

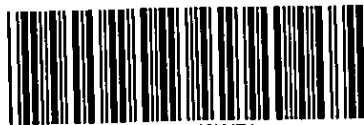
Company registration number: 07638529

DEVELOPMENT SECURITIES (HAMMERSMITH) LIMITED

Annual report and financial statements

for the year ended 28 February 2013

THURSDAY



L2HPN8WR

LD2

26/09/2013

#132

COMPANIES HOUSE

DEVELOPMENT SECURITIES (HAMMERSMITH) LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 28 FEBRUARY 2013

CONTENTS

	Page
Officers and professional advisors	1
Directors' report for the year ended 28 February 2013	2
Independent auditors report to the members of Development Securities (Hammersmith) Limited	4
Profit and loss account for the year ended 28 February 2013	6
Balance sheet as at 28 February 2013	7
Notes to the financial statements for the year ended 28 February 2013	8

DEVELOPMENT SECURITIES (HAMMERSMITH) LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 28 FEBRUARY 2013

OFFICERS AND PROFESSIONAL ADVISORS

DIRECTORS

C J Barwick
M H Marx
M Weiner
M O Shepherd

COMPANY SECRETARY

H M Ratsey

REGISTERED OFFICE

Portland House
Bressenden Place
London
SW1E 5DS

INDEPENDENT AUDITORS

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

DEVELOPMENT SECURITIES (HAMMERSMITH) LIMITED

DIRECTORS' REPORT for the year ended 28 February 2013

The directors present their annual report and audited financial statements of the company for the year ended 28 February 2013. The comparative results presented are for the period 18 May 2011 to 29 February 2012.

The company registration number is 07638529.

PRINCIPAL ACTIVITIES AND REVIEW OF THE BUSINESS

The principal activity of the company during the year was that of property development.

10 Hammersmith Grove, forward-funded by Scottish Windows Investment Partnership Property Trust for £50.0 million, started in January 2012 and reached practical completion in Q2 2013, on time and within budget.

RESULTS AND DIVIDENDS

The company's loss for the financial year is £105,258 (Period ended 29 February 2012: loss of £203,469). The directors do not recommend the payment of a dividend (Period ended 29 February 2012: £nil).

DIRECTORS

The directors who held office throughout the year and up to the date of signing of the financial statements were as follows:

C J Barwick
M H Marx
M Werner
M O Shepherd (appointed 18 February 2013)
G Prothero (resigned 31 January 2013)

DIRECTORS' AND OFFICERS' LIABILITY INSURANCE

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 remain in place at the date of approving the directors' report.

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 Development Securities 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.

KEY PERFORMANCE INDICATORS ("KPIs")

The directors of Development Securities 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 is discussed in the group's annual report which does not form part of this report.

DEVELOPMENT SECURITIES (HAMMERSMITH) LIMITED

DIRECTORS' REPORT

for the year ended 28 February 2013 (continued)

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the directors' report and the financial statements in accordance with applicable law and regulations

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have 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 period. 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.

GOING CONCERN

The directors believe that preparing the financial statements on the going concern basis is appropriate due to the continued financial support of the ultimate parent company Development Securities PLC. The directors have received confirmation that for the foreseeable future, Development Securities PLC intends to support the company such that it can meet its liabilities as they fall due.

DISCLOSURE OF INFORMATION TO AUDITORS

In the case of each director in office at the date the directors' report is approved, the following applies:

- (a) so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware, and
- (b) he has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

INDEPENDENT AUDITORS

The auditors, PricewaterhouseCoopers LLP, have indicated their willingness to continue in office and a resolution concerning their re-appointment will be proposed at the annual general meeting.

Approved by the board of directors
and signed by order of the board



H M Ratsey
Company Secretary
19 September 2013

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF DEVELOPMENT SECURITIES (HAMMERSMITH) LIMITED

We have audited the financial statements of Development Securities (Hammersmith) Limited for the year ended 28 February 2013 which comprise the profit and loss account, the balance sheet and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Respective responsibilities of directors and auditors

As explained more fully in the statement of directors' responsibilities set out on page 3, 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). 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 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.

