CP (Leeds) Limited

Annual report and financial statements

Registered number 04721094

31 March 2018

Contents

Officers and professional advisor

Directors
Raoul René Hofland
Gerardus Johannes Schipper
Jasper Jan van Vliet — Appointed 17 July 2017, resigned 13 September 2017

Secretary
Intertrust (UK) Limited

Registered office
35 Great St.Helens
London
EC3A 6AP

Independent auditor
KPMG LLP
15 Canada Square
London
E14 5GL

Directors' report

The Directors present their annual report and the financial statements for the year ended 31 March 2018.

Principal activity
The principal activities of company are the acquisition, management and sale of investment property in the United Kingdom.

Directors

The directors who held office during the period were as follows:

Raoul René Hofland	
Gerardus Johannes Schipper	
Jasper Jan van Vliet	Appointed 17 July 2017, resigned 13 September 2017

Dividends

No dividends were declared for the year ended 31 March 2018 (2017: £nil).

Business review

The profit for the year, after taxation, is £2,595,000 (2017: Loss £483,000).

The investment property is held for capital appreciation. The value has increased by £1,900,000 during the year (2017: decreased £1,100,000)

The Company applies FRS101 - Reduced Disclosure Framework and has taken advantage of the disclosure exemptions allowed under this standard. The Company's parent undertaking, HICP Holdings Limited, was notified of and did not object to the use of the EU-adopted IFRS disclosure exemptions. There are no new standards adopted in this year.

Key financial indicators

The Company's key financial and other performance indicators during the year were as follows:

Turnover (continuing operations): £709,000 (2017: £692,000)
Profit for the financial year: £2,595,000 (2017: Loss £483,000)
Valuation of the investment property: £17,000,000 (2017: £15,100,000)

Future developments

There are no major future developments expected by the Company. The Company will remain to hold a long term rental contract with the tenant.

Financial instruments

The Company finances its activities with a loan from an affiliated company. Other financial assets and liabilities, such as trade debtors and trade creditors, arise directly from the Company's operating activities. There are no other financial instruments which are being used by the Company.

Political contributions

The Company did not make any political contributions during the year (2017: £nil).

Directors' report (continued)

Disclosure of information to auditor

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

Auditor

Pursuant to Section 487(2) of the Companies Act 2006, the auditor will be deemed to be reappointed and KPMG LLP will therefore continue in office.

Going concern

The Company is part of HICP Holdings Limited (the "Group") and the Group's business activities, together with the factors likely to affect its future development, performance and position are set out in the financial statements of HICP Holdings Limited.

The Group meets its day to day working capital requirements from normal trading activities through its hotels.

The Company has net current assets and positive equity. As a result the directors' expect that the Company will continue to operate and to meet its liabilities as they fall due.

Small company provisions statement

This Directors' Report has been prepared in accordance with the provision applicable to companies applying the small companies' exemption. The Company has also applied the small companies' exemptions where it is not required to prepare a strategic report.

By order of the board

G.J. Schipper
Director

13 July 2018

35 Great St.Helens
London
EC3A 6AP

Statement of directors' responsibilities in respect of the directors' report and the financial statements

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

Company law requires the directors to prepare financial statements for each financial year. Under that law they 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*.

Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- assess the company'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 company or to cease operations, or have no realistic alternative but to do so;
- make judgements and estimates that are reasonable and prudent.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are 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 company and to prevent and detect fraud and other irregularities.

Independent auditor's report to the members of CP (Leeds) Limited

Opinion

We have audited the financial statements of CP (Leeds) Limited ("the company") for the year ended 31 March 2018 which comprise the Profit and Loss Account and Other Comprehensive Income, Balance Sheet, Statement of Changes in Equity and related notes, including the accounting policies in note 1.

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2018 and of its profit 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.

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 company 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

We are required to report to you if we have concluded that the use of the going concern basis of accounting is inappropriate or there is an undisclosed material uncertainty that may cast significant doubt over the use of that basis for a period of at least twelve months from the date of approval of the financial statements. We have nothing to report in these respects.

Directors' report

The directors are responsible for the directors' report. Our opinion on the financial statements does not cover that report and we do not express an audit opinion thereon.

Our responsibility is to read the directors' report 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 directors' report;
- in our opinion the information given in that report for the financial year is consistent with the financial statements; and
- in our opinion that report has been prepared in accordance with the Companies Act 2006.

Matters on which we are required to report by exception

Under the Companies Act 2006 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
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

We have nothing to report in these respects.

