

**HOTEL (PL PROPERTY) LIMITED**  
**ANNUAL REPORT AND FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2022**

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# **HOTEL (PL PROPERTY) LIMITED**

## **COMPANY INFORMATION**

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<b>Directors</b>	Mr M A Glyn Mr R J Livingstone Mr I M Livingstone
<b>Secretary</b>	Mr L Shelley
<b>Company number</b>	11045249
<b>Registered office</b>	8th Floor, South Block 55 Baker Street London W1U 8EW
<b>Independent Auditors</b>	PricewaterhouseCoopers LLP 1 Embankment Place London WC2N 6RH

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# HOTEL (PL PROPERTY) LIMITED

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# **HOTEL (PL PROPERTY) LIMITED**

## **STRATEGIC REPORT**

### **FOR THE YEAR ENDED 31 DECEMBER 2022**

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The directors present the strategic report for the year ended 31 December 2022.

#### **Principal activities, fair view of the business and future developments**

The company acts as a property investment company. The company made an operating profit of £18.9m in 2022 (2021: £16.9m) and a profit after taxation of £7.0m in the year (2021: loss of £25.6m). Net assets as at 31 December 2022 were £701.5m (2021: net assets of £691.6m).

The directors consider the financial position and future prospects at 31 December 2022 to be satisfactory.

The bank loan matured in February 2023 and the directors secured new refinancing terms for a loan value of £275m on a five year term.

#### **Principal risks and uncertainties**

The key business risks and uncertainties affecting the company are considered to relate to the fact that the company operates within a highly fluctuating market place, which can result in large movements in investment valuations. Further discussion of the risks and uncertainties, in the context of the group as a whole, are discussed in the company's ultimate parent's group annual report which does not form part of this report.

#### **Financial risk management**

The company's activities expose it to a number of financial risks including credit risk, cash flow risk and liquidity risk. Further discussion of the financial risk management objectives and policies, in the context of the group as a whole, are discussed in the company's ultimate parent's group annual report which does not form part of this report.

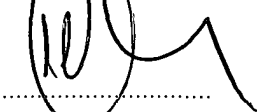
#### **Key Performance Indicators**

The company is managed by the directors in accordance with the group strategies of its ultimate parent company, London and Regional Group Properties Ltd, and for this reason, the directors believe that key performance indicators for the company are not necessary or appropriate for an understanding of the development, performance or position of the business. These strategies and key performance indicators are discussed in the company's ultimate parent's group annual report which does not form part of this report.

#### **Going concern**

The company's outstanding loan is due for full repayment in February 2023. The directors secured new refinancing terms for a loan value of £275m on a five year term. The intermediate parent company London and Regional Group Property Holdings Limited has indicated its current intention to provide any required support to the company for a period of twelve months following the approval of these financial statements.

On behalf of the board



Mr M A Glyn

Director

29/09/2023

# HOTEL (PL PROPERTY) LIMITED

## DIRECTORS' REPORT

### FOR THE YEAR ENDED 31 DECEMBER 2022

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The directors present their report and audited financial statements for the year ended 31 December 2022.

#### Directors

The directors who held office during the year and/or up to the date of signature of the financial statements were as follows:

Mr I M Livingstone  
Mr M A Glyn  
Mr R J Livingstone

#### Results and dividends

The results for the year are set out on page 7.

The business review, future developments and financial risk management are included in the strategic report.

No ordinary dividends were paid during the year (2021: £nil). The directors do not recommend the payment of a final dividend (2021: £nil).

#### Qualifying third party indemnity provisions

The company has made qualifying third party indemnity provisions for the benefit of its directors during the year. These provisions remain in force at the reporting date.

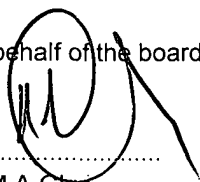
#### Independent Auditors

The Auditors, PricewaterhouseCoopers LLP, are deemed to be reappointed under section 487(2) of the Companies Act 2006.

#### Directors' confirmations

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information of which the company's auditors are unaware. Additionally, the directors individually 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 auditors are aware of that information.

