

Company registration number: 06551840

# Lendlease Bluewater Limited

Annual Report and Financial Statements

for the year ended 30 June 2018



# **Lendlease Bluewater Limited**

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## **Lendlease Bluewater Limited**

### **Directors' Report for the Year Ended 30 June 2018**

The directors of Lendlease Bluewater Limited present their report for the financial year ended 30 June 2018.

#### **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:

V E Quinlan (resigned 2 July 2018)

R B T Boswell (resigned 11 May 2018)

The following directors were appointed after the year end:

Y Kostopoulos (appointed 2 July 2018)

M J Packer (appointed 2 July 2018)

#### **Results**

The Company's profit after tax for the year was £0.1m (2017: £0.9m).

#### **Dividends**

During the year, a dividend of £36.5m (2017: £nil) was paid to the Parent company. The directors do not recommend the payment of a final dividend (2017: £nil).

#### **Political donations**

The Company made no political donations or incurred any political expenditure during the year (2017: £nil).

#### **Financial risk management**

Information about the Company's financial risks, the Company's objectives, policies and processes for measuring and managing financial risk are detailed in note 12 to the financial statements.

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

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

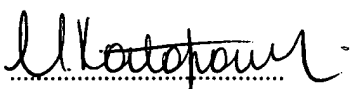
#### **Disclosure of information to the auditor**

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.

#### **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 1 Oct and signed on its behalf by:



Y Kostopoulos  
Director

## **Lendlease Bluewater 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 International Financial Reporting Standards (IFRSs) as adopted by the European Union (IFRSs as adopted by the EU).

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, relevant and reliable;
- state whether they have been prepared in accordance with IFRSs as adopted by the EU;
- 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.

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 Auditors' Report to the Members of Lendlease Bluewater Limited**

### **Opinion**

We have audited the financial statements of Lendlease Bluewater Limited (the "Company") for the year ended 30 June 2018, which comprise the Statement of Profit or Loss and Other Comprehensive Income, Statement of Financial Position, Statement of Changes in Equity, Statement of Cash Flows, and Notes to the Financial Statements, including a 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 2018 and of its profit for the year then ended;
- have been properly prepared in accordance with International Financial Reporting Standards as adopted by the European Union; 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.

### **Going concern**

We are required to report to you if we have concluded that the use of the going concern basis of accounting is inappropriate or there is an undisclosed material uncertainty that may cast significant doubt over the use of that basis for a period of at least twelve months from the date of approval of the financial statements. We have nothing to report in these respects.

### **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.
- the directors were not entitled to take advantage of the small companies exemption from the requirement to prepare a strategic report.

## **Independent Auditors' Report to the Members of Lendlease Bluewater Limited (continued)**

We have nothing to report in these respects.

### **Directors' responsibilities**

As explained more fully in the Statement of Directors' Responsibilities set out on page 2, 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 the directors 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.

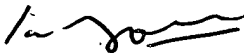
### **Auditors' responsibilities**

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 an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a 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 the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these 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.



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

Date: 2 October 2018

# Lendlease Bluewater Limited

## Statement of Profit or Loss and Other Comprehensive Income For the year ended 30 June 2018

	<u>Note</u>	<u>2018 £ 000</u>	<u>2017 £ 000</u>
Revenue		-	-
Administrative expenses		-	51
<b>Results from operating activities</b>		<b>-</b>	<b>51</b>
Finance income	5	163	1,148
Finance costs	5	-	(21)
<b>Net finance income</b>		<b>163</b>	<b>1,127</b>
<b>Profit before tax</b>		<b>163</b>	<b>1,178</b>
Income tax expense	7	(22)	(233)
<b>Profit after tax</b>		<b>141</b>	<b>945</b>
<b>Other comprehensive expense after tax</b>			
<b>Total comprehensive income after tax</b>		<b>141</b>	<b>945</b>

The above results were derived from continuing operations.

The notes to and forming part of these financial statements are set out on pages 9 to 19.

