

Registered number: 09879662

MCLAREN DEVELOPMENTS (MANOR PLACE) LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 JULY 2019



MCLAREN DEVELOPMENTS (MANOR PLACE) LIMITED

COMPANY INFORMATION

Directors	J A Gatley C R Young
Company secretary	Taylor Wessing Secretaries Limited
Registered number	09879662
Registered office	3rd Floor East Leconfield House Curzon Street London W1J 5JA
Independent auditor	BDO LLP 55 Baker Street London W1U 7EU

MCLAREN DEVELOPMENTS (MANOR PLACE) LIMITED

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MCLAREN DEVELOPMENTS (MANOR PLACE) LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 JULY 2019

The directors present their report and the financial statements for the year ended 31 July 2019.

Directors' responsibilities statement

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 elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. 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 for the company's financial statements and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- 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 to 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.

Principal activity

The principal activity of the company is that of property development

Results

The profit for the year, after taxation, amounted to £917 (2018 - loss £583,138).

Directors

The directors who served during the year were:

J A Gatley
C R Young

Disclosure of information to auditor

Each of the persons who are directors at the time when this directors' report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the company's auditor is unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the company's auditor is aware of that information.

MCLAREN DEVELOPMENTS (MANOR PLACE) LIMITED

**DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 JULY 2019**

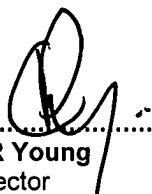
Auditor

The auditor, BDO LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

Small companies note

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

This report was approved by the board and signed on its behalf.


.....
C R Young
Director

Date: 20/07/20

MCLAREN DEVELOPMENTS (MANOR PLACE) LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF MCLAREN DEVELOPMENTS (MANOR PLACE) LIMITED

Opinion

We have audited the financial statements of McLaren Developments (Manor Place) Limited (the 'company') for the year ended 31 July 2019, which comprise the statement of comprehensive income, the statement of financial position, the statement of changes in equity and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 July 2019 and of its profit 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.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the United Kingdom, including the Financial Reporting Council's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- 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.

Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion 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 such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in 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.

MCLAREN DEVELOPMENTS (MANOR PLACE) LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF MCLAREN DEVELOPMENTS (MANOR PLACE) LIMITED (CONTINUED)

We have nothing to report in this regard.

Opinion on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the directors' report.

We have nothing to report in respect of the following matters in relation to which 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 take advantage of the small companies' exemptions in preparing the directors' report and from the requirement to prepare a strategic report.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement on page 1, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors 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.

MCLAREN DEVELOPMENTS (MANOR PLACE) LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF MCLAREN DEVELOPMENTS (MANOR PLACE) LIMITED (CONTINUED)

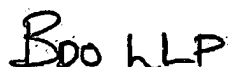
Auditor's responsibilities for the audit of the financial statements

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 auditor's 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 Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Use of our report

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.

BDO LLP

Geraint Jones (senior statutory auditor)

For and on behalf of BDO LLP, statutory auditor
London
United Kingdom

Date: 20 July 2020

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

MCLAREN DEVELOPMENTS (MANOR PLACE) LIMITED

**STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 JULY 2019**

	Note	2019 £	2018 £
Administrative expenses		917	(429)
Impairment of stocks		-	(553,384)
Operating profit/(loss)		917	(553,813)
Tax on profit/(loss)	5	-	(29,325)
Profit/(loss) for the financial year		917	(583,138)
Other comprehensive income for the year			
Waiver of intercompany loan		-	723,588
Other comprehensive income for the year		-	723,588
Total comprehensive income for the year		917	140,450

All amounts relate to continuing operations.

The notes on pages 9 to 15 form part of these financial statements.


MCLAREN DEVELOPMENTS (MANOR PLACE) LIMITED
REGISTERED NUMBER: 09879662

STATEMENT OF FINANCIAL POSITION
AS AT 31 JULY 2019

	Note	2019 £	2018 £
Current assets			
Debtors	7	100	100
Cash and cash equivalents		1	187
		<u>101</u>	<u>287</u>
Creditors: amounts falling due within one year	8	(1,807)	(2,910)
Net current liabilities		<u>(1,706)</u>	<u>(2,623)</u>
Net liabilities		<u><u>(1,706)</u></u>	<u><u>(2,623)</u></u>
Capital and reserves			
Share capital	9	100	100
Other reserves	10	723,588	723,588
Profit and loss account	10	(725,394)	(726,311)
		<u><u>(1,706)</u></u>	<u><u>(2,623)</u></u>

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and in accordance with the provisions of FRS 102 Section 1A - small entities.