On behalf of the board



.....  
Mr M A Glyn

Director

29/09/2023

# **HOTEL (PL PROPERTY) LIMITED**

## **DIRECTORS' RESPONSIBILITIES STATEMENT**

***FOR THE YEAR ENDED 31 DECEMBER 2022***

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising 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 period. In preparing the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 102, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors are also 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.

On behalf of the board



.....  
Mr M A Glyn

Director

29/09/2023

# **HOTEL (PL PROPERTY) LIMITED**

## **INDEPENDENT AUDITORS' REPORT**

### **TO THE MEMBERS OF HOTEL (PL PROPERTY) LIMITED**

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## **Report on the audit of the financial statements**

### **Qualified opinion**

In our opinion, except for the effects of the matter described in the Basis for qualified opinion paragraph below, Hotel (PL Property) Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2022 and of its profit for the year then ended;
- have been properly prepared 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); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report and Financial Statements (the "Annual Report"), which comprise: the Balance Sheet as at 31 December 2022; the Statement of Comprehensive Income and the Statement of Changes in Equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

### **Basis for qualified opinion**

The company owns the freehold of one asset, the London Hilton on Park Lane. FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" requires that investment property assets are measured at fair value at the balance sheet date. As at 31 December 2022, the property is carried in the balance sheet at £810,000,000, which we have concluded is outside of our determined reasonable range, based on our audit procedures performed. Had management recorded the fair value of the investment property at the top of our determined reasonable range, being £700,000,000, a charge of £110,000,000 would have been required to record the investment property at £700,000,000. Accordingly, investment properties would have been reduced by £110,000,000, fair value losses on investment properties would have increased by £110,000,000, deferred tax liability would have decreased by £27,500,000 and the income tax charge reduced by £27,500,000. Shareholders equity would have been reduced by £82,500,000. Our opinion is qualified in respect of these matters.

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified opinion.

### **Independence**

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

### **Conclusions relating to going concern**

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

However, because not all future events or conditions can be predicted, this conclusion is not a guarantee as to the company's ability to continue as a going concern.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

# **HOTEL (PL PROPERTY) LIMITED**

## **INDEPENDENT AUDITORS' REPORT (CONTINUED)**

### **TO THE MEMBERS OF HOTEL (PL PROPERTY) LIMITED**

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#### **Reporting on other information**

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance 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 an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of 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. We have nothing to report based on these responsibilities.

With respect to the Strategic report and Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on our work undertaken in the course of the audit, the Companies Act 2006 requires us also to report certain opinions and matters as described below.

#### **Strategic report and Directors' Report**

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic report and Directors' Report for the year ended 31 December 2022 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic report and Directors' Report.

#### **Responsibilities for the financial statements and the audit**

##### **Responsibilities of the directors for the financial statements**

As explained more fully in the Directors' Responsibilities Statement, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also 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.

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.

##### **Auditors' 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 auditors' 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.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud, is detailed below.

# **HOTEL (PL PROPERTY) LIMITED**

## **INDEPENDENT AUDITORS' REPORT (CONTINUED)**

### **TO THE MEMBERS OF HOTEL (PL PROPERTY) LIMITED**

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Based on our understanding of the company and industry, we identified that the principal risks of non-compliance with laws and regulations related to non-compliance with UK corporation tax regulations, and we considered the extent to which non-compliance might have a material effect on the financial statements. We also considered those laws and regulations that have a direct impact on the financial statements such as the Companies Act 2006. We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls), and determined that the principal risks were related to the risk that management may record inappropriate journal entries and the risk of bias in accounting estimates and judgements. Audit procedures performed by the engagement team included:

- Enquiring of management and those charged with governance, and inspection of policy documentation as to the company's high-level policies and procedures to prevent and detect fraud as well as enquiries around actual and potential litigation and claims;
- Enquiring of those charged with governance as to whether management have knowledge of any actual, suspected or alleged fraud;
- Identifying journal entries to test based on risk criteria and comparing the identified entries to supporting documentation; and
- Assessing the reasonableness of key accounting estimates (because of the risk of management bias), including challenging assumptions and judgements made by management in their significant accounting estimates.

