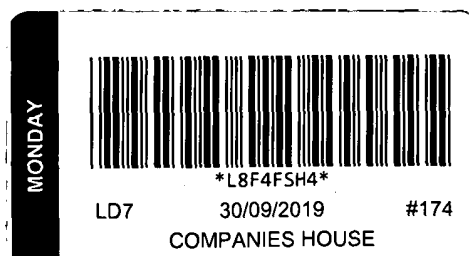


CHANTRY LODGE LIMITED
ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2018



CHANTRY LODGE LIMITED

COMPANY INFORMATION

Directors	D Amel-Azizpour A M Horrell
Company number	07435210
Registered office	50 George Street London United Kingdom W1U 7GA
Independent Auditors	PricewaterhouseCoopers LLP Chartered Accountants and Statutory Auditors 1 Embankment Place London WC2N 6RH

CHANTRY LODGE LIMITED

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CHANTRY LODGE LIMITED

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 DECEMBER 2018

The Directors present their Annual Report and the audited financial statements for Chantry Lodge Limited (the "Company") for the year ended 31 December 2018.

In preparing this report the Directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006. The Directors have also taken advantage of the small companies exemptions provided by section 414A of the Companies Act 2006 in not preparing a Strategic Report.

Principal activities

The Company holds a 25% interest in H2SO LLP, a property consultants firm providing a comprehensive range of agency, strategic, advisory and implementation services to property owners, investors, developers and occupiers primarily in the United Kingdom. The Directors anticipate the Company will continue to do so in future years.

On 15 June 2014, the Company was acquired by Colliers International Central London UK LLP. The Company's profit for the financial year was £154,175 (2017: £471,007). The Company declared dividends of £154,175 (2017: £471,007) during the year.

Directors

The Directors who held office during the year and up to the date of signature of the financial statements were as follows:

D Amel-Azizpour

A M Horrell

Results and dividends

The results for the year are set out on page 7.

Dividends amounting to £154,175 were declared during the year.

Directors and officers liability insurance

The Company maintained throughout the year, and continues to maintain, qualifying third party indemnity insurance covering the Directors and officers of the Company.

Political donations and expenditure

The Company did not make political donations nor has it incurred political expenditure during the current year and previous period.

Post balance sheet events

There are no post balance sheet events to report.

Principal risks and uncertainties

The management of the business is subject to a number of risks. The key business risks and uncertainties affecting the Company are considered to relate to performance of the underlying properties, competition, loss of key clients and dependence on key personnel.

Key performance indicators

Given the straightforward nature of the business, the Company's Directors are of the opinion that analysis using key performance indicators is not necessary for an understanding of the development, performance or position of the business.

Independent auditors

In accordance with the Company's articles, a resolution proposing that PricewaterhouseCoopers LLP be reappointed as auditors of the Company will be put at a General Meeting.

CHANTRY LODGE LIMITED

DIRECTORS' REPORT (CONTINUED)

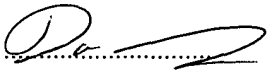
FOR THE YEAR ENDED 31 DECEMBER 2018

Statement of disclosure to independent auditors

So far as each person who was a Director at the date of approving this report is aware, there is no relevant audit information of which the Company's auditors are unaware. Additionally, the Directors individually have taken all the necessary steps that they ought to have taken as Directors in order to make themselves aware of all relevant audit information and to establish that the Company's auditors are aware of that information.

This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption, within part 15 of the Companies Act 2006.

On behalf of the board



D Amel-Azizpour

Director

30/9/2019

CHANTRY LODGE LIMITED

DIRECTORS' RESPONSIBILITIES STATEMENT

FOR THE YEAR ENDED 31 DECEMBER 2018

The Directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

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, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", 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 period. In preparing the financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 102, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- 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.

The Directors 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 Chantry Lodge Limited

Report on the audit of the financial statements

Opinion

In our opinion, Chantry Lodge Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 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 31 December 2018; and the statement of income and retained earnings 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

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.

We have nothing to report in respect of the above matters.

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. For example, the terms on which the United Kingdom may withdraw from the European Union are not clear, and it is difficult to evaluate all of the potential implications on the company's trade, customers, suppliers and the wider economy.

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 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.

