		<u>(638,558)</u>	<u>(610,324)</u>
<b>Equity</b>			
Issued capital	10	100	100
Retained earnings		(638,658)	(610,424)
<b>Total equity</b>		<u>(638,558)</u>	<u>(610,324)</u>

The notes to and forming part of these financial statements are set out on pages 11 to 16.

These statements were approved by the Board on 22/11/2023 and were signed on its behalf by:



.....  
L N Bramble

Director

Company Registration Number: 06426141

## Lendlease E&C Legacy Limited

### Statement of Changes in Equity for the year ended 30 June 2023

	Share capital £	Retained earnings £	Total £
At 1 July 2022	100	(610,424)	(610,324)
<b>Total comprehensive loss</b>			
Loss for the year	-	(28,234)	(28,234)
<b>Total comprehensive loss</b>	-	(28,234)	(28,234)
At 30 June 2023	100	(638,658)	(638,558)

	Share capital £	Retained earnings £	Total £
At 30 June 2021	100	(589,569)	(589,469)
<b>Total comprehensive income</b>			
Loss for the year	-	(20,855)	(20,855)
<b>Total comprehensive income</b>	-	(20,855)	(20,855)
At 30 June 2022	100	(610,424)	(610,324)

The notes to and forming part of these financial statements are set out on pages 11 to 16.

## **Lendlease E&C Legacy Limited**

### **Notes to the Financial Statements for the year ended 30 June 2023**

#### **1 General information**

Lendlease E&C Legacy Limited (the "Company") is a private company limited by share capital incorporated and domiciled in United Kingdom. The company registration number is 06426141.

The address of its registered office is:

5 Merchant Square  
Level 9  
London  
W2 1BQ  
United Kingdom

#### **2 Basis of preparation**

##### **Summary of significant accounting policies and key accounting estimates**

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

##### **Going Concern**

The financial statements have been prepared on a non-going concern basis. The Directors have considered the liquidity of the company going forward, there is no intention for any future trading activity in the entity.

Although the financial statements have been prepared on a non-going concern basis, the Directors believe that the company is well placed to manage its future commitments over a period of at least 12 months from the date of the financial statements. The Directors have considered the impact of the non-going concern basis on the carrying value of the balances and have concluded no adjustment to be necessary.

##### **Critical accounting judgements and key sources of estimation uncertainty**

The preparation of financial statements that comply with IFRS requires management to make judgements, estimates and assumptions which can affect the application of accounting policies and reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. These estimates and underlying assumptions are reviewed on an ongoing basis and revisions are recognised prospectively. Accounting judgements that have the most significant effects on reported amounts and further information about estimated uncertainties are highlighted in the relevant accounting policy in note 3.

#### **3 Accounting policies**

##### **Finance income and costs**

Interest receivable and interest payable is recognised in the Statement of Profit or Loss as it accrues, using the effective interest method.

## **Lendlease E&C Legacy Limited**

### **Notes to the Financial Statements for the year ended 30 June 2023 (continued)**

#### **3 Accounting policies (continued)**

##### **Taxation**

Income tax on the profit or loss for the period comprises current tax. Income tax is recognised in the Statement of Profit or Loss, except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity.

Current tax is the expected tax payable or receivable on the taxable income for the financial year, using applicable tax rates (and tax laws) at the Statement of Financial Position date, and any adjustment to tax payable in respect of previous financial years. The current tax payable or receivable includes amounts awaiting settlement of group relief with other Lendlease Europe Holdings Limited subsidiary entities.

Deferred tax is the expected tax payable or receivable in future periods as a result of past transactions or events and is calculated by comparing the accounting balance sheet to the tax balance sheet. Temporary differences are provided for any differences in the carrying amounts of assets and liabilities between the accounting and tax balance sheets. Temporary differences are not provided for on the initial recognition of assets or liabilities that affect neither accounting nor taxable profit and differences relating to investments in subsidiaries to the extent that they are not likely to reverse in the foreseeable future.

Measurement of deferred tax is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities using applicable tax rates and laws at the reporting date.

Recognition of deferred tax assets is only to the extent it is probable that future taxable profits will be available so as the related tax asset will be realised. Deferred tax assets may include deductible temporary differences, unused tax losses and unused tax credits.

Management considers the estimation of future taxable profits to be an area of estimation uncertainty as a change in any of the assumptions used in budgeting and forecasting would have an impact on the future profitability of the Company. Forecasts and budgets form the basis of future profitability to support the carrying value of deferred tax assets.

Presentation of deferred tax assets and liabilities can be offset if there is a legally enforceable right to offset current tax liabilities and assets, they relate to income taxes levied by the same tax authority, and they are intended to be settled on a net basis or realised simultaneously.

## **Lendlease E&C Legacy Limited**

### **Notes to the Financial Statements for the year ended 30 June 2023 (continued)**

#### **3 Accounting policies (continued)**

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

Liabilities are recognised for amounts to be paid in the future for goods or services received, whether or not billed to the Company. Trade and other payables are settled in the normal course of business. Trade and other payables are carried at amortised cost using the effective interest method, which applies the interest rate that discounts estimated future cash outflows over the term of the trade and other payables. Cash flows relating to short term trade and other payables are not discounted if the effect of discounting is immaterial. The discount, if material, is then recognised as a finance cost over the remaining term.

