1 Leadenhall Nominee Limited

Annual report and financial statements
Registered number 10581466
For the period from 24 January 2017
to 31 December 2017

Contents

Directors' report

The directors present their report and financial statements for the year ended 31 December 2017. This directors' report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption under S415A of Companies Act 2006 and therefore the company has taken the exemption from preparing a strategic report.

Principal activities

The Company has not traded since the date of establishment on 24 January 2017.

Business review

During the year the Company was dormant and made £nil profit after tax. The directors paid no dividends in the year.

Directors

Set out below are the directors who held office during the period and up to the date of this report, except as noted:

R Meller	(appointed 24 January 2017)
M Jepson	(appointed 24 January 2017, resigned 31 March 2017)
J Tuckey	(appointed 31 March 2017, resigned 28 June 2017)
N Thompson	(appointed 28 June 2017, resigned 6 June 2018)
Z Vaughan	(appointed 6 June 2018)

None of the Directors who held office at the end of the year and up to the date of this report held any discloseable interest in group undertakings as recorded in the register of directors' interests.

Going concern

After making enquiries, the Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the financial statements.

Further details regarding the adoption of the going concern basis can be found in the significant accounting policies note in the financial statements.

Audit exemption

The Company is exempt from audit under S480 of Companies Act 2006.

Approved by the board and signed on its behalf by:

R Meller
Director

15th Floor, City Point
London
EC2Y 9AW
28 September 2018

Statement of Directors' responsibilities

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

Company law requires the directors to prepare financial statements for each financial period. Under that law the directors have elected to prepare the financial statements in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union. 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, International Accounting Standard 1 requires that directors:

- properly select and apply accounting policies;
- present information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information;
- provide additional disclosures when compliance with the specific requirements in IFRSs are insufficient to enable users to understand the impact of particular transactions, other events and conditions on the entity's financial position and financial performance; and
- make an assessment of the company's ability to continue as a going concern.

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.

Statement of financial position
As at 31 December 2017

	Notes	**31 December 2017 £**	**31 December 2016 £**
Current assets			
Trade and other receivables	*5*	1	1
Total current assets		**1**	**1**
Net assets		**1**	**1**
Equity			
Called up share capital	*8*	1	1
Total equity		**1**	**1**

The Company received no income and incurred no expense in the period. Accordingly, a statement of other comprehensive income is not presented.

a) For the period ended 31 December 2017 the Company was entitled to exemption from audit under section 480(1) of the Companies Act 2006 relating to dormant companies.

b) The members have not required the Company to obtain an audit in accordance with section 476 of the Companies Act 2006.

c) The Directors acknowledge their responsibility for:

    a. Ensuring the Company keeps accounting records which comply with section 386; and

    b. Preparing accounts in accordance with section 394, which give a true and fair view of the state of affairs of the Company as at the end of the financial year, and of its profit or loss for the financial year, in accordance with the requirements of section 396, and which otherwise comply with the requirements of the Companies Act 2006 relating to accounts, so far as applicable to the Company.

The statement of financial position should be read in conjunction with the notes to the financial statements on pages 5 to 10.

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

These financial statements of 1 Leadenhall Nominee Limited, registered number 10581466, were approved and authorised for issue by the board of directors on 28 September 2018 and were signed on its behalf by:

R Meller
Director

Statement of changes in equity
For the period from 24 January 2017 to 31 December 2017

	Share Capital £	Retained Earnings £	Total £
As at 24 January 2017	-	-	-
Share issuance	1	-	1
Total comprehensive income for the period	1	-	1
As at 31 December 2017	**1**	**-**	**1**

The statement of changes in equity should be read in conjunction with the Notes to the financial statements on pages 5 to 10.

Notes to the financial statements
(forming part of the financial statements)

1. General information

1 Leadenhall Nominee Limited ("the Company") is a private company limited by share capital, incorporated in the United Kingdom and registered in England and Wales. The address of the registered office is Level 15, City Point, 1 Ropemaker Street, EC2Y 9AW. The nature of the Company's operations and its principal activities are set out in the Directors' report.

