Loopsign No.2 Limited

Annual report and financial statements

for the year ended 30 September 2015

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Loopsign No.2 Limited Annual report and financial statements for the year ended 30 September 2015 Contents

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Loopsign No.2 Limited Company information for the year ended 30 September 2015

Directors

Mr R J Livingstone Mr R N Luck

Company secretary

Mr R N Luck

Independent auditors

PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
1 Embankment Place
London
WC2N 6RH

Registered office

Quadrant House, Floor 6 4 Thomas More Square London E1W 1YW

Registered number

06704126

Loopsign No.2 Limited Strategic report for the year ended 30 September 2015

The directors present their strategic report for the year ended 30 September 2015.

Principal activities, review of the business and future developments

The company acts as a holding company and did not trade during the year. Net assets were £721m at the year end (2014: £721m). The directors consider the financial position and future prospects at 30 September 2015 to be satisfactory.

Principal risks and uncertainties

The key business risks and uncertainties affecting the company are considered to relate to the fact that the company operates within a highly competitive market place. The directors of the group have reviewed the groups exposure to credit risk, liquidity risk and cashflow risk. These risks and uncertainties are discussed in the company's ultimate parent's group annual report which does not form part of this report.

Financial risk management

The company's activities expose it to a number of financial risks including credit risk, cash flow risk and liquidity risk. Further discussion of the financial risk management objectives and policies, in the context of the group as a whole, are discussed in the company's ultimate parent's group annual report which does not form part of this report.

Key performance indicators

Loopsign No.2 Limited is managed by the directors in accordance with the strategies of its parent company, Loopsign Limited. For this reason, the directors believe that further key performance indicators for the company are not necessary or appropriate for an understanding of the development, performance or position of the business. These strategies and key performance indicators are discussed in the company's ultimate parent's group annual report which does not form part of this report.

By order of the board

Mr R N Luck

Company Secretary

Loopsign No.2 Limited

Directors' report for the year ended 30 September 2015

The directors present their annual report and the audited financial statements of the company for the year ended 30 September 2015.

Results and dividends

The directors do not recommend the payment of a dividend (2014: £nil).

The business review and financial risk management are included in the strategic report.

Directors

The following persons served as directors during the year and up to the date of signing the financial statements:

Mr R J Livingstone Mr R N Luck

Qualifying third party indemnity provisions

The company maintains liability insurance for its directors and officer. Following shareholder approval, the company has also provided an indemnity for its directors and the company secretary, which is a qualifying third party indemnity provision for the purposes of the Companies Act 2006.

The qualifying third party indemnity provision was in force during the financial year and also at the date of approval of these financial statements.

Disclosure of information to auditors

Each person who was a director at the time this report was approved confirms that:

- so far as they are aware, there is no relevant audit information of which the company's auditors are unaware; and
- they have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

Independent auditors

In the absence of a notice proposing that their appointment be terminated, PricewaterhouseCoopers LLP, are deemed to have been re-appointed as auditors for the next year.

By order of the board

Mr R N Luck

Company secretary

Loopsign No.2 Limited Statement of Directors' Responsibilities for the year ended 30 September 2015

The directors are responsible for preparing the strategic report, 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 prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). 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 year. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- 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 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.

By order of the board

Mr R N Luck

Company secretary

Independent auditors' report to the member of Loopsign No.2 Limited

Report on the financial statements

Our opinion

In our opinion, Loopsign No.2 Limited's financial statements (the "financial statements"):

- give a true and fair view of the state of the company's affairs as at 30 September 2015 and of its result for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

What we have audited:

The financial statements, included within the Annual Report and financial statements (the "Annual Report"), comprise:

- the balance sheet as at 30 September 2015;
- the profit and loss account for the year then ended; and
- the notes to the financial statements, which include a summary of significant accounting policies and other
 explanatory information.

The financial reporting framework that has been applied in the preparation of the financial statements is United Kingdom Accounting Standards, and applicable law (United Kingdom Generally Accepted Accounting Practice).

In applying the financial reporting framework, the directors have made a number of subjective judgements, for example in respect of significant accounting estimates. In making such estimates, they have made assumptions and considered future events.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion, the information given in the Strategic Report and the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Other matters on which we are required to report by exception

Adequacy of accounting records and information and explanations received

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, 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.

We have no exceptions to report arising from this responsibility.