There are inherent limitations in the audit procedures described above. We are less likely to become aware of instances of non-compliance with laws and regulations that are not closely related to events and transactions reflected in the financial statements. Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditors' report.

#### **Use of this report**

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

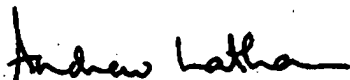
## **Other required reporting**

### **Companies Act 2006 exception reporting**

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not obtained all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.



Andrew Latham (Senior Statutory Auditor)  
for and on behalf of PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
London  
29 September 2023

**HOTEL (PL PROPERTY) LIMITED**

**STATEMENT OF COMPREHENSIVE INCOME**

**FOR THE YEAR ENDED 31 DECEMBER 2022**

	Note	2021 £'000	2021 £'000
Turnover	3	20,099	18,069
Administrative expenses		(1,260)	(1,192)
Other operating income		15	-
<b>Operating profit</b>	<b>4</b>	<b>18,854</b>	<b>16,877</b>
Interest payable and similar expenses	6	(10,259)	(9,492)
<b>Profit before taxation</b>		<b>8,595</b>	<b>7,385</b>
Tax on profit	7	(1,633)	(32,941)
<b>Profit/(loss) after taxation</b>		<b>6,962</b>	<b>(25,556)</b>
<b>Other comprehensive income/(expense)</b>			
Cash flow hedges - change in value of hedging instruments		3,657	6,351
Tax (charge)/credit relating to other comprehensive income/(expense)		(770)	(1,206)
<b>Total comprehensive income/(expense) for the year</b>		<b>9,849</b>	<b>(20,411)</b>

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

# HOTEL (PL PROPERTY) LIMITED

## BALANCE SHEET

AS AT 31 DECEMBER 2022

	Note	2022 £'000	2021 £'000
<b>Fixed assets</b>			
Investment properties	8	810,000	810,000
<b>Current assets</b>			
Debtors	9	305,142	300,690
Cash at bank and in hand		5,746	-
		<u>310,888</u>	<u>300,690</u>
<b>Creditors: amounts falling due within one year</b>	10	<u>(276,462)</u>	<u>(8,230)</u>
<b>Net current assets</b>		<u>34,426</u>	<u>292,460</u>
<b>Total assets less current liabilities</b>		<u>844,426</u>	<u>1,102,460</u>
<b>Creditors: amounts falling due after more than one year</b>	11	-	(268,653)
<b>Provisions for liabilities</b>	13	<u>(142,938)</u>	<u>(142,168)</u>
<b>Net assets</b>		<u>701,488</u>	<u>691,639</u>
<b>Capital and reserves</b>			
Called up share capital	15	567,176	567,176
Hedging reserve		936	(1,951)
Retained earnings		<u>133,376</u>	<u>126,414</u>
<b>Total equity</b>		<u>701,488</u>	<u>691,639</u>

29 Sept 2023  
The financial statements on pages 7 to 19 were approved by the board of directors and authorised for issue on 29 Sept 2023 and are signed on its behalf by:

Mr M A Glyn  
Director

Company Registration No. 11045249

# HOTEL (PL PROPERTY) LIMITED

## STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 DECEMBER 2022

	Called up share capital £'000	Hedging reserve £'000	Retained earnings £'000	Total £'000
<b>Balance at 1 January 2021</b>	567,176	(7,096)	151,970	712,050
Loss for the financial year	-	-	(25,556)	(25,556)
<i>Other comprehensive income:</i>				
- Cash flow hedges - change in value of hedging instruments	-	6,351	-	6,351
- Tax relating to other comprehensive income	-	(1,206)	-	(1,206)
Total comprehensive income/(expense) for the year	-	5,145	(25,556)	(20,411)
<b>Balance at 31 December 2021</b>	567,176	(1,951)	126,414	691,639
Profit for the financial year	-	-	6,962	6,962
<i>Other comprehensive income:</i>				
- Cash flow hedges - change in value of hedging instruments	-	3,657	-	3,657
Tax relating to other comprehensive income	-	(770)	-	(770)
Total comprehensive income/(expense) for the year	-	2,887	6,962	9,849
<b>Balance at 31 December 2022</b>	567,176	936	133,376	701,488

# HOTEL (PL PROPERTY) LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

### FOR THE YEAR ENDED 31 DECEMBER 2022

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#### 1 Accounting policies

##### General information

Hotel (PL Property) Limited is a private company limited by shares incorporated in the United Kingdom and registered in England. The registered office is 8th Floor, South Block, 55 Baker Street, London, United Kingdom, W1U 8EW.