##### **Share capital**

Ordinary shares are classified as equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of the direct costs of issuing the equity instruments. If payment is deferred and the time value of money is material, the initial measurement is on a present value basis.

#### **4 Finance income and costs**

	2023 £	2022 £
<b>Finance costs</b>		
Interest payable to related parties	<u>(35,513)</u>	<u>(25,747)</u>

#### **5 Staff costs**

The Company had no employees throughout the year (2022: nil).

#### **6 Directors' remuneration**

The directors of the Company were all directly employed by Lendlease Construction (Europe) Limited during the financial year. Their remuneration was recharged to the Company apart from the following directors whose costs were recharged to the following entity:

K S Lansdown: Lendlease Development (Europe) Limited  
G G Thomas: Lendlease Development (Europe) Limited  
L J Brown: Lendlease Development (Europe) Limited  
A Gangemi: Lendlease Development (Europe) Limited  
L N Bramble: Lendlease Development (Europe) Limited

Any qualifying services in respect of the Company are considered to be incidental and part of the directors' overall management services for the above entity. The directors' remuneration for the current year and prior year is included in the financial statements of the above entity.

## Lendlease E&C Legacy Limited

### Notes to the Financial Statements for the year ended 30 June 2023 (continued)

#### 7 Auditor's remuneration

	2023 £	2022 £
Audit of financial statements	<u>5,395</u>	<u>2,618</u>

The auditor's remuneration has been borne by a fellow group undertaking.

#### 8 Taxation

Tax credited in the Statement of Profit or Loss

	2023 £	2022 £
<b>Current tax</b>		
Current year	<u>7,279</u>	<u>4,892</u>
<b>Total current tax</b>	<u>7,279</u>	<u>4,892</u>

The credit for the year can be reconciled to the result per the Statement of Profit or Loss as follows

	2023 £	2022 £
Loss before tax	<u>(35,513)</u>	<u>(25,747)</u>
Tax on loss at standard UK tax rate of 20.5% (2022: 19%)	<u>7,279</u>	<u>4,892</u>
<b>Total income tax credit</b>	<u>7,279</u>	<u>4,892</u>

Budget 2021 announced an increase to the main rate of UK corporation tax from 19% to 25%. This was substantively enacted on 24 May 2021 and was effective from 1 April 2023.

#### Residential Property Developer Tax (RPDT)

The Residential Property Developer Tax (RPDT), introduced by Finance Act 2022, applies from 1 April 2022 at a rate of 4% to profits arising from residential property developer activities, in excess of an annual £25 million group allowance. The company, as a member of a Group participating in residential property developer activities, anticipates no charge in relation to RPDT for the period ending 30 June 2023 (2022: nil).



# **Lendlease E&C Legacy Limited**

## **Notes to the Financial Statements for the year ended 30 June 2023 (continued)**

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

	<b>2023</b>	<b>2022</b>
	<b>£</b>	<b>£</b>
<b>Current</b>		
Amounts due to related parties	<u>(645,837)</u>	<u>(615,216)</u>

### **10 Issued capital**

#### **Allotted, called up and fully paid shares**

	<b>2023</b>		<b>2022</b>	
	<b>No.</b>	<b>£</b>	<b>No.</b>	<b>£</b>
Ordinary A Shares of £1 each	<u>100</u>	<u>100</u>	<u>100</u>	<u>100</u>

#### **Rights, preferences and restrictions**

Ordinary shares have the following rights, preferences and restrictions:

The holders of ordinary shares have the right to receive declared dividends from the Company and are entitled to one vote per share at meetings of the Company.

## **Lendlease E&C Legacy Limited**

### **Notes to the Financial Statements for the year ended 30 June 2023 (continued)**

#### **11 Parent and ultimate parent undertaking**

The company's immediate parent is Lendlease Residential (CG) Limited.

The ultimate parent is Lendlease Corporation Limited.

#### **Relationship between entity and parents**

The parent of the largest group in which these financial statements are consolidated is Lendlease Corporation Limited, incorporated in Australia.

The address of Lendlease Corporation Limited is:

Level 14 Tower Three  
International Towers Sydney  
Exchange Place  
300 Barangaroo Avenue  
Barangaroo NSW 2000

The consolidated financial statements of that group may be obtained from [www.lendlease.com](http://www.lendlease.com).

The parent of the smallest group in which these financial statements are consolidated is Lendlease Europe Holdings Limited, incorporated in England and Wales.

The address of Lendlease Europe Holdings Limited is:

5 Merchant Square  
Level 9  
London W2 1BQ

The consolidated financial statements of that group may be obtained from:

The Registrar of Companies  
Companies House  
Crown Way  
Maindy, Cardiff.

#### **12 Subsequent events**

There has been no event or circumstance since the balance sheet date that would significantly affect the Company.