Directors' remuneration

Under the Companies Act 2006 we are required to report to you if, in our opinion, certain disclosures of directors' remuneration specified by law are not made. We have no exceptions to report arising from this responsibility.

Independent auditors' report to the member of Loopsign No.2 Limited (continued)

Responsibilities for the financial statements and the audit

Our responsibilities and those of the directors

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

Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland) ("ISAs (UK & Ireland)"). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the company's member 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.

What an audit of financial statements involves

We conducted our audit in accordance with ISAs (UK & Ireland). An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of:

- whether the accounting policies are appropriate to the company's circumstances and have been consistently
 applied and adequately disclosed;
- the reasonableness of significant accounting estimates made by the directors; and
- the overall presentation of the financial statements.

We primarily focus our work in these areas by assessing the directors' judgements against available evidence, forming our own judgements, and evaluating the disclosures in the financial statements.

We test and examine information, using sampling and other auditing techniques, to the extent we consider necessary to provide a reasonable basis for us to draw conclusions. We obtain audit evidence through testing the effectiveness of controls, substantive procedures or a combination of both.

In addition, we read all the financial and non-financial information in the Annual Report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Suzanne Woolfson (Senior Statutory Auditor) for and on behalf of PricewaterhouseCoopers LLP Chartered Accountants and Statutory Auditors

London

Loopsign No.2 Limited Profit and loss account for the year ended 30 September 2015

The company did not trade during the year or the preceding year and made neither a profit or a loss. There were also no other recognised gains and losses for the current financial year or the preceding financial year. Accordingly, neither a profit and loss account nor a statement of total recognised gains and losses have been presented.

Loopsign No.2 Limited Balance sheet as at 30 September 2015

Registered number 06704126

	Note		2015 £		2014 £
Fixed assets Investments	5		720,650,843		720,650,843
Current assets Debtors	6	100		100	
Net current assets			100 :		. 100
Total assets less current liabilities			720,650,943	-	720,650,943
Net assets			720,650,943	-	720,650,943
Capital and reserves Called up share capital Profit and loss reserve	7 8		720,650,943		720,650,943 -
Total shareholder's funds	9		720,650,943		720,650,943

These financial statements were approved by the Board of Directors on 162016 and signed on its behalf by

Mr R N Luck Director

1 Accounting policies

Basis of preparation

These financial statements are prepared on the going concern basis, under the historical cost convention, and in accordance with the Companies Act 2006 and applicable accounting standards in the United Kingdom. The principal accounting policies, which have been applied consistently throughout the year, are set out below.

Deferred taxation

Deferred tax is provided in respect of all timing differences that have originated, but not reversed, at the balance sheet date that give rise to an obligation to pay more or less tax in the future. Deferred tax is not recognised when fixed assets are revalued unless, by the balance sheet date, there is a binding agreement to sell the revalued assets and the gain or loss expected to arise on sale has been recognised in the financial statements.

Deferred tax is measured on a non-discounted basis. A deferred tax asset is regarded as recoverable and therefore recognised only when, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Cash flow statement

The company has taken advantage of the exemption in the Financial Reporting Standards No 1 (Revised 1996) 'Cash flow statements' from including a cash flow statement in the financial statements on the grounds that the company is a wholly owned and its ultimate parent publishes a consolidated cash flow statement.

Exemption from consolidation

The financial statements contain information about Loopsign No.2 Limited as an individual company and do not contain consolidated financial information as the parent of a group. 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 consolidated financial statements of its parent, Loopsign Limited, a company incorporated in England and Wales.

Investments

Investments are recorded at cost plus incidental expenses less any provision for impairment. Impairment reviews are performed by the directors when there has been an indication of potential impairment or a change in circumstances which resulted in a previous impairment. Any impairment arising is charged to the profit and loss account for the year.

2	Operating result	2015	2014
		£	£
	Operating result is stated after charging:	·	
	Auditors' remuneration		

Auditors' remuneration has been borne by London & Regional Properties Limited.

3 Directors' emoluments

The directors did not receive any emoluments in respect of their services to the company (2014: £nil). The company has no employees (2014: none) other than the directors.

The emoluments of the directors are paid by a fellow subsidiary company which makes no recharge to the company. Mr Livingstone is a director of the ultimate parent company and a number of fellow subsidiary companies and Mr Luck is an employee of a fellow subsidiary. The total emoluments of Mr R J Livingstone are included in the aggregate of directors' emoluments included in the financial statements of the ultimate parent company. The total emoluments of Mr R N Luck are included in the aggregate of employee wages and salaries included in the financial statements of the ultimate parent company.

