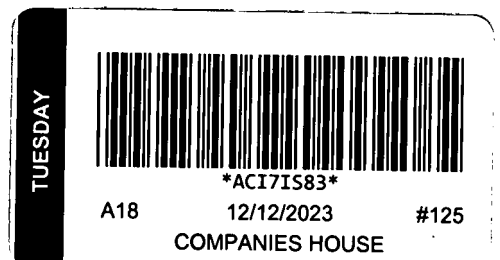


LLP registration number: OC422961

Lendlease Euston Holdings LLP

Members' Report and Financial Statements

for the year ended 30 June 2023



Lendlease Euston Holdings LLP

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Lendlease Euston Holdings LLP

Members' Report for the Year Ended 30 June 2023

Members of the LLP

Lendlease Development Holdings (Europe) Limited

Lendlease Development Partner (Europe) Limited

Results

The LLP's loss after tax for the year was £4k (2022: £3k loss).

Political donations

The LLP made no political donations or incurred any political expenditure during the year (2022: £nil).

Outlook

With the support of the Lendlease Europe Holdings Limited (the consolidated group), the LLP is monitoring the impacts of the Russia-Ukraine war which began in February 2022, including the potential longer-term impacts on broader financial markets. The consolidated group does not have a business presence in either country.

Heightened geopolitical tensions are impacting the global economy, creating volatility across the global markets, reflected most notably in higher energy prices and rising inflation. The consolidated group will continue to actively monitor the global political and economic risk date to support the business and the Board in understanding the potential landscape, ensuring resilience framework is up to exposures and mitigation strategies.

There has been no indication of likely future developments in the business, nor any event or circumstance since the end of the financial year to the date of this report that would significantly affect the LLP.

The LLP will continue to perform principal activities as described in Note 1.

Events after the balance sheet date

There were no material events subsequent to the end of the financial period.

Disclosure of information to the auditor

The members who held office at the date of approval of this members' report confirm that, so far as they are each aware, there is no relevant audit information of which the LLP's auditor is unaware; and each member has taken all the steps that they ought to have taken as a member to make themselves aware of any relevant audit information and to establish that the LLP's auditor is aware of that information.

Lendlease Euston Holdings LLP

Members' Report for the Year Ended 30 June 2023 (continued)

Reappointment of auditor

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

Approved by the members on 17/11/2023 and signed on its behalf by:



.....
J R Mathie
Director of Lendlease Development Partner (Europe) Limited &
Lendlease Development Holdings (Europe) Limited
5 Merchant Square, Level 9, London W2 1BQ

Lendlease Euston Holdings LLP

Statement of Members' Responsibilities in respect of the Members' Report and the Financial Statements

The members are responsible for preparing the Members' Report and the financial statements in accordance with applicable law and regulations.

The Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008 require the members to prepare financial statements for each financial year. Under that law the members have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 101 Reduced Disclosure Framework and applicable law.

Under Regulation 8 of the Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008 the members 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 LLP and of its profit or loss for that period. In preparing these financial statements, the members are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; state whether they have been prepared in accordance with UK-adopted international accounting standards;
- assess the LLP's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the LLP or to cease operations, or have no realistic alternative but to do so.

Under Regulation 6 of the Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008, the members are responsible for keeping adequate accounting records that are sufficient to show and explain the LLP's transactions and disclose with reasonable accuracy at any time the financial position of the LLP and enable them to ensure that its financial statements comply with those regulations. They are responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the LLP and to prevent and detect fraud and other irregularities.

The members are responsible for the maintenance and integrity of the corporate and financial information included on the LLP's website. Legislation in the UK governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Independent Auditor's Report to the Members of Lendlease Euston Holdings LLP

Opinion

We have audited the financial statements of Lendlease Euston Holdings LLP (the "LLP") for the year ended 30 June 2023, which comprise the Statement of Profit or Loss and Other Comprehensive Income, Statement of Financial Position, Statement of Changes in Members' Interests, and related notes including the accounting policies in note 3.