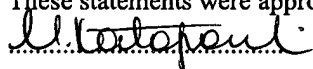
# Lendlease Bluewater Limited

## Statement of Financial Position as at 30 June 2018

	Note	2018 £ 000	2017 £ 000
<b>Total non current assets</b>		-	-
<b>Current assets</b>			
Trade and other receivables	8	532	38,810
<b>Total current assets</b>		532	38,810
<b>Total non current liabilities</b>		-	-
<b>Current liabilities</b>			
Trade and other payables	9	(1)	(1,743)
Current tax payable	7	(255)	(432)
<b>Total current liabilities</b>		(256)	(2,175)
<b>Net assets</b>		276	36,635
<b>Equity</b>			
Retained earnings		276	36,635
<b>Total equity</b>		276	36,635

The notes to and forming part of these financial statements are set out on pages 9 to 19.

These statements were approved by the Board on 1<sup>st</sup> Oct and were signed on its behalf by:



Y Kostopoulos

Director

Company Registration Number: 06551840



# Lendlease Bluewater Limited

## Statement of Changes in Equity for the year ended 30 June 2018

	Share capital £ 000	Retained earnings £ 000	Total £ 000
At 1 July 2016	-	35,690	35,690
<b>Total comprehensive income</b>			
Profit for the year	-	945	945
<b>Total comprehensive income</b>	-	945	945
At 30 June 2017	-	36,635	36,635
	Share capital £ 000	Retained earnings £ 000	Total £ 000
At 1 July 2017	-	36,635	36,635
<b>Total comprehensive income</b>			
Profit for the year	-	141	141
<b>Total comprehensive income</b>	-	141	141
Dividends	-	(36,500)	(36,500)
At 30 June 2018	-	276	276

The notes to and forming part of these financial statements are set out on pages 9 to 19.

# Lendlease Bluewater Limited

## Statement of Cash Flows for the Year Ended 30 June 2018

	Note	2018 £ 000	2017 £ 000
<b>Cash flows from operating activities</b>			
Profit for the year		141	945
<i>Adjustments to cash flows:</i>			
Finance income	5	(163)	(1,148)
Finance costs	5	-	21
Income tax expense	7	22	233
		-	51
Working capital adjustments			
Decrease/(increase) in trade and other receivables	8	1,778	(1,048)
Decrease in trade and other payables	9	(1,941)	(132)
<b>Net cash inflow/(outflow) from operating activities</b>		<b>(163)</b>	<b>(1,129)</b>
<b>Net cash flow from investing activities</b>		-	-
<b>Cash flows from financing activities</b>			
Interest received		163	1,148
Other finance costs		-	(21)
<b>Net cash (outflow)/inflow from financing activities</b>		<b>163</b>	<b>1,127</b>
Net decrease in cash and cash equivalents		-	(2)
Cash and cash equivalents at beginning of year		-	2
<b>Cash and cash equivalents at end of year</b>		-	-
		-	-

The notes to and forming part of these financial statements are set out on pages 9 to 19.

# **Lendlease Bluewater Limited**

## **Notes to the Financial Statements for the year ended 30 June 2018**

### **1 General information**

Lendlease Bluewater Limited (the "Company") is a private company limited by share capital incorporated and domiciled in United Kingdom. The company registration number is 06551840.

The address of its registered office is:

20 Triton Street

Regent's Place

London

NW1 3BF

United Kingdom

The principle activity of the Company was to act as an investment company. During the financial year ended 30 June 2014, the Company disposed of its investment in Blueco Limited, as the Bluewater Shopping Centre was sold externally. Since this disposal, the directors are considering further investments to be held by the Company.

### **2 Basis of preparation**

#### **Basis of preparation**

The financial statements are general purpose financial statements which have been prepared in accordance with International Financial Reporting Standards and interpretations as adopted by the EU ("adopted IFRS").

The financial statements have been prepared in accordance with adopted IFRSs and under the historical cost basis except for the following assets and liabilities, which are stated at their fair value: derivative financial instruments, fair value through profit or loss investments, investment properties, and liabilities for cash settled share based compensation plans.

The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company's accounting policies.

Amounts are presented in pounds sterling, with all values rounded to the nearest thousand pounds unless otherwise indicated.

These financial statements are the separate financial statements of Lendlease Bluewater Limited. The Company is exempt under section 400 of the Companies Act 2006 from the requirement to prepare consolidated financial statements as it and its subsidiary undertakings are included by full consolidation in the IFRS compliant consolidated financial statements of the parent, Lendlease Europe Holdings Limited. Refer to note 14.

