
BUSINESS ENVIRONMENT WEMBLEY LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2017

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COMPANIES HOUSE

BUSINESS ENVIRONMENT WEMBLEY LIMITED

COMPANY INFORMATION

DIRECTORS

S Rusk
D Saul
J Jenkins
A Ernden
G Hefferman
A Stewart
N Gandy

COMPANY SECRETARY

S Rusk

REGISTERED NUMBER

05723405

REGISTERED OFFICE

10 Queen Street Place
London
EC4R 1AG

INDEPENDENT AUDITORS

haysmacintyre
Chartered Accountants & Registered Auditors
10 Queen Street Place
London
EC4R 1AG

BUSINESS ENVIRONMENT WEMBLEY LIMITED

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BUSINESS ENVIRONMENT WEMBLEY LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2017

The directors present their report and the financial statements for the year ended 31 December 2017.

DIRECTORS

The directors who served during the year were:

S Rusk
D Saul
J Jenkins
A Emden
G Hefferman
A Stewart
N Gandy

DIRECTORS' RESPONSIBILITIES STATEMENT

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 the directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. 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 for the Company's financial statements and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The directors are responsible for 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 to enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

BUSINESS ENVIRONMENT WEMBLEY LIMITED

**DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2017**

DISCLOSURE OF INFORMATION TO AUDITORS

Each of the persons who are directors at the time when this directors' report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the Company's auditors are unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

AUDITORS

The auditors, haysmacintyre, are deemed to be reappointed in accordance with section 386 of the Companies Act 1985 by virtue of an elective resolution passed by the members on 30 April 2007.

SMALL COMPANIES NOTE

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

This report was approved by the board on 28 September 2018 and signed on its behalf.


J Jenkins
Director

BUSINESS ENVIRONMENT WEMBLEY LIMITED

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF BUSINESS ENVIRONMENT WEMBLEY LIMITED

OPINION

We have audited the financial statements of Business Environment Wembley Limited (the 'Company') for the year ended 31 December 2017, which comprise the profit and loss account, the statement of comprehensive income, the balance sheet and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2017 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; 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 under those standards are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the United Kingdom, including the Financial Reporting Council's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

CONCLUSIONS RELATING TO GOING CONCERN

We draw attention to note 1.3 in the financial statements, which indicates that the Company incurred a loss after tax of £189,990 during the year ended 31 December 2017 and, at that date, the company's liabilities exceeded its total assets by £459,143. As stated in note 1.3, these events or conditions, along with the other matters as set forth in note 1.3, indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

OTHER INFORMATION

The directors are responsible for the other information. The other information comprises the information included in the Annual Report, other than the financial statements and our auditors' report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

BUSINESS ENVIRONMENT WEMBLEY LIMITED

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF BUSINESS ENVIRONMENT WEMBLEY LIMITED (CONTINUED)

We have nothing to report in this regard.

OPINION ON OTHER MATTERS PRESCRIBED BY THE COMPANIES ACT 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report has been prepared in accordance with applicable legal requirements.

MATTERS ON WHICH WE ARE REQUIRED TO REPORT BY EXCEPTION

In the light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified material misstatements in the directors' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us 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; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the directors' report and from the requirement to prepare a strategic report.

RESPONSIBILITIES OF DIRECTORS

As explained more fully in the directors' responsibilities statement on page 1, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

BUSINESS ENVIRONMENT WEMBLEY LIMITED

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF BUSINESS ENVIRONMENT WEMBLEY LIMITED (CONTINUED)

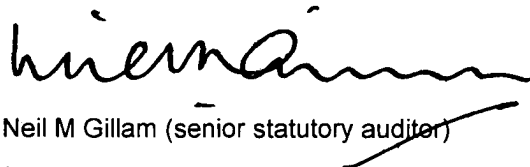
AUDITORS' RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

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

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

USE OF OUR REPORT

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 auditors' 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.



Neil M Gillam (senior statutory auditor)

for and on behalf of
haysmacintyre, Statutory Auditor

Chartered Accountants
Registered Auditors

10 Queen Street Place
London
EC4R 1AG

28 September 2018

BUSINESS ENVIRONMENT WEMBLEY LIMITED

**PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 DECEMBER 2017**

	2017 £	<i>2016 as restated £</i>
Turnover	13,277	323,063
Operating expenses	(129,627)	(16,812)
Exceptional item	-	(4,950,000)
OPERATING LOSS	(116,350)	(4,643,749)
Interest payable and similar charges	(71,084)	(226,608)
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION	(187,434)	(4,870,357)
Taxation on loss on ordinary activities	(2,556)	573,076
LOSS FOR THE YEAR	(189,990)	(4,297,281)

The notes on pages 9 to 15 form part of these financial statements.