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:


.....
C R Young
Director

Date: 20/07/20

The notes on pages 9 to 15 form part of these financial statements.

MCLAREN DEVELOPMENTS (MANOR PLACE) LIMITED

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 JULY 2019**

	Share capital £	Capital contribution reserve £	Profit and loss account £	Total equity £
At 1 August 2018	100	723,588	(726,311)	(2,623)
Comprehensive income for the year				
Profit for the year	-	-	917	917
At 31 July 2019	100	723,588	(725,394)	(1,706)

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 JULY 2018**

	Share capital £	Capital contribution reserve £	Profit and loss account £	Total equity £
At 1 August 2017	100	-	(143,173)	(143,073)
Comprehensive income for the year				
Loss for the year	-	-	(583,138)	(583,138)
Waiver of intercompany loan	-	723,588	-	723,588
At 31 July 2018	100	723,588	(726,311)	(2,623)

The notes on pages 9 to 15 form part of these financial statements.

MCLAREN DEVELOPMENTS (MANOR PLACE) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JULY 2019

1. General information

McLaren Developments (Manor Place) Limited is a private company, limited by shares, incorporated in England and Wales under the Companies Act 2006. The address of the registered office is stated on the company information page and the nature of the company's operations and principal activity are set out in the directors' report.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Section 1A of Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The following principal accounting policies have been applied:

2.2 Financial reporting standard 102 - reduced disclosure exemptions

The company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by the FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d);
- the requirements of Section 11 Financial Instruments paragraphs 11.41(b), 11.41(c), 11.41(e), 11.41(f), 11.42, 11.44 to 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b) and 11.48(c);
- the requirements of Section 12 Other Financial Instruments paragraphs 12.26 to 12.27, 12.29(a), 12.29(b) and 12.29A;
- the requirements of Section 33 Related Party Disclosures paragraph 33.7.

This information is included in the consolidated financial statements of McLaren Property Holdings LLP as at 31 July 2019 and these financial statements may be obtained from Leconfield House, 3rd Floor East, Curzon Street, London, W1J 5JA.

2.3 Going concern

The directors prepare financial forecasts and monitor financial performance of the property development and funding on an ongoing basis. From this the directors have reasonable expectation that the company has adequate resources to meet its liabilities as they fall due. The ultimate parent undertaking, McLaren Property Holdings LLP have indicated that they will provide support such that the company can meet its liabilities as they fall due for at least 12 months from the date of approval of these financial statements. The financial statements have therefore been prepared on the going concern basis.

2.4 Exceptional items

Exceptional items are transactions that fall within the ordinary activities of the company but are presented separately due to their size or incidence.

2.5 Debtors

Short term debtors are measured at transaction price, less any impairment.

MCLAREN DEVELOPMENTS (MANOR PLACE) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JULY 2019

2. Accounting policies (continued)

2.6 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours.

2.7 Creditors

Short term creditors are measured at the transaction price. Other financial liabilities are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

2.8 Expenses

Expenses are included on an accruals basis.

2.9 Finance costs

Finance costs which have been incurred as a direct consequence of the Manor Place development have been capitalised as part of development costs of the asset under construction and are subsequently released to the income statement. Finance costs incurred after practical completion or arising on a delay to development are not capitalised and are charged to the income statement in line with accounting policy 2.4.

All other finance costs incurred have been charged to the income statement as appropriate.

2.10 Provisions for liabilities

Provisions are made where an event has taken place that gives the company a legal or constructive obligation that probably requires settlement by a transfer of economic benefit, and a reliable estimate can be made of the amount of the obligation.

Provisions are charged as an expense to the statement of comprehensive income in the year that the company becomes aware of the obligation, and are measured at the best estimate at the statement of financial position date of the expenditure required to settle the obligation, taking into account relevant risks and uncertainties.

When payments are eventually made, they are charged to the provision carried in the statement of financial position.

MCLAREN DEVELOPMENTS (MANOR PLACE) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JULY 2019

2. Accounting policies (continued)

2.11 Current and deferred taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in the statement of comprehensive income, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the reporting date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

MCLAREN DEVELOPMENTS (MANOR PLACE) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JULY 2019

3. Judgements in applying accounting policies and key sources of estimation uncertainty

In the opinion of the directors, there are no key judgements that have a significant risk of causing material adjustment to the carrying amounts of assets and liabilities within the financial year.

The key assumptions concerning the future, and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

Recognition of long term contracts

Recognition of turnover and profit on the development contract requires management judgement regarding the anticipated final outcome of the contract and of the proportion of works completed at the reporting date. Management undertakes regular detailed reviews in order to exercise judgement over the outcome of the contract and the associated risks and opportunities.

