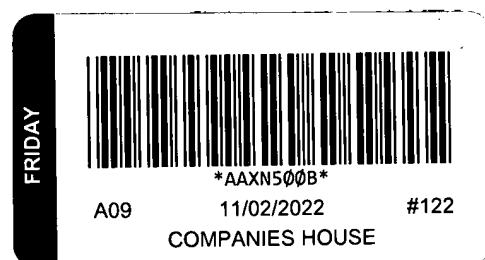


SC PELHAM TERRACE LIMITED

COMPANY NUMBER 10491173 (ENGLAND AND WALES)

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 AUGUST 2021



SC PELHAM TERRACE LIMITED

COMPANY INFORMATION

Directors	Mr J Singh Mr D Mathewson Mr M McIlhagger
Company number	10491173
Registered office	Kintyre House 70 High Street Fareham Hampshire PO16 7BB United Kingdom
Independent auditor	KPMG Channel Islands Limited Statutory Auditor 37 Esplanade St. Helier Jersey
Business address	16 D'Arblay Street London W1F 8EA
Solicitor	Bryan Cave Leighton Paisner LLP Governors House 5 Laurence Pountney Hill London EC4R 0BR
Bankers	HSBC Bank Plc 8 Canada Square London E14 5HQ

SC PELHAM TERRACE LIMITED

CONTENTS

	Page
Directors' report	1 – 3
Independent auditor's report	4 – 7
Statement of comprehensive income	8
Balance sheet	9
Statement of changes in equity	10
Notes to the financial statements	11 – 22

SC PELHAM TERRACE LIMITED

DIRECTORS' REPORT

FOR THE YEAR ENDED 31 AUGUST 2021

The directors present their Directors' report and audited financial statements for the year ended 31 August 2021. 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 principal activity of the company continues to be that of building, developing and leasing student accommodation.

Results and dividends

The loss for the year after taxation amounted to £2,459,962 (2020: £1,786,943). No interim dividends were paid during the year (2020: £Nil) and the directors do not recommend payment of a final dividend (2020: £Nil).

Directors

The following directors have held office since 1 September 2020 to the date of signing:

Mr J Singh
Mr D Mathewson
Mr M McIlhagger

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 United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards) including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" 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 year. 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
- assess the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

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 responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

Statement of disclosure to auditor

Each of the persons who is a director at the date of approval of this report confirms that:

- 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 the Companies Act 2006.

SC PELHAM TERRACE LIMITED

DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2021

Principal risks and uncertainties

The directors consider the principal risks and uncertainties facing the company to be equivalent to those facing the group, Student Castle Investments Holdco Limited, as outlined within the Strategic report accompanying those consolidated financial statements for the year ended 31 August 2020, which are publicly available, see note 16.

Going concern

On 5 November 2020, England entered into a second lockdown for 4 weeks, with a further lockdown in January 2021 which lasted until 8 March 2021, when restrictions began to be gradually lifted. As of 19 July 2021, the United Kingdom (UK) government lifted most lawful restrictions related to Covid-19. With an improvement in the COVID situation, the Company is experiencing greater normalcy for the Purpose Built Student Accommodation segment in the UK in the 2021/22 academic year, with current occupancy levels at 100% and universities remaining open.

As of 20 December 2021, approximately 70% of the population have been fully vaccinated in the UK. Approximately 42% of the UK population have also received a booster in order to protect against the newer Omicron variant of Covid-19. There are currently no border restrictions imposed by the UK government and so travel to the UK remains possible.

The Company acknowledge that there remains an uncertainty over the future impact of Covid-19, however the Company has seen good progress on bookings for the 2022/23 academic year, with booking occupancy at 24% as at 13 December 2021, compared to 4% at the same point a year ago for the 2021/22 academic year. With the stronger occupancies, revenues are expected to exceed pre-COVID 19 levels for Academic Year and the Company is in a net asset position and continues to be supported by the parent company.

Due to the above factors, the Directors do not believe there to be uncertainty over the going concern of the Company.

Brexit

Further uncertainty arises due to the United Kingdom's withdrawal from the European Union ("Brexit") which may affect the International student market in the UK, which is a key source of revenue for the Company. EU students who arrived in the UK before 31 December 2020 are able to register for the EU Settlement Scheme which will allow those students to remain in the UK and continue their studies as well as being eligible for 'home fee status' which means that they do not have to pay the increased international student fees and this remains for the duration of their course.

Those arriving in the UK after 1 January 2021, who started their course before 31 July 2021 are still eligible for the 'home fee status' but are required to obtain a visa in order to study. Those arriving after the 1 January but not starting their course until after 1 August 2021 are required to obtain a visa as well as attracting the higher international fees.

