

**SC JESMOND ROAD WEST LIMITED**

**COMPANY NUMBER 08451714 (ENGLAND AND WALES)**

**ANNUAL REPORT AND FINANCIAL STATEMENTS**

**FOR THE 18 MONTH PERIOD ENDED 31 AUGUST 2014**

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# SC JESMOND ROAD WEST LIMITED

## COMPANY INFORMATION

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|                            |   |
|----------------------------|---|
| <b>Directors</b>           | Mr C Cade<br>Mrs J Hawthorn<br>Mr S Dance<br>Mr P Morton  |
| <b>Company secretary</b>   | Mr S Dance  |
| <b>Company number</b>      | 08451714  |
| <b>Registered office</b>   | Kintyre House<br>70 High Street<br>Fareham<br>Hampshire<br>PO16 7BB   |
| <b>Independent auditor</b> | Deloitte LLP<br>Chartered Accountants and Statutory Auditor<br>1 Grosvenor Square<br>Southampton<br>Hampshire<br>SO15 2BZ<br>United Kingdom |
| <b>Business address</b>    | 16 D'Arblay Street<br>London<br>W1F 8EA   |
| <b>Solicitors</b>          | Osborne Clarke<br>One London Wall<br>London<br>EC2Y 5EB   |

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# SC JESMOND ROAD WEST LIMITED

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# **SC JESMOND ROAD WEST LIMITED**

## **DIRECTORS' REPORT**

### **FOR THE 18 MONTH PERIOD ENDED 31 AUGUST 2014**

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The directors present their Annual report and audited financial statements for the 18 month period ended 31 August 2014. This Directors' report has been prepared in accordance with the provision applicable to companies entitled to the small companies' exemption. Accordingly, the directors have elected to take advantage of the exemption from preparing a Strategic report.

#### **Principal activities**

The company was incorporated on 19 March 2013. It is intended that the principal activity of the company will be that of building and developing student accommodation.

#### **Directors**

The following directors have held office since 19 March 2013, except as stated:

|                |   |
|----------------|---|
| Mr C Cade      | (Appointed 19 March 2013)                           |
| Mr P Morton    | (Appointed 19 March 2013)                           |
| Mrs J Hawthorn | (Appointed 19 March 2013)                           |
| Mr S Dance     | (Appointed 29 October 2013)                         |
| Mr R Taylor    | (Appointed 19 March 2013, resigned 29 October 2013) |

#### **Auditor**

Deloitte LLP were appointed auditor to the company and in accordance with section 485 of the Companies Act 2006, a resolution proposing that they be re-appointed will be put at a General Meeting.

#### **Directors' responsibilities statement**

The directors are responsible for preparing the Annual 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 elected to prepare 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; 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. 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.

# **SC JESMOND ROAD WEST LIMITED**

## **DIRECTORS' REPORT (CONTINUED)**

**FOR THE 18 MONTH PERIOD ENDED 31 AUGUST 2014**

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### **Statement of disclosure to auditors**

- So far as the directors are aware, there is no relevant audit information of which the company's auditor is unaware; and
- the directors 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 auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provision of s418 of Companies Act 2006.

### **Going concern**

The directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus, they continue to adopt the going concern basis in preparing the annual financial statements. See accounting policies note 1 for further information.

By order of the Board



Mr S Dance

**Director**

19 December 2014

# **SC JESMOND ROAD WEST LIMITED**

## **INDEPENDENT AUDITOR'S REPORT**

### **TO THE MEMBERS OF SC JESMOND ROAD WEST LIMITED**

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We have audited the financial statements of SC Jesmond Road West Limited for the 18 month period ended 31 August 2014 which comprises the Profit and loss account, the Balance sheet and the related notes 1 to 15. 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).

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; 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.

#### **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 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 August 2014 and of its loss for the period 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 period for which the financial statements are prepared is consistent with the financial statements.

# SC JESMOND ROAD WEST LIMITED

## INDEPENDENT AUDITOR'S REPORT (CONTINUED)

### TO THE MEMBERS OF SC JESMOND ROAD WEST LIMITED

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#### **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; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and to take advantage of the small companies exemption from preparing a Strategic report and in preparing the Director's report.