2. Adoption of new and revised standards

At the date of authorisation of these financial statements, the Company has not applied the following new and revised IFRSs that have been issued but are not yet effective and in some cases had not yet been adopted by the EU:

		Effective for periods beginning on or after
IFRS 9	Financial Instruments	1 January 2018
IFRS 15	Revenue from Contracts with Customers	1 January 2018
IFRS 16	Leases	1 January 2019
IFRS 17	Insurance Contracts	1 January 2021 *
IFRS 2 (amendments)	Classification and Measurement of Share-based Payment Transactions	1 January 2018
IAS 40 (amendments)	Transfers of Investment Property	1 January 2018
IFRS 9 (amendments)	Prepayment Features with Negative Compensation	1 January 2019
IAS 28 (amendments)	Long-term Interests in Associates and Joint Ventures	1 January 2019 *
Annual Improvements to IFRS Standards 2014-2016 Cycle	Amendments to IFRS 1 First-time Adoption of International Financial Reporting Standards, IFRS 12 Disclosure of Interests in Other Entities, IAS 28 Investments in Associates and Joint Ventures	1 January 2018 *
Annual Improvements to IFRS Standards 2015-2017 Cycle	Amendments to IFRS 3 Business Combinations, IFRS 11 Joint Arrangements, IAS 12 Income Taxes, IAS 23 Borrowing Costs	1 January 2019 *

*subject to EU endorsement

A review of the financial instruments and revenue of the Company has been completed and indicates that there will be no material impact on the financial statements of the Company except for disclosure.

The Directors do not expect that the adoption of the other Standards listed above will have a material impact on the financial statements of the Company aside from additional disclosures.

3. Significant accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the Company's financial statements.

Basis of accounting

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRSs) adopted by the European Union.

The financial statements have been prepared under the historical cost basis. Historical cost is generally based on the fair value of the consideration given in exchange for the assets. The principal accounting policies have been consistently applied in the current and prior periods and are set out below.

The financial statements are expressed in Pounds Sterling which is the functional currency of the Company.

Notes to the financial statements *(continued)*

3. Significant accounting policies *(continued)*

Going concern

The Directors have prepared the financial statements on a going concern basis as this is a dormant company.

Financial instruments

Financial assets and financial liabilities are recognised in the Company's balance sheet when the Company becomes a party to the contractual provisions of the instrument.

Financial Assets

All financial assets are recognised and derecognised on a trade date where the purchase or sale of a financial asset is under a contract whose terms require delivery of the financial asset within the timeframe established by the market concerned, and are initially measured at fair value, plus transaction costs, except for those financial assets classified as at fair value through profit or loss, which are initially measured at fair value.

Financial assets are classified into the following specified categories: financial assets 'at fair value through profit or loss' (FVTPL), 'held-to-maturity' investments, 'available-for-sale' (AFS) financial assets and 'loans and receivables'. The classification depends on the nature and purpose of the financial assets and is determined at the time of initial recognition.

Loans and receivables

Trade receivables, loans, and other receivables that have fixed or determinable payments that are not quoted in an active market are classified as 'loans and receivables'. Loans and receivables are measured at amortised cost using the effective interest method, less any impairment. Interest income is recognised by applying the effective interest rate, except for short-term receivables when the recognition of interest would be immaterial.

Impairment of financial assets

Financial assets, other than those at FVTPL, are assessed for indicators of impairment at each balance sheet date. Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows of the investment have been affected.

For equity investments classified as AFS, a significant or prolonged decline in the fair value of the security below its cost is considered to be objective evidence of impairment.

For all other financial assets, objective evidence of impairment could include:

- significant financial difficulty of the issuer or counterparty; or
- default or delinquency in interest or principal payments; or
- it becoming probable that the borrower will enter bankruptcy or financial re-organisation.

For certain categories of financial asset, such as trade receivables, assets that are assessed not to be impaired individually are, in addition, assessed for impairment on a collective basis. Objective evidence of impairment for a portfolio of receivables could include the past experience of collecting payments, an increase in the number of delayed payments in the portfolio, as well as observable changes in national or local economic conditions that correlate with default on receivables.

For financial assets carried at amortised cost, the amount of the 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.

The carrying amount of the financial asset is reduced by the impairment loss directly for all financial assets with the exception of trade receivables, where the carrying amount is reduced through the use of an allowance account. When a trade receivable is considered uncollectible, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against the allowance account. Changes in the carrying amount of the allowance account are recognised in profit or loss.

Notes to the financial statements *(continued)*

3. Significant accounting policies *(continued)*

Financial instruments (continued)

Derecognition of financial assets
The Company derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

Financial liabilities and equity
Debt and equity instruments are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangement.

