

Limited Liability Partnership Registration No. OC357805 (England and Wales)

**ROSEBERY PARTNERS LLP**  
**ANNUAL REPORT AND FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 MARCH 2017**  
**PAGES FOR FILING WITH REGISTRAR**

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# ROSEBERY PARTNERS LLP

## LIMITED LIABILITY PARTNERSHIP INFORMATION

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<b>Designated members</b>	Supercity Limited P Seligman J Abram N.W.N. Developments Limited
<b>Limited liability partnership number</b>	OC357805
<b>Registered office</b>	20-26 Rosebery Avenue London EC1R 4SX
<b>Auditor</b>	Gerald Edelman 73 Cornhill London EC3V 3QQ

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# ROSEBERY PARTNERS LLP

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# ROSEBERY PARTNERS LLP

## STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 MARCH 2017

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	2017 £	Month ended 31 March 2016 £
Profit for the financial year available for discretionary division among members	1,255,279	111,271
Other comprehensive income		
Revaluation of land and buildings	2,364,583	-
Total comprehensive income for the year	<u>3,619,862</u>	<u>111,271</u>

# ROSEBERY PARTNERS LLP

## BALANCE SHEET

AS AT 31 MARCH 2017

	Notes	£	31 March 2017 £	£	31 March 2016 £
<b>Fixed assets</b>					
Tangible assets	3		37,000,000		34,810,417
<b>Current assets</b>					
Debtors	4	4,169,873		2,395,927	
Cash at bank and in hand		418,121		2,414,280	
		<u>4,587,994</u>		<u>4,810,207</u>	
<b>Creditors: amounts falling due within one year</b>	5	(547,996)		(521,639)	
<b>Net current assets</b>			<u>4,039,998</u>		<u>4,288,568</u>
<b>Total assets less current liabilities</b>			<u>41,039,998</u>		<u>39,098,985</u>
<b>Creditors: amounts falling due after more than one year</b>	6		(18,499,000)		(18,790,000)
<b>Net assets attributable to members</b>			<u><u>22,540,998</u></u>		<u><u>20,308,985</u></u>
<b>Represented by:</b>					
<b>Loans and other debts due to members within one year</b>	7				
Other amounts			-		43,320
<b>Members' other interests</b>	7				
Members' capital classified as equity			2,364,272		2,364,272
Revaluation reserve			20,176,726		17,901,393
			<u>22,540,998</u>		<u>20,308,985</u>
<b>Total members' interests</b>	7				
Amounts due from members			(3,242,575)		(1,502,648)
Loans and other debts due to members			-		43,320
Members' other interests			22,540,998		20,265,665
			<u>19,298,423</u>		<u>18,806,337</u>

The members of the limited liability partnership have elected not to include a copy of the profit and loss account within the financial statements.

These financial statements have been prepared and delivered in accordance with the provisions applicable to limited liability partnerships subject to the small limited liability partnerships' regime.

# **ROSEBERY PARTNERS LLP**

## **BALANCE SHEET (CONTINUED)**

**AS AT 31 MARCH 2017**

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The financial statements were approved by the members and authorised for issue on 20 March 2018 and are signed on their behalf by:



Supercity Limited  
Designated member

Limited Liability Partnership Registration No. OC357805

# ROSEBERY PARTNERS LLP

## STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2017

	Members' capital £	Revaluation reserve £	Other reserves £	Total £
<b>Balance at 29 February 2016</b>	<u>2,364,272</u>	<u>17,912,331</u>	<u>-</u>	<u>20,276,603</u>
Profit and total comprehensive income for the year	-	-	111,271	111,271
Profit allocations	-	-	(111,271)	(111,271)
Depreciation charge calculated on accumulated revaluation gains	-	(10,938)	-	(10,938)
<b>Balance at 31 March 2016</b>	<u>2,364,272</u>	<u>17,901,393</u>	<u>-</u>	<u>20,265,665</u>
Profit for the year	-	-	1,255,279	1,255,279
Other comprehensive income:				
Revaluation of land and buildings	-	2,364,583	-	2,364,583
Total comprehensive income for the year	-	2,364,583	1,255,279	3,619,862
Profit allocations	-	-	(1,255,279)	(1,255,279)
Depreciation charge calculated on accumulated revaluation gains	-	(89,250)	-	(89,250)
<b>Balance at 31 March 2017</b>	<u>2,364,272</u>	<u>20,176,726</u>	<u>-</u>	<u>22,540,998</u>

# ROSEBERY PARTNERS LLP

## NOTES TO THE FINANCIAL STATEMENTS

### FOR THE YEAR ENDED 31 MARCH 2017

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#### 1 Accounting policies

##### Limited liability partnership information

Rosebery Partners LLP is a limited liability partnership incorporated in England and Wales. The registered office is 20-26 Rosebery Avenue, London, EC1R 4SX.

The principal activity of the limited liability partnership continued to be the operation of a hotel.