This could mean a decrease in EU students choosing to study in the UK, however, the majority of the Company's international students are from countries from outside of the EU, so this is not expected to have a significant impact on revenue.

SC PELHAM TERRACE LIMITED

DIRECTORS' REPORT (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2021

Post balance sheet events

There are no significant events since the balance sheet date which require adjustment to or disclosure in the financial statements.

Auditors

Pursuant to Section 487 of the Companies Act 2006, KPMG Channel Islands Limited will be deemed to be reappointed and will therefore continue in office.

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



.....
Mr D Mathewson

Director

Date: 7 January 2022

SC PELHAM TERRACE LIMITED

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF SC PELHAM TERRACE LIMITED

Our opinion

We have audited the financial statements of SC Pelham Terrace Limited (the "Company"), which comprise the balance sheet as at 31 August 2021, the statements of comprehensive income and changes in equity for the year then ended, and notes, comprising significant accounting policies and other explanatory information.

In our opinion, the accompanying financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 August 2021 and of the Company's loss for the year then ended;
- are properly prepared in accordance with United Kingdom accounting standards, including FRS 102 The Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland; 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 are described below. We have fulfilled our ethical responsibilities under, and are independent of the Company in accordance with, UK ethical requirements including FRC Ethical Standards. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

Going concern

The directors have prepared the financial statements on the going concern basis as they do not intend to liquidate the Company or to cease its operations, and as they have concluded that the Company's financial position means that this is realistic. They have also concluded that there are no material uncertainties that could have cast significant doubt over its ability to continue as a going concern for at least a year from the date of approval of the financial statements (the "going concern period").

In our evaluation of the directors' conclusions, we considered the inherent risks to the Company's business model and analysed how those risks might affect the Company's financial resources or ability to continue operations over the going concern period.

Our conclusions based on this work:

- we consider that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate; and
- we have not identified, and concur with the directors' assessment that there is not, a material uncertainty related to events or conditions that, individually or collectively, may cast significant doubt on the Company's ability to continue as a going concern for the going concern period.

However, as we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the above conclusions are not a guarantee that the Company will continue in operation.

Fraud and breaches of laws and regulations – ability to detect

Identifying and responding to risks of material misstatement due to fraud

To identify risks of material misstatement due to fraud ("fraud risks") we assessed events or conditions that could indicate an incentive or pressure to commit fraud or provide an opportunity to commit fraud. Our risk assessment procedures included:

- enquiring of management as to the Company's policies and procedures to prevent and detect fraud as well as enquiring whether management have knowledge of any actual, suspected or alleged fraud;
- reading minutes of meetings of those charged with governance; and
- using analytical procedures to identify any unusual or unexpected relationships.

SC PELHAM TERRACE LIMITED

INDEPENDENT AUDITOR'S REPORT (CONTINUED)

TO THE MEMBERS OF SC PELHAM TERRACE LIMITED

As required by auditing standards, we perform procedures to address the risk of management override of controls, in particular the risk that management may be in a position to make inappropriate accounting entries. On this audit we do not believe there is a fraud risk related to revenue recognition because the Company's revenue streams are simple in nature with respect to accounting policy choice, and are easily verifiable to external data sources or agreements with little or no requirement for estimation from management. We did not identify any additional fraud risks.

We performed procedures including

- Identifying journal entries and other adjustments to test based on risk criteria and comparing any identified entries to supporting documentation; and
- incorporating an element of unpredictability in our audit procedures.

Identifying and responding to risks of material misstatement due to non-compliance with laws and regulations

We identified areas of laws and regulations that could reasonably be expected to have a material effect on the financial statements from our general sector experience and through discussion with management (as required by auditing standards), and discussed with management the policies and procedures regarding compliance with laws and regulations.

The Company is subject to laws and regulations that directly affect the financial statements including financial reporting legislation and taxation legislation and we assessed the extent of compliance with these laws and regulations as part of our procedures on the related financial statement items.

The Company is subject to other laws and regulations where the consequences of non-compliance could have a material effect on amounts or disclosures in the financial statements, for instance through the imposition of litigation or impacts on the Company's ability to operate. We identified company law as being the area most likely to have such an effect. Auditing standards limit the required audit procedures to identify non-compliance with these laws and regulations to enquiry of management and inspection of regulatory and legal correspondence, if any. Therefore if a breach of operational regulations is not disclosed to us or evident from relevant correspondence, an audit will not detect that breach.

Context of the ability of the audit to detect fraud or breaches of law or regulation

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it.

