

Newincco 1234 Limited

Annual report and financial statements

For the year ended 31 March 2016

Company Registration No. 08449606

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Newincco 1234 Limited

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31 March 2016*

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COMPANY INFORMATION

Directors

DV4 Administration Limited

Colin Barry Wagman

Sheikh Jassim Hamad Al-Thani

Jeremy Martin Holmes

Registered office

6th Floor Lansdowne House

Berkeley Square

London

W1J 6ER

Auditors

Ernst & Young LLP

1 More London Place

London

SE1 2AF

Newincco 1234 Limited

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Directors' Report

The Directors present the annual report and the audited financial statements for the year ended 31 March 2016.

Directors

The Directors who served during the year were:

- DV4 Administration Limited
- Colin Barry Wagman
- Fabien Laurent Toscano (resigned 21 July 2016)
- Stephen James Pettit (resigned 21 July 2016)
- Jeremy Martin Holmes (appointed 21 July 2016)
- Sheikh Jassim Hamad Al-Thani (appointed 21 July 2016)

Review of the business

The principal activity of the Company was the provision of professional services to real estate companies within the Group headed by the ultimate parent company. During the year the Company transferred its staff to its immediate parent company Get Living London Limited and has no employees at the year end. The Directors are considering the future prospects of the Company and have a reasonable expectation that the Company will continue in existence for the foreseeable future and will retain it in case it is required for future projects.

Results and dividends

The results of the for the year, as set out on pages 8 to 10, show a loss of £8k (2015: profit of £42k).

No distribution (2015: £nil) was paid during the year.

Going concern

The financial statements of the Company have been prepared on a going concern basis. As discussed above, the Company transferred its staff to the immediate parent company. The Directors are considering the future prospects of the Company and have a reasonable expectation that the Company will continue in existence for the foreseeable future and will retain it in case it is required for future projects. They therefore consider it appropriate to prepare the financial statements on a going concern basis.

Directors' statement as to disclosure of information to auditors

The Directors who were members of the Board at the time of approving the Directors' Report are shown above. Having made enquiries of fellow Directors and of the Company's auditor, each of these Directors confirms that:

- to the best of each Director's knowledge and belief, there is no information (that is, information needed by the Company's auditor in connection with preparing their report) of which the Company's auditor is unaware; and
- each Director has taken all the steps a Director might reasonably be expected to have taken to be aware of relevant audit information and to establish that the Company's auditor is aware of that information.

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Directors' Report (continued)

Auditors

In accordance with section 485 of the Companies Act 2006, a resolution for the re-appointment of Ernst & Young LLP as auditor of the Company is to be proposed at the forthcoming Annual General Meeting.

Small companies' exemption

In preparing the report and financial statements, the Directors have taken advantage of the small companies' exemption provided under the Companies Act 2006. The Directors have also taken advantage of the exemption provided under Section 414B of the Companies Act 2006 for the requirement to produce a Strategic Report for the year.

Subsequent events

On 3 April 2016, the existing two ultimate shareholders exchanged contracts with the Netherlands based pension fund asset manager, Stichting Depositary APG Strategic Real Estate Pool, and each party now has an equal shareholding. Completion of the transaction occurred on 11 May 2016.

Approved by the Board of Directors and signed on behalf of the Board.



.....
Colin Wagman

Director

Date: 10 October 2016

Newincco 1234 Limited

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Statement of Directors' Responsibilities

The Directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable UK law and regulations.

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have elected to prepare the Company 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 those 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;
- 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.

Independent Auditor's Report to the Members of Newincco 1234 Limited

We have audited the financial statements of Newincco 1234 Limited for the year ended 31 March 2016 which comprise the Statement of Comprehensive Income, the Statement of Financial Position, the Statement of Changes in Equity and the related notes 1 to 13. The financial reporting framework that has been applied in the preparation of the Company financial statements is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS 101 "Reduced Disclosure Framework".

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.

Respective responsibilities of directors and auditor

As explained more fully in the Directors' Responsibilities Statement set out on page 5 the Company's 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.

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 Strategic Report and the Directors' 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.