Directors' responsibilities

As explained more fully in their statement set out on page 6, the directors 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 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 they either intend to liquidate the company 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 company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company'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 company and the company's members, as a body, for our audit work, for this report, or for the opinions we have formed.

Andrew Turner

Andrew Turner (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants
15 Canada Square
London
E14 5GL

13 July 2018

Date

Profit and Loss Account and Other Comprehensive Income
for the year ended 31 March 2018

	Note	Year ended 31 March 2018 £000	Year ended 31 March 2017 £000
Turnover	2	709	692
Gross profit		**709**	**692**
Administrative expenses and depreciation	*3*	(14)	(12)
Operating profit		**695**	**680**
Fair value movement on investment property	5	1,900	(1,100)
Profit / (loss) before taxation		**2,595**	**(420)**
Tax on profit / (loss)	6	-	(63)
Profit / (loss) for the financial year		**2,595**	**(483)**

There is no other comprehensive income during the year.

The above results were derived from continuing operations.

Company registered number: 4721094

The accompanying notes on pages 12 - 18 form an integral part of the financial statements.

Balance Sheet
As at 31 March 2018

	Note	**As at 31 March 2018 £000**	**As at 31 March 2017 £000**
Fixed assets			
Investment property	*7*	17,000	15,100
		17,000	**15,100**
Current assets			
Debtors: (amounts falling due within one year)	*8*	3,591	2,893
Creditors: (amounts falling due within one year)	*9*	(16)	(13)
Net current assets		**3,575**	**2,880**
Total assets less current liabilities		**20,575**	**17,980**
Net assets		**20,575**	**17,980**
Capital and reserves			
Called up share capital	*10*	1,720	1,720
Share premium account		10,565	10,565
Profit and loss account		8,290	5,695
Shareholders' funds		**20,575**	**17,980**

These financial statements were approved by the board of directors on 13 July 2018 and were signed on its behalf by:

G.J. Schipper
Director

35 Great St.Helens
London
EC3A 6AP

Company registered number: 4721094

The accompanying notes on pages 12 - 18 form an integral part of the financial statements.

Statement of Changes in Equity

	Called up share capital £000	Share Premium Account £000	Profit and loss account £000	Total equity £000
Balance at 31 March 2016	**1,720**	**10,565**	**6,178**	**18,463**
Loss for the year	-	-	(483)	(483)
Total other comprehensive income	-	-	-	-
Total comprehensive income for the year	**-**	**-**	**(483)**	**(483)**
Balance at 31 March 2017	**1,720**	**10,565**	**5,695**	**17,980**

	Called up share capital £000	Share Premium Account £000	Profit and loss account £000	Total equity £000
Balance at 31 March 2017	**1,720**	**10,565**	**5,695**	**17,980**
Profit for the year	-	-	2,595	2,595
Total other comprehensive income	-	-	-	-
Total comprehensive income for the year	**-**	**-**	**2,595**	**2,595**
Balance at 31 March 2018	**1,720**	**10,565**	**8,290**	**20,575**

Notes
(forming part of the financial statements)

1 Accounting policies

CP (Leeds) Limited (the "Company") is a company incorporated and domiciled in England, United Kingdom. The Company is a private company limited by shares. The registered number is 4721094 and the registered address is 35 Great St. Helens, London, EC3A 6AP.

Basis of Preparation

These financial statements were prepared in accordance with Financial Reporting Standard 101 *Reduced Disclosure Framework ("FRS 101")* as modified by the lease associated with the investment property being recognised as a finance lease. The amendments to FRS 101 (2014/15 Cycle) issued in July 2015 have been applied.

In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of International Financial Reporting Standards as adopted by the EU ("Adopted IFRSs"), 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.

The results of CP (Leeds) Limited are included in the consolidated financial statements of HICP Holdings Limited.

In these financial statements, the Company has applied the exemptions available under FRS 101 in respect of the following disclosures:

- a Cash Flow Statement and related notes;
- The effects of new but not yet effective IFRSs;
- Disclosures in respect of the compensation of Key Management Personnel;
- Disclosures in respect of capital management.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements. The principal accounting policies adopted by the Company are set out in note 1.

Judgements made by the directors, in the application of these accounting policies that have significant effect on the financial statements and estimates with a significant risk of material adjustment in the next year are discussed in note 12.

1.1 Measurement convention

The financial statements are prepared on the historical cost basis except that the following assets and liabilities are stated at their fair value: investment property.

1.2 Going concern

The Company is part of the HICP Holdings Limited group (the "Group") and the Group's business activities, together with the factors likely to affect its future development, performance and position are set out in the financial statements of HICP Holdings Limited. The Group meets its day to day working capital requirements from normal trading activities through its hotels.