In our opinion the financial statements:

- give a true and fair view, of the state of affairs of the LLP as at 30 June 2023 and of its loss for the year then ended;
- have been properly prepared in accordance with UK accounting standards, including FRS 101 *Reduced Disclosure Framework*; and
- have been prepared in accordance with the requirements of the Companies Act 2006 as applied to limited liability partnerships by the Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities are described below. We have fulfilled our ethical responsibilities under, and are independent of the LLP in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

Going concern

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

In our evaluation of the members' conclusions, we considered the inherent risks to the LLP's business model and analysed how those risks might affect the LLP's financial resources or ability to continue operations over the going concern period. Our conclusions based on this work:

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

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

Independent Auditor's Report to the Members of Lendlease Euston Holdings LLP (continued)

Fraud and breaches of laws and regulations - ability to detect

Identifying and responding to risks of material misstatement due to fraud

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

- Enquiring of members, internal audit and inspection of policy documentation as to the Lendlease Group's high-level policies and procedures to prevent and detect fraud, including the internal audit function, and the Lendlease Group's channel for "whistleblowing", as well as whether they have knowledge of any actual, suspected or alleged fraud.
- Reading Board meeting minutes.
- Using analytical procedures to identify any unusual or unexpected relationships.

We communicated identified fraud risks throughout the audit team and remained alert to any indications of fraud throughout the audit.

As required by auditing standards, we perform procedures to address the risk of management override of controls, in particular the risk that management may be in a position to make inappropriate accounting entries and the risk of bias in accounting estimates and judgements. On this audit we do not believe there is a fraud risk related to revenue recognition as no revenue has been generated.

We did not identify any additional fraud risks.

We performed procedures including:

- Identifying journal entries to test based on risk criteria and comparing the identified entries to supporting documentation.

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

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

We communicated identified laws and regulations throughout our team and remained alert to any indications of non-compliance throughout the audit.

The potential effect of these laws and regulations on the financial statements varies considerably.

Independent Auditor's Report to the Members of Lendlease Euston Holdings LLP (continued)

Firstly, the LLP is subject to laws and regulations that directly affect the financial statements including financial reporting legislation (including related companies legislation), distributable profits legislation and taxation legislation and we assessed the extent of compliance with these laws and regulations as part of our procedures on the related financial statement items.

Secondly, the LLP is subject to many other laws and regulations where the consequences of non-compliance could have a material effect on amounts or disclosures in the financial statements, for instance through the imposition of fines or litigation. We identified the following areas as those most likely to have such an effect: health and safety, anti-bribery, employment law and certain aspects of LLP legislation recognising the nature of the LLP's activities and its legal form. Auditing standards limit the required audit procedures to identify non-compliance with these laws and regulations to enquiry of the members and other management and inspection of regulatory and legal correspondence, if any. Therefore, if a breach of operational regulations is not disclosed to us or evident from relevant correspondence, an audit will not detect that breach.

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

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

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

Other Information

The members are responsible for the other information, which comprises the members' report. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work, we have not identified material misstatements in the other information.

Matters on which we are required to report by exception

Under the Companies Act 2006 as applied to limited liability partnerships we are required to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- we have not received all the information and explanations we require for our audit.

We have nothing to report in these respects.

Independent Auditor's Report to the Members of Lendlease Euston Holdings LLP (continued)

Members' responsibilities

As explained more fully in their statement set out on page 3, the members are responsible for: the preparation of the financial statements and for being satisfied that they give a true and fair view; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; assessing the LLP's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and using the going concern basis of accounting unless they either intend to liquidate the LLP or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

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

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

This report is made solely to the members of the LLP, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006, as required by Regulation 39 of the Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008. Our audit work has been undertaken so that we might state to the LLP's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the LLP and the LLP's members, as a body, for our audit work, for this report, or for the opinions we have formed.



