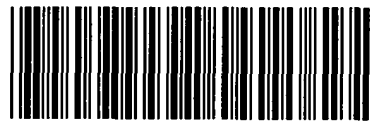

HDD LAWLEY VILLAGE LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 28 FEBRUARY 2018

WEDNESDAY



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COMPANIES HOUSE

HDD LAWLEY VILLAGE LIMITED

COMPANY INFORMATION

Directors	B D Cassels (resigned 29 September 2017) M S Weiner R Upton M R Potter (appointed 25 September 2017) M O Shepherd (appointed 23 October 2017)
Company secretary	C J Barton
Registered number	06559617
Registered office	7A Howick Place London SW1P 1DZ
Independent auditors	PricewaterhouseCoopers LLP Chartered Accountants and Statutory Auditors 1 Embankment Place London WC2N 6RH

HDD LAWLEY VILLAGE LIMITED

CONTENTS

	Page
Strategic report	1
Directors' report	2 - 3
Directors' responsibilities statement	4
Independent auditors' report	5 - 6
Statement of comprehensive income	7
Balance sheet	8
Statement of changes in equity	9
Notes to the financial statements	10 - 16

HDD LAWLEY VILLAGE LIMITED

STRATEGIC REPORT FOR THE YEAR ENDED 28 FEBRUARY 2018

Business review, principal activities and future developments

The principal activity of the company during the year and for the foreseeable future is property development. The Directors do not foresee any change in the future activities of the company.

The profit for the year, after taxation, amounted to £403,782 (2017: £124,989).

The Directors do not recommend the payment of a dividend for the year ended 28 February 2018 (2017: £NIL).

During the year, the company disposed of its development stock at Lawley Square for £819,929, realising a gain on disposal of £403,782.

Principal risks and uncertainties

The management of the business and the execution of the company's strategy are subject to a number of risks. The company is a member of the U and I Group PLC group of companies. Further discussion of the risks and uncertainties, in the context of the group as a whole, is provided in the group's annual report which does not form part of this report.

Financial key performance indicators (KPIs)

The Directors of U and I Group PLC manage the group's operations on a group basis. For this reason, the company's Directors believe that an analysis using KPIs for the company is not necessary or appropriate for an understanding of the development, performance or position of the business of the company. The development, performance and position of the group are discussed in the group's annual report which does not form part of this report.

This report was approved by the board on 6 August 2018 and signed by its order.



C J Barton
Company secretary

HDD LAWLEY VILLAGE LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 28 FEBRUARY 2018

The Directors present their report and the audited financial statements for the year ended 28 February 2018.

Results and dividends

The profit for the year, after taxation, amounted to £403,782 (2017: £124,989).

The Directors do not recommend the payment of a dividend for the year ended 28 February 2018 (2017: £NIL).

Details of the business review and future developments of the company are discussed in the Strategic report on page 1.

Directors

The Directors who served during the year and up to the date of signing these financial statements were:

B D Cassels (resigned 29 September 2017)

M S Weiner

R Upton

M R Potter (appointed 25 September 2017)

M O Shepherd (appointed 23 October 2017)

Qualifying third party indemnity provisions

The company maintains Directors' and officers' liability insurance, which is reviewed annually and is considered to be adequately insured. Such qualifying third party indemnity provisions were in place during the year and remain in place at the date of approving the Directors' report.

Disclosure of information to auditors

Each of the persons who are Directors at the time when this Directors' report is approved has confirmed that:

- so far as the Director is aware, there is no relevant audit information of which the company's auditors are unaware, and
- the Director has taken all the steps that ought to have been taken as a Director in order to be aware of any relevant audit information and to establish that the company's auditors are aware of that information.

HDD LAWLEY VILLAGE LIMITED

DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 28 FEBRUARY 2018

Independent auditors

The auditors, PricewaterhouseCoopers LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

This report was approved by the board on 6 August 2018 and signed by its order.

A handwritten signature in black ink, appearing to be 'CJ Barton', with a long horizontal stroke extending to the right.