4 Tax on result on ordinary activities

No tax has been provided for due to no taxable profits arising in the year.

Factors that may affect future tax charges

Changes to the UK corporation tax rates were announced in the Chancellor's Budget in July 2015. These include reductions to the main rate to reduce the rate to 19% from 1 April 2017 and to 18% from 1 April 2020. As these changes had not been substantively enacted at the balance sheet date the effects are not included in these financial statements.

5	Investments	Investments in subsidiary undertakings £
	Cost	700 650 940
	At 1 October 2014 and 30 September 2015	720,650,843

The directors believe that the carrying value of the investments is supported by their underlying net assets.

The company holds directly or indirectly share capital in the following subsidiaries:

Company	Country of registration or incorporation	Class of shares held	%
London & Regional Group Holdings Ltd	England and Wales	Ordinary	100
Dowtrade Ltd	England and Wales	Ordinary	100
Graingrade Ltd	England and Wales	Ordinary	100
Interdevelopments Limited	England and Wales	Ordinary	100
London & Regional (Baker Street) Ltd	England and Wales	Ordinary	100
London & Regional (Health Clubs) Ltd	England and Wales	Ordinary ·	100
LR (Cumbernauld) Limited	England and Wales	Ordinary	100
LR Bondway Ltd	England and Wales	Ordinary	100
LR Healthcare Ltd	England and Wales	Ordinary	100
Trafalgar Private Equity Ltd	England and Wales	Ordinary	100
Heart of the City Limited	England and Wales	Ordinary	100
Hawkfalcon Ltd	England and Wales	Ordinary	100
Hotel (PL Property) Holdco Ltd	England and Wales	Ordinary	100
Hotel (PL Property) Ltd	England and Wales	Ordinary	100

5 Investments (continued)

		.	
LR (York) Ltd	England and Wales	Ordinary	100
LR (Durham) Ltd	England and Wales	Ordinary	100
LR (City Road) Ltd	England and Wales	Ordinary	100
LR (Long Lane) Ltd	England and Wales	Ordinary	100
Azuremere Limited	England and Wales	Ordinary	100
TPE No. 2 Ltd	England and Wales	Ordinary	100
Lakevilla Ltd	England and Wales	Ordinary	100
Servefix Ltd	England and Wales	Ordinary	100
London & Regional (HC Properties) Ltd	England and Wales	Ordinary	100
Yorkmeadow Ltd	England and Wales	Ordinary	100
London & Regional Hotel Finance Ltd	England and Wales	Ordinary	100
London & Regional Offices Finance Ltd	England and Wales	Ordinary	100
London & Regional Portfolio Finance Ltd	England and Wales	Ordinary	100
LR Office Developments Limited	England and Wales	Ordinary	100
Quidtrade Limited	England and Wales	Ordinary	100
London & Regional Debt Securitisation No.1 Ltd	England and Wales	Ordinary	99.998
London & Regional Debt Securitisation No.2 PLC	England and Wales	Ordinary	99.998
Cochrane Square SPV Ltd	Scotland	Ordinary	100
Haymarket SPV Ltd	Scotland	Ordinary	100
London & Regional (Stockport) Limited	England and Wales	Ordinary	100
Am-Coff Ltd	England and Wales	Ordinary	100
Cornice Properties Ltd	England and Wales	Ordinary	100
Richian Ltd	England and Wales	Ordinary	100
London & Regional (Green Park Hotel) Limited	England and Wales	Ordinary	100
London & Regional (Trafalgar Square Hotel) Ltd	England and Wales	Ordinary	100
LR Estates Ltd	England and Wales	Ordinary	100
LR Investments Ltd	England and Wales	Ordinary	100
LR (South Eastern) Ltd	England and Wales	Ordinary	100
Bayford Properties Ltd	England and Wales	Ordinary	100
London & Regional (Bewlay House) Ltd	England and Wales	Ordinary	100
London & Regional (Empire) Ltd	England and Wales	Ordinary	100
• , , ,	England and Wales	Ordinary	100
London & Regional (Sheffield) Ltd LR (Stratford) Ltd	England and Wales England and Wales	Ordinary	100
	_	Ordinary	100
Marshset Ltd	England and Wales	Ordinary	100
Rubtrade Ltd	England and Wales	-	100
Widerace Ltd	England and Wales	Ordinary Ordinary	100
LR (Cardiff) Ltd	England and Wales	•	
LR Bloomsbury and Skipton Ltd	England and Wales	Ordinary	100
LR (Manchester) Ltd	England and Wales	Ordinary	100
London & Regional (St Georges Court) Limited	England and Wales	Ordinary	100
LR Skipton House Limited	England and Wales	Ordinary	100
Star City Enterprises Limited	BVI	Ordinary	100
London & Regional Caribbean Investments Ltd	England & Wales	Ordinary	100
LR TCI Limited	Turks & Caicos	Ordinary	100
Barvie Sarl	Luxembourg	Ordinary	100
Barvie GmbH	Austria	Ordinary	100
Barvie Barcelona SL	Spain	Ordinary	99.2
Havana Resorts Limited	Guernsey	Ordinary	100
Carbonera SA	Cuba	Ordinary	49
L&R Sunset Member LLC	USA	Ordinary	50
8920 Sunset Boulevard LLC	USA	Ordinary	43.0
L&R (US) Holdings Manager LLC	USA	Ordinary	100
L&R French Market Member LLC	USA	Ordinary	100
L&R Laurel Project (CA) LLC	USA	Ordinary	75
Laurel Company WeHo LLC	USA	Ordinary	75
Diversified Doral LLC	USA	Ordinary	50