#### **Significant accounting policies**

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

## **Lendlease Bluewater Limited**

### **Notes to the Financial Statements for the year ended 30 June 2018 (continued)**

#### **2 Basis of preparation (continued)**

##### **Changes in accounting policy**

##### **New standards, interpretations and amendments effective**

The following standards have been applied for the first time from 1 July 2017:

##### ***IFRS 9 Financial Instruments***

IFRS 9 addresses the classification, measurement and derecognition of financial assets, financial liabilities and hedging. The changes from the implementation have been deemed immaterial and have not had a material effect on the Company's accounting policies for financial assets, liabilities and hedging.

##### ***Amendment to IAS 12 on recognition of deferred tax assets for unrealised losses***

The amendment clarifies that, when an entity assess whether taxable profits will be available against which it can utilise a deductible temporary difference, it considers whether tax law restricts the sources of taxable profits against which it can make deductions on the reversal of that deductible temporary difference.

It also clarifies that the estimate of probable future taxable profit can include the recovery of some of an entity's assets for more than their carrying amount if there is sufficient evidence that it is probable that the entity will achieve this.

There was no material financial impact on the Company following the adoption of this amendment.

##### ***Disclosure initiative: Amendments to IAS 7 Statement of Cash Flows***

The amendment introduces additional disclosure requirements regarding changes in liabilities arising from financing activities. There was no material financial impact on the Company following adoption of this amendment.

##### **New standards, interpretations and amendments not yet effective**

The following newly issued but not yet effective standards, interpretations and amendments, which have not been applied in these financial statements, will or may have an effect on the Company financial statements in future:

##### ***IFRS 16 Leases***

IFRS 16 provides a new model for accounting for leases. The standard becomes mandatory for the June 2020 financial year and will be applied retrospectively. Based on preliminary analysis performed, this standard is not anticipated to have any impact on the Company's financial statements.

##### ***Annual Improvements to IFRS Standards 2014–2016 Cycle - IAS 28 Investments in Associates and Joint Ventures***

This amendment clarifies that the election to measure at fair value through profit or loss an investment in an associate or a joint venture that is held by an entity that is a venture capital organisation, or other qualifying entity, is available for each investment in an associate or joint venture on an investment-by-investment basis, upon initial recognition

## **Lendlease Bluewater Limited**

### **Notes to the Financial Statements for the year ended 30 June 2018 (continued)**

#### **2 Basis of preparation (continued)**

##### ***IFRS 15 Revenue from Contracts with Customers***

IFRS 15 provides a new five step model for recognising revenue earned from a contract with a customer and will replace IAS 11 Construction Contracts and IAS 18 Revenue. The standard becomes mandatory for the June 2019 financial year and will be applied retrospectively.

On adoption of IFRS 15, the impacts are as follows:

- The process to value and allocate consideration to individual components of revenue transactions will not change;
- Recognition of investment management and origination fees will continue to be recognised when services are rendered.

The new standard will require an increase in the disclosure in relation to revenue derived from contracts, key judgements and future revenue expected to be generated.

None of the other standards, interpretations and amendments which are effective for periods beginning after 1 July 2017 and which have not been adopted early, are expected to have a material effect on the financial statements.

##### **Going concern**

The financial statements have been prepared on a going concern basis.

##### **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**

Finance income is recognised as it is earned using the effective interest method, which applies the interest rate that discounts estimated future cash receipts over the expected life of the financial instrument. The discount is then recognised as finance revenue over the remaining life of the financial instrument.

Finance costs include interest, amortisation of discounts or premiums relating to borrowings and amortisation of costs incurred in connection with the arrangement of new borrowings facilities. Costs incurred in connection with the arrangement of borrowings are capitalised and amortised over the life of the borrowings. Finance costs are expensed immediately as incurred unless they relate to acquisition and development of qualifying assets. Qualifying assets are assets that take more than six months to prepare for their intended use or sale. Finance costs related to qualifying assets are capitalised.

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

## **Lendlease Bluewater Limited**

### **Notes to the Financial Statements for the year ended 30 June 2018 (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 in other comprehensive income, in which case it is recognised directly in other comprehensive income.

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.

##### **Cash and cash equivalents**

Cash and cash equivalents include cash on hand, deposits held at call with banks, bank overdrafts and other short term highly liquid investments that are readily convertible to known amounts of cash within three months and which are subject to an insignificant risk of changes in value. Bank overdrafts (if applicable) are shown as a current liability on the Statement of Financial Position and are shown as a reduction to the cash balance in the Statement of Cash Flows.

