



Company Registration No. 06653234

Argent Projects No 4 GP Limited

Directors' Report and Financial Statements

Year ended 31 December 2017



Argent Projects No 4 GP Limited

Report and financial statements 2017

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Argent Projects No 4 GP Limited

Directors' report

The directors present their report and the audited financial statements for the year to 31 December 2017 for Argent Projects No 4 GP Limited ("the Company"). This is a private company limited by shares.

This Directors' report has been prepared in accordance with the special provisions relating to small companies and therefore taking the exemption from preparing a strategic report.

The financial statements have been prepared in compliance with Financial Reporting Standard 102 ("FRS 102") on the going concern basis, as detailed in note 11 to the financial statements and set out below.

Principal activities

The Company's principal activity is to act as the General Partner for the Argent Projects No 4 Limited Partnership ("the Partnership") (LP13216). The directors do not anticipate any change to these activities going forward.

Results and dividends

The result for the year is shown on page 5; during the year, the Company made a loss after tax of £277 (2016: profit of £40,857). No dividend was paid during the current or preceding year.

Directors and their interests

The directors who held office during the year, and to the date of this report, except as shown, were as follows:

C R A Darroch *(appointed 1 January 2017)*
*R M Evans
*A Gibbs
*M B Lightbound
*D J G Partridge

*N P Searl *(alternate)*
C M Taylor *(resigned 1 January 2017)*
J H E Thompson
J G M Wates

*The individuals marked with an asterisk held an indirect interest in shares in the Company via intermediary entities.

Statement of disclosure to the auditor

The directors at the date of approval of this report confirms that:

- so far that they are aware, there is no relevant audit information of which the Company's auditor is unaware; and
- as a director they have taken all steps that ought to have been taken in order to make it aware of any relevant audit information, and has established that the Company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of Section 418 of the Companies Act 2006.

Going concern

The directors have reasonable expectations that the Company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, the directors continue to adopt a going concern basis in preparing the financial statements.

Political and charitable contributions

The Company made no political contributions or charitable donations during the current or preceding year.

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 of Directors
and signed on behalf of the Board



M B Lightbound
Director

25 September2018
4 Stable Street, London, N1C 4AB

Argent Projects No 4 GP Limited

Statement of directors' responsibilities in respect of the directors' report and the financial statements

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 they have elected to prepare the financial statements in accordance with UK accounting standards and applicable law UK Generally Accepted Accounting Practice, including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland.

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 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.

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 members of Argent Projects No 4 GP Limited (continued)

Opinion

We have audited the financial statements of Argent Project No 4 GP Limited ("the company") for the year ended 31 December 2017 which comprise the Profit and loss account, the Balance sheet, the Statement of changes in equity, the Cash flow statement and related notes, including the accounting policies in note 1.

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2017 and of its loss for the year then ended;
- have been properly prepared in accordance with UK accounting standards, including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland*; 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 that 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.

Directors' responsibilities

As explained more fully in their statement 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 they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to

Independent auditor's report to the members of Argent Projects No 4 GP Limited (continued)

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.

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.



Bill Holland (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants
15 Canada Square
London
E14 5GL

26 September 2018

Argent Projects No 4 GP Limited

Profit and loss account for the year ended 31 December 2017

| | | Year ended 31 December 2017 £ | Year ended 31 December 2016 £ |
|---|------|--|--|
| Distributions receivable | 2, 9 | 5,000 | 55,371 |
| Administrative expenses | | (5,160) | (4,300) |
| (Loss)/profit on ordinary activities before taxation | 4 | (160) | 51,071 |
| Tax on (loss)/profit on ordinary activities | 5 | (117) | (10,214) |
| (Loss)/profit for the financial year | | <u>(277)</u> | <u>40,857</u> |

All amounts derive from continuing operations.

The Company has no recognised gains or losses other than the (loss)/profit for the current and preceding year and hence no statement of other comprehensive income has been presented.

The notes on pages 9 to 12 form part of these financial statements.



ARGENT

Argent Projects No 4 GP Limited

Balance sheet as at 31 December 2017

| | Note | 2017 £ | 2016 £ |
|---|------|-----------|-----------|
| Current assets | | | |
| Debtors | 6 | 61,371 | 56,371 |
| Total current assets | | 61,371 | 56,371 |
| Creditors: amounts falling due within one year | 7 | (19,791) | (14,514) |
| Net assets | | 41,580 | 41,857 |
| Capital and reserves | | | |
| Called up share capital | 8 | 1,000 | 1,000 |
| Profit and loss account | | 40,580 | 40,857 |
| Shareholders' funds | | 41,580 | 41,857 |

The notes set out on pages 9 to 12 form part of these financial statements.