.....
Malcolm Footer
(Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants
15 Canada Square
London
United Kingdom
E14 5GL

Date: 17 November 2023
.....

Lendlease Euston Holdings LLP

Statement of Profit or Loss and Other Comprehensive Income For the year ended 30 June 2023

	Note	2023 £ 000	2022 £ 000
Revenue		-	-
Results from operating activities		-	-
Finance costs	4	(4)	(3)
Net finance cost		(4)	(3)
Total comprehensive loss for the year		(4)	(3)

The above results were derived from continuing operations.

The notes to and forming part of these financial statements are set out on pages 11 to 16.

Lendlease Euston Holdings LLP

Statement of Financial Position as at 30 June 2023

	Note	2023 £ 000	2022 £ 000
Non current assets			
Investments	7	-	-
Total non current assets		-	-
Current liabilities			
Trade and other payables	8	(70)	(66)
Total current liabilities		(70)	(66)
Net liabilities		(70)	(66)
Members' capital			
Members' current account		(70)	(66)
Total members' capital		(70)	(66)

The notes to and forming part of these financial statements are set out on pages 11 to 16.

These statements were approved by the members on 17/11/2023 and were signed on its behalf by:



.....
J R Mathie
Director of Lendlease Development Partner (Europe) Limited &
Lendlease Development Holdings (Europe) Limited
5 Merchant Square, Level 9, London W2 1BQ

LLP Registration Number: OC422961

Lendlease Euston Holdings LLP

Statement of Changes in Members' Interests for the year ended 30 June 2023

	Members' current account £ 000	Total £ 000
At 1 July 2022	<u>(66)</u>	<u>(66)</u>
Total comprehensive income		
Loss for the year	<u>(4)</u>	<u>(4)</u>
Total comprehensive income	<u>(4)</u>	<u>(4)</u>
At 30 June 2023	<u><u>(70)</u></u>	<u><u>(70)</u></u>

	Members' current account £ 000	Total £ 000
At 1 July 2021	<u>(63)</u>	<u>(63)</u>
Total comprehensive income		
Loss for the period	<u>(3)</u>	<u>(3)</u>
Total comprehensive income	<u>(3)</u>	<u>(3)</u>
At 30 June 2022	<u><u>(66)</u></u>	<u><u>(66)</u></u>

The notes to and forming part of these financial statements are set out on pages 11 to 16.

Lendlease Euston Holdings LLP

Notes to the Financial Statements for the year ended 30 June 2023

1 General information

Lendlease Euston Holdings LLP (the "LLP") is a limited liability partnership incorporated and domiciled in United Kingdom. The LLP's registration number is OC422961.

The address of its registered office is:

5 Merchant Square
Level 9
London
W2 1BQ
United Kingdom

Principal activity

The principal activity is to hold investments.

2 Basis of preparation

Basis of preparation

These financial statements were prepared in accordance with Financial Reporting Standard 101 *Reduced Disclosure Framework* ("FRS 101").

In preparing these financial statements, the LLP applies the recognition, measurement and disclosure requirements of international accounting standards in conformity with the requirements of the Companies Act 2006 ("UK-adopted IFRS"), but makes amendments where necessary in order to comply with Companies Act 2006 and has set out below where advantage of the FRS 101 disclosure exemptions has been taken.

In the financial statements, the LLP has taken advantage of the following disclosure exemptions available under FRS 101:

- IAS 7: Preparing a cash flow statement and related notes;
- IAS 8: The listing of new or revised standards that have not been adopted (and information about the likely impact);
- IFRS 7: Financial instruments and financial risk disclosures;
- IAS 1: Disclosures in respect of capital management;
- IFRS 13: Fair value measurement disclosures;
- IAS 24: Disclosure of related party transactions entered into between members of the group, providing that any subsidiaries party to the transaction are wholly owned;
- IAS 24: Disclosure of compensation for key management personnel and amounts incurred by an entity for the provision of key management personnel services that are provided by a separate management entity.