The Company has net current asset and a positive equity position. As a consequence the financial statements are prepared on a going concern basis.

Notes *(continued)*

1.3 Financial instruments

Trade and other debtors
Trade and other debtors are recognised initially at fair value. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses.

Trade and other creditors
Trade and other creditors are recognised initially at fair value. Subsequent to initial recognition they are measured at amortised cost using the effective interest method.

1.4 Investment property

Investment properties are properties which are held either to earn rental income or for capital appreciation or for both. Investment properties are stated at fair value.

In applying the fair value model in IAS 40 Investment Property:

i. investment properties are held at fair value. Any gains or losses arising from changes in the fair value are recognised in profit or loss in the period that they arise; and

ii. no depreciation is provided in respect of investment properties applying the fair value model.

1.5 Impairment

The carrying amounts of the Company's non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

Impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

1.6 Turnover

Rents received under operating leases are credited to the profit and loss account on a straight-line basis over the lease term.

1.7 Expenses

Interest payable and similar charges include interest payable, finance charges on shares classified as liabilities and finance leases recognised in profit or loss using the effective interest method and unwinding of the discount on provisions. Borrowing costs that are directly attributable to the acquisition, construction or production of an asset that takes a substantial time to be prepared for use, are capitalised as part of the cost of that asset.

Interest payable is recognised in profit or loss as it accrues, using the effective interest method. Foreign currency gains and losses are reported on a net basis.

Notes *(continued)*

1.8 Taxation

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the profit and loss account except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised directly in equity or other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the period, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. For investment property that is measured at fair value deferred tax is provided at the rate applicable to the sale of the property except for that part of the property that is depreciable and the Company's business model is to consume substantially all of the value through use. In the latter case the tax rate applicable to income is used.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised.

2 Turnover

Turnover, which is stated in the profit and loss account net of value added tax, represents rent receivable from the investment property.

The turnover and profit before tax are attributable to one principal activity of the Company and all within the United Kingdom.

Rents received under operating leases in the year ended 31 March 2018 amounted to £709,000 (2017: £692,000).

3 Expenses and auditor's remuneration

Operating expenses for the year ended 31 March 2018 amount to £14,000 (2017: £12,000) of which all were in relation to investment property generating net rental income. The Company paid the following amounts to its auditor in respect of the audit of the financial statements and for other services provided to the Company.

	31 March 2018 £000	31 March 2017 £000
Audit of these financial statements	3	3

Amounts receivable by the Company's auditor and its associates in respect of services to the Company and its associates, other than the audit of the Company's financial statements, have not been disclosed as the information is required instead to be disclosed on a consolidated basis in the consolidated financial statements of the Company's parent, HICP Holdings Ltd.

4 Directors' remuneration

During the year the Company's allocation of the directors' remuneration amounted to £ nil (2017: £nil). In the current year the directors' remuneration, amounting to £7,000 for all entities within the HIN JB Limited Group, was borne by the Cerberus Group, the ultimate parent.

5 Fair value movement on investment property

The fair value adjustment on investment property amounted an increase of £1,900,000 (2017: £ 1,100,000 decrease).

Notes *(continued)*

6 Taxation

Income tax recognised in other comprehensive income and Profit and Loss

	31 March 2018 £000	31 March 2017 £000
Current income tax	-	(23)
Deferred income tax	-	86
Total tax expense	-	**63**

The tax on profit before tax for the period is lower than the standard rate of corporation tax in the UK of 19% (2017: 20%).

Reconciliation of effective tax rate

	31 March 2018 £000	31 March 2017 £000
Profit / (loss) for the year	2,595	(483)
Total tax expense	-	63
Profit / (loss) before taxation	**2,595**	**(420)**
Tax using the UK corporation tax rate of 19% (2017: 20%)	(493)	84
Adjustments for prior periods	-	23
Capital allowances	31	-
Fair value movement in investment property	361	(220)
Group relief surrendered to affiliated company	101	136
Release deferred tax asset	-	(86)
Total tax expense	**-**	**(63)**

UK legislation requires, in broad terms, that most transactions between connected parties be at an arm's length price for tax purposes (commonly known as 'transfer pricing'). As a result, this company must make an adjustment for deemed net interest on intercompany balances that has not been recognised in the financial statements.

UK legislation also places restrictions on the amount of interest payable by a group of companies which can be deducted for tax purposes (commonly known as the 'debt cap rules'), but also allows a restricted exemption for interest receivable subject to various conditions.