In addition, as with any audit, there remains a higher risk of non-detection of fraud, as this may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. Our audit procedures are designed to detect material misstatement. We are not responsible for preventing non-compliance or fraud and cannot be expected to detect non-compliance with all laws and regulations.

SC PELHAM TERRACE LIMITED

INDEPENDENT AUDITOR'S REPORT (CONTINUED)

TO THE MEMBERS OF SC PELHAM TERRACE LIMITED

The directors' report

The directors are responsible for the directors' report. Our opinion on the financial statements does not cover that report and we do not express an audit opinion thereon.

Our responsibility is to read the directors' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- we have not identified material misstatements in the directors' report;
- in our opinion the information given in that report for the financial year is consistent with the financial statements; and
- in our opinion that report has been prepared in accordance with the Companies Act 2006.

Matters on which we are required to report by exception

Under the Companies Act 2006, we are required 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 the requirement to prepare a strategic report

We have nothing to report in these respects.

Respective responsibilities

Directors' responsibilities

As explained more fully in their statement set out on page 1, the directors are responsible for: the preparation of the financial statements including being satisfied that they give a true and fair view; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; 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 they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities

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 our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at www.frc.org.uk/auditorsresponsibilities.

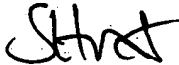
SC PELHAM TERRACE LIMITED

INDEPENDENT AUDITOR'S REPORT (CONTINUED)

TO THE MEMBERS OF SC PELHAM TERRACE LIMITED

The purpose of our audit work and to whom we owe our responsibilities

This report is made solely to the Company's member, 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 member 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 its member, as a body, for our audit work, for this report, or for the opinions we have formed.



Steven Hunt (Senior Statutory Auditor)

For and on behalf of KPMG Channel Islands Limited (Statutory Auditor)

Chartered Accountants

Jersey

Date: 7 January 2022

SC PELHAM TERRACE LIMITED
STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 AUGUST 2021

		2021 £	2020 £
	Note		
Turnover	3	2,120,392	14,401,352
Cost of sales		(1,178,646)	(13,715,573)
Gross profit		941,746	685,779
Administrative expenses		(33,885)	(479,726)
Other operating income	5	1,805,000	-
Operating profit		2,712,861	206,053
Other interest receivable and similar income	6	-	1,318
Interest payable and similar charges	7	(2,835,659)	(2,734,979)
(Loss) / gain on revaluation of investment property	9	(2,490,000)	1,204,000
Loss before tax		(2,612,798)	(1,323,608)
Tax credit / (charge)	8	152,836	(463,335)
Loss after tax		(2,459,962)	(1,786,943)

The Statement of income has been prepared on the basis that all operations are continuing operations.

There was no other comprehensive income in the year.

SC PELHAM TERRACE LIMITED

BALANCE SHEET

AS AT 31 AUGUST 2021

	Note	£	2021 £	£	2020 £
Fixed assets					
Tangible assets	8		31,449,706		33,924,000
Investments	9		1		1
			<u>31,449,707</u>		<u>33,924,001</u>
Current assets					
Debtors	10	18,897,127		14,481,797	
Cash at bank and in hand		72,990		29,913	
		<u>18,970,117</u>		<u>14,511,710</u>	
Creditors: amounts falling due within one year	11	(15,802,081)		(10,089,788)	
Net current assets			<u>3,168,036</u>		<u>4,421,922</u>
Total assets less current liabilities			<u>34,617,743</u>		<u>38,345,923</u>
Creditors: amounts falling due after more than one year	12		(27,871,884)		(30,720,159)
Net assets			<u>6,745,859</u>		<u>7,625,764</u>
Capital and reserves					
Called up share capital	14		1,580,058		1
Profit and loss account	15		5,165,801		7,625,763
Shareholders funds			<u>6,745,859</u>		<u>7,625,764</u>

The financial statements of SC Pelham Terrace Limited, registered number: 10491173, were approved and authorised for issue by the Board on 7 January 2022.

Signed on behalf of the Board



Mr D Mathewson
Director

SC PELHAM TERRACE LIMITED
STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 AUGUST 2021

	Called up share capital £	Profit and loss account £	Total £
At 1 September 2019	1	9,412,706	9,412,707
Loss for the financial year	-	(1,786,943)	(1,786,943)
At 31 August 2020	1	7,625,763	7,625,764
Issue of 1,580,056 £1 ordinary shares	1,580,057	-	1,580,057
Loss for the financial year	-	(2,459,962)	(2,459,962)
At 31 August 2021	1,580,058	5,165,801	6,745,859

SC PELHAM TERRACE LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 AUGUST 2021

1. Accounting policies

The principal accounting policies are summarised below. They have all been applied consistently throughout the current and the preceding year.