The principal activity of the company is the ownership of the investment property, Hilton Park Lane.

##### 1.1 Statement of compliance

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006.

##### 1.2 Basis of preparation and summary of significant accounting policies

The financial statements have been prepared on a going concern basis and under the historical cost convention, modified to include the revaluation of freehold properties and to include investment properties and certain financial instruments at fair value. The principal accounting policies adopted are set out below.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £'000 unless otherwise stated.

The preparation of financial statements in conformity with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in note 2.

##### 1.3 Exemptions for qualifying entities under FRS 102

FRS 102 allows a qualifying entity certain disclosure exemptions, subject to conditions.

As a qualifying entity, the company has taken advantage of the following exemptions:

- from the requirement to prepare a statement of cash flows as required by paragraph 3.17 (d) of FRS 102; and
- from the requirement to present financial instrument disclosures, as required by FRS 102 paragraphs 11.39 to 11.48A, paragraph 12.26 and 12.29.
- from the requirement to disclose transactions or balances with entities which form part of the group as required under section 33.1A of FRS 102.

##### 1.4 Going concern

The company's outstanding loan is due for full repayment in February 2023. The directors secured new refinancing terms for a loan value of £275m on a five year term. The intermediate parent company London and Regional Group Property Holdings Limited has indicated its current intention to provide any required support to the company for a period of twelve months following the approval of these financial statements.

##### 1.5 Turnover

Turnover represents rental income, net of value added tax, which is recognized over the term of the lease on a straight-line basis.

# HOTEL (PL PROPERTY) LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### FOR THE YEAR ENDED 31 DECEMBER 2022

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#### 1 Accounting policies

##### 1.6 Investment properties

Investment property, which is property held to earn rentals and/or for capital appreciation, is initially recognised at cost, which includes the purchase cost and any directly attributable expenditure. Subsequently it is measured at fair value at the reporting end date. Any surplus or deficit on revaluation is recognised in the statement of comprehensive income.

Where fair value cannot be determined without undue cost or effort, investment property is accounted for as tangible assets.

##### 1.7 Cash and cash equivalents

Cash and cash equivalents are basic financial assets and include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

##### 1.8 Financial instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the company's balance sheet when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

##### **Basic financial assets**

Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

##### **Other financial assets**

Other financial assets, including investments in equity instruments which are not subsidiaries, associates or joint ventures, are initially measured at fair value, which is normally the transaction price. Such assets are subsequently carried at fair value and the changes in fair value are recognised in profit or loss, except that investments in equity instruments that are not publicly traded and whose fair values cannot be measured reliably are measured at cost less impairment.

##### **Impairment of financial assets**

Financial assets, other than those held at fair value through profit or loss, are assessed for indicators of impairment at each reporting end 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 have been affected. If an asset is impaired, the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been, had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

# HOTEL (PL PROPERTY) LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### FOR THE YEAR ENDED 31 DECEMBER 2022

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#### 1 Accounting policies

##### ***Derecognition of financial assets***

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire or are settled, or when the company transfers the financial asset and substantially all the risks and rewards of ownership to another entity, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party.

##### ***Classification of financial liabilities***

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

##### ***Basic financial liabilities***

Basic financial liabilities, including creditors, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

##### ***Other financial liabilities***

Derivatives, including interest rate swaps and forward foreign exchange contracts, are not basic financial instruments. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. Changes in the fair value of derivatives are recognised in profit or loss in finance costs or finance income as appropriate, unless hedge accounting is applied and the hedge is a cash flow hedge.