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 31 March 2016 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 matters prescribed by the Companies Act 2006

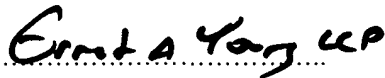
In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Independent Auditor's Report to the Members of Newincco 1234 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 by the Company, or returns adequate for our audit have not been received from branches not visited by us; or
- ▶ the Company 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.
- ▶ the Directors were not entitled to prepare the financial statements in accordance with the small companies regime and take the advantage of the small companies' exemptions in not preparing the Strategic Report and take advantage of the small companies' exemption in preparing the Directors' Report.



Matthew Williams (Senior statutory auditor)

For and on behalf of Ernst & Young LLP (Statutory Auditor)

London

Date: 11 OCT 2016

Newincco 1234 Limited

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Statement of comprehensive income

		2016	2015
	Notes	£000	£000
Turnover		983	971
Administrative expenses		(983)	(928)
Operating profit	4	-	43
Profit on ordinary activities before taxation		-	43
Taxation	5	(8)	(1)
(Loss)/profit for the year		(8)	42
Other comprehensive income		-	-
Total comprehensive (deficit)/income for the year		(8)	42

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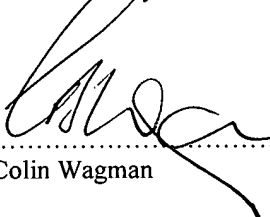
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Statement of financial position

		2016	2015
	Notes	£000	£000
Current assets			
Cash at bank and in hand	6	232	253
Debtors	7	-	35
		<u>232</u>	<u>288</u>
 Creditors: amounts falling due within one year	8	<u>(232)</u>	<u>(280)</u>
Net current assets		<u>-</u>	<u>8</u>
 Net assets		<u>-</u>	<u>8</u>
 Capital and reserves			
Share capital	9	-	-
Retained earnings		<u>-</u>	<u>8</u>
Total equity		<u>-</u>	<u>8</u>

These accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime.

The financial statements were approved by the Board of Directors for issue on 10 October 2016 and were signed on its behalf by:


.....
Colin Wagman

Director
Company Registration No. 08449606

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Statement of changes in equity as at 31 March 2016

	Share capital	Retained earnings	Total equity
	£000	£000	£000
As at 1 April 2014	-	(34)	(34)
Comprehensive income for the year	-	42	42
As at 31 March 2015	-	8	8
Comprehensive deficit for the year	-	(8)	(8)
As at 31 March 2016	-	-	-

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Notes to the financial statements

1. Statement of compliance with FRS 101

These Company financial statements were prepared in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework (FRS 101) and under the historical cost convention in accordance with the Companies Act 2006.

There were no differences between the financial statements prepared under previously extant UK GAAP at 31 March 2015 and the comparative amounts in these financial statements.

The accounting policies which follow set out those policies which apply in preparing the financial statements for the year ended 31 March 2016.

2. Basis of preparation

The Company has transitioned to FRS 101 from previously extant UK Generally Accepted Accounting Practice for all periods presented. There are no material adjustments. The accounting policies which follow set out those policies which apply in preparing the financial statements for the year ended 31 March 2016. The financial statements are prepared in Sterling and are rounded to the nearest thousand pounds (£000) except when otherwise indicated.

The Company has taken advantage of the following disclosure exemptions under FRS 101:

- the requirements of IFRS 7 Financial Instruments: Disclosures; and
- the requirements of paragraphs 91-99 of IFRS 13 Fair Value Measurement.
- the requirement in paragraph 38 of IAS 1 'Presentation of Financial Statements' to present comparative information in respect of:
 - paragraph 79(a)(iv) of IAS 1;
- the requirements of paragraphs 10(d), 10(f), 39(c) and 134-136 of IAS 1 Presentation of Financial Statements;
- the requirements of IAS 7 Statement of Cash Flows;
- the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors;
- the requirements of paragraph 17 of IAS 24 Related Party Disclosures;
- the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member.

Going concern

The financial statements of the Company have been prepared on a going concern basis. As discussed in the Directors' Report, the Company transferred its staff to the immediate parent company. The Directors are considering the future prospects of the Company and have a reasonable expectation that the Company will continue in existence for the foreseeable future and will retain it in case it is required for future projects. They therefore consider it appropriate to prepare the financial statements on a going concern basis.