C J Barton
Company secretary

HDD LAWLEY VILLAGE LIMITED

DIRECTORS' RESPONSIBILITIES STATEMENT FOR THE YEAR ENDED 28 FEBRUARY 2018

The Directors are responsible for preparing the Strategic report, the Directors' report and the audited financial statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare audited financial statements for each financial year. Under that law the Directors have elected to prepare the audited financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under company law the Directors must not approve the audited 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 audited financial statements, the Directors are required to:

- select suitable accounting policies for the company's financial statements and then apply them consistently;
- make judgments 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;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and to 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.

Independent auditors' report to the members of HDD Lawley Village Limited

Report on the audit of the financial statements

Opinion

In our opinion, HDD Lawley Village Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 28 February 2018 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report and Financial Statements (the "Annual Report"), which comprise: the balance sheet as at 28 February 2018; the statement of comprehensive income, the statement of changes in equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which ISAs (UK) require us to report to you when:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern.

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

With respect to the Strategic Report and Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

Strategic Report and Directors' Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic Report and Directors' Report for the year ended 28 February 2018 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic Report and Directors' Report.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Directors' Responsibilities Statement set out on page 4, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also 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.

In preparing the financial statements, the directors are responsible for 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 the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditors' responsibilities for the audit of the financial statements

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 further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

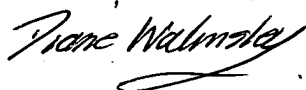
Other required reporting

Companies Act 2006 exception reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- 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
- certain disclosures of directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.



Diane Walmsley (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
London

6 August 2018

HDD LAWLEY VILLAGE LIMITED

STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 28 FEBRUARY 2018

	Note	2018 £	2017 £
Turnover	4	819,929	148,708
Cost of sales		(416,147)	(24,202)
Gross profit		403,782	124,506
Administrative expenses		-	(2)
Operating profit	5	403,782	124,504
Interest receivable and similar income	7	-	485
Profit before tax		403,782	124,989
Tax on profit	8	-	-
Profit for the financial year		403,782	124,989

There were no recognised gains and losses for 2018 or 2017 other than those included in the statement of comprehensive income.

There was no other comprehensive income for 2018 (2017:£NIL).

All amounts relate to continuing operations.

The notes on pages 10 to 16 form part of these financial statements.

HDD LAWLEY VILLAGE LIMITED
REGISTERED NUMBER: 06559617

BALANCE SHEET
AS AT 28 FEBRUARY 2018

	Note	2018 £	2017 £
Current assets			
Stocks	9	-	65,376
Debtors	10	1,623,398	985,734
Cash at bank and in hand	11	93,173	93,173
		<u>1,716,571</u>	<u>1,144,283</u>
Creditors: amounts falling due within one year	12	(280,841)	(112,335)
Net current assets		<u>1,435,730</u>	<u>1,031,948</u>
Total assets less current liabilities		<u>1,435,730</u>	<u>1,031,948</u>
Net assets		<u>1,435,730</u>	<u>1,031,948</u>
Capital and reserves			
Called up share capital	13	2	2
Retained earnings		1,435,728	1,031,946
Total equity		<u>1,435,730</u>	<u>1,031,948</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 6 August 2018.



M O Shepherd
Director

The notes on pages 10 to 16 form part of these financial statements.

HDD LAWLEY VILLAGE LIMITED

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 28 FEBRUARY 2018

	Called up share capital	Retained earnings	Total equity
	£	£	£
At 1 March 2016	2	906,957	906,959
Comprehensive income for the year			
Profit for the year	-	124,989	124,989
Total comprehensive income for the year	-	124,989	124,989
At 1 March 2017	2	1,031,946	1,031,948
Comprehensive income for the year			
Profit for the year	-	403,782	403,782
Total comprehensive income for the year	-	403,782	403,782
At 28 February 2018	2	1,435,728	1,435,730

The notes on pages 10 to 16 form part of these financial statements.

HDD LAWLEY VILLAGE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 28 FEBRUARY 2018

1. General information

HDD Lawley Village Limited is a property development company. The company is a private company limited by shares and is incorporated and domiciled in England. The address of its registered office is 7A Howick Place, London SW1P 1DZ.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland (FRS102) and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the company's accounting policies (see note 3).