Directors' Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Directors' Report for the year ended 31 December 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 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 3, 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.

Entitlement to exemptions

Under the Companies Act 2006 we are required to report to you if, in our opinion, the directors were not entitled to take advantage of the small companies exemption from preparing a strategic report. We have no exceptions to report arising from this responsibility.



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

30 September 2019

CHANTRY LODGE LIMITED

STATEMENT OF INCOME AND RETAINED EARNINGS

FOR THE YEAR ENDED 31 DECEMBER 2018

	Note	2018 £	2017 £
Investment income		198,430	583,290
Profit before taxation	6	198,430	583,290
Tax on profit	7	(44,255)	(112,283)
Profit for the financial year		154,175	471,007
Total comprehensive income for the year		154,175	471,007
Retained earnings at 1 January		2,025,498	2,025,498
Dividends	11	(154,175)	(471,007)
Retained earnings at 31 December		2,025,498	2,025,498

The statement of income and retained earnings have been prepared on the basis that all operations are continuing operations.

There is no material difference between the profit before taxation and the profit for the financial year stated above and their historical costs equivalents.

No separate statement of comprehensive income has been presented as all such gains and losses have been dealt within the statement of income and retained earnings above.

CHANTRY LODGE LIMITED

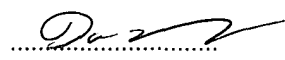
BALANCE SHEET

AS AT 31 DECEMBER 2018

	Note	2018 £	£	2017 £	£
Fixed assets					
Investments			1,000		1,000
Current assets					
Debtors	8	3,417,076		3,531,896	
Creditors: amounts falling due within one year	9	(1,392,478)		(1,507,298)	
Net current assets			2,024,598		2,024,598
Total assets less current liabilities			2,025,598		2,025,598
Capital and reserves					
Called up share capital	10		100		100
Retained earnings			2,025,498		2,025,498
Total equity			2,025,598		2,025,598

The notes on pages 9 to 14 are an integral part of these financial statements.

The financial statements on pages 7 to 14 were approved by the board of directors and authorised for issue on 30/9/2019 and are signed on its behalf by:


D Amel-Azizpour
Director

Company Registration No. 07435210

CHANTRY LODGE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2018

1 Company Information

Chantry Lodge Limited is a company limited by shares incorporated in England and Wales. The registered office is 50 George Street, London, W1U 7GA.

2 Accounting convention and statement of compliance

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 financial reporting framework that has been applied in the preparation of the financial statements is United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law (United Kingdom Generally Accepted Accounting Practice). The principal accounting policies, which have been applied consistently throughout the year, are set out below.

An exemption has been taken from preparing a cash flow statement as the company is a qualifying entity under FRS 102 and its cash flows are included in the publicly available consolidated financial statements of Colliers International Group Inc. as at 31 December 2018.

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

3 Summary of principal accounting policies

3.1 Going concern

At the time of approving the financial statements, the Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus the Directors continue to adopt the going concern basis of accounting in preparing the financial statements.

3.2 Investment income

This comprises the Company's share of profits from its 25% investment in H2SO LLP.

3.3 Investments

Investments are shown at cost, less provision for impairment, if any.

3.4 Dividends

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

3.5 Current taxation

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

3.5 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 statement of financial position when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with 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.

CHANTRY LODGE LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2018

3 Summary of principal accounting policies (Continued)

3.5 Financial instruments (continued)

Financial assets

Basic financial assets, including trade and other receivables, cash and bank balances and investments in commercial paper, are initially recognised at transaction price, 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. Such assets are subsequently carried at amortised cost using the effective interest method.

Financial assets are derecognised when:

- (a) the contractual rights to the cash flows from the asset expire or are settled, or
- (b) substantially all the risks and rewards of the ownership of the asset are transferred to another party or
- (c) control of the asset has been transferred to another party who has the practical ability to unilaterally sell the asset to an unrelated third party without imposing additional restrictions.

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. If an asset is impaired, the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been, had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

Financial liabilities

Basic financial liabilities include loans from fellow group companies 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.

Financial liabilities are derecognised when the liability is extinguished, that is when the contractual obligation is discharged, cancelled or expires.

Offsetting

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.