Reductions in the UK corporation tax rate from 20% to 19% (effective from 1 April 2017) and to 18% (effective 1 April 2020) were substantively enacted on 26 October 2015. A further reduction to 17% (effective 1 April 2020) was also enacted on 6 September 2016. This will reduce the company's future current tax charge accordingly.

Notes *(continued)*

7 Fixed assets

	31 March 2018 £000
Balance at 31 March 2017	15,100
Fair value adjustments	1,900
Balance at 31 March 2018	17,000

Investment property

The Company applies the fair value model as provided in IAS 40. The property is given as a security to the external bank of its parent company HICP Holdings Limited.

Fair value

The fair value of investment property was determined by external, independent property valuers, having appropriate recognised professional qualifications and recent experience in the location and category of the property being valued. The independent valuers provide the fair value of the Company's investment property portfolio every year.

All of the investment properties have been categorised as a Level 3 fair value based on the inputs to the valuation technique used.

Valuation technique and significant unobservable inputs

The Company's investment property comprises a total of one commercial property, situated in the United Kingdom, which is leased to an affiliated entity. In the last fiscal period the Company did not acquire or sell any properties which were classified as investment property.

The fair value of investment property has been determined in accordance with IFRS 13. IFRS 13.9 defined fair value as the price that would be received to sell an asset in an orderly transaction between market participants at the measurement date. The above definition concurs with that of Market Value defined in the RICS Valuation – Professional Standards 8th Edition published by the Royal institution of Chartered Surveyors and is also generally consistent with the definition of Fair Value as adopted by the International Accounting Standard Board (IASB).

The appraisals were performed by CBRE with value date 7 September 2017. CBRE is an accredited independent appraiser with a recognised and relevant professional qualification and with recent experience in the location and category of the investment properties being valued.

In order to arrive at the fair value of the investment property, the external appraiser applied their market knowledge and professional judgement and not only relied on comparable historical transactions. The Group holds one class of investment property being commercial properties in the United Kingdom. For all investment properties, their current use equates to the highest and best use.

The Group's finance department reviews the appraisals performed by the independent appraisers for financial reporting purposes. Discussions of appraisal processes are held between HVS and the Company. At each financial year end the finance department: (i) verifies all major inputs to the independent appraisals; (ii) assesses property valuation movements when compared to the prior year valuation report and/or (iii) holds discussions with the independent appraiser.

There are no current prices in an active market available for the investment properties being valued. Therefore the fair value measurement is based on a Discounted Cash Flow Model (DCF). The valuations were performed on an item by item basis and not on a portfolio basis. There were not any highest and best use valuations.

For the income and expenses in relation to the investment property reference is made to note 2 and 3 where the rents received and direct operation expenses are disclosed.

The value has increased by £ 1,900,000 (2017: decreased £ 1,100,000).

Notes *(continued)*

8 Debtors

	31 March 2018 £000	31 March 2017 £000
Amount owed by fellow group undertakings	3,591	2,893
	3,591	2,893

9 Creditors: amounts falling due within one year

	31 March 2018 £000	31 March 2017 £000
Trade creditors	5	5
Accruals and deferred income	11	8
	16	13

10 Share capital

Allotted, called up and fully paid

	Ordinary shares Number
On issue at 31 March 2017	1,720,001
Issued during the year	-
On issue at 31 March 2018	1,720,001

All shares are ordinary shares and have a par value of £1.The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company.

Notes *(continued)*

11 Ultimate parent company and parent company of larger group

The Company is a subsidiary undertaking of HICP Holdings Limited (located at 35 Great St.Helens, London, EC3A 6AP) which is the ultimate parent company incorporated in the UK. The ultimate controlling party is HIN JB Limited. Ultimately the Company is owned by investment funds affiliated with the Cerberus Group. The Company has taken advantage of the exemptions in FRS 101 Section 8 from disclosing transactions with other members of the Group.

The largest group in which the results of the Company are consolidated is that headed by HIN JB Limited, incorporated in Jersey. The smallest group in which they are consolidated is that headed by HICP Holdings Limited, incorporated in the UK. The consolidated financial statements of HICP Holdings Limited are available to the public.

12 Accounting estimates and judgements

Estimates and judgments are continually evaluated and are based on historical experience and other factors, including expectations of future events, which are believed to be reasonable under the circumstances. Investment properties are held to earn rental income and for capital appreciation. Investment properties are stated at fair value and are determined by a third party valuation. Based on the latest valuation undertaken the Directors do not consider any impairment of assets is required.