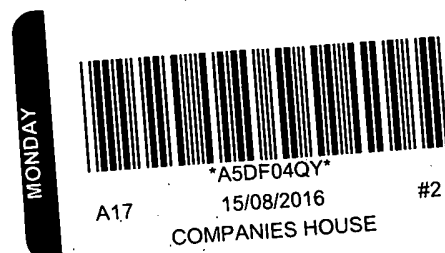


Company Registration No. 8568072

LondonMetric Derby Limited

Financial Statements

For the year ended 31 March 2016



LondonMetric Derby Limited

Financial statements for the year ended 31 March 2016

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LondonMetric Derby Limited

Financial statements for the year ended 31 March 2016

Company information

Directors

Valentine Beresford
Andrew Jones
Martin McGann
Mark Stirling

Company Secretary

Jadzia Duzniak

Registered Office

One Curzon Street
London
W1J 5HB

Auditor

Deloitte LLP
Chartered Accountants and Statutory Auditor
London

LondonMetric Derby Limited

Directors' report

The directors present their report with the audited financial statements for the year ended 31 March 2016. The Company qualifies as a small company under section 382 of the Companies Act 2006 and accordingly has not produced a Strategic Report. This directors' report has been prepared in accordance with the provisions applicable to small companies entitled to the small companies exemption.

Business review and principal activities

The principal activity of the Company is property investment and development. The directors do not anticipate any significant change in the principal activity in the foreseeable future. The Company is a guarantor under a £443.75 million revolving credit facility entered into by its parent company.

The Company was dormant from the date of incorporation on 13 June 2013 until 27 May 2014 when it exchanged a contract conditional on planning to buy land at Pride Park, Derby. The conditions of the contract have not yet been fulfilled.

The accounts have been prepared on a going concern basis. The Company is in a net liabilities position. The Company's ultimate parent, LondonMetric Property Plc, has confirmed its continuing financial support by way of an intercompany loan when required and therefore the directors consider the Company is in a position to meeting its liabilities as they fall due.

The Company is a wholly owned subsidiary of LondonMetric Property Plc.

Results and dividends

The results for the Company show a pre-tax loss of £5,631 (2014/15: £3,597). No dividends were paid during the current or prior year. The Company has net liabilities of £9,227 (2014/15: £3,596) and amounts owed to group companies of £177,093 (2014/15: £151,817).

Directors

The present directors of the Company all of whom served throughout the year and subsequently, unless otherwise stated, are as shown on page 1.

The Group has arranged insurance cover in respect of legal action against its Directors.

None of the Directors has a service agreement with the Company and they are not entitled to any compensation on termination of appointment or sale of the Company by the LondonMetric Property Plc group.

Auditor and disclosure of information to the auditor

Deloitte LLP have indicated their willingness to be reappointed for another term and appropriate arrangements have been put in place for them to be deemed reappointed as auditor in the absence of an Annual General Meeting.

So far as each director is aware, there is no relevant audit information (that is, information needed by the Company's auditor in connection with preparing their report) of which the Company's auditor is unaware. Each director has taken all the steps that they ought to have taken in his duty as a director in order to make himself aware of any 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 provisions of S418 of the Companies Act 2006.

On behalf of the Board



Martin McGann
Director
2 August 2016

LondonMetric Derby Limited

Directors' responsibilities statement

The directors are responsible for preparing 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), including FRS 101 'Reduced Disclosure Framework'. 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 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.

By Order of the Board

Independent auditor's report to the members of LondonMetric Derby Limited

We have audited the financial statements of LondonMetric Derby Limited for the year ended 31 March 2016 which comprise the profit and loss account, the balance sheet, the statement of changes in equity and the related notes 1 to 9. 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), including Financial Reporting Standard 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, 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 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.

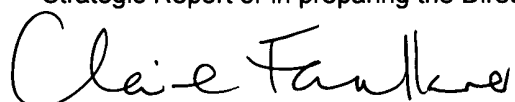
Opinion on other matter prescribed by the Companies Act 2006

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.

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 take advantage of the small companies exemption from preparing a Strategic Report or in preparing the Directors' report.



Claire Faulkner (Senior Statutory Auditor)
for and on behalf of Deloitte LLP
Chartered Accountants and Statutory Auditor
London, United Kingdom
2 August 2016

LondonMetric Derby Limited

Profit and loss account Year ended 31 March 2016

	Notes	For the Year ended 31 March 2016 £	For the Year ended 31 March 2015 £
Finance costs	3	(5,631)	(3,597)
Loss before tax		(5,631)	(3,597)
Tax	4	-	-
Loss after tax		(5,631)	(3,597)

All activities during the current year and prior year are derived from continuing operations.