The following principal accounting policies have been applied:

2.2 Going concern

The directors have prepared the financial statements on the going concern basis, on the grounds that the company can meet its liabilities as they fall due.

2.3 Exemptions for qualifying entities under FRS102

The company has taken advantage of the exemption, under FRS 102 paragraph 1.12(b), from preparing a statement of cash flows, on the basis that it is a qualifying entity and its ultimate parent company, U and I Group PLC, includes the company's cash flows in its own consolidated financial statements.

This company discloses transactions with related parties which are not wholly owned within the U and I Group PLC group. It does not disclose transactions with members of the U and I Group PLC group that are wholly owned.

2.4 Turnover

Turnover is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Turnover is measured as the fair value of the consideration received, excluding discounts, rebates, value added tax and other sales taxes.

Turnover represents amounts receivable from sale of stock, properties and related income. Sales of stock properties are recorded once an irrevocable sale contract has been entered into, provided that the sale has been legally completed by the date on which the relevant financial statements are approved by the Directors.

HDD LAWLEY VILLAGE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 28 FEBRUARY 2018

2. Accounting policies (continued)

2.5 Stocks

Work in progress, comprising developments, is carried as stock and stated at the lower of cost and fair value less cost to sell. Cost also includes directly attributable expenditure. No element of overhead is included in cost, since it is not practical to identify overhead amounts in respect of particular assets. Where Directors consider that the costs are not recoverable from the proposed scheme, the project or site is written down to its fair value less cost to sell, with the write-down taken to the Statement of comprehensive income. Fair value less cost to sell is calculated as the estimated realisable value of the project or site, based upon our current plans, less all further costs to be incurred in making the sale.

2.6 Financial instruments

The company only enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors and loans to and from group undertakings.

Financial assets

Cash at bank and in hand – Cash comprises cash in hand and on-demand deposits less overdrafts. Cash equivalents comprise short-term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

Trade and other debtors – Trade and other debtors are recognised at the original transaction value and subsequently measured at amortised cost. A provision for impairment is established where there is objective evidence that the company will not be able to collect all amounts due according to the original terms of the receivables concerned.

Financial liabilities

Other creditors – Other creditors are recognised at the original transaction value and subsequently measured at amortised cost.

Financial assets and liabilities are offset and the net amount reported in the Balance sheet when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

HDD LAWLEY VILLAGE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 28 FEBRUARY 2018

2. Accounting policies (continued)

2.7 Taxation

Tax is recognised in the Statement of comprehensive income, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred income tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

3. Judgements in applying accounting policies and key sources of estimation uncertainty

The preparation of financial statements in accordance with FRS 102 requires the use of certain critical accounting estimates and judgements. It also requires management to exercise judgement in the process of applying the company's accounting policies. Not all of these accounting policies require management to make difficult, subjective or complex judgements or estimates. Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Although these estimates are based on management's best knowledge of the amount, event or actions, actual results may differ from those estimates. The following is intended to provide an understanding of the policies that management consider critical because of the level of complexity, judgement or estimation involved in their application and their impact on the financial statements.

Debtors

The company is required to estimate when there is sufficient objective evidence to require the impairment of individual trade debtors. It does this on the basis of the age of the relevant receivables, external evidence of the credit status of the debtor entity and the nature of any disputed amounts.

Stocks

The company is required to estimate when there is sufficient objective evidence to require the impairment of stocks carrying value. Work in progress, comprising developments, is carried as stock and stated at the lower of cost and fair value less cost to sell. Where Directors consider that the costs are not recoverable from the proposed scheme, the project or site is written down to its fair value less cost to sell, with the write-down taken to the Statement of comprehensive income. Fair value less cost to sell is calculated as the estimated realisable value of the project or site, based upon our current plans, less all further costs to be incurred in making the sale.

HDD LAWLEY VILLAGE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 28 FEBRUARY 2018

4. Turnover

An analysis of turnover by class of business is as follows:

	2018 £	2017 £
Development proceeds	819,929	148,708
	<u>819,929</u>	<u>148,708</u>

All turnover arose within the United Kingdom.

