

Registered number: OC343712

**WATERLOO STREET BPRA  
PROPERTY FUND LLP**

**FINANCIAL STATEMENTS**

**YEAR ENDED 5 APRIL 2017**

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22/12/2017

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COMPANIES HOUSE

**LUBBOCK FINE  
Chartered Accountants  
Paternoster House  
65 St Paul's Churchyard  
London EC4M 8AB**

**BALANCE SHEET  
AS AT 5 APRIL 2017**

	Note	2017 £	2016 £
<b>Fixed assets</b>			
Investment property		24,900,000	23,000,000
		<u>24,900,000</u>	<u>23,000,000</u>
<b>Current assets</b>			
Debtors		-	18,629
Cash at bank and in hand	4	45,784	135,518
		<u>45,784</u>	<u>154,147</u>
Creditors: Amounts Falling Due Within One Year	5	(11,273,136)	(890,867)
<b>Net current liabilities</b>		<u>(11,227,352)</u>	<u>(736,720)</u>
<b>Total assets less current liabilities</b>		13,672,648	22,263,280
Creditors: amounts falling due after more than one year		-	(11,146,859)
		<u>13,672,648</u>	<u>11,116,421</u>
<b>Net assets</b>		<u><u>13,672,648</u></u>	<u><u>11,116,421</u></u>
<b>Represented by:</b>			
<b>Loans and other debts due to members within one year</b>			
Other amounts		5,985,642	6,065,888
		<u>5,985,642</u>	<u>6,065,888</u>
<b>Members' other interests</b>			
Other reserves classified as equity	7,687,006	7,687,006	5,050,533
		<u>13,672,648</u>	<u>11,116,421</u>
<b>Total members' interests</b>			
Loans and other debts due to members		5,985,642	6,065,888
Members' other interests		7,687,006	5,050,533
		<u>13,672,648</u>	<u>11,116,421</u>

The financial statements have been prepared in accordance with the provisions applicable to entities subject to the small LLPs regime.

**WATERLOO STREET BPRA PROPERTY FUND LLP**

**REGISTERED NUMBER:OC343712**

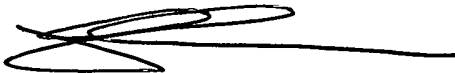
**BALANCE SHEET (CONTINUED)  
AS AT 5 APRIL 2017**

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The financial statements have been delivered in accordance with the provisions applicable to LLPs subject to the small LLPs regime.

The entity has opted not to file the profit and loss account in accordance with the provisions applicable to entities subject to the small LLPs regime.

The financial statements were approved and authorised for issue by the members and were signed on their behalf on 21/12/17

A handwritten signature in black ink, consisting of a stylized, cursive 'D' followed by a horizontal line.

**Downing Members Limited**

Designated member

The notes on pages 4 to 11 form part of these financial statements.

**WATERLOO STREET BPRA PROPERTY FUND LLP**

**RECONCILIATION OF MEMBERS' INTERESTS  
FOR THE YEAR ENDED 5 APRIL 2017**

	<b>EQUITY Members' other interests</b>			<b>DEBT Loans and other debts due to members less any amounts due from members in debtors</b>	<b>Total members' interests</b>
	<b>Revaluation reserve £</b>	<b>Other reserves £</b>	<b>Total £</b>	<b>Other amounts £</b>	<b>Total £</b>
Amounts due to members				8,835,644	
<b>Balance at 1 April 2015</b>	33,000	1,596,461	1,629,461	8,835,644	10,465,105
Profit for the year available for discretionary division among members	-	3,421,072	3,421,072	-	3,421,072
<b>Members' interests after profit for the year</b>	33,000	5,017,533	5,050,533	8,835,644	13,886,177
Other division of profits	-	-	-	(2,769,756)	(2,769,756)
Movement in reserves	(33,000)	33,000	-	-	-
Amounts due to members				6,065,888	
<b>Balance at 5 April 2016</b>	-	5,050,533	5,050,533	6,065,888	11,116,421
Profit for the year available for discretionary division among members	-	2,636,473	2,636,473	-	2,636,473
<b>Members' interests after profit for the year</b>	-	7,687,006	7,687,006	6,065,888	13,752,894
Other division of profits	-	-	-	(80,246)	(80,246)
Amounts due to members				5,985,642	
<b>Balance at 5 April 2017</b>	-	7,687,006	7,687,006	5,985,642	13,672,648

The notes on pages 4 to 11 form part of these financial statements.