Lendlease Euston Holdings LLP

Notes to the Financial Statements for the year ended 30 June 2023 (continued)

2 Basis of preparation (continued)

As the consolidated financial statements of Lendlease Europe Holdings Limited include the equivalent disclosures, the LLP has also taken the exemptions under FRS 101 available in respect of certain disclosures required by IFRS 13 Fair Value Measurement and the disclosures required by IFRS 7 Financial Instrument Disclosures.

Amounts are presented in pounds sterling, with all values rounded to the nearest thousand pounds unless otherwise indicated.

These financial statements are the separate financial statements of Lendlease Euston Holdings LLP. The LLP is exempt by virtue of s400 of the Companies Act 2006 from the requirement to prepare group financial statements as it and its subsidiary undertakings are included by full consolidation in the IFRS compliance consolidated financial statements of the parent, Lendlease Europe Holdings Limited. Refer to note 9 to obtain Lendlease Europe Holdings Limited's financial statements. These financial statements present information about the LLP as an individual undertaking and not about its group.

Summary of significant accounting policies and key accounting estimates

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

Changes in accounting policy

New and Revised Accounting Standards Adopted 1 July 2022

The following accounting standards, interpretations and amendments have been adopted by the LLP in the year ended 30 June 23:

Amendments to the following standards:

- Amendments to IFRS 9: Interest Rate Benchmark Reform
- IFRS 16: Leases Covid-19 Related Rent Concessions

These amended standards did not have a material effect on the LLP.

Going concern

Notwithstanding net current liabilities of £70k as at 30 June 2023 and a loss for the year then ended of £4k the financial statements have been prepared on a going concern basis which the members consider to be appropriate.

The members have considered the cash requirements of the LLP for a period of at least 12 months from the date of approval of these financial statements which indicate that, taking account of reasonably possible downsides, that the LLP is dependent for its working capital on funds provided to it by Lendlease Europe Holdings Limited "LLEH" the LLP's ultimate UK parent entity.

Lendlease Euston Holdings LLP

Notes to the Financial Statements for the year ended 30 June 2023 (continued)

2 Basis of preparation (continued)

LLEH has indicated its intention to continue to make available financial support for at least twelve months from the signing date of these financial statements, or earlier, to such period when either LLEH or the LLP ceases to be part of the group headed by LLEH, to enable the LLP to trade, and not to call for settlement of amounts owing to LLEH where to do so would place the LLP in an insolvent position. LLEH itself has been provided with a letter of support from Lendlease International Pty Limited which accepts responsibility of providing and undertakes to provide, sufficient financial assistance to LLEH, as and when it is required, to enable LLEH to continue its operations and fulfil all of its financial obligations. This support covers a period of at least 12 months from the date of approval of these financial statements. As with any LLP placing reliance on other group entities for financial support, the members of the LLP acknowledge that there can be no certainty that this support will continue although, at the date of approval of these financial statements, they have no reason to believe that it will not do so.

The Members have considered the liquidity of the LLP going forward, in particular adverse effects due to the ongoing Russian-Ukraine War, higher energy prices and rising inflation and have deemed that due to the support available from Group undertakings, they believe that the LLP is well placed to manage its financing and future commitments over a period of at least 12 months from the date of the financial statements.

Consequently, the members are confident that the LLP will have sufficient funds to continue to meet its liabilities as they fall due for at least 12 months from the date of approval of the financial statements and therefore have prepared the financial statements on a going concern basis.

Critical accounting judgements and key sources of estimation uncertainty

The preparation of financial statements that comply with IFRS requires management to make judgements, estimates and assumptions which can affect the application of accounting policies and reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. These estimates and underlying assumptions are reviewed on an ongoing basis and revisions are recognised prospectively. Accounting judgements that have the most significant effects on reported amounts and further information about estimated uncertainties are highlighted in the relevant accounting policy in note 3.