**Gregory Culshaw ACA (Senior statutory auditor)**  
**for and on behalf of Deloitte LLP**

Chartered Accountants and Statutory Auditor  
Southampton  
United Kingdom  
Date: 19 December 2014

# SC JESMOND ROAD WEST LIMITED

## PROFIT AND LOSS ACCOUNT

**FOR THE 18 MONTH PERIOD ENDED 31 AUGUST 2014**

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|  |       | Period from<br>incorporation on<br>19 March 2013 to<br>31 August<br>2014 |
|--|-------|--|
|  | Notes | £  |
| Administrative expenses                            |       | (196,066)  |
| <b>Operating loss</b>                              |       | <u>(196,066)</u>   |
| Other interest receivable and similar income       | 3     | 846  |
| Interest payable and similar charges               | 3     | <u>(37,111)</u>  |
| <b>Loss on ordinary activities before taxation</b> | 2     | (232,331)  |
| Tax on loss on ordinary activities                 | 4     | <u>1,784</u>   |
| <b>Loss for the period</b>                         | 11    | <u><u>(230,547)</u></u>  |

The Profit and loss account has been prepared on the basis that all operations are continuing operations.

There are no recognised gains and losses other than those passing through the profit and loss account. Accordingly, a Statement of total recognised gains and losses has not been presented.



# SC JESMOND ROAD WEST LIMITED

## BALANCE SHEET

AS AT 31 AUGUST 2014

|  | Notes | 2014<br>£ | £         |
|--|-------|-----------|-----------|
| <b>Fixed assets</b>  |       |           |           |
| Investments  | 5     |           | 1         |
| <b>Current assets</b>  |       |           |           |
| Debtors  | 6     | 1,785     |           |
| Creditors: amounts falling due within one year                 | 7     | (5,095)   |           |
| <b>Net current liabilities</b>                                 |       |           | (3,310)   |
| <b>Total assets less current liabilities</b>                   |       |           | (3,310)   |
| <b>Creditors: amounts falling due after more than one year</b> | 8     |           | (227,237) |
| <b>Net liabilities</b>   |       |           | (230,546) |
| <b>Capital and reserves</b>                                    |       |           |           |
| Called-up share capital  | 10    |           | 1         |
| Profit and loss account  | 11    |           | (230,547) |
| <b>Shareholder's funds</b>                                     | 12    |           | (230,546) |

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

Approved by the Board and authorised for issue on 19 December 2014.



Mr S Dance

Director

Company Registration No. 08451714

# SC JESMOND ROAD WEST LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

**FOR THE 18 MONTH PERIOD ENDED 31 AUGUST 2014**

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### **1 Accounting policies**

The principal accounting policies are summarised below. They have all been applied consistently throughout the period.

#### **1.1 Basis of accounting**

The financial statements are prepared under the historical cost convention, and in accordance with applicable United Kingdom accounting standards.

#### **1.2 Compliance with accounting standards**

The financial statements are prepared in accordance with applicable United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), which have been applied consistently.

#### **1.3 Investments**

Fixed asset investments are stated at cost less provision for diminution in value.

#### **1.4 Taxation**

Current tax, including UK corporation tax and foreign 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 tax is recognised in respect of all timing differences that have originated but not reversed at the Balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the Balance sheet date. Timing differences are differences between the company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

A net deferred tax asset is regarded as recoverable and therefore recognised only to the extent that, 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. Deferred tax is measured on a non-discounted basis.

#### **1.5 Cash flow statement**

The company has taken advantage of the exemption under FRS 1 (Revised 1996) *Cash Flow Statements* from preparing a Cash flow statement on the basis the cash flows of the company are presented in the consolidated accounts of the parent entity.

#### **1.6 Wages and remuneration**

The directors are not remunerated by the company and the company has no employees.