##### ***Derecognition of financial liabilities***

Financial liabilities are derecognised when the company's contractual obligations expire or are discharged or cancelled.

#### 1.9 Equity instruments

Equity instruments issued by the company are recorded at the proceeds received, net of transaction costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

#### 1.10 Derivatives

Derivatives are initially recognised at fair value at the date a derivative contract is entered into and are subsequently remeasured to fair value at each reporting end date. The resulting gain or loss is recognised in profit or loss immediately unless the derivative is designated and effective as a hedging instrument, in which event the timing of the recognition in profit or loss depends on the nature of the hedge relationship.

A derivative with a positive fair value is recognised as a financial asset, whereas a derivative with a negative fair value is recognised as a financial liability.

Changes in the fair value of derivatives that are designated and qualify as fair value hedges are recognised in profit or loss immediately, together with any changes in the fair value of the hedged asset or liability that are attributable to the hedged risk.

# HOTEL (PL PROPERTY) LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### FOR THE YEAR ENDED 31 DECEMBER 2022

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#### 1 Accounting policies

##### 1.11 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

##### **Current tax**

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the statement of comprehensive income because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

##### **Deferred tax**

Deferred tax liabilities are generally recognised for all timing differences and deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Such assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited to the statement of comprehensive income, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. Deferred tax assets and liabilities are offset when the company has a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

#### 2 Critical accounting judgements and estimation uncertainty

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

##### **a) Critical judgements in applying the entity's accounting policies**

The directors have not applied any judgements in applying the company's accounting policies.

##### **b) Critical accounting estimates and assumptions**

The company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below.

##### **Valuation of investment property**

The company owns the freehold of one property asset, the Hilton Park Lane. This asset occupies a unique location in the core west end location of London and is viewed as a Trophy asset. The rarity factor and high profile nature of the asset implies some inherent challenges in valuing it. The directors are however of the opinion that the asset will command a premium value. The valuation attributed to the asset in the year is based on an experienced directors valuation having regard to external valuations used for bank financing purposes, indicative offers which have been received on occasions for the freehold, development potential and utilising discounted cash flow using a yield methodology. This uses market rental values capitalised at a rate pertinent to this asset. There is however an inevitable degree of judgement involved in valuing this asset in particular and value can only ultimately be reliably tested in the market itself. See note 8 for the carrying values of the assets and note 1.6 for the accounting policy.

# HOTEL (PL PROPERTY) LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### FOR THE YEAR ENDED 31 DECEMBER 2022

#### 2 Critical accounting judgements and estimation uncertainty

##### *Recoverability of amounts due from fellow group undertakings*

The company makes an estimate of the recoverable value of the amounts due from fellow group undertakings. When carrying out the assessment directors consider factors including the ageing profile of the debt, historic experience and performance of the debtor's business. See note 9 for the carrying values of the assets and note 1.8 for the accounting policy.

#### 3 Turnover

The total turnover of the company for the year has been derived from its principal activity of property investment, wholly undertaken in the UK.

#### 4 Operating profit

	2022	2021
	£'000	£'000
Operating profit for the year is stated after charging:		
Fees payable to the company's auditors for the audit of the company's financial statements	-	-

Auditors' remuneration of £6k (2021: £5k) has been borne by fellow subsidiary London and Regional Properties Limited which made no recharge to the company.

#### 5 Directors' remuneration

The directors did not receive any remuneration in respect of their services to the company (2021: £nil). The company has no employees (2021: none).

The above details of directors' emoluments do not include the emoluments which are paid by a fellow subsidiary and recharged to the company as part of a management charge. This management charge, which in 2022 amounted to £584k (2021: £524k), also includes a recharge of administration costs borne by the fellow subsidiary on behalf of the company and it is not possible to identify separately the amount of the directors' emoluments. Mr R J Livingstone & Mr I M Livingstone are directors of the ultimate parent company and a number of fellow subsidiary companies, and their total emoluments are included in the aggregate of directors' emoluments included in the financial statements of the ultimate parent company.