CHANTRY LODGE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2018

4 Judgements and key sources of estimation uncertainty

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the application of the accounting policies and the reported amounts of assets and liabilities, revenue and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are continually evaluated and are based on historical experience and other factors, including expectations of future events that are reasonable under the circumstances. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

The areas of the financial statements which require the most judgement are doubtful debt provision.

(a) Impairment of debtors

The Company makes an estimate of the recoverable value of debtors. When assessing impairment of trade and other debtors, management considers factors including the current credit rating of the debtor, the ageing profile of debtors and historical experience. See note 6 for the net carrying amount of the debtors.

5 Audit Fee

The audit fee for the year was £3,787 (2017: £3,677) and was borne on behalf of the Company by Colliers International Property Consultants Limited, a subsidiary company within the CIPA group.

6 Profit before taxation

The emoluments of the Directors are paid by Colliers International Property Consultants Limited, (a company related by common control) which makes no recharge to the Company. The Directors of this Company are also the directors of a number of fellow Group companies and it is not possible to make an accurate apportionment of emoluments in respect of each of these companies.

No Director received any compensation for loss of office (2017: nil) and the Company has no (2017: nil) employees in the year.

7 Tax on profit

	2018 £	2017 £
Current tax		
UK corporation tax on profits for the current year/ period	44,255	112,283
Total current tax	<u>44,255</u>	<u>112,283</u>

CHANTRY LODGE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2018

7 Tax on profit (continued)

The tax charge for the year can be reconciled to the profit per the Statement of income and retained earnings as follows:

	2018 £	2017 £
Profit before taxation	198,430	583,290
Expected tax charge based on the standard rate of corporation tax in the UK of 19% (2017: 19.25%)	37,702	112,283
Adjustments in respect of prior years	6,553	-
Total tax expense for the year	44,255	112,283

The main rate of corporation tax in the UK reduced from 20% to 19% with effect from 1 April 2017. Accordingly, the company's profits for the accounting year to 31 December 2018 were taxed at an effective rate of 19% (2017: 19.25%).

8 Debtors

	2018 £	2017 £
Amounts falling due within one year:		
Amounts owed by Group undertakings	3,414,185	3,529,005
Other debtors	2,891	2,891
	3,417,076	3,531,896

Included within other debtors is a loan to Mr P Smith, a former director, amounting to £2,891 (2017: £2,891).

Amounts owed by Group undertakings are unsecured, bear no interest and are repayable on demand. Cash flow is managed by a fellow undertaking within the Group.

Debtors are stated after provision of £nil (2017: £nil).

CHANTRY LODGE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2018

9 Creditors: amounts falling due within one year

	2018 £	2017 £
Amounts owed to group undertakings	1,242,510	1,286,765
Corporation tax	149,968	220,533
	<u>1,392,478</u>	<u>1,507,298</u>

Included within amounts owed to group undertakings is £1,242,510 (2017: £1,286,765) due to Colliers International Central London UK LLP, the parent entity. Within this balance, there is an amount of £2,213,336 (2017: £2,059,161) due to the parent with respect to dividends payable. This has been offset against the balance due from the same entity.

Amounts owed to Group undertakings are unsecured, bear no interest and are repayable on demand.

10 Called up share capital

	2018 £	2017 £
Ordinary share capital Issued and fully paid 100 Ordinary shares of £1 each (2017:100)	<u>100</u>	<u>100</u>

11 Dividends

	2018 £	2017 £
Dividend of £1,542 per share (2017: £4,710 per share)	<u>154,175</u>	<u>471,007</u>

CHANTRY LODGE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2018

12 Related party transactions

The Company is a qualifying entity and has taken advantage of the exemptions available under FRS 102 - Related Party Disclosures, not to disclose transactions with other wholly owned Group companies. There have been no other related party transactions.

13 Parent company

The immediate parent entity is Colliers International Central London UK LLP. The ultimate parent company is Colliers International Group Inc., a company incorporated in Canada. This is the largest group which prepares consolidated financial statements containing results of Colliers International Capital Markets UK LLP. Copies of the consolidated financial statements are available from the Group's website www.colliers.com.

The smallest group which prepares consolidated financial statements including the results of the company is Colliers International Property Advisers UK LLP. Copies of the consolidated financial statements are available from 50 George Street, London, W1U 7GA.