These financial statements (Company No. 06653234) were approved by the Board of Directors on 25 September 2018.

Signed on behalf of the Board of Directors

M B Lightbound
Director



ARGENT

Argent Projects No 4 GP Limited

Statement of changes in equity for the year ended 31 December 2017

| | Capital up share capital £ | Profit and loss account £ | Total £ |
|-------------------------------------|----------------------------------|---------------------------------|------------|
| Balance at 1 January 2016 | 1,000 | - | 1,000 |
| Year ended 31 December 2016: | | | |
| Profit for the year | - | 40,857 | 40,857 |
| Balance at 31 December 2016 | 1,000 | 40,857 | 41,857 |
| Year ended 31 December 2017: | | | |
| Loss for the year | - | (277) | (277) |
| Balance at 31 December 2017 | 1,000 | 40,580 | 41,580 |

The notes set out on pages 9 to 12 form part of these financial statements.

Argent Projects No 4 GP Limited

Cash flow statement for the year ended 31 December 2017

| | Notes | 2017 £ | 2016 £ |
|--|-------|-----------|-----------|
| Cash flow from operating activities | | | |
| Operating (loss)/profit | | (160) | 51,071 |
| Increase in debtors | 6 | (5,000) | (55,371) |
| Increase in creditors | 7 | 5,160 | 4,300 |
| | | <hr/> | <hr/> |
| Net cash inflow from operating activities | | - | - |
| Increase in cash and cash equivalents | | - | - |
| Opening cash | | - | - |
| | | <hr/> | <hr/> |
| Closing cash at 31 December | | - | - |
| | | <hr/> | <hr/> |

The notes set out on pages 9 to 12 form part of these financial statements.

Argent Projects No 4 GP Limited

Notes to the financial statements for the year ended 31 December 2017

1. Accounting policies

Argent Projects No 4 GP Limited is a limited company domiciled and incorporated in England and Wales. The registered office is 4 Stable Street, London, N1C 4AB.

Basis of preparation

These financial statements have been prepared in accordance with FRS 102 “The Financial Reporting Standard applicable to the UK and Republic of Ireland” and the requirements of the Companies Act 2006.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared under the historical cost basis. The principal accounting policies adopted are set out below.

Taxation

UK corporation tax is provided at amounts expected to be paid (or recovered) using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred taxation is provided in full on timing differences that result in an obligation at the balance sheet date to pay more tax, or a right to pay less tax at a future date, at rates expected to apply when they crystallise based on current tax rates and laws. Timing differences arise from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in the financial statements. Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered. Deferred tax assets and liabilities are not discounted.

Financial instruments

The company has elected to apply the provisions of Section 11 ‘Basic Financial Instruments’ and Section 12 ‘Other Financial Instruments Issues’ of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the company’s balance sheet when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset and the net amounts presented in the financial statements when there is a legally 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.

Basic financial assets

Basic financial assets, which include trade and other receivables and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest.

Impairment of financial assets

Financial assets, other than those held at fair value through profit and loss, are assessed for indicators of impairment at each reporting end date.

Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows have been affected. The impairment loss is recognised in profit or loss.

Derecognition of financial assets

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership to another entity.

Argent Projects No 4 GP Limited

Notes to the financial statements (continued) for the year ended 31 December 2017

1 Accounting policies (continued)

Classification of financial liabilities

Basic financial liabilities, including trade and other payables, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future receipts discounted at a market rate of interest.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade payables are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

Derecognition of financial liabilities

Financial liabilities are derecognised when, and only when, the company's obligations are discharged, cancelled, or they expire.

Judgements and key sources of estimation uncertainty

In the application of the Company's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

The directors do not consider there to be any judgements that have a significant effect on the amounts recognised in the financial statements.

2. Distributions receivable

This relates to the annual Priority Profit share due to the Company from the Partnership and is recognised once the Partnership has distributable profits available, in line with the Limited Partnership Agreement.

3. Directors and staff

None of the directors received any emoluments from the Company (2016: £nil). The Company did not employ any staff during the current or preceding year.