There are no existing restrictions or limitations which impact the ability of the members of the LLP to reduce the amount of Members' other interests.

## **WATERLOO STREET BPRA PROPERTY FUND LLP**

### **NOTES TO THE FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 5 APRIL 2017**

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#### **1. General information**

Waterloo Street BPRA LLP is a Limited Liability Partnership incorporated in England and Wales. Its registered office and principle place of business is 6th Floor, St Magnus House, 4 Lower Thames Street, London, EC3R 6HD. The financial statements in Sterling which is the functional currency of the LLP and rounded to the nearest £.

#### **2. Accounting policies**

##### **2.1 Basis of preparation of financial statements**

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Section 1A of Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006 and the requirements of the Statement of Recommended Practice "Accounting by Limited Liability Partnerships" issued in January 2017 (SORP 2017).

The following principal accounting policies have been applied:

##### **2.2 Turnover**

Turnover recognised in the LLP represents rentals receivable during the year, exclusive of Value Added Tax.

##### **2.3 Tangible fixed assets**

All fixed assets are initially recorded at cost. Investment properties are then restated at their market values at the period end as described in the accounting policy below.

##### **2.4 Investment property**

Investment property is carried at fair value determined annually by external valuers and derived from the current market rents and investment property yields for comparable real estate, adjusted if necessary for any difference in the nature, location or condition of the specific asset. No depreciation is provided. Changes in fair value are recognised in the Profit and Loss Account.

##### **2.5 Debtors**

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

##### **2.6 Cash and cash equivalents**

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

## **WATERLOO STREET BPRA PROPERTY FUND LLP**

### **NOTES TO THE FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 5 APRIL 2017**

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## **2. Accounting policies (continued)**

### **2.7 Financial instruments**

The LLP only enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in non-puttable ordinary shares.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade debtors and creditors, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However, if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or financed at a rate of interest that is not a market rate or in case of an out-right short-term loan not at market rate, the financial asset or liability is measured, initially, at the present value of the future cash flow discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Profit and Loss Account.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If a financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate of the recoverable amount, which is an approximation of the amount that the LLP would receive for the asset if it were to be sold at the balance sheet date.

Financial assets and liabilities are offset and the net amount reported in the Balance Sheet when there is an 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.

### **2.8 Creditors**

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

### **2.9 Finance costs**

Finance costs are charged to the Profit and Loss Account over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

### **2.10 Borrowing costs**

All borrowing costs are recognised in the Profit and Loss Account in the year in which they are incurred.

## **WATERLOO STREET BPRA PROPERTY FUND LLP**

### **NOTES TO THE FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 5 APRIL 2017**

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#### **2. Accounting policies (continued)**

##### **2.11 Member's remuneration**

A Members' share in the profit or loss for the year is accounted for as an allocation of profits or losses. Unallocated profits and losses are included within "Other Reserves".

##### **2.12 Member's participation rights**

Members' participation rights are the rights of a member against the LLP that arise under the members' agreement (for example, in respect of amounts subscribed or otherwise contributed, remuneration and profits).

Members' participation rights in the earnings or assets of the LLP are analysed between those that are, from the LLP's perspective, either a financial liability or equity, in accordance with FRS102. A member's participation right results in a liability unless the right to any payment is discretionary on the part of the LLP.

Amounts subscribed or otherwise contributed by members, for example members' capital, are classed as equity if the LLP has an unconditional right to refuse payment to members. If the LLP does not have such an unconditional right, such amounts are classified as liabilities.

Where profits are automatically divided as they arise, so the LLP does not have an unconditional right to refuse payment, the amounts arising that are due to members are in the nature of liabilities. They are therefore treated as an expense in the Profit and Loss Account in the relevant year. To the extent that they remain unpaid at the year end, they are shown as liabilities in the Balance Sheet.

Conversely, where profits are divided only after a decision by the LLP or its representative, so that the LLP has an unconditional right to refuse payment, such profits are classed as an appropriation of equity rather than as an expense. They are therefore shown as a residual amount available for discretionary division among members in the Profit and Loss Account and are equity appropriations in the Balance Sheet.

Other amounts applied to members, for example remuneration paid under an employment contract and interest on capital balances, are treated in the same way as all other divisions of profits, as described above, according to whether the LLP has, in each case, an unconditional right to refuse payment.

All amounts due to members that are classified as liabilities are presented in the Balance Sheet within 'Loans and other debts due to members'. Amounts due to members that are classified as equity are shown in the Balance Sheet within 'Members' other interests'.