1.1. Standards in issue but not yet effective

At the date of approval of these financial statements, the following Standards were not applied in these financial statements:

- Amendments to UK and Republic of Ireland accounting standards – UK exit from the European Union (issued December 2020)

The Directors have considered the above new standards and amendments to published standards that are not yet effective and concluded that they are either not relevant to the Company or that they would not have a material impact on the Company's financial statements.

There have been no new standards adopted in the year which have a significant impact on the Company's financial statements.

1.2. General information and basis of accounting

SC Pelham Terrace Limited is a company incorporated in the United Kingdom under the Companies Act 2006.

The company is a private Company limited by shares and is registered in England and Wales. The address of the company's registered office is shown at the beginning of these accounts.

The principal activities of the company are set out in the Directors' Report on pages 1 to 3.

The financial statements have been prepared under the historical cost convention, modified to include certain items at fair value, and in accordance with Financial Reporting Standard 102 (FRS 102), and with the Companies Act 2006. The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

The functional currency of SC Pelham Terrace Limited is pounds sterling because that is the currency of the primary economic environment in which the company operates.

SC Pelham Terrace Limited meets the definition of a qualifying entity under FRS 102 and has therefore taken advantage of the disclosure exemptions available to it. Exemptions have been taken in relation to presentation of a cash flow statement and remuneration of key management personnel. SC Pelham Terrace Limited is consolidated in the financial statements of Student Castle Investments Holdco Limited which may be obtained at Kintyre House, 70 High Street, Fareham, Hampshire, PO16 7BB.

1.3. Group financial statements

The company is exempt from the requirement to prepare and deliver group financial statements on the basis that the company's results are included in the consolidated financial statements of Student Castle Investments Holdco Limited, a Company registered in England and Wales and whose financial statements may be obtained at Kintyre House, 70 High street, Fareham, Hampshire, PO16 7BB.

1.4. Going concern

On 5 November 2020, England entered into a second lockdown for 4 weeks, with a further lockdown in January 2021 which lasted until 8 March 2021, when restrictions began to be gradually lifted. As of 19 July 2021, the United Kingdom (UK) government lifted most lawful restrictions related to Covid-19. With an improvement in the COVID situation, the Company is experiencing greater normalcy for the Purpose Built Student Accommodation segment in the UK in the 2021/22 academic year, with current occupancy levels at 100% and universities remaining open.

As of 20 December 2021, approximately 70% of the population have been fully vaccinated in the UK. Approximately 42% of the UK population have also received a booster in order to protect against the newer Omicron variant of Covid-19. There are currently no border restrictions imposed by the UK government and so travel to the UK remains possible.

SC PELHAM TERRACE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2021

1. Accounting policies (continued)

1.4. Going concern (continued)

The Company acknowledge that there remains an uncertainty over the future impact of Covid-19, however the Company has seen good progress on bookings for the 2022/23 academic year, with booking occupancy at 24% as at 13 December 2021, compared to 4% at the same point a year ago for the 2021/22 academic year. With the stronger occupancies, revenues are expected to exceed pre-COVID 19 levels for Academic Year and the Company is in a net asset position and continues to be supported by the parent company.

Due to the above factors, the Directors do not believe there to be uncertainty over the going concern of the Company.

1.5. Investment properties

Investment properties comprise residential buildings that are held for long-term rental yields.

Investment properties are initially recognised at cost and subsequently measured at fair value. Any gains or losses arising from the changes in their fair values are taken to the statement of income and retained earnings.

Investment properties are subject to renovations or improvements at regular intervals. The cost of major renovations and improvements is capitalised and the carrying amounts of the replaced components are written-off to the income statement. The cost of maintenance, repairs and minor improvements is charged to the statement of income and retained earnings when incurred.

1.6. Investments

Fixed asset investments are included in the Company's Balance Sheet at cost less provision for diminution in value.

1.7. Impairment of assets

Assets, other than those measured at fair value, are assessed for indicators of impairment at each balance sheet date. If there is objective evidence of impairment, an impairment loss is recognised in profit or loss as described below.

Non-financial assets

An asset is impaired where there is objective evidence that, as a result of one or more events that occurred after initial recognition, the estimated recoverable value of the asset has been reduced. The recoverable amount of an asset is the higher of its fair value less costs to sell and its value in use. Where indicators exist for a decrease in impairment loss, the prior impairment loss is tested to determine reversal. An impairment loss is reversed on an individual impaired asset to the extent that the revised recoverable value does not lead to a revised carrying amount higher than the carrying value had no impairment been recognised.