#### 6 Interest payable and similar expenses

	2022	2021
	£'000	£'000
Interest on bank overdrafts and loans	9,756	8,989
Amortisation of loan fees	503	503
	<u>10,259</u>	<u>9,492</u>

# HOTEL (PL PROPERTY) LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### FOR THE YEAR ENDED 31 DECEMBER 2022

#### 7 Tax on profit

	2022 £'000	2021 £'000
<b>Current tax</b>		
UK corporation tax on profits for the current year	1,633	-
Adjustments in respect of prior periods	-	(1,289)
Total current tax	<u>1,633</u>	<u>(1,289)</u>
<b>Deferred tax</b>		
Origination and reversal of timing differences	-	34,230
Total tax charge	<u>1,633</u>	<u>32,941</u>

#### Factors affecting tax charge for the year

The rate of corporation tax for the current year is 19.00% (2021: 19.00%).

Tax assessed for the year is equal to (2021: higher) than the standard rate of corporation tax in the UK for the year ended 31 December 2022 of 19% (2021: 19%). The differences are explained below.

The actual charge for the year can be reconciled to the expected charge for the year based on the profit and the standard rate of tax as follows:

	2022 £'000	2021 £'000
Profit before taxation	<u>8,595</u>	<u>7,385</u>
Profit multiplied by the standard rate of corporation tax in the UK of 19.00% (2021: 19.00%)	1,633	1,403
Adjustments in respect of prior periods	-	(1,289)
Effect of change in corporation tax rate	-	34,230
Utilisation of tax losses	-	(1,403)
Tax charge for the year	<u>1,633</u>	<u>32,941</u>

In addition to the amount charged to the statement of comprehensive income, the following amounts relating to tax have been recognised directly in other comprehensive income:

	2022 £'000	2021 £'000
Deferred tax arising on:		
Revaluation of financial instruments treated as cash flow hedges	<u>770</u>	<u>1,206</u>

# HOTEL (PL PROPERTY) LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### FOR THE YEAR ENDED 31 DECEMBER 2022

#### 7 Tax on profit

In the current year, the corporation tax charge was reduced by £nil (2021: £1,403k) as a result of losses surrendered by fellow subsidiary undertakings. No payment for this surrender is to be made by the company (2021: £nil).

#### Factors that may affect future tax charges

In the Spring Budget 2021, the UK Government announced that from 1 April 2023 the corporation tax rate would increase to 25% (rather than remaining at 19%, as previously enacted). This new law was substantively enacted on 24 May 2021. Deferred taxes at the balance sheet date have been measured using these enacted tax rates and reflected in these financial statements.

#### 8 Investment properties

##### Fair value

At 1 January 2022 and 31 December 2022

£'000

810,000

The investment property was valued by the directors on an open market value basis at 31 December 2022. The valuation has had due regard to the Appraisal and Valuation Manual of the Royal Institution of Chartered Surveyors in the United Kingdom but as noted in note 2 has a significant degree of judgement involved. The directors note that the property remains let to a tenant with a strong covenant and occupies a prime location in central London which the directors believe will continue to be in strong demand.

#### 9 Debtors

	2022 £'000	2021 £'000
Trade debtors	201	5,551
Amounts due from fellow group undertakings	303,325	294,783
Derivative financial instruments	1,247	-
Prepayments and accrued income	369	356
	<u>305,142</u>	<u>300,690</u>

Amounts due from fellow group undertakings are interest free, unsecured, and repayable on demand.

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

	Notes	2022 £'000	2021 £'000
Bank loans and overdrafts	12	266,762	-
Trade creditors		-	39
Corporation tax		1,633	-
Other taxation and social security		34	989
Other creditors		-	2
Accruals and deferred income		8,033	7,200
		<u>276,462</u>	<u>8,230</u>

Bank loans and overdrafts are stated net of finance charges of £38k (2021: £557k).