Investments (continued)

0000 DIII O	LICA	Ordinan	75
8800 Doral LLC	USA USA	Ordinary	75 50
900 Stradella VE LLC		Ordinary Ordinary	100
Kingsford Holding BV	Netherlands	Ordinary	100
Revalo Holding Company Limited	Cyprus	Ordinary	100
LR Globus LLC	Ukraine Ukraine	Ordinary	100
Delight City LLC	- · · · - · · · · -	•	100
Delight LLC	Ukraine	Ordinary	100
Delight Plus LLC	Ukraine	Ordinary	
Egaldo Development Company Limited	Cyprus	Ordinary	100
Scaltex LLC	Ukraine	Ordinary	100
Andacta LLC	Ukraine .	Ordinary	100 100
Global Belit SLU	Spain Spain	Ordinary Ordinary	50
Playa Real SA	Spain	•	50
Conjuncto Residencial Talamanco Park SA	Spain	Ordinary	50
Fourth Project 2012 SL	Spain	Ordinary	100
LR Russia AB	Sweden	Ordinary	
LR Nordic Properties AB	Sweden	Ordinary	100
Mardorella Holding BV	Netherlands	Ordinary	100
Scofield Corporation Sarl	Luxembourg	Ordinary	100
Sonnie Holding Sarl	Luxembourg	Ordinary	100
Wijatik Corporation Sarl	Luxembourg	Ordinary	100
Oval Treasury Limited	England & Wales	Ordinary	100
RE Financing No.1 Limited	Ireland	Ordinary	100
RE Financing Holdco Limited	Ireland	Ordinary	100
Peoniemill Limited	Ireland	Ordinary	100
LR Carbonera Limited	England & Wales	Ordinary	100
LR Energy Investments Limited	England & Wales	Ordinary	100
LR Project Ford Limited	England & Wales	Ordinary	100
LR Overseas (US) LLC	USA	Ordinary	100
Southstone SA	Panama	Ordinary	50
LR Operating AB	Sweden	Ordinary	100
LR Advisory AB	Sweden	Ordinary	100
LR Paradise Holding AB	Sweden	Ordinary	100
LR Slavjanka Sun Paradise Holding Ltd	Cyprus	Ordinary	100
LR Ducat Holding AB	Sweden	Ordinary	100
LR Ducat Ltd	Cyprus	Ordinary	100
Andante Ltd	Bermuda	Ordinary	100
Stargrove Ltd	Cyprus	Ordinary	100
LR Swatsky Holding AB	Sweden	Ordinary	100
Ulansky IV & V Ltd	Cyprus	Ordinary	100
LR Zawod Holding AB	Sweden	Ordinary	100
Uktina Zawod LLC	Russia	Ordinary	100
LR VVV Novosibirsk AB	Sweden	Ordinary	100
OOO RVL Terminal	Russia	Ordinary	100
LR Logistics Region AB	Sweden	Ordinary	100
OOO LRP Logistics	Russia	Ordinary	100
Conemix Ltd	Cyprus	Ordinary	10
Lapalise Enterprises Limited	Cyprus	Ordinary	10
ZAO RKR	Russia	Ordinary	10
Stormbrook Limited	Cyprus	Ordinary	10
ZAO RKR O	Russia	Ordinary	10
Eaststar Properties Limited	Cyprus	Ordinary	10
OOO Vostochnaya Zvezda LLC	Russia	Ordinary	10
Pradesh Trading Limited	Cyprus	Ordinary	10
Fabplus Ltd	Cyprus	Ordinary	10