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Notes to the financial statements (continued)

3. Summary of significant accounting policies

a) Revenue recognition

Turnover represents fees receivable when professional services are provided to real estate companies within the Group headed by the ultimate parent company. Turnover is recognised in the month it is earned.

b) Taxes

Current tax

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Deferred tax

Deferred tax is provided on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except when the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

Deferred tax assets are recognised for deductible temporary differences, the carry forward of unused tax credits and any unused tax losses to the extent that it is probable that they can be utilised against taxable profits. However, deferred tax assets are not recognised where they relate to the deductible temporary difference arising from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

c) Cash and short-term deposits

Cash and short-term deposits in the balance sheet comprise cash at bank and on hand and short-term deposits with a maturity of three months or less.

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Notes to the financial statements (continued)

4. Operating profit

Operating profit is stated after charging:

	2016	2015
	£000	£000
Salaries and wages	730	674
Social security costs	94	80
Auditor's remuneration	48	-
Employer's pension contribution	9	60
Legal & professional fees	100	-

Senior management have pension provision available in their employment conditions up to a 15% contribution.

The number of employees by the company during the period was 3 (2015: 5).

The Directors are remunerated for their services to their respective parent groups - or advisors thereto - as a whole. Their total remuneration is not allocated between the services they provide to this Company and the various other joint ventures in their respective parent groups. Consequently, the Directors received no remuneration or reimbursements from Newincco 1234 Limited (2015: £Nil).

5. Taxation

	2016	2015
	£000	£000
Current year tax	8	1
Current tax charge	8	1
Deferred tax charge	-	-
Total tax charge	8	1

	2016	2015
	£000	£000

Factors affecting the tax charge for the year

Profit before taxation	-	43
Loss before taxation multiplied by standard rate of UK corporation tax of 20% (2015: 21%)	-	9

Effect of:

Adjustment in respect of prior year	8	(8)
Total tax charge	8	1

The Company has no recognised or unrecognised deferred tax assets at 31 March 2016 (2015: £Nil).

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Notes to the financial statements (continued)**6. Cash at bank**

	2016	2015
	£000	£000
Cash at bank and in hand	232	252
	<u>232</u>	<u>252</u>

7. Debtors

	2016	2015
	£000	£000
Amounts due from group undertakings	-	35
	<u>-</u>	<u>35</u>

The amounts due from group undertakings are unsecured, interest free, have no fixed date of repayment and are repayable on demand.

8. Creditors: amounts falling due within one year

	2016	2015
	£000	£000
Deferred income	-	15
Other taxes	-	108
Other creditors	149	-
Amounts due to group undertakings	83	157
	<u>232</u>	<u>280</u>

The amounts due to group undertakings are unsecured, interest free and are repayable on demand.

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Notes to the financial statements (continued)

9. Share capital

	2016	2015
	£	£
<i>Allotted, called up share capital</i>		
2 Ordinary Shares of £1 each	2	2
	<u>2</u>	<u>2</u>

Holders of Ordinary Shares are entitled to one vote per share.

10. Related party disclosures

The Company's immediate and ultimate parent undertakings are Get Living London Limited and QDD Limited respectively. On 6 May 2015 the ownership of the Company was transferred from Delancey Real Estate Asset Management to Get Living London Limited.

At 31 March 2016, QDD Limited was ultimately jointly controlled as follows:

- (i) By DV4 Limited, a company registered and incorporated in the British Virgin Islands; and
- (ii) By Qatari Diar Real Estate Investment Company QSC, a company registered and incorporated in the State of Qatar and being a direct subsidiary of Qatar Investment Authority, a governmental authority established by the Emir of the State of Qatar.

On 3 April 2016, the existing two ultimate shareholders of QDD Limited exchanged contracts with the Netherlands based pension fund asset manager, Stichting Depositary APG Strategic Real Estate Pool, and each party now has an equal shareholding. Completion of the transaction occurred on 11 May 2016.

QDD Athletes Village UK Limited is the smallest group to consolidate these financial statements. QDD Limited (incorporated in the British Virgin Islands) is the largest group to consolidate these financial statements.

Transactions between the Company and its group entities are summarised in notes 7 and 8.

11. Commitments

There were no commitments as at 31 March 2016 (2015: £nil).

12. Contingent liabilities

There were no contingent liabilities as at 31 March 2016 (2015: £nil).

13. Subsequent events

On 3 April 2016, the existing two ultimate shareholders exchanged contracts with the Netherlands based pension fund asset manager, Stichting Depositary APG Strategic Real Estate Pool, and each party now has an equal shareholding. Completion of the transaction occurred on 11 May 2016.