## **Lendlease Bluewater Limited**

### **Notes to the Financial Statements for the year ended 30 June 2018 (continued)**

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

##### **Trade and other receivables**

Trade and other receivables are non derivative financial assets with fixed or determinable payments that are not equity securities. They arise when the Company provides money, goods or services directly to a debtor with no intention of trading the receivable.

Trade and other receivables are carried at amortised cost using the effective interest method, which applies the interest rate that discounts estimated future cash receipts over the term of the receivables. Cash flows relating to short term trade and other receivables are not discounted if the effect of discounting is immaterial. The discount, if material, is then recognised as finance income over the remaining term.

The Company assesses provision for impairment of the receivables based on expected loss, if material. The Company considers reasonable and supportable information that is relevant and reliable. This includes both quantitative and qualitative information and analysis, based on the Company's historical impairment experience, credit assessment of customers and any relevant forward-looking information. The amount of provision is recognised in the Statement of Profit or Loss.

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

###### *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.

##### **Dividends**

Dividend distribution to the Company's shareholders is recognised as a liability in the Company's financial statements in the period in which the dividends are approved by the Company's shareholders.

#### **4 Auditors' remuneration**

	<b>2018</b> <b>£ 000</b>	<b>2017</b> <b>£ 000</b>
Audit of financial statements	<u>(4)</u>	<u>(9)</u>

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

## Lendlease Bluewater Limited

### Notes to the Financial Statements for the year ended 30 June 2018 (continued)

#### 5 Finance income and costs

	2018 £ 000	2017 £ 000
<b>Finance income</b>		
Interest receivable from related parties	163	1,148
<b>Total finance income</b>	<b>163</b>	<b>1,148</b>
<b>Finance costs</b>		
Interest payable to related parties	-	(21)
<b>Total finance costs</b>	<b>-</b>	<b>(21)</b>
<b>Net finance income</b>	<b>163</b>	<b>1,127</b>

#### 6 Directors' remuneration

The directors of the Company were all employed by Lendlease Europe Limited during the financial period.

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

#### 7 Taxation

Tax charged in the Statement of Profit or Loss

	2018 £ 000	2017 £ 000
<b>Current tax</b>		
Current year	(31)	(233)
Adjustments for prior years	9	-
<b>Total current tax</b>	<b>(22)</b>	<b>(233)</b>

The tax on profit before tax for the year is lower than the standard rate of corporation tax in the UK (2017 - lower than the standard rate of corporation tax in the UK) of 19% (2017 - 19.75%).

The differences are reconciled below:



# Lendlease Bluewater Limited

## Notes to the Financial Statements for the year ended 30 June 2018 (continued)

### 7 Taxation (continued)

	2018 £ 000	2017 £ 000
Profit before tax	163	1,178
Income tax using the domestic corporation tax rate 19% (2017: 19.75%)	(31)	(233)
Adjustments in respect of previous periods	9	-
<b>Total income tax charge</b>	<b>(22)</b>	<b>(233)</b>

The effective rate of taxation will vary as a result of any dividends paid by shareholdings, overseas tax rates, prior year tax claims and the utilisation of tax losses brought forward. A reduction in the corporate tax rate to 17% (effective from 1 April 2020) was substantively enacted on 15 September 2016. This will reduce the Company's future current tax charge accordingly. The Company's profits for the accounting period are taxed at a statutory rate of 19% (2017: 19.75%).

### 8 Trade and other receivables

	Note	2018 £ 000	2017 £ 000
<b>Current</b>			
Amounts owing from related parties	13	532	38,810
<b>Non current</b>			
<b>Total trade and other receivables</b>		<b>532</b>	<b>38,810</b>

### 9 Trade and other payables

	Note	2018 £ 000	2017 £ 000
<b>Current</b>			
Trade payables		(1)	-
Amounts due to related parties	13	-	(1,743)
<b>Current trade and other payables</b>		<b>(1)</b>	<b>(1,743)</b>

The Company's exposure to market and liquidity risks, including maturity analysis, related to trade and other payables is disclosed in note 12 "Financial risk management and impairment of financial assets".

# Lendlease Bluewater Limited

## Notes to the Financial Statements for the year ended 30 June 2018 (continued)

### 10 Issued capital

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

	2018		2017	
	No.	£	No.	£
Ordinary A Shares of £1 each	<u>1</u>	<u>1</u>	<u>1</u>	<u>1</u>

#### Rights, preferences and restrictions

Ordinary shares have the following rights, preferences and restrictions:

The holder 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.