Financial assets

For financial assets carried at amortised cost, the amount of impairment is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective interest rate. For financial assets carried at cost less impairment, the impairment loss is the difference between the asset's carrying amount and the best estimate of the amount that would be received for the asset if it were to be sold at the reporting date. Where indicators exist for a decrease in impairment loss, and the decrease can be related objectively to an event occurring after the impairment was recognised, the prior impairment loss is tested to determine reversal. An impairment loss is reversed on an individual impaired financial asset to the extent that the revised recoverable value does not lead to a revised carrying amount higher than the carrying value had no impairment been recognised.

SC PELHAM TERRACE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2021

1. Accounting policies (continued)

1.8. 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.

1.9. Turnover

Turnover is stated net of VAT and trade discounts and is recognised when the significant risks and rewards are considered to have been transferred to the buyer. Turnover from the sale of goods is recognised when the goods are physically delivered to the customer. Turnover from the supply of services represents the value of services provided under contracts to the extent that there is a right to consideration and is recorded at the fair value of the consideration received or receivable.

Turnover represents income received on construction contracts during the year. Where the outcome of a construction contract can be estimated reliably, revenue and costs are recognised by reference to the stage of completion of the contract activity at the balance sheet date. This is normally measured by the proportion that contract costs incurred for work performed to date bear to the estimated total contract costs, except where this would not be representative of the stage of completion. Variations in contract work, claims and incentive payments are included to the extent that the amount can be measured reliably and its receipt is considered probable.

Where the outcome of a construction contract cannot be estimated reliably, contract revenue is recognised to the extent of contract costs incurred where it is probable they will be recoverable. Contract costs are recognised as expenses in the period in which they are incurred. When it is probable that total contract costs will exceed total contract revenue, the expected loss is recognised as an expense immediately.

Turnover also includes rental income from operating leases and is recognised on a straight-line basis over the lease term.

1.10. Cost of sales

Cost of sales comprise of costs incurred in respect of property development services rendered. Cost of sales are accounted for on an accruals basis and recognised in the statement of income and retained earnings.

1.11. Administrative expenses

Administrative expenses comprise mainly of development administration costs, legal and professional fees, audit fees and insurance. Expenses are accounted for on an accruals basis and recognised in the statement of income.

1.12. Wages and Directors' remuneration

The Company has no employees. The directors are not remunerated by the Company. Directors who resigned in the prior year were remunerated by Student Castle Property Management Services Limited, and newly appointed Directors are remunerated by subsidiaries of the parent company that are outside the Student Castle Group, for services rendered to SC Pelham Terrace Limited.

SC PELHAM TERRACE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2021

1. Accounting policies (continued)

1.13. Other operating income

Other operating income relates to income received for activities which do not fall within the Group's principal activities and is largely rental and ancillary income receivable on development sites. Also included in other income are £1,805,000 of damages receivable from a lead contractor following delayed delivery of a site included in investment property. Other income is recognised on the accruals basis as it falls due.

1.14. Leases as a lessor

The company leases its investment property holding to its subsidiary, SC Pulteney Road Management Limited. The Company has classified this lease as an operating lease, because the lease payments are variable per the contractual terms and therefore the present value of the minimum lease payments at inception cannot be calculated in order to recognise as a finance lease.

1.15. Financial instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument.

(i) Financial assets and liabilities

All financial assets and liabilities are initially measured at transaction price (including transaction costs), except for those financial assets classified as at fair value through profit or loss, which are initially measured at fair value (which is normally the transaction price excluding transaction costs), unless the arrangement constitutes a financing transaction. If an arrangement constitutes a financing transaction, the financial asset or financial liability is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Financial assets and liabilities are only offset in the statement of financial position when, and only when there exists a legally enforceable right to set off the recognised amounts and the Company intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Debt instruments which meet the following conditions are subsequently measured at amortised cost using the effective interest method:

- a. The contractual return to the holder is (i) a fixed amount; (ii) a positive fixed rate or a positive variable rate; or (iii) a combination of a positive or a negative fixed rate and a positive variable rate.
- b. The contract may provide for repayments of the principal or the return to the holder (but not both) to be linked to a single relevant observable index of general price inflation of the currency in which the debt instrument is denominated, provided such links are not leveraged.
- c. The contract may provide for a determinable variation of the return to the holder during the life of the instrument, provided that (i) the new rate satisfies condition (a) and the variation is not contingent on future events other than (1) a change of a contractual variable rate; (2) to protect the holder against credit deterioration of the issuer; (3) changes in levies applied by a central bank or arising from changes in relevant taxation or law; or (ii) the new rate is a market rate of interest and satisfies condition (a).
- d. There is no contractual provision that could, by its terms, result in the holder losing the principal amount or any interest attributable to the current period or prior periods.
- e. Contractual provisions that permit the issuer to prepay a debt instrument or permit the holder to put it back to the issuer before maturity are not contingent on future events, other than to protect the holder against the credit deterioration of the issuer or a change in control of the issuer, or to protect the holder or issuer against changes in levies applied by a central bank or arising from changes in relevant taxation or law.
- f. Contractual provisions may permit the extension of the term of the debt instrument, provided that the return to the holder and any other contractual provisions applicable during the extended term satisfy the conditions of paragraphs (a) to (c).

Debt instruments that are classified as payable or receivable within one year on initial recognition and which meet the above conditions are measured at the undiscounted amount of the cash or other consideration expected to be paid or received, net of impairment.

With the exception of some hedging instruments, other debt instruments not meeting these conditions are measured at fair value through profit or loss.

Commitments to make and receive loans which meet the conditions mentioned above are measured at cost (which may be nil) less impairment.

SC PELHAM TERRACE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2021

1. Accounting policies (continued)

1.15. Financial instruments (Continued)

Financial assets are derecognised when and only when a) the contractual rights to the cash flows from the financial asset expire or are settled, b) the Company transfers to another party substantially all of the risks and rewards of ownership of the financial asset, or c) the Company, despite having retained some, but not all, significant risks and rewards of ownership, has transferred control of the asset to another party.

Financial liabilities are derecognised only when the obligation specified in the contract is discharged, cancelled or expires.

(ii) Fair value measurement

The best evidence of fair value is a quoted price for an identical asset in an active market. When quoted prices are unavailable, the price of a recent transaction for an identical asset provides evidence of fair value as long as there has not been a significant change in economic circumstances or a significant lapse of time since the transaction took place. If the market is not active and recent transactions of an identical asset on their own are not a good estimate of fair value, the fair value is estimated by using a valuation technique.

2. Critical accounting judgements and key sources of estimation uncertainty

In the application of the company's accounting policies, which are described in note 1, the directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

Critical accounting judgements

Classification of leases

The Directors' have applied critical accounting judgements on the classification of the intercompany lease on the investment property with the subsidiary, SC Pelham Terrace Management Limited. The Directors have recognised the lease as an operating lease due to the fact that, at inception, the annual lease payments are variable per the contractual terms. Therefore, the present value of the minimum lease payments at inception cannot be calculated and therefore cannot be accounted for as a finance lease.

There are no other critical judgements that the directors have made in the process of applying the Company's accounting policies and that have the most significant effect on the amounts recognised in financial statements.

Key sources of estimation uncertainty

Revaluation of investment properties

The property included within investment property at the year end relates to a student accommodation development in Brighton. SC Pelham Terrace Limited holds the freehold interest in the land and has developed the foundations. The site has been leased to SC Pelham Terrace Management Limited which has developed the Student Accommodation on the site. The directors note that whilst the property and freehold interests sit within separate entities, both of these remain under common control within the Student Castle Group. This common control allows the property and freehold interest to be effectively managed as one, providing the ability to exercise changes to the terms of the underlying agreements, receive the full benefit from the combined interests and it is also the view of the directors that should the interest ever be sold, they would be done so as a combined property. In arriving at the basis for valuation of the freehold interest within these financial statements, the marriage value, representing control over the overall property asset, is therefore deemed to be protected and is included within the valuations. Should the property and freehold interest ever be split and separately sold, this marriage value would be lost and the valuation of each component would be expected to be adversely impacted.

SC PELHAM TERRACE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2021

2. Critical accounting judgements and key sources of estimation uncertainty (continued)

The Company carries its investment property at fair value, with changes in fair value being recognised in the Statement of Comprehensive Income. A third party valuation has been carried out by Cushman & Wakefield Debenham Tie Leung Limited (RICS regulated), an independent property consultancy. The valuations performed by Cushman & Wakefield Debenham Tie Leung Limited are based on a discounted cash flow model. The valuation conforms to International Valuation Standards and has specifically been assessed in accordance with the Current Royal Institute of Chartered Surveyors ("RICS") Valuation – Professional Standards.

Key inputs used in the valuations:

- Information provided by the Group, including current rents, occupancy rates, operating costs, terms and conditions of leases and nomination agreements, capital expenditure, etc. This information is derived from the Group's financial systems and is subject to the Group's overall control environment.
- Assumptions and valuation models used by the valuers, which are typically market related, such as yield and discount rates. These are based on their professional judgement and market observation.