##### 1.1 Accounting convention

These financial statements have been prepared in accordance with the Statement of Recommended Practice "Accounting by Limited Liability Partnerships" issued in January 2017, together 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 as applicable to companies subject to the small companies regime. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

The financial statements are prepared in sterling, which is the functional currency of the limited liability partnership. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared under the historical cost convention, modified to include the revaluation of freehold properties. The principal accounting policies adopted are set out below.

These financial statements for the year ended 31 March 2017 are the first financial statements of Rosebery Partners LLP prepared in accordance with FRS 102, The Financial Reporting Standard applicable in the UK and Republic of Ireland. The date of transition to FRS 102 was 29 February 2016. The reported financial position and financial performance for the previous period are not affected by the transition to FRS 102.

##### 1.2 Turnover

Revenue is recognised when the significant risks and rewards of the goods or services provided have transferred to the buyer, the amount of revenue can be measured reliably and it is probable that the economic benefits associated with the transaction will flow to the LLP.

Rental income is based on lease agreements and is recognised evenly over the period of the lease.

Revenue from serviced apartments and other guest services is recognised when rooms are occupied and as services are provided.



# ROSEBERY PARTNERS LLP

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2017

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### 1 Accounting policies

(Continued)

#### 1.3 Members' participating interests

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 section 22 of FRS 102. A member's participation rights including amounts subscribed or otherwise contributed by members, for example members' capital, are classed as liabilities unless the LLP has an unconditional right to refuse payment to members, in which case they are classified as equity.

All amounts due to members that are classified as liabilities are presented within 'Loans and other debts due to members' and, where such an amount relates to current year profits, they are recognised within 'Members' remuneration charged as an expense' in arriving at the relevant year's result. Undivided amounts that are classified as equity are shown within 'Members' other interests'. Amounts recoverable from members are presented as debtors and shown as amounts due from members within members' interests.

Where there exists an asset and liability component in respect of an individual member's participation rights, they are presented on a gross basis unless the LLP has both a legally enforceable right to set off the recognised amounts, and it intends either to settle on a net basis or to settle and realise these amounts simultaneously, in which case they are presented net.

Once an unavoidable obligation has been created in favour of members through allocation of profits or other means, any undrawn profits remaining at the reporting date are shown as 'Loans and other debts due to members' to the extent they exceed debts due from a specific member.

#### 1.4 Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Land and buildings freehold

Buildings are depreciated over 100 years

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is recognised in the profit and loss account.

Properties whose fair value can be measured reliably are held under the revaluation model and are carried at a revalued amount, being their fair value at the date of valuation less any subsequent accumulated depreciation and subsequent accumulated impairment losses. The fair value of the land and buildings is usually considered to be their market value.

Revaluation gains and losses are recognised in other comprehensive income and accumulated in equity, except to the extent that a revaluation gain reverses a revaluation loss previously recognised in profit or loss or a revaluation loss exceeds the accumulated revaluation gains recognised in equity; such gains and loss are recognised in profit or loss.

# ROSEBERY PARTNERS LLP

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2017

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### 1 Accounting policies

(Continued)

#### 1.5 Impairment of fixed assets

At each reporting period end date, the limited liability partnership reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the limited liability partnership estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Recognised impairment losses are reversed if, and only if, the reasons for the impairment loss have ceased to apply. Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

#### 1.6 Cash and cash equivalents

Cash at bank and in hand 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.

#### 1.7 Financial instruments

The limited liability partnership 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 limited liability partnership's statement of financial position when the limited liability partnership becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset and 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.

# ROSEBERY PARTNERS LLP

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2017

### 1 Accounting policies

(Continued)

#### **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.

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 and 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.

#### **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 limited liability partnership 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 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 limited liability partnership after deducting all of its liabilities.

#### **Basic financial liabilities**

Basic financial liabilities, including trade creditors, bank loans, and other creditors, 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.

# ROSEBERY PARTNERS LLP

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2017

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### 1 Accounting policies

(Continued)

#### *Other financial liabilities*

Debt instruments that do not meet the conditions in FRS 102 paragraph 11.9 are subsequently measured at fair value through profit or loss. Debt instruments may be designated as fair value through profit or loss to eliminate or reduce an accounting mismatch or if the instruments are measured and their performance evaluated on a fair value basis in accordance with a documented risk management or investment strategy.

#### *Derecognition of financial liabilities*

Financial liabilities are derecognised when the limited liability partnership's obligations expire or are discharged or cancelled.

### 1.8 Taxation

The taxation payable on the partnership profits is solely the personal liability of the individual members consequently neither partnership taxation nor related deferred taxation arising in respect of the partnership are accounted for in these financial statements.

### 1.9 Comparative figures

The comparative figures are for the month ended 31 March 2016.

### 1.10 Allocation of profits and drawings

The share of profit or loss should be credited or debited to the Member's current account in accordance with the Member's percentage holding in the LLP.

Members from time to time make drawings. The level and timing of these distributions is determined by management taking into account the LLP's cash requirements. The LLP has no right to demand repayment of drawings except to the extent that they exceed the LLP's cumulative undistributed profit. Drawings are therefore treated as dividend profit and charged as an expense, except for drawings in excess of profit which are shown as a debt due from members.