Investments (continued)

6

Amounts owed by group undertakings		100	100
Debtors		2015 £	2014 £
•			
LRP Ukraine LLC	Ukraine	Ordinary	100
Newgate Ventures Sarl	Luxembourg	Ordinary	100
London and Regional (Panama) SA	Panama	Ordinary	25
Panama Holding 2 BV	Netherlands	Ordinary	100
Panama Holding 1 BV	Netherlands	Ordinary	100
First Central Management Company Limited	England and Wales	Ordinary	100
Mobyhold Limited	England and Wales	Ordinary	100
London & Regional (Health Clubs No.2) Limited	England and Wates	Ordinary	100
Hawkfalcon Limited	England and Wales	Ordinary	100
LR (SPH) Holding No.1 Limited	England and Wales	Ordinary	100
London & Regional PFI Projects Holdings Ltd	England and Wales	Ordinary	100
London & Regional Hotel Holdings Limited	England and Wales	Ordinary	100
Holdings Limited	Ligiana ana Wales	Ordinary	100
London & Regional Commercial Properties	England and Wales England and Wales	Ordinary	100
London & Regional 60VE Limited	England and Wales	Ordinary	100
C.S. Properties Harlequin Property Investments Limited	England and Wales England and Wales	Ordinary Ordinary	100
S'Argamassa Hotelera S.A	Spain England and Wales		100
LR (Cayman Hotel) Limited	Cayman Islands	Ordinary Ordinary	100 50
LR (Cayman Hatel) Limited	England and Wales	Ordinary	100
Belfcard Limited	England and Wales	Ordinary	100
RP Hotels (Barbados) Incorporated	Barbados	Ordinary	100
Greenwich Wharf Management Company Limited	England and Wales	Ordinary	100
Strand Palace Hotel & Retaurants Limited	England and Wales	Ordinary	
Porters RPV Corporation	St Lucia	Ordinary	100 100
London & Regional (HC Sites) Limited	England and Wales	Ordinary	100
Greenwich Wharf No.2 Limited	England and Wales	Ordinary	100
Greenwich Wharf Limited	England and Wales	Ordinary	100
LR (SPH) Holding No.2 Limited	England and Wales	Ordinary	100
London & Regional Investments Limited	England and Wales	Ordinary	100
London & Regional Homes Limited	England and Wales	Ordinary	100
London & Regional Group Trading No.3 Limited	England and Wales	Ordinary	80
London & Regional Group Trading No.2 Limited	England and Wales	Ordinary	76
London & Regional Group Trading No.1 Limited	England and Wales	Ordinary	76 70
London & Regional Trading Holdings Ltd	England and Wales	Ordinary	50.1

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

7 Called up share capital

				2015 £	2014 £
	Authorised: 750,000,000 (2014: 750,000,000) ordinary shares of	£1 each	•	750,000,000	750,000,000
		2015 Number	2014 Number	2015 £	2014 £
	Allotted, called up and fully paid: Ordinary shares of £1 each	720,650,943	720,650,943	720,650,943	720,650,943
8	Profit and loss reserve				£
	At 1 October 2014 and 30 September 2015				<u>-</u>
9	Reconciliation of movements in shareholders' fu	ınds		2015 £	2014 £
	At 1 October 2014 and 30 September 2015			720,650,943	720,650,943

10 Related party transactions

The company has taken advantage of the exemption under paragraph 3(c) from the provisions of FRS 8, 'Related party disclosures', on the grounds that it is wholly owned subsidiary of a group headed by Loopsign Limited, whose financial statements are publicly available.

11 Parent undertaking

The immediate and ultimate parent undertaking is Loopsign Limited, a company incorporated and registered in England and Wales

Loopsign Limited is the parent undertaking of the largest group of undertakings to consolidate these financial statements at 30 September 2015. The consolidated financial statements of Loopsign Limited can be obtained from the company secretary at:

Quadrant House, Floor 6 4 Thomas More Square London E1W 1YW

The ultimate controlling parties are I M Livingstone and R J Livingstone through their joint ownership of Loopsign Limited.