# SC JESMOND ROAD WEST LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE 18 MONTH PERIOD ENDED 31 AUGUST 2014

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### 1 Accounting policies (continued)

#### 1.7 Going concern

In considering the appropriateness of the going concern basis the Board have reviewed the key risks and uncertainties to which they believe the company is exposed, the company's ongoing financial commitments and the availability of sufficient resources for the next twelve months and beyond.

The company meets its day to day working capital requirements using intercompany borrowing facilities. The company's forecasts and projections, taking account of reasonably possible changes in trading performance, show that the company should be able to operate within the level of its current facility. As the company is not profitable and has a shareholder's deficit, the directors are in receipt of a letter of support from Student Castle Limited, a parent company, who will provide sufficient financial support to the company to enable it to meet its financial liabilities as and when they fall due, for a period not less than 12 months from the date of signing the financial statements.

The directors therefore have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

#### 1.8 Group accounts

The company is exempt from the requirement to prepare and deliver group accounts on the basis that the company's results are included in the consolidated financial statements of Student Castle Limited, a company incorporated in England and Wales and whose financial statements are publicly available.

### 2 Loss on ordinary activities before taxation 2014 £

The analysis of the auditor's remuneration is as follows:

|  |                  |
|--|------------------|
| Fees payable to the company's auditor for the audit of the company's annual accounts | 2,000            |
| <b>Total audit fees</b>  | <u>2,000</u>     |
| <br>Taxation compliance services   | <br>2,000        |
| <b>Total non-audit fees</b>  | <br><u>2,000</u> |
|  | <u>4,000</u>     |

### 3 Other interest receivable and similar income and interest payable and similar charges 2014 £

|   |                 |
|---|-----------------|
| Interest receivable and similar income  | 846             |
| Amounts owed to group undertakings and undertakings in which the company has a participating interest | (37,111)        |
|   | <u>(36,265)</u> |

# SC JESMOND ROAD WEST LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE 18 MONTH PERIOD ENDED 31 AUGUST 2014

|          |   |                  |
|----------|---|------------------|
| <b>4</b> | <b>Tax on loss on ordinary activities</b>                                       | <b>2014</b>      |
|          |   | <b>£</b>         |
|          | The tax credit comprises:   |                  |
|          | <b>Current tax</b>  | <b>(1,223)</b>   |
|          | <b>Deferred tax</b>   |                  |
|          | Origination and reversal of timing differences                                  | <b>(561)</b>     |
|          | <b>Total deferred tax (see note 9)</b>  | <b>(561)</b>     |
|          | <b>Total tax credit on loss on ordinary activities</b>                          | <b>(1,784)</b>   |
|          | Loss on ordinary activities before tax  | <b>(232,331)</b> |
|          | Tax on loss on ordinary activities at standard UK corporation tax rate of 22.4% | <b>(52,042)</b>  |
|          | Effects of:   |                  |
|          | Expenses not deductible for tax purposes  | 50,191           |
|          | Depreciation in excess of capital allowances                                    | 70               |
|          | Creation of tax losses  | 558              |
|          | <b>Current tax credit for period</b>  | <b>(1,223)</b>   |

The Finance Act 2013, which provides for a reduction in the main rate of corporation tax from 23% to 21% effective from 1 April 2014 and to 20% effective from April 2015, was substantively enacted on 2 July 2013. These rate reductions have been reflected in the calculation of deferred tax at the Balance sheet date.

## 5 Fixed asset investments

|                       | Shares in group undertakings and participating interests |
|-----------------------|--|
|                       | £  |
| <b>Cost</b>           |  |
| At 19 March 2013      | -  |
| Additions             | 1  |
| At 31 August 2014     | 1  |
| <b>Net book value</b> |  |
| At 31 August 2014     | 1  |

### Holdings of more than 20%

The company holds more than 20% of the share capital of the following company:

| Company                                 | Country of registration or incorporation | Class    | Shares held | % |
|---|--|----------|-------------|---|
| <b>Subsidiary undertakings</b>          |  |          |             |   |
| SC Jesmond Road West Management Limited | England and Wales                        | Ordinary | 100.00      |   |