BUSINESS ENVIRONMENT WEMBLEY LIMITED

**STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2017**

	2017 £	<i>2016 as restated £</i>
Loss for the year	(189,990)	(4,297,281)
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	(189,990)	(4,297,281)

The notes on pages 9 to 15 form part of these financial statements.

BUSINESS ENVIRONMENT WEMBLEY LIMITED
REGISTERED NUMBER: 05723405

BALANCE SHEET
AS AT 31 DECEMBER 2017

	Note	2017 £	2016 £
FIXED ASSETS			
Investment property	6	-	5,000,000
CURRENT ASSETS			
Debtors: amounts falling due within one year	7	10,000	-
Cash at bank and in hand	8	39,233	337,794
		<u>49,233</u>	<u>337,794</u>
Creditors: amounts falling due within one year	9	(76,499)	(55,070)
NET CURRENT (LIABILITIES)/ASSETS		<u>(27,266)</u>	<u>282,724</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>(27,266)</u>	<u>5,282,724</u>
Creditors: amounts falling due after more than one year	10	(431,877)	(5,551,877)
NET LIABILITIES		<u><u>(459,143)</u></u>	<u><u>(269,153)</u></u>
CAPITAL AND RESERVES			
Called up share capital		1	1
Profit and loss account	12	(459,144)	(269,154)
		<u><u>(459,143)</u></u>	<u><u>(269,153)</u></u>

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and in accordance with the provisions of FRS 102 Section 1A - small entities.

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 28 September 2018.



J Jenkins
Director

The notes on pages 9 to 15 form part of these financial statements.

BUSINESS ENVIRONMENT WEMBLEY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2017

1. ACCOUNTING POLICIES

1.1 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.

The following principal accounting policies have been applied:

1.2 Financial reporting standard 102 - reduced disclosure exemptions

The company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by the FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirements of Section 4 Statement of Financial Position paragraph 4.12(a)(iv);
- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d);
- the requirements of Section 11 Financial Instruments paragraphs 11.41(b), 11.41(c), 11.41(e), 11.41(f), 11.42, 11.44 to 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b) and 11.48(c);
- the requirements of Section 12 Other Financial Instruments paragraphs 12.26 to 12.27, 12.29(a), 12.29(b) and 12.29A;
- the requirements of Section 26 Share-based Payment paragraphs 26.18(b), 26.19 to 26.21 and 26.23;
- the requirements of Section 33 Related Party Disclosures paragraph 33.7.

This information is included in the consolidated financial statements of BE Offices Limited (formerly Business Environment Holding Limited) as at 31 December 2017 and these financial statements may be obtained from the Registrar at Companies House.

1.3 Going concern

The financial statements for the company have been prepared on a going concern basis. The company recorded a loss after tax for year ended 31 December 2017 of £189,990 and had net liabilities of £459,143 at the balance sheet date.

In the event of the company requiring the support of the Group, the directors of BE Offices Limited, the ultimate owner of the share capital of the company, have confirmed that the Group has undertaken to provide such financial support as the company requires for its continued operations for a period of not less than twelve months from the date of approval of these financial statements.

As a result of the above, the directors consider it appropriate to prepare the financial statements on a going concern basis.

BUSINESS ENVIRONMENT WEMBLEY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2017

1. ACCOUNTING POLICIES (CONTINUED)

1.4 Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before revenue is recognised:

Revenue represents occupancy fees receivable from the provision of a conventional letting to a group company. Revenue is recognised when the amount of revenue can be measured reliably and when it is probable that the company will receive the consideration due under the contract.

1.5 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.

Alternatively fair values are determined by the directors after discussions with and advice from independent experts.

1.6 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.

1.7 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.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2017**

1. ACCOUNTING POLICIES (CONTINUED)

1.8 Financial instruments

The Company only enters into basic financial instrument 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 the 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 Company 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.

1.9 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.

1.10 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.

BUSINESS ENVIRONMENT WEMBLEY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2017

1. ACCOUNTING POLICIES (CONTINUED)

1.11 Borrowing costs

All borrowing costs are recognised in the profit and loss account in the year in which they are incurred.

1.12 Taxation

Tax is recognised in the profit and loss account, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the Company operates and generates income.