The determined fair value of the investment property is most sensitive to the estimated yield. The yield used in the model is within the typical ranges reported by a number of industry sources.

The total valuation of the property by Cushman & Wakefield as at 31 August 2021 is £44,324,874 (2020: £49,769,054). The Directors have apportioned a valuation of £31,434,000 at 31 August 2021 to SC Pelham Terrace Limited (2020: £33,924,000) and £12,890,874 to SC Pelham Terrace Management Limited (2020: £15,845,054). The method of apportioning the value between the entities is based on a discounted cash flow model, carried out by the Directors. The key inputs used by the Directors in this calculation are the same as those stated above for the overall valuation, but on an individual entity level.

For the year ended 31 August 2020, full RICS valuations were performed by Cushman & Wakefield Debenham Tie Leung Limited and there is no fundamental change in valuation technique adopted compared to current year.

Where investment properties were in a state of partial completion at the year end, the valuation was reduced by the expected costs to complete.

The Directors are of the opinion that there are no other critical accounting judgements or key sources of estimation uncertainty during the current or preceding year.

SC PELHAM TERRACE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2021

3. Turnover	2021 £	2020 £
Intercompany rental income	884,879	-
Development agreement income	1,235,513	14,401,352
	<u>2,120,392</u>	<u>14,401,352</u>

4. Auditor's remuneration	2021 £	2020 £
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 financial statements	11,352	12,260
Total audit fees	<u>11,352</u>	<u>12,260</u>

5. Other operating income	2021 £	2020 £
Liquidated ascertained damages	1,805,000	-
	<u>1,805,000</u>	<u>1,318</u>

Liquidated ascertained damages relates liquidated damages against Henry Construction Limited in respect of the completion of the investment property in Brighton, exceeding the contracted completion date. The amount recognised is based on contractual compensation due to the company to cover additional costs incurred and revenue lost due to the late opening of the site.

6. Other interest receivable and similar income	2021 £	2020 £
Bank interest	-	1,318
	<u>-</u>	<u>1,318</u>

7. Interest payable and similar charges	2021 £	2020 £
Interest payable on amounts owed to group undertakings	2,834,786	2,729,941
Bank charges	873	1,238
Other interest	-	3,800
	<u>2,835,659</u>	<u>2,734,979</u>

SC PELHAM TERRACE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2021

8. Tax (credit) / charge	2021 £	2020 £
The tax (credit) / charge comprises:		
Current tax:		
UK corporation tax on loss for the period	(26,316)	(47,415)
Adjustment in respect of previous periods	(432,652)	(20,543)
Total current tax credit	(458,968)	(67,958)
Deferred tax:		
Origination and reversal of timing differences	(470,116)	228,760
Adjustment in respect of previous periods	-	18,380
Effect of changes in tax rates	776,248	284,153
Total deferred tax charge (see note 13)	306,132	531,293
Total tax (credit) / charge on loss	(152,836)	463,335
The total tax charge for the year can be reconciled to the loss per the income statement as follows:		
Loss before tax	(2,612,798)	(1,323,608)
Tax on loss at standard UK corporation tax rate of 19.00% (2020: 19.00%)	(496,432)	(251,486)
Effects of:		
Expenses not deductible for tax purposes	-	178
Transfer pricing adjustments	-	432,652
Adjustments to tax charge in respect of previous years	(432,652)	(2,163)
Effect of changes of tax rate	776,248	284,154
Total tax (credit) / charge for year	(152,836)	463,335

SC PELHAM TERRACE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2021

9. Tangible fixed assets

	Investment Property	Computer equipment	Total
	£	£	£
Cost or valuation			
At 1 September 2020	33,924,000	-	33,924,000
Additions	-	15,706	15,706
Loss on revaluation	(2,490,000)	-	(2,490,000)
At 31 August 2021	31,434,000	15,706	31,449,706
Depreciation			
At 1 September 2020	-	-	-
Charge for the year	-	-	-
At 31 August 2021	-	-	-
Net book value			
At 31 August 2021	31,434,000	15,706	31,449,706
At 31 August 2020	33,924,000	-	33,924,000

The investment property included in the accounts relates to student accommodation developed in Brighton. The valuation of £31,434,000 recognised in these financial statements was determined by the Directors, based on the valuation carried out by Cushman & Wakefield Debenham Tie Leung Limited, an entity registered with the Royal Institute of Chartered Surveyors, at 31 August 2021. See note 2 for further details on the valuation.