##### **2.13 Member's drawings**

Members are not permitted to make drawings in anticipation of profits allocated to them. New members are required to subscribe a minimum level of capital.

**WATERLOO STREET BPRA PROPERTY FUND LLP**

**NOTES TO THE FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 5 APRIL 2017**

**3. Investment property**

	<b>Freehold investment property £</b>
<b>Valuation</b>	
At 6 April 2016	23,000,000
Surplus on revaluation	1,900,000
<b>At 5 April 2017</b>	<b>24,900,000</b>

The 2017 valuation was made by the members, on an open market value for existing use basis.

**4. Cash and cash equivalents**

	<b>2017 £</b>	<b>2016 £</b>
Cash at bank and in hand	45,783	135,518

**5. Creditors: Amounts falling due within one year**

	<b>2017 £</b>	<b>2016 £</b>
Bank loans	10,954,246	543,955
Trade creditors	(3,443)	5,460
Other taxation and social security	53,458	61,313
Other creditors	522	522
Accruals and deferred income	268,353	279,617
	<b>11,273,136</b>	<b>890,867</b>

The bank loan is secured by a fixed and floating charge over the LLP's property and other assets.



**WATERLOO STREET BPRA PROPERTY FUND LLP**

**NOTES TO THE FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 5 APRIL 2017**

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**6. Loans and other debts due to members**

	<b>2017</b>	<b>2016</b>
	<b>£</b>	<b>£</b>
Other amounts due to members	(5,985,642)	(6,065,888)

Loans and other debts due to members may be further analysed as follows:

	<b>2017</b>	<b>2016</b>
	<b>£</b>	<b>£</b>
Falling due within one year	(5,985,642)	(6,065,888)

In the event of any winding up or dissolution of the LLP, the amounts due to members rank after the unsecured creditors of the LLP.

**7. Post balance sheet events**

On 11 August 2017, the members sold the investment property for £24,900,000.

# WATERLOO STREET BPRA PROPERTY FUND LLP

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 5 APRIL 2017

### 8. First time adoption of FRS 102

The LLP transitioned to FRS 102 from previously extant UK GAAP as at 6 April 2015. The impact of the transition to FRS 102 is as follows:

	As previously stated 5 April 2016 £	Effect of transition 5 April 2016 £	FRS 102 (as restated) 5 April 2016 £
Fixed assets	23,000,000	-	23,000,000
Current assets	154,147	-	154,147
Creditors: amounts falling due within one year	(890,867)	-	(890,867)
<b>Net current liabilities</b>	<b>(736,720)</b>	<b>-</b>	<b>(736,720)</b>
<b>Total assets less current liabilities</b>	<b>22,263,280</b>	<b>-</b>	<b>22,263,280</b>
Creditors: amounts falling due after more than one year	(11,146,859)	-	(11,146,859)
<b>Net assets</b>	<b>11,116,421</b>	<b>-</b>	<b>11,116,421</b>
Capital and reserves	11,116,421	-	11,116,421

WATERLOO STREET BPRA PROPERTY FUND LLP

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 5 APRIL 2017

8. First time adoption of FRS 102 (continued)

		As previously stated 5 April 2016 £	Effect of transition 5 April 2016 £	FRS 102 (as restated) 5 April 2016 £
Turnover		1,175,657	-	1,175,657
		1,175,657	-	1,175,657
Administrative expenses		(108,819)	-	(108,819)
Fair value movement	1	-	2,900,000	2,900,000
<b>Operating profit</b>		1,066,838	2,900,000	3,966,838
Interest payable and similar charges		(545,766)	-	(545,766)
<b>Profit on ordinary activities after taxation and for the financial year</b>		<u>521,072</u>	<u>2,900,000</u>	<u>3,421,072</u>

Explanation of changes to previously reported profit and equity:

1 Under FRS102 the revaluation of the property is shown through the profit and loss account not reserves.

**WATERLOO STREET BPRA PROPERTY FUND LLP**

**NOTES TO THE FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 5 APRIL 2017**

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**9. Auditors' Information**

These financial statements have been prepared for the purposes of filing with Companies House and no Statement of Comprehensive Income is included within this set of financial statements. The full financial statements have been subject to audit and there were no qualifications or modifications to the audit report of the full financial statements. The audit was undertaken by Lubbock Fine Chartered Accountants and Statutory Auditors and the Senior Statutory Auditor was Stephen Banks.