## 2 Employees

The average number of persons employed by the partnership during the year (excluding members) was 17 (2016: Nil)

# ROSEBERY PARTNERS LLP

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2017

### 3 Tangible fixed assets

	Land and buildings £
<b>Valuation</b>	
At 1 April 2016	35,000,000
Revaluation	2,364,583
	<hr/>
At 31 March 2017	37,364,583
	<hr/>
<b>Depreciation and impairment</b>	
At 1 April 2016	189,583
Depreciation charged in the year	175,000
	<hr/>
At 31 March 2017	364,583
	<hr/>
<b>Carrying amount</b>	
At 31 March 2017	37,000,000
	<hr/>
At 31 March 2016	34,810,417
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The fair value of the freehold property has been arrived at on the basis of a valuation carried out in April 2017 by Savills, an independent valuer not connected with the limited liability partnership. The valuation was made on an open market value basis by reference to market evidence of transaction prices for similar properties.

In the opinion of the members, the fair value of the freehold property determined by this valuation does not differ materially from its carrying amount in the financial statements.

If revalued assets were stated on an historical cost basis rather than a fair value basis, the total amounts included would have been as follows:

	2017 £	2016 £
Cost	17,010,236	17,010,236
Accumulated depreciation	178,645	92,895
	<hr/>	<hr/>
Carrying value	16,831,591	16,917,341
	<hr/>	<hr/>

# ROSEBERY PARTNERS LLP

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2017

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<b>4 Debtors</b>	<b>2017</b>	<b>2016</b>
	<b>£</b>	<b>£</b>
Amounts falling due within one year:		
Trade debtors	737,134	731,133
Amounts due from members	3,242,575	1,502,648
Other debtors	108,551	108,551
Prepayments and accrued income	81,613	53,595
	<u>4,169,873</u>	<u>2,395,927</u>
<b>5 Creditors: amounts falling due within one year</b>	<b>2017</b>	<b>2016</b>
	<b>£</b>	<b>£</b>
Trade creditors	8,999	9,000
Other taxation and social security	86,409	79,581
Other creditors	452,588	433,058
	<u>547,996</u>	<u>521,639</u>
<b>6 Creditors: amounts falling due after more than one year</b>	<b>2017</b>	<b>2016</b>
	<b>£</b>	<b>£</b>
Bank loans	<u>18,499,000</u>	<u>18,790,000</u>

The bank loan is secured by a fixed and floating charge over the Limited Liability Partnership's freehold property and all other assets.

## ROSEBERY PARTNERS LLP

### NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2017

#### 7 Reconciliation of Members' Interests

	EQUITY				DEBT		TOTAL
	Members' other interests				Loans and other debts due to members less any amounts due from members in debtors		MEMBERS' INTERESTS
	Members' capital (classified as equity)	Revaluation reserve	Other reserves	Total	Other amounts	Total	Total 2017
	£	£	£	£	£	£	£
Amount due to members					43,320		
Amount due from members					(1,502,648)		
Members' interests at 1 April 2016	2,364,272	17,901,393	-	20,265,665	(1,459,328)	(1,459,328)	18,806,337
Profit for the financial year available for division among members	-	-	1,255,279	1,255,279	-	-	1,255,279
Members' interests after profit for the year	2,364,272	17,901,393	1,255,279	21,520,944	(1,459,328)	(1,459,328)	20,061,616
Allocation of profit for the financial year	-	-	(1,255,279)	(1,255,279)	1,255,279	1,255,279	-
Surplus arising on revaluation of fixed assets	-	2,364,583	-	2,364,583	-	-	2,364,583
Drawings	-	-	-	-	(3,127,776)	(3,127,776)	(3,127,776)
Transfer depreciation on revalued assets	-	(89,250)	-	(89,250)	89,250	89,250	-
Members' interests at 31 March 2017	2,364,272	20,176,726	-	22,540,998	(3,242,575)	(3,242,575)	19,298,423
Amounts due from members, included in debtors					(3,242,575)		
					(3,242,575)		

# ROSEBERY PARTNERS LLP

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2017

### 8 Loans and other debts due to members

In the event of a winding up the amounts included in "Loans and other debts due to members" will rank equally with unsecured creditors.

### 9 Audit report information

As the income statement has been omitted from the filing copy of the financial statements the following information in relation to the audit report on the statutory financial statements is provided in accordance with s444(5B) of the Companies Act 2006:

The auditor's report was unqualified.

The senior statutory auditor was Engin Zekia FCA.  
The auditor was Gerald Edelman.

### 10 Related party transactions

During the year, the LLP entered into transactions with the following related parties:

Party	Relationship	Transaction	Year to March		Period to March	
			2017	2017	2016	2016
			Value	Balance Due (to)/ from at period end	Value	Balance Due (to)/ from at year end
			£	£	£	£
Supercity Limited	Designated member	Trade debtor	9,001	731,134	499,555	722,133
Supercity Limited	Designated member	Management fees charged	(324,551)	-	(31,007)	-

R Walters has provided a personal guarantee of £15m (2016: £15m) in respect of the bank loan included within creditors due after more than one year.

R Walters is a director and shareholder of Supercity Ltd, a member of the Limited Liability Partnership.