There are no other items of comprehensive income or expense in the current year or prior year and therefore no statement of comprehensive income is shown.

The notes on pages 8 to 12 form part of these financial statements.

LondonMetric Derby Limited

Balance sheet As at 31 March 2016

	Notes	As at 31 March 2016 £	As at 31 March 2015 £
Current assets			
Trade and other receivables	5	192,286	148,221
Total current assets		192,286	148,221
Total assets		192,286	148,221
Current liabilities			
Trade and other payables	6	(24,420)	-
Total current liabilities		(24,420)	-
Non-current liabilities			
Amounts owed to Group undertakings	7	(177,093)	(151,817)
Total liabilities		(201,513)	(151,817)
Net liabilities		(9,227)	(3,596)
Equity			
Share capital	8	1	1
Retained loss		(9,228)	(3,597)
Total equity		(9,227)	(3,596)

The financial statements of LondonMetric Derby Limited (registered number 8568072) were approved by the Board of Directors and authorised for issue on 2 August 2016 and signed on its behalf by:

Martin McGann

Martin McGann
Director

The notes on pages 8 to 12 form part of these financial statements.

LondonMetric Derby Limited

Statement of changes in equity

Year ended 31 March 2016

	Share capital £	Retained loss £	Total £
At 1 April 2015	1	(3,597)	(3,596)
Loss for the year	-	(5,631)	(5,631)
Total deficit attributable to equity shareholders	1	(9,228)	(9,227)

Year ended 31 March 2015

	Share capital £	Retained loss £	Total £
At 1 April 2014	1	-	1
Loss for the year	-	(3,597)	(3,597)
Total deficit attributable to equity shareholders	1	(3,597)	(3,596)

The notes on pages 8 to 12 form part of these financial statements.

LondonMetric Derby Limited

Notes to the financial statements

Year ended 31 March 2016

1. Accounting policies

a) General information

LondonMetric Derby Limited is a limited company incorporated in England under the Companies Act. The address of the registered office is given on page 1. The nature of the company's operations and its principal activities are set out in the business review on page 2.

b) Statement of compliance

The company meets the definition of a qualifying entity under FRS 100 (Financial Reporting Standard 100) issued by the Financial Reporting Council. The financial statements have therefore been prepared in accordance with FRS 101 (Financial Reporting Standard 101) 'Reduced Disclosure Framework' as issued by the Financial Reporting Council.

As permitted by FRS 101, the company has taken advantage of the disclosure exemptions available under that standard in relation to presentation of comparative information in respect of certain assets, presentation of a cash-flow statement, standards not yet effective, impairment of assets and related party transactions.

Where relevant, equivalent disclosures have been given in the group accounts of LondonMetric Property Plc. The group accounts of LondonMetric Property Plc are available to the public and can be obtained as set out in note 9.

c) Basis of preparation

The functional and presentational currency of the Company is sterling. The financial statements have been prepared under the historical cost convention. Historical cost is generally based on the fair value of the consideration given in exchange for the goods and services. The principal accounting policies adopted are set out below.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement purposes in these financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of IFRS 2, leasing transactions that are within the scope of IAS 17, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in IAS 2 or value in use in IAS 36.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

LondonMetric Derby Limited

Notes to the financial statements (continued) Year ended 31 March 2016

1. Accounting policies (continued)

The accounting policies have been applied consistently in all material respects.

i) Estimates and judgements

The preparation of financial statements in conformity with FRS101 requires the directors to make judgements, estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period.

The most critical accounting policies in determining the financial condition and results of the Company are those requiring the greatest degree of subjective or complex judgements. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period. If the revision affects both current and future periods, the change is recognised over those periods.

ii) Adoption of new and revised standards

During the year the following new and revised Standards and Interpretations have been adopted and have not had a material impact on the amounts reported in these financial statements:

<u>Name</u>	<u>Description</u>
Annual Improvements to IFRSs: 2010 – 2012	Amendments to: IFRS 2 Share-based Payments, IFRS 3 Business Combinations, IFRS 8 Operating Segments, IFRS 13 Fair Value Measurement, IAS 16 Property, Plant and Equipment, IAS 24 Related Party Disclosures and IAS 38 Intangible Assets
Annual Improvements to IFRSs: 2011 - 2013	Amendments to: IFRS 1 First Time Adoption of International Financial Reporting Standards, IFRS 3 Business Combinations, IFRS 13 Fair Value Measurement and IAS 40 Investment Property

d) Financial assets and financial liabilities

Financial assets and financial liabilities are recognised in the balance sheet when the Company becomes a party to the contractual terms of the instrument. Unless otherwise indicated, the carrying amounts of the financial assets and liabilities are a reasonable approximation of their fair values.

e) Finance costs

Net finance costs include interest payable on borrowings, net of interest capitalised and finance costs amortised.