Revenue is recognised in excess of costs incurred to date when it is reasonably certain that a profit will be made on the project. This is based on previous experience of the significant risks attributable to a typical student accommodation development leading up to the intake of students at the commencement of the university terms. Furthermore, revenue is not recognised prior to the commencement of the main building works as the primary development risks associated with the project still remain with the company.

Where the outcome of a construction contract cannot be estimated reliably, contract costs are recognised as expenses in the period in which they are incurred and contract revenue is recognised to the extent of contract costs incurred where it is probable that they will be recoverable.

Valuation of pre development costs carried as stock

Determining whether the value of the company's pre development costs, carried as stock, should be impaired requires estimations of the net realisable value of the underlying property development projects. The net realisable value calculation requires the entity to estimate the future cash flows expected to arise from the property development project, such as expected selling price and costs to complete and sell. In undertaking these estimates, the directors make reference to market evidence of transaction prices for similar projects. The carrying amount of the pre development costs at the reporting date was £Nil (2018 - £Nil) with no impairment loss recognised in 2019 or 2018.

Recoverability of investments, amounts due from group undertakings, joint ventures and other related parties

Provision for impairment of the carrying value of investments, amounts due from group undertakings, joint ventures and other related parties is made based on management's estimate of the prospect of recovering the amounts due, which includes considering the solvency of the counterparty or investment and its future outlook, based on budgets and forecasts prepared by management.

4. Auditor's remuneration

	2019 £	2018 £
Fees payable to the company's auditor and its associates for the audit of the company's annual financial statements	1,000	2,000

The company has taken advantage of the exemption not to disclose amounts paid for non audit services as these are disclosed in the group accounts of the parent company.

MCLAREN DEVELOPMENTS (MANOR PLACE) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JULY 2019**

5. Taxation

	2019	2018
	£	£
Current tax		
Current tax on profits for the year	-	-
Total current tax	<u>-</u>	<u>-</u>
Origination and reversal of timing differences	-	18,249
Effects of changes in tax rates	-	11,076
Taxation on profit on ordinary activities	<u>-</u>	<u>29,325</u>

Factors affecting tax charge for the year

The tax assessed for the year is the same as (2018 - lower than) the standard rate of corporation tax in the UK of 19.00% (2018 - 19.00%). The differences are explained below:

	2019	2018
	£	£
Profit/(loss) on ordinary activities before tax	<u>917</u>	<u>(553,814)</u>
Loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 19.00% (2018 - 19.00%)	<u>(174)</u>	<u>(108,935)</u>
Effects of:		
Effect of changes in tax rates	-	14,787
Losses	174	123,473
Total tax charge for the year	<u>-</u>	<u>29,325</u>

6. Stocks

The total finance costs capitalised during the period amounted to £Nil (2018 - £14,990).

The amount of stock recognised as an expense during the period was £Nil (2018 - £553,384).

MCLAREN DEVELOPMENTS (MANOR PLACE) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JULY 2019**

7. Debtors

	2019 £	2018 £
Amounts owed by group undertakings	100	100
	<u>100</u>	<u>100</u>

All amounts shown under debtors fall due for payment within a year.

8. Creditors: Amounts falling due within one year

	2019 £	2018 £
Trade creditors	308	-
Accruals and deferred income	1,499	2,910
	<u>1,807</u>	<u>2,910</u>

The amounts owed to group undertakings are unsecured and repayable on demand.

9. Share capital

	2019 £	2018 £
Allotted, called up and unpaid		
100 Ordinary shares of £1 each	100	100

10. Reserves

Profit and loss account

Profit and loss account represents cumulative profits or losses, net of dividends paid and other adjustments.

Capital contribution reserve

The capital contribution reserve represents the forgiveness of loans from fellow wholly owned members of the group.

11. Related party transactions

The company has taken advantage of the exemption available under paragraph 33.1A of the Financial Reporting Standard 102 not to disclose transactions with other wholly owned members of the group.

MCLAREN DEVELOPMENTS (MANOR PLACE) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JULY 2019**

12. Controlling party

The company's immediate and ultimate parent undertaking is McLaren Property Holdings LLP, a limited liability partnership incorporated in the United Kingdom, which will be preparing consolidated financial statements for the year ended 31 July 2019 which will be publicly available.

The ultimate controlling party is Optimus Corporate Services Limited in its capacity as Trustee of the McLaren Construction Employee Trust 2007 re Mr Kevin Robert Taylor and Family sub fund.