10. Fixed asset investments

	Subsidiary undertakings £
Cost	
At 1 September 2019	1
At 31 August 2021	1
Net book value	
At 31 August 2021	1
At 31 August 2020	1

Subsidiary undertakings	Country of Incorporation	Principal activity	Shares held	%
SC Pelham Terrace Management Limited	England and Wales	Property management	Ordinary	100

SC Pelham Terrace Management Limited is directly owned by SC Pelham Terrace Limited.

SC Pelham Terrace Management Limited is registered at Kintyre House, 70 High Street, Fareham, Hampshire, PO16 7BB.

SC PELHAM TERRACE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2021

11. Debtors

	2021 £	2020 £
Amounts owed by group undertakings	17,082,649	68,648
Other debtors	2,193	1
Other taxes and social security	7,285	11,796
Prepayments and accrued income	1,805,000	14,401,352
	<u>18,897,127</u>	<u>14,481,797</u>

Amounts owed by group undertakings are unsecured, interest free, have no fixed date of repayment and are repayable on demand.

Included in prepayments and accrued income are £1,805,000 of liquidated ascertained damages (2020: £Nil). See note 5 for further details.

12. Creditors: amounts falling due within one year

	2021 £	2020 £
Trade creditors	-	50
Amounts owed to group undertakings	14,133,935	8,835,510
Other creditors	297,148	523,082
Accruals	1,370,998	731,146
	<u>15,802,081</u>	<u>10,089,788</u>

Amounts owed to group undertakings include loans of £8,400,000 from Student Castle Investments Holdco Limited on which 3.22% interest is charged and is repayable on demand.

Other amounts are unsecured, interest free, have no fixed date of repayment and are repayable on demand.

13. Creditors: amounts falling due after more than one year

	2021 £	2020 £
Amounts owed to group undertakings	24,637,528	27,791,935
Deferred tax liability (see note 13).	3,234,356	2,928,224
	<u>27,871,884</u>	<u>30,720,159</u>

Included in amounts owed to group undertakings are loans of £24,637,528 (2020: £27,791,935) from Student Castle Investments Holdco Limited on which 10% (2020: 10%) interest is charged and is repayable by 9 October 2024 (2020: 17 February 2022). On 6 November 2020, Student Castle Property Management Services Limited novated the loans to Student Castle Investments Holdco Limited, the parent company, as part of a restructure of the group. The loan terms as noted above remain the same.

SC PELHAM TERRACE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2021

14. Deferred taxation

The deferred tax liability is made up as follows:

	Deferred tax £
At 1 September 2020	(2,928,224)
Charged to Profit and loss account during the year	(306,132)
Balance at 31 August 2021	<u>(3,234,356)</u>

	2021 £	2020 £
Timing difference on fixed asset (included in creditors, note 12)	(3,927)	-
Timing differences on revaluation of investment properties (included in creditors, note 12)	(3,230,429)	(2,928,224)
	<u>(3,234,356)</u>	<u>(2,928,224)</u>

The net deferred tax liability amounts expected to reverse in 2022 is £nil.

In the March 2021 budget, the UK Government announced that from 1 April 2023, the corporation tax rate would increase to 25% from 19%. This was substantively enacted on 10 June 2021, therefore deferred tax has been measured at the rate of 25%.

15. Called-up share capital

	2021 £	2020 £
Allotted, called-up and fully-paid		
1,580,058 Ordinary shares of £1 each	1,580,058	1
	<u>1,580,058</u>	<u>1</u>

The ordinary shares carry equal voting rights. On 25 February 2021, SC Pelham Terrace Limited issued 1,580,057 of shares to Student Castle Investments Holdco Limited for consideration of £1,580,057

16. Reserves

Profit and loss account – this reserve records retained earnings and accumulated losses.

17. Control

During the year, direct ownership of the Company was transferred from Student Castle Property Management Services Limited to Student Castle Investments Holdco Limited whose registered address is stated below. The ultimate controlling party is Singapore Press Holdings Limited, a company incorporated in Singapore and listed on the Singapore stock exchange.

The company's results are included in the consolidated financial statements of Student Castle Investments Holdco Limited, whose financial statements can be obtained from their registered address at Kintyre House, 70 High Street, Fareham, Hampshire, PO16 7BB. This is the smallest group into which the results of the company are consolidated.

SC PELHAM TERRACE LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 AUGUST 2021

18. Related party relationships and transactions

The company has taken advantage of the exemption available under FRS 102, Section 33: Related Party Disclosures whereby it has not disclosed transactions with the ultimate parent company or any wholly owned subsidiary undertaking of the group.

19. Post balance sheet events

There are no significant events since the balance sheet date which require adjustment to or disclosure in the financial statements.