Cash flow statement
The company has no cash balances or bank account, therefore no statement of cash flow has been prepared.

4. Critical accounting estimates and judgements

The preparation of the financial report in conformity with the International Financial Reporting Standards requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. However, management do not consider there to be any critical estimates and judgement pertinent to the preparation of these financial statements.

5. Trade and other receivables

	2017
	£
Amount owed from related parties	1
	1

Amount owed to related parties are unsecured, non-interest bearing and repayable on demand. The carrying amount of receivables approximates to their fair value.

6. Related party transactions

At year end, the Company had the following receivables from related parties:

Related Party	**Relationship**	**Amounts owed by related parties 31 December 2017**
		£
1 Leadenhall GP Limited	Parent	**1**

Notes to the financial statements *(continued)*

7. Financial Instruments

Categories of financial instruments

The following table summarises the fair values of the financial assets and liabilities recorded in the Company's financial statements.

	Current 31 December 2017 £
Financial assets	
Trade and other receivables	1
	1

Capital risk management

The capital structure of the Company is managed by Brookfield Asset Management Inc. Group Treasury. Brookfield Asset Management Inc. manages its capital to ensure that entities in the Group will be able to continue as a going concern.

Externally imposed capital requirement

The Company is not subject to externally imposed capital requirements.

Financial risk management objectives

The Company is ultimately controlled by the Brookfield Property Partners L.P.. The Group seeks to minimise the effects of floating interest rate risk by using derivative financial instruments to hedge these risk exposures. The use of financial derivatives is governed by the Group's policies approved by the board of directors, which provide written principles on interest rate risk and the use of financial derivatives. Compliance with policies is reviewed by the internal auditor on a quarterly basis. The Group does not enter into or trade financial instruments, including derivative financial instruments, for speculative purposes.

Market risk

The Company is not directly exposed to foreign exchange movements.

8. Called up share capital

	2017 £
Authorised	
1 ordinary share of £1	**1**
Allotted, called up and fully paid	
1 ordinary share of £1	1

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company.

Notes to the financial statements *(continued)*

9. Related parties

Related Party	Nature of relationship	Nature of transaction	Value of transaction 2017 £	Amounts owed to related parties 2017 £
1 Leadenhall Limited Partnership	Partnership	Unsecured loan	-	(1)

The carrying amount of these liabilities approximates to their fair value. There are no past due or impaired payable balances.

10. Financial instruments

The Company does not have any financial assets or financial liabilities, except for trade and other receivables. The carrying value of this asset is equivalent to their fair value. The Company is not exposed to currency, interest rate, credit or liquidity risk.

Financial risk management

Categories of financial instruments

The following table summarises the fair values of the financial liabilities recorded in the financial statements.

	2017	
	Non-current	Current
Financial liabilities	£	£
Trade and other receivables	-	1

The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies are reviewed regularly to reflect changes in market conditions and the Company's activities.

Liquidity risk
Liquidity risk is the risk that the Company is not able to meet its financial obligations as they fall due or can do so only at an excessive cost. Liquidity risk arises from the mismatch in the cash flows generated from assets and liabilities.

The directors do not consider the exposure to liquidity risk to be material to the Company as all funding requirements are met by the Partnership who has sufficient resources to provide funds if required.

Credit risk management

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company only transacts with related parties, owned by the same ultimate parent, and therefore the credit quality of financial assets is strong.

Capital risk management
The Company manages its capital to ensure that it will be able to continue as a going concern whilst maximising the return to its Shareholders through the optimisation of equity. The capital structure of the Company consists of related party borrowings, cash and cash equivalents and equity attributable to the shareholders, composed of issued share capital and retained earnings.

Notes to the financial statements *(continued)*

11. Ultimate parent undertaking

The Company's immediate parent is 1 Leadenhall GP Limited, an entity registered in England and Wales. The ultimate parent undertaking and controlling party is Brookfield Property Partners L.P., a company incorporated in Bermuda.

The smallest and largest group in which the results of the company are consolidated is that headed by Brookfield Property Partners L.P., incorporated in Bermuda. The consolidated financial statements of Brookfield Property Partners L.P. are available to the public and may be obtained from its registered office at 73 Front Street, 5th Floor, Hamilton, HM 12, Bermuda.