5. Operating profit

The operating profit is stated after charging:

The auditors' remuneration for the statutory audit of the company of £2,500 (2017: £2,500) has been borne by U and I Group PLC, the ultimate parent company.

6. Employees

The company has no employees other than the Directors (2017 - none). Their remuneration, including pension costs, is not borne directly by the company but by Development Securities (HDD) Limited and U and I Group PLC.

7. Interest receivable and similar income

	2018 £	2017 £
Other interest receivable	-	485
	<u>-</u>	<u>485</u>

HDD LAWLEY VILLAGE LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 28 FEBRUARY 2018

8. Tax on profit

There is no tax charge in the current year (2017: £nil).

	2018 £	2017 £
Total current tax	-	-

Factors affecting tax charge for the year

The tax assessed for the year is lower than (2017 - lower than) the standard rate of corporation tax in the UK of 19.1% (2017 - 20.0%). The differences are explained below:

	2018 £	2017 £
Profit before tax	403,782	124,989
Profit before tax multiplied by standard rate of corporation tax in the UK of 19.1% (2017 - 20.0%)	77,122	24,998
Effects of:		
Group relief claimed for nil consideration	(77,122)	(24,998)
Total tax charge for the year	-	-

Factors that may affect future tax charges

The tax rate for the current year is lower than the prior year, due to changes in the UK corporation tax rate, which decreased from 20% to 19% from 1 April 2017. Changes to the UK corporation tax rates were substantively enacted as part of Finance Bill 2016 (on 6 September 2016). These include reductions to the main rate to reduce the rate to 17% from 1 April 2020. Deferred taxes at the balance sheet date have been measured using these enacted tax rates and reflected in these financial statements.

9. Stocks

	2018 £	2017 £
Work in progress	-	65,376
	-	65,376

During the year, the company disposed of its development stock at Lawley Square for £819,929, realising a gain on disposal of £403,782.

HDD LAWLEY VILLAGE LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 28 FEBRUARY 2018**

10. Debtors

	2018 £	2017 £
Trade debtors	-	52,345
Amounts owed by group undertakings	1,543,398	921,702
Other debtors	80,000	11,687
	<u>1,623,398</u>	<u>985,734</u>

The amounts owed by group undertakings are interest free, unsecured and repayable on demand.

11. Cash at bank and in hand

	2018 £	2017 £
Cash at bank and in hand	93,173	93,173
	<u>93,173</u>	<u>93,173</u>

12. Creditors: Amounts falling due within one year

	2018 £	2017 £
Other creditors	-	687
Accruals	280,841	111,648
	<u>280,841</u>	<u>112,335</u>

13. Called up share capital

	2018 £	2017 £
Allotted, called up and fully paid		
1(2016 - 1) Ordinary Class A share of £1	1	1
1(2016 - 1) Ordinary Class B share of £1	1	1
	<u>2</u>	<u>2</u>

HDD LAWLEY VILLAGE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 28 FEBRUARY 2018

13. Called up share capital (continued)

'A' class shares entitle the holder to one vote per share held, whilst 'B' class shares do not entitle voting rights. Both classes of share entitle the holder to the right to receive dividends as declared by the company. Upon winding up, the assets of the company available for distribution among the members shall be applied first in paying to the 'A' and 'B' shareholders a sum equal to the nominal amount of each share held by them and secondly the balance of such assets (if any) shall be distributed pro rata amongst shareholders holding 'A' shares based upon the number of 'A' shares held.

14. Controlling party

The immediate parent company is Development Securities (HDD) Limited (formerly Henry Davidson Developments Limited). The ultimate parent and controlling company of the largest and smallest group of which the company is a member and for which consolidated financial statements are produced is U and I Group PLC.

Both companies are incorporated in Great Britain and registered in England and Wales.

Copies of the annual report and financial statements of U and I Group PLC and Development Securities (HDD) Limited (formerly Henry Davidson Developments Limited) can be obtained from 7A Howick Place, London SW1P 1DZ.