Scope of the audit of the financial statements

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. In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 28 February 2013 and of its loss 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.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF DEVELOPMENT SECURITIES (HAMMERSMITH) LIMITED (continued)


Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us 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



Rachel Savage (Senior Statutory Auditor)
For and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
London

 September 2013

DEVELOPMENT SECURITIES (HAMMERSMITH) LIMITED

PROFIT AND LOSS ACCOUNT for the year ended 28 February 2013

	Note	Year ended 28 Feb 2013 £	Period from 18 May 2011 to 29 Feb 2012 £
TURNOVER	2	470,202	4,182,742
Cost of sales		<u>-</u>	<u>(4,142,721)</u>
GROSS PROFIT		470,202	40,021
Administrative expenses		<u>(575,460)</u>	<u>(243,637)</u>
OPERATING LOSS	3	(105,258)	(203,616)
Interest receivable and similar income	4	<u>-</u>	<u>147</u>
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION		(105,258)	(203,469)
Tax on loss on ordinary activities	5	<u>-</u>	<u>-</u>
LOSS FOR THE FINANCIAL YEAR/ PERIOD	9	<u>(105,258)</u>	<u>(203,469)</u>

All amounts related to continuing activities

There is no material difference between the loss on ordinary activities before taxation and the loss for the year/ period stated above and their historical cost equivalents

The company has no recognised gains and losses other than those included in the profit and loss account above and therefore no separate statement of total recognised gains and losses is presented

DEVELOPMENT SECURITIES (HAMMERSMITH) LIMITED

BALANCE SHEET as at 28 February 2013

	Note	28 Feb 2013 £	29 Feb 2012 £
CURRENT ASSETS			
Debtors	6	<u>8,360</u>	<u>1,817,596</u>
CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR	7	<u>(317,086)</u>	<u>(2,021,064)</u>
NET CURRENT LIABILITIES		<u>(308,726)</u>	<u>(203,468)</u>
NET LIABILITIES		<u>(308,726)</u>	<u>(203,468)</u>
CAPITAL AND RESERVES			
Called up share capital	8	1	1
Profit and loss account	9	<u>(308,727)</u>	<u>(203,469)</u>
TOTAL SHAREHOLDERS' DEFICIT	9	<u>(308,726)</u>	<u>(203,468)</u>

These financial statements on pages 6 to 11 were approved by the board of directors on 19 September 2013

Signed on behalf of the board of directors



M O Shepherd
Director

DEVELOPMENT SECURITIES (HAMMERSMITH) LIMITED

NOTES TO THE FINANCIAL STATEMENTS for the year ended 28 February 2013

1 ACCOUNTING POLICIES

Basis of preparation

These financial statements are prepared in accordance with the Companies Act 2006, and applicable United Kingdom accounting standards and under the historical cost convention. The accounting policies adopted are consistent with the prior period.

Going concern

The directors believe that preparing the financial statements on the going concern basis is appropriate due to the continued financial support of the ultimate parent company Development Securities PLC. The directors have received confirmation that for the foreseeable future, Development Securities PLC intends to support the company such that it can meet its liabilities as they fall due.

Cash flow statement and related party disclosures

The company is a wholly-owned subsidiary of Development Securities PLC and is included in the consolidated financial statements of Development Securities PLC, which are publicly available. Consequently, the company has taken advantage of the exemption from preparing a cash flow statement under the terms of Financial Reporting Standard number 1 "Cash flow statements" (revised 1996). The company is also exempt under the terms of Financial Reporting Standard number 8 "Related party disclosures" from disclosing related party transactions with wholly-owned entities that are part of the Development Securities PLC group.

Taxation

Current tax, including United Kingdom corporation 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.

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 law. 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 financial statements. Deferred tax is not provided on timing differences arising from the revaluation of fixed assets where there is no binding contract to dispose of these assets. 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.

Turnover

All turnover, comprising proceeds from the sale of work in progress and project management fees stated net of value added tax, is recognised on an accrued basis and derives from the company's principal activity carried out solely in the United Kingdom.

Work in progress

Work in progress, comprising developments, is carried as stock and stated at the lower of cost and estimated net realisable value. 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 net realisable value, with the write-down taken to the profit and loss account. Net realisable value is calculated as the estimated realisable value of the project or site, based upon current plans, less all further costs to be incurred in making the sale.

DEVELOPMENT SECURITIES (HAMMERSMITH) LIMITED

NOTES TO THE FINANCIAL STATEMENTS for the year ended 28 February 2013 (continued)

2 TURNOVER

	Year ended 28 Feb 2013 £	Period from 18 May 2011 to 29 Feb 2012 £
Proceeds from sale of work in progress	-	4,142,721
Project management fees	<u>470,202</u>	<u>40,021</u>
	<u>470,202</u>	<u>4,182,742</u>

In the prior period, the company sold its interest in work in progress at Hammersmith Grove to Scottish Widows Investment Partnership Property Trust at its cost price of £4,142,721. Scottish Widows Investment Partnership Property Trust are funding the on-going development of the site. Development Securities (Hammersmith) Limited is employed as project manager for the development for which it receives a project management fee.