# HOTEL (PL PROPERTY) LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### FOR THE YEAR ENDED 31 DECEMBER 2022

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

	Note	2022 £'000	2021 £'000
Bank loans and overdrafts	12	-	266,243
Derivative financial instruments		-	2,410
		<u>-</u>	<u>268,653</u>

#### Derivative financial instruments

The company borrows at a fixed spread rate of 1.9% plus a floating reference rate of interest based on 3 months GBP LIBOR. The company then employs derivative financial instruments in the form of an interest rate swap to receive interest at 3 months SONIA daily compounded rate and pay a fixed reference rate of interest of 1.48% per annum. The swap is based on the principal amounts of the company's outstanding bank loans and matures on 7 February 2023.

The instrument is used to hedge the company's exposure to interest rate movements on the floating rate component of the outstanding bank loans of £266,762k. The fair value of the interest rate swap at the year end was an asset of £1,247k (2021: liability of £2,410k). The company has elected to apply hedge accounting. The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognised in other comprehensive income.

Cash flows on both the loans and the interest rate swaps are paid quarterly until maturity of the swaps and loans.

Subsequent to the year end, the directors secured refinancing for a loan amount of £275m on a five year term. The new loan facility is at a rate of 2.4% plus a floating reference rate of interest, based on 3 months SONIA daily compounded rate. The company has also secured an interest rate swap to hedge the company's exposure to interest rate movements on the floating rate component of the outstanding bank loan of £275m. It has agreed to receive 3 months SONIA daily compounded rate and pay a fixed reference rate of interest of 3.8%.

# HOTEL (PL PROPERTY) LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### FOR THE YEAR ENDED 31 DECEMBER 2022

#### 12 Bank loans and overdrafts

	2022 £'000	2021 £'000
Bank loans	266,762	266,243
Payable within 1 year	266,762	-
Payable between 1-2 years	-	266,243

The long-term loans are secured over the investment property of the company.

The bank loans bear interest at a fixed spread rate of 1.9% plus a fixed reference rate of 1.48% which totals to 3.38% per annum and is repayable in full in February 2023. The company entered into an interest rate swap from inception of the loan to hedge the exposure to fluctuating variable interest rates and its exposure on the reference rate.

#### 13 Provisions for liabilities

	Note	2022 £'000	2021 £'000
Net deferred tax liabilities	14	142,938	142,168

#### 14 Deferred tax

Deferred tax assets and liabilities are offset where the company has a legally enforceable right to do so. The following is the analysis of the deferred tax balances (after offset) for financial reporting purposes:

	Liabilities 2022 £'000	Liabilities 2021 £'000	Assets 2022 £'000	Assets 2021 £'000
<b>Balances:</b>				
Investment property	142,626	142,626	-	-
Derivative financial instruments	312	-	-	458
	142,938	142,626	-	458
<b>Movements in the year:</b>				£'000
Liability as at 1 January 2022				142,168
Charged to other comprehensive income				770
Liability as at 31 December 2022				142,938

# HOTEL (PL PROPERTY) LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### FOR THE YEAR ENDED 31 DECEMBER 2022

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#### 15 Called up share capital

	2022 £'000	2021 £'000
Ordinary share capital		
Allotted, called up and fully paid		
567,175,766 (2021: 567,175,766) ordinary shares of £1 each	567,176	567,176

#### 16 Related party transactions

As the company is a wholly owned subsidiary of London and Regional Group Property Holdings Ltd, the company has taken advantage of the exemption under section 33.1A of FRS102 from disclosing transactions or balances with entities which form part of the group.

#### 17 Controlling party

The immediate parent undertaking is HPL Senior Holdco Limited, a company incorporated and registered in England and Wales.

The ultimate parent undertaking is London and Regional Group Properties Ltd, a company incorporated in England and Wales.

London and Regional Group Property Holdings Ltd is the parent undertaking of the smallest group of undertakings to consolidate these financial statements as at 31 December 2022. London and Regional Group Properties Ltd is the parent undertaking of the largest group of undertakings to consolidate these financial statements at 31 December 2022. The consolidated financial statements of London and Regional Group Property Holdings Ltd and London and Regional Group Properties Ltd can be obtained from the company secretary at 8th Floor, South Block, 55 Baker Street, London, United Kingdom, W1U 8EW.

The ultimate controlling parties are I M Livingstone and R J Livingstone through their joint ownership of London and Regional Group Properties Ltd.