1.13 Exceptional items

Exceptional items are transactions that fall within the ordinary activities of the Company but are presented separately due to their size or incidence.

1.14 Related party transactions

The company discloses transactions with related parties which are not wholly owned within the same group. Where appropriate, transactions of a similar nature are aggregated unless, in the opinion of the directors, separate disclosure is necessary to understand the effect of the transactions on the company's financial statements.

2. GENERAL INFORMATION

Business Environment Wembley Limited is a company domiciled in England and Wales, registration number 05723405. The registered office is 10 Queen Street Place EC4R 1AG and its principal place of business is No 1 Olympic Way Wembley HA9 0NP.

The company's principal activity is that of a property investment company.

The company's functional currency and reporting currency is pounds sterling.

3. AUDITORS' REMUNERATION

Fees payable to the company's auditor for the audit of the company's annual accounts have been charged to the ultimate parent undertaking, BE Offices Limited (formerly Business Environment Holding Limited).

BUSINESS ENVIRONMENT WEMBLEY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2017

4. EMPLOYEES

The directors of the company are paid by fellow group undertakings and no specific recharge for directors' remuneration is made to the company. Details of directors' remuneration are disclosed in the notes to the accounts of BE Offices Limited (formerly Business Environment Holding Limited).

The Company has no employees other than the directors, who did not receive any remuneration (2016 - £NIL).

5. EXCEPTIONAL ITEMS

	2017 £	2016 £
Fair value movement	-	4,950,000

6. INVESTMENT PROPERTY

	Freehold investment property £
At 1 January 2017	5,000,000
Disposals	(5,000,000)
AT 31 DECEMBER 2017	-

The 2016 valuations were made by the directors, on an open market value for existing use basis.

The property was sold during the year.

If the Investment properties had been accounted for under the historic cost accounting rules, the properties would have been measured as follows:

	2017 £	2016 £
Historic cost	-	6,400,000
Accumulated depreciation and impairments	-	(4,800)
	-	6,395,200

BUSINESS ENVIRONMENT WEMBLEY LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2017**

7. DEBTORS

	2017	2016
	£	£
Other debtors	10,000	-

8. CASH AND CASH EQUIVALENTS

	2017	2016
	£	£
Cash at bank and in hand	39,233	337,794

9. CREDITORS: Amounts falling due within one year

	2017	2016
	£	£
Amounts owed to group undertakings	73,942	17,327
Corporation tax	2,556	-
Accruals and deferred income	1	37,743
	76,499	55,070

10. CREDITORS: Amounts falling due after more than one year

	2017	2016
	£	£
Bank loans	-	5,120,000
Amounts owed to group undertakings	431,877	431,877
	431,877	5,551,877

Secured loans

Bank loans totalling £Nil (2016: £5,120,000) are secured over the company's freehold land and buildings and by way of a floating charge over the company's assets. The bank loan was repaid in January 2017.

BUSINESS ENVIRONMENT WEMBLEY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2017

11. LOANS

Analysis of the maturity of loans is given below:

	2017 £	2016 £
AMOUNTS FALLING DUE 1-2 YEARS		
Bank loans	-	5,120,000
	<u>-</u>	<u>5,120,000</u>

The loan expires in December 2018. The interest rate on the loan varies throughout the 5 year term of the loan between LIBOR + 1.1% and LIBOR + 5%. The bank loan was repaid in January 2017.

12. RESERVES

Profit & loss account

Profit and loss account includes all current and prior period retained profits and losses.

13. PRIOR YEAR ADJUSTMENT

The prior year adjustment relates to the non-recognition of the interest charge arising on the unwinding of the inter-company loan discount and the non-recognition of inter company loan waiver equal to the unwinding of the inter-company loan discount. The net result to the balance sheet and profit and loss account is nil.

14. OTHER FINANCIAL COMMITMENTS

The company has cross-guaranteed group bank borrowings totalling £69,722,207 (2016: £89,924,491).

15. RELATED PARTY TRANSACTIONS

Advantage has been taken by the company of the exemptions provided by section 33.1A of FRS 102 not to disclose group transactions because it is a wholly owned subsidiary of a company preparing consolidated accounts.

16. CONTROLLING PARTY

The ultimate parent undertaking and controlling party is considered to be BE Offices Limited (formerly Business Environment Holding Limited), which heads the largest and smallest group for which consolidated accounts are prepared.

The consolidated accounts are available to the public and may be obtained from Companies House. No other group accounts include the results of the company.