Interest is capitalised if it is directly attributable to the acquisition, construction or redevelopment of development properties from the start of the development work until practical completion of the property. Capitalised interest is calculated with reference to the actual interest rate payable on specific borrowings for the purposes of development or, for that part of the borrowings financed out of general funds, with reference to the Group's weighted average cost of borrowings.

g) Dividends

Dividends on equity shares are recognised when they become legally payable.

LondonMetric Derby Limited

Notes to the financial statements (continued) Year ended 31 March 2016

1. Accounting policies (continued)

h) Tax

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the balance sheet date, together with any adjustment in respect of previous years.

i) Going Concern

The financial statements have been prepared on a going concern basis. This is discussed further in the Directors' Report on page 2.

2. Administration expenses

Employees

There were no employees directly employed by the Company during the year or prior year.

Audit fees

The auditor's remuneration for the year of £2,100 (2014/15: £2,060) was borne by the ultimate parent company. There were no non-audit fees payable to Deloitte LLP and its associates in the current or preceding year.

Directors' remuneration

The directors received no remuneration in respect of their services to the Company during the current and preceding year. All of the directors are also directors of LondonMetric Property Plc, the Company's ultimate holding company, and the remuneration of these directors is disclosed in the financial statements of that company.

3. Finance costs

	Year to 31 March 2016 £	Year to 31 March 2015 £
Interest payable on inter-company loan balance	5,631	3,597

4. Tax

	Year to 31 March 2016 £	Year to 31 March 2015 £
Current tax		
Current tax on loss for the year	-	-
Total tax on ordinary activities	-	-

LondonMetric Derby Limited

Notes to the financial statements (continued) Year ended 31 March 2016

4. Tax (continued)

Factors affecting tax for the year

The tax charge differs from the standard rate of corporation tax in the UK. The differences are explained below:

	Year to 31 March 2016 £	Year to 31 March 2015 £
Loss on ordinary activities before tax	(5,631)	(3,597)
Tax on loss on ordinary activities at the standard rate of corporation tax in the UK of 20% (2014/15: 21%)	(1,126)	(755)
Effects of: REIT tax exemption	1,126	755
Total tax on ordinary activities	-	-

Factors that may affect future tax charges

The Company is a member of a REIT group, as part of the LondonMetric Property Plc group. As a result, no UK corporation tax should be due on future income or capital gains in respect of investment properties within the REIT group.

5. Trade and other receivables

	31 March 2016 £	31 March 2015 £
VAT recoverable	6,870	2,000
Prepayments and accrued income	185,416	146,221
	<u>192,286</u>	<u>148,221</u>

All amounts fall due for payment in less than one year.

At 31 March 2016 and the preceding year end there were no trade receivables which were overdue and considered at risk.

6. Trade and other payables

	31 March 2016 £	31 March 2015 £
Trade creditors	<u>24,420</u>	-

Trade payables are interest free and have settlement dates within one year. The Directors consider that the carrying amount of trade and other payables approximates their fair value.

LondonMetric Derby Limited

Notes to the financial statements (continued) Year ended 31 March 2016

7. Amounts owing to Group undertakings

Intercompany loans have no fixed repayment terms and are interest bearing at the LondonMetric group's weighted average cost of debt. LondonMetric Property Plc has agreed that it will not demand repayment of the intercompany loan balance within the next twelve months.

8. Share capital

	31 March 2016 £	31 March 2015 £
Allotted, called up and fully paid		
1 ordinary shares of £1 each	<u>1</u>	<u>1</u>

The Company has one class of ordinary shares, which carry no right to fixed income.

9. Controlling party information

The immediate and ultimate parent company is LondonMetric Property Plc. Copies of the consolidated accounts of LondonMetric Property Plc can be obtained from One Curzon Street, London W1J 5HB and its website www.londonmetric.com.