3 OPERATING LOSS

The auditors' remuneration of £2,500 (Period ended 29 February 2012 £2,500) has been borne by Development Securities PLC, the ultimate parent company.

None of the directors received any emoluments in respect of qualifying services provided to the company during the year (Period ended 29 February 2012 £nil). Directors are remunerated by Development Securities PLC.

The company does not have any employees (Period ended 29 February 2012 none).

4 INTEREST RECEIVABLE AND SIMILAR INCOME

	Year ended 28 Feb 2013 £	Period from 18 May 2011 to 29 Feb 2012 £
Other interest received	<u>-</u>	<u>147</u>

DEVELOPMENT SECURITIES (HAMMERSMITH) LIMITED

NOTES TO THE FINANCIAL STATEMENTS for the year ended 28 February 2013 (continued)

5 TAX ON LOSS ON ORDINARY ACTIVITIES

Tax charge

There is no tax charge in the current year (Period ended 29 February 2012 £nil)

The tax assessed for the year is higher (Period ended 29 February 2012 higher) than the standard rate of corporation tax in the United Kingdom of 24 2% (Period ended 29 February 2012 26 5%) The differences are explained below

Factors affecting the current tax charge for the year/period

	Year ended 28 Feb 2013 £	Period from 18 May 2011 to 29 Feb 2012 £
Loss on ordinary activities before taxation	(105,258)	(203,469)
Loss on ordinary activities multiplied by the standard rate in the United Kingdom 24 2% (Period ended 29 February 2012 26 5%)	(25,472)	(53,919)
Effect of Group relief surrendered for nil consideration	25,472	53,919
Current tax charge for the year/period	-	-

As announced in the March 2012 Budget, the main rate of UK corporation tax was reduced to 24% from 1 April 2012 and 23% from 1 April 2013 The reductions were substantively enacted at the balance sheet date and, therefore recognised in these financial statements

Further reductions to the UK corporation tax rate were announced in the March 2013 Budget The changes, which are expected to be enacted separately each year, propose to reduce the rate to 21% from 1 April 2014, followed by a further 1% reduction to 20% by 1 April 2015 The changes had not been substantively enacted at the balance sheet date and, therefore, are not recognised in these financial statements

6 DEBTORS

	28 Feb 2013 £	29 Feb 2012 £
Trade debtors	7,264	-
Other debtors	1,096	433,052
Amounts owed by ultimate parent undertaking	-	1,384,544
	8,360	1,817,596

DEVELOPMENT SECURITIES (HAMMERSMITH) LIMITED

NOTES TO THE FINANCIAL STATEMENTS for the year ended 28 February 2013 (continued)

7 CREDITORS AMOUNTS FALLING DUE WITHIN ONE YEAR

	28 Feb 2013 £	29 Feb 2012 £
Bank overdrafts	-	696,295
Trade creditors	-	363,248
VAT payable	24,090	961,521
Amounts owed to ultimate parent undertaking	292,996	-
	<u>317,086</u>	<u>2,021,064</u>

There is neither a set date nor terms for repayment of the outstanding unsecured amount owed to ultimate parent undertaking and interest is not charged on this balance

8 CALLED UP SHARE CAPITAL

	28 Feb 2013 £	29 Feb 2012 £
Allotted and fully paid: 1 ordinary A class shares of £1 each	<u>1</u>	<u>1</u>

9 RECONCILIATION OF SHAREHOLDERS' DEFICIT AND MOVEMENTS ON RESERVES

	Called up share capital £	Profit and loss account £	Total shareholders' deficit £
At 1 March 2012	1	(203,469)	(203,468)
Loss for the financial year	<u>-</u>	<u>(105,258)</u>	<u>(105,258)</u>
At 28 February 2013	<u>1</u>	<u>(308,727)</u>	<u>(308,726)</u>

10 ULTIMATE PARENT UNDERTAKING

The ultimate parent, controlling company and parent company of the smallest and largest group of undertakings of which the company is a member and for which consolidated financial statements are produced is Development Securities PLC. Development Securities PLC is registered in England and Wales and incorporated in Great Britain.

The immediate parent company is Development Securities (Projects) Limited, which is registered in England and Wales and incorporated in Great Britain.

Copies of the annual report and financial statements of Development Securities PLC and Development Securities (Projects) Limited can be obtained from Portland House, Bressenden Place, London SW1E 5DS.