3 Accounting policies

Finance income and costs

Interest receivable and interest payable is recognised in the Statement of Profit or Loss as it accrues, using the effective interest method.

Taxation

The taxation payable on the LLP's profits is the liability of the designated members. Consequently, neither LLP taxation nor related deferred taxation are accounted for in the financial statements. The LLP is registered for Value Added Tax.

Investments

Equity investments in subsidiaries, joint ventures and associates are stated at cost less impairment. Adjustments are made to the carrying value to reflect the net realisable value of the investment where these are lower than cost. Management conducts annual impairment reviews.

Lendlease Euston Holdings LLP

Notes to the Financial Statements for the year ended 30 June 2023 (continued)

3 Accounting policies (continued)

Trade and other payables

Liabilities are recognised for amounts to be paid in the future for goods or services received, whether or not billed to the LLP. Trade and other payables are settled in the normal course of business. Trade and other payables are carried at amortised cost using the effective interest method, which applies the interest rate that discounts estimated future cash outflows over the term of the trade and other payables. Cash flows relating to short term trade and other payables are not discounted if the effect of discounting is immaterial. The discount, if material, is then recognised as a finance cost over the remaining term.

4 Finance income and costs

	2023	2022
	£ 000	£ 000
Finance costs		
Interest payable to related parties	<u>(4)</u>	<u>(3)</u>

The weighted average interest rate used to determine the amount of interest finance costs was 4.85% for the 6 months to 31 December 2022 and 6.14% for the 6 months to 30 June 2023 (2022: 4.07% for the 6 months to 31 December 2021 and 4.17% for the 6 months to 30 June 2022), which is the effective interest rate.

5 Staff costs

The LLP did not employ any staff during the year (2022: nil).

Lendlease Euston Holdings LLP

Notes to the Financial Statements for the year ended 30 June 2023 (continued)

6 Auditor's remuneration

	2023 £ 000	2022 £ 000
Audit of financial statements	<u>(5)</u>	<u>(3)</u>

The auditor's remuneration has been borne by a fellow group undertaking.

7 Investments

Details of the subsidiaries as at 30 June 2023 are as follows:

Name of subsidiary	Principal activity	Country of Incorporation	Note	Ownership and voting right %	
				2023	2022
Lendlease Euston Development LLP	Property development	United Kingdom	1	99.99%	99.99%

Notes - registered addresses:

1. 5 Merchant Square, Level 9, London, W2 1BQ

8 Trade and other payables

	2023 £ 000	2022 £ 000
Current		
Amounts due to related parties	<u>(70)</u>	<u>(66)</u>

9 Parent and ultimate parent undertaking

The LLP's immediate parents are Lendlease Development Holdings (Europe) Limited and Lendlease Development Partner (Europe) Limited.

The ultimate parent is Lendlease Corporation Limited.

Lendlease Euston Holdings LLP

Notes to the Financial Statements for the year ended 30 June 2023 (continued)

9 Parent and ultimate parent undertaking (continued)

Relationship between entity and parents

The parent of the largest group in which these financial statements are consolidated is Lendlease Corporation Limited, incorporated in Australia.

The address of Lendlease Corporation Limited is:

Level 14 Tower Three
International Towers Sydney
Exchange Place
300 Barangaroo Avenue
Barangaroo NSW 2000

The consolidated financial statements of that group may be obtained from www.lendlease.com.

The parent of the smallest group in which these financial statements are consolidated is Lendlease Europe Holdings Limited, incorporated in England and Wales.

The address of Lendlease Europe Holdings Limited is:

5 Merchant Square
Level 9
London W2 1BQ

The consolidated financial statements of that group may be obtained from:

The Registrar of Companies
Companies House
Crown Way
Maindy, Cardiff.

10 Subsequent events

There has been no event or circumstance since the balance sheet date that would significantly affect the LLP.