4. Profit on ordinary activities before taxation

| | 2017 £ | 2016 £ |
|---|-----------|-----------|
| Profit on ordinary activities before taxation is stated after charging: | | |
| Auditor's remuneration – audit of the Company's accounts | 4,300 | 4,300 |

Argent Projects No 4 GP Limited

Notes to the financial statements (continued) for the year ended 31 December 2017

5. Tax on profit on ordinary activities

(a) Analysis of tax charge for the year

| | 2016 £ | 2016 £ |
|---|------------|---------------|
| Current tax | | |
| Current year | - | 10,214 |
| Prior year | 117 | |
| | <u>117</u> | <u>10,214</u> |
| Tax charge on (loss)/profit on ordinary activities | <u>117</u> | <u>10,214</u> |

(b) Factors affecting the tax charge for the year

| | 2017 £ | 2016 £ |
|---|------------|---------------|
| (Loss)/profit on operating activities before tax | (160) | 51,071 |
| Tax on (loss)/profit on ordinary activities multiplied by the standard rate of UK corporation tax of 19.25% (2016: 20%) | (31) | 10,214 |
| Tax losses carried forward for which no deferred tax asset was recognised | 31 | - |
| Prior year adjustment | 117 | - |
| | <u>117</u> | <u>10,214</u> |
| Total tax charge | <u>117</u> | <u>10,214</u> |

Factors that may affect future tax charges

The UK corporation tax rate reduced from 20% to 19% on 1 April 2017. A further reduction to 17% (effective 1 April 2020) was substantively enacted on 6 September 2016. This will reduce any current tax charges in future periods accordingly.

There are no other factors that may significantly affect future tax charges. No deferred tax asset of £31 (2016: £nil) has been provided for the losses carried forward, due to the uncertainty of future profits to off-set them against.

6. Debtors

| | 2017 £ | 2016 £ |
|--|---------------|---------------|
| Argent Projects No 4 Limited Partnership | 60,371 | 55,371 |
| Unpaid share capital | 1,000 | 1,000 |
| | <u>61,371</u> | <u>56,371</u> |

7. Creditors: amounts falling due within one year

| | 2017 £ | 2016 £ |
|---|---------------|---------------|
| Corporation tax | 117 | 10,214 |
| Amounts owed to Argent Projects No. 4 Limited Partnership | 14,514 | - |
| Accruals | 5,160 | 4,300 |
| | <u>19,791</u> | <u>14,514</u> |

Argent Projects No 4 GP Limited

Notes to the financial statements (continued) for the year ended 31 December 2017

8. Called up share capital

| | 2017 £ | 2016 £ |
|----------------------------|--------------|--------------|
| Issued and allotted | | |
| 800 'A' shares of £1 each | 800 | 800 |
| 160 'B' shares of £1 each | 160 | 160 |
| 40 'C' shares of £1 each | 40 | 40 |
| | <u>1,000</u> | <u>1,000</u> |

Holders of 'A' shares have the right to appoint one director. Holders of 'B' and 'C' shares are entitled to be appointed as directors.

9. Related parties

A Funding Agreement exists between the Partnership, acting by the Company in its capacity as General Partner, and King's Cross Central Limited Partnership, acting by its general partner, King's Cross Central General Partner Limited ("KCCGP") to fund the development of a large residential building at King's Cross (The Plimsoll Building). The General Partner has directors in common with KCCGP, those being R M Evans and D J Partridge. There are no amounts disclosed in these financial statements in relation to this Funding Agreement.

There is a services agreement in place between the Partnership (acting by the Company as its General Partner) and Argent (Property Development) Services LLP ("ASLLP"). R M Evans, A Gibbs, M B Lightbound, D J G Partridge, N P Searl, J H E Thompson and J G M Wates are both directors of the General Partner and members of ASLLP. The Chairman of the Company's board of directors is ultimately empowered to determine decisions of the board in the event that unanimity is not achieved. There were no amounts outstanding as at the year-end.

The Company is entitled to a Priority Profit share from the Partnership under the terms of the Limited Partnership Agreement. An amount of £5,000 (2016: £55,371) has been recognised in the profit and loss in relation to this and the full amount remained outstanding as at 31 December 2017. This amount is included within debtors (see note 6) as at the year-end. Certain of the Company's directors, D J G Partridge, R M Evans, A Gibbs and M B Lightbound (and N P Searl as alternate director), are also indirect investors in the Partnership.

The Partnership paid for costs on behalf of the Company during the year of £14,514 (2016: £nil). This amount remains outstanding at the year-end.

10. Ultimate controlling party

The immediate parent undertaking of the Company is Britel Fund Nominees Limited, which is incorporated and registered in England and Wales. The Company is majority owned by the BT Pension Scheme, registered address: 150 Cheapside, London, EC2V 6ET.

11. Going concern

The directors have reasonable expectations that the Company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, the directors continue to adopt a going concern basis in preparing the financial statements.