### 11 Dividends

	2018 £ 000	2017 £ 000
Final dividend of £Nil (2017 - £Nil) per ordinary share	-	-
Interim dividend of £36.5m (2017 - £Nil) per ordinary share	<u>36,500</u>	<u>-</u>
	<u>36,500</u>	<u>-</u>

Interim Dividend of £36.5m was paid to the Parent Company Lendlease Europe Limited, this payment was a non cash related party transaction

### 12 Financial risk management

The Company's activities expose it to a variety of financial risks. The Lendlease Asset and Liability Committee oversees the management of the Group's Treasury risks, within the parameters of a Board approved Treasury Policy, and maintains a Group-wide framework for financial risk management and reviews issues of material risk exposure within the scope of the Treasury Policy. A summary of key risks identified, exposures and management of exposures is detailed below.

#### Market risk

##### Interest rate risk

Interest rate risk is the risk that the value of a financial instrument or cash flow associated with the instrument will fluctuate due to changes in the market interest rates. The Company's exposure to interest rate risk includes financial assets (mainly cash at bank), financial liabilities (mainly borrowings and financing arrangements) and movements in intra-group lending rates. The exposure is managed using physical financial instruments, derivative financial instruments (mainly interest rate swaps) and managing to hedging limits in respect of recourse funding as outlined in the Treasury Policy.

## **Lendlease Bluewater Limited**

### **Notes to the Financial Statements for the year ended 30 June 2018 (continued)**

#### **12 Financial risk management (continued)**

##### ***Interest rate risk sensitivity analysis***

At 30 June 2018, it is estimated that an increase/decrease of 1% in interest rates would have increased/decreased respectively the Company's profit before tax by approximately £0.2m (2017: £0.5m).

##### **Credit risk**

Credit risk is the risk that a counterparty will not be able to meet its obligations in respect of a financial instrument, resulting in a financial loss to the Company.

The risk includes the recoverability of loans and receivables, other financial assets and cash deposits. Credit risk exposure is managed by having policies in place to ensure that customers and suppliers are appropriately credit assessed. The Treasury Policy sets out credit limits for each counterparty based on minimum investment-grade ratings.

##### **Capital risk management**

The Company assesses its capital management model as part of the broader Lendlease Group Board's strategic plan. When investing capital, the Company's objective is to deliver strong shareholder returns and to continue to generate high levels of liquid assets in line with the Lendlease Corporation capital management goals.

The Company actively manages the working capital on a daily basis and operates a strict regime of contract billings and debtor payment cycles to maximise liquidity.

There were no changes to the Company's approach to capital management during the year. The Company is not exposed to externally imposed capital requirements.

#### **13 Related party transactions**

##### **13.1 Summary of transactions with related parties**

###### ***Summary of transactions with parent entities***

Transactions with the parent entity include a loan to fund working capital. Interest was incurred on this balance during the year at a rate of 1% (2017: LIBOR + 2.75%). Loans outstanding at the end of the period can be recalled at any time.

During the year, the Company received the following income and incurred the following costs with related parties:

## Lendlease Bluewater Limited

### Notes to the Financial Statements for the year ended 30 June 2018 (continued)

#### 13 Related party transactions (continued)

##### 13.1 Summary of transactions with related parties (continued)

	2018 £ 000	2017 £ 000
<b>Finance income:</b>		
Parent entities	163	1,148
<b>Finance costs:</b>		
Parent entities	-	(21)

##### 13.2 Related party receivables

	2018 £ 000	2017 £ 000
Parent entities	532	38,809
Other related parties	-	1
<b>Total related parties receivables</b>	<b>532</b>	<b>38,810</b>

##### 13.3 Related party payables

	2018 £ 000	2017 £ 000
Parent entities	-	(1,727)
Other related parties	-	(16)
<b>Total related party payables</b>	<b>-</b>	<b>(1,743)</b>

#### 14 Parent and ultimate parent undertaking

The Company's immediate parent is Lendlease Europe 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).

## **Lendlease Bluewater Limited**

### **Notes to the Financial Statements for the year ended 30 June 2018 (continued)**

#### **14 Parent and ultimate parent undertaking (continued)**

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:

20 Triton Street  
Regent's Place  
London NW1 3BF

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

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

#### **15 Subsequent events**

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