# SC JESMOND ROAD WEST LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE 18 MONTH PERIOD ENDED 31 AUGUST 2014

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### 5 Fixed asset investments (continued)

The aggregate amount of capital and reserves and the results of this undertaking for the last relevant financial year were as follows:

|  |                     | Capital and<br>reserves | Result for the year |
|--|---------------------|-------------------------|---------------------|
|  | Principal activity  | 2014                    | 2014                |
|  |                     | £                       | £                   |
| SC Jesmond Road West<br>Management Limited | Property management | 1                       | -                   |

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### 6 Debtors

|                                 | 2014<br>£         |
|---------------------------------|-------------------|
| Other debtors                   | 1                 |
| Deferred tax asset (see note 9) | 561               |
| Corporation tax receivable      | 1,223             |
|                                 | <hr/> 1,785 <hr/> |

### 7 Creditors: amounts falling due within one year

|          | 2014<br>£         |
|----------|-------------------|
| Accruals | <hr/> 5,095 <hr/> |

### 8 Creditors: amounts falling due after more than one year

|   | 2014<br>£           |
|---|---------------------|
| Amounts owed to group undertakings and undertakings in which the company has a participating interest | <hr/> 227,237 <hr/> |

# SC JESMOND ROAD WEST LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE 18 MONTH PERIOD ENDED 31 AUGUST 2014

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### 9 Deferred taxation

The deferred tax asset (included in debtors, note 6) is made up as follows:

|                                     | Deferred tax<br>£ |
|-------------------------------------|-------------------|
| Credited to profit and loss account | 561               |
| At 31 August 2014                   | <u>561</u>        |
|                                     |                   |
|                                     | <b>2014<br/>£</b> |
| Tax losses available                | 498               |
| Other short-term timing differences | 63                |
|                                     | <u>561</u>        |

The deferred tax asset is expected to be utilised against foreseeable profits and is therefore appropriate to recognise.

### 10 Called-up share capital

**Allotted, called-up and fully-paid**  
1 Ordinary share of £1 each

**2014  
£**

1

### 11 Statement of movements on Profit and loss account

**Profit and loss  
account**

|                     |           |
|---------------------|-----------|
|                     | £         |
| Loss for the period | (230,547) |

### 12 Reconciliation of movements in shareholder's deficit

**2014  
£**

|                                      |                  |
|--------------------------------------|------------------|
| Loss for the financial period        | (230,547)        |
| Proceeds from share issue            | 1                |
|                                      | <u>(230,546)</u> |
| Net depletion in shareholder's funds | (230,546)        |
| Opening shareholder's funds          | -                |
|                                      | <u>(230,546)</u> |
| Closing shareholder's deficit        | <u>(230,546)</u> |

# **SC JESMOND ROAD WEST LIMITED**

## **NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**

**FOR THE 18 MONTH PERIOD ENDED 31 AUGUST 2014**

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### **13 Control**

The direct parent company is Student Castle Limited, a company registered in England. The ultimate parent entity is Student Castle Investments LLP, a Limited Liability Partnership registered in England. The company's results are included in the consolidated financial statements of Student Castle Investments LLP, whose financial statements are publicly available. This is the largest group into which the results of the company are consolidated.

The Company's results are included in the consolidated financial statements of Student Castle Limited, a company incorporated in England and Wales and whose financial statements are publicly available. This is the smallest group into which the results of the company are consolidated.

The ultimate controlling parties of the Limited Liability Partnership are the members: Sir C Dunstone; Mr P Morton; Mr C Cade; Mr R Taylor; Mr R Clarkson; Mr J Eckbert; Mr J Gildersleeve; Mr T Morris; and Mrs J Hawthorn. Sir C Dunstone, due to his share of the partnership, has significant influence over the Limited Liability Partnership.

### **14 Post Balance sheet events**

There were no post Balance sheet events identified that require adjustment to or disclosure within the financial statements.

### **15 Related party relationships and transactions**

The company has taken advantage of the exemption available in FRS 8 *Related party disclosures* whereby it has not disclosed transactions with the ultimate parent company or any wholly owned subsidiary undertaking of the group.