

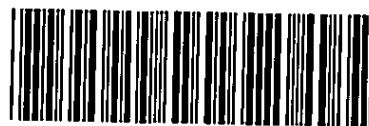
CAPITAL & COUNTIES CG 9 LIMITED

REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2012

Company number 6798607

THURSDAY



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CAPITAL & COUNTIES CG 9 LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2012

The directors submit their report and audited financial statements of the Company for the year ended 31 December 2012.

PRINCIPAL ACTIVITY

The principal activity of the Company is holding of investments and as the General Partner to Capital & Counties CGP 9 ("Limited Partnership"). The Company is responsible for the management and business of the Limited Partnership. The Company in its role as General Partner can bind the Limited Partnership in contract. No further partner may be admitted to the Limited Partnership except with the consent of the Company as General Partner. The constitution and governance of the Limited Partnership including the rights of the General Partner are determined by the amended and restated Limited Partnership Agreement dated 14 July 2011.

BUSINESS REVIEW

The Company's results and financial position for the year ended 31 December 2012 are set out in full in the profit and loss account, the balance sheet and the notes relating thereto.

Both the level of business during the year and the year end financial position were as expected. Profit on ordinary activities before taxation was £nil (2011: £nil). Shareholders' funds at 31 December 2012 were £1 (2011: £1).

Given the straightforward nature of the business, the Company's directors are of the opinion that analysis using KPIs is not necessary for an understanding of the development, performance or position of the business.

DIVIDENDS

The Company did not pay a dividend in the year (2011: nil).

DIRECTORS IN THE YEAR

The directors of the company who were in office during the year and up to the date of signing the financial statements are given below:

B Churchill	appointed 17 February 2012
SJ Curtis	
S Das	
I D Hawksworth	
A Hicks	appointed 17 February 2012
M P Mees	appointed 17 February 2012
G J Mitchell	appointed 17 February 2012
B S Tattar	
G J Yardley	

DIRECTORS INDEMNITY

As permitted by the Articles of Association, the Directors have the benefit of an indemnity which is a qualifying third party indemnity provision as defined by Section 234 of the Companies Act 2006. The indemnity was in force throughout the last financial year and is currently in force. The Company's ultimate parent company also purchased and maintained throughout the financial year Directors' and Officers' liability insurance in respect of the Group, including the Company and its directors

CAPITAL & COUNTIES CG 9 LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2012

STATEMENT OF DIRECTORS' RESPONSIBILITIES

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 United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). The financial statements are required by law to 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 those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting 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;
- 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 to 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 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.

DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information of which the auditors are unaware and each director has taken all reasonable steps to make himself or herself aware of any relevant audit information and to establish that the auditors are aware of that information.

INDEPENDENT AUDITORS

The auditors, PricewaterhouseCoopers LLP, have indicated their willingness to continue in office. Under the provisions of the Companies Act 2006, the Company is not required to hold an annual general meeting accordingly, the auditors, PricewaterhouseCoopers LLP, will therefore be deemed to be reappointed for each succeeding financial period.

By order of the Board



**B Tattar
Director
28 May 2013**

CAPITAL & COUNTIES CG 9 LIMITED

INDEPENDENT AUDITORS' REPORT

We have audited the financial statements of Capital & Counties CG 9 Limited (registered company no. 6798607) for the year ended 31 December 2012 which comprise the Profit and Loss account, the Balance Sheet, and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Respective responsibilities of directors and auditors

As explained more fully in the Statement of Directors' Responsibilities set out on page 2 in the Directors' Report the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinion, has been prepared for and only for the Company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the Company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Directors' Report to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2012 and of its result 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.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

CAPITAL & COUNTIES CG 9 LIMITED

INDEPENDENT AUDITORS' REPORT

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where 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.



Mark Pugh (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
London
28 May 2013

CAPITAL & COUNTIES CG 9 LIMITED

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2012

	Notes	2012 £	2011 £
Continuing operations			
Profit on ordinary activities before taxation	2	-	-
Taxation on profit on ordinary activities	3	-	-
Profit for the year		-	-

The Company has no recognised gains or losses other than those included in the profit and loss account and therefore a separate statement of total recognised gains and losses has not been included.

The Company has no movements in shareholders' funds other than those included in the profit and loss account above and therefore a separate reconciliation of movements in shareholders' funds has not been included.

There are no material differences between the profit on ordinary activities before taxation and the profit for the year and their historical cost equivalents.

The notes on pages 7 to 10 form part of these financial statements.

CAPITAL & COUNTIES CG 9 LIMITED

BALANCE SHEET AT 31 DECEMBER 2012

	Notes	2012 £	2011 £
Fixed assets			
Investments	4	3	3
Creditors: amounts falling due within one year	5	<u>(2)</u>	<u>(2)</u>
Net current liabilities		<u>(2)</u>	<u>(2)</u>
Net assets		<u>1</u>	<u>1</u>
Capital and reserves			
Called up share capital	6	1	1
Profit and loss reserve		<u>-</u>	<u>-</u>
Total shareholders' funds		<u>1</u>	<u>1</u>

The notes on pages 7 to 10 form part of these financial statements.

The financial statements on pages 5 to 10 have been approved by the Board on 28 May 2013
and signed on its behalf by

S Das
Director



B S Tattar
Director



CAPITAL & COUNTIES CG 9 LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2012

1. Accounting policies

These financial statements are prepared in accordance with applicable accounting standards in the United Kingdom under the historic cost convention and in accordance with the Companies Act 2006 and applicable accounting standards.

The directors have considered the risk that the Company's fellow group undertakings request settlement of balance due to them. In addition, the directors have considered the level of financial support that may be made available to the Company by the ultimate controlling entity, Capital & Counties Properties PLC. One factor the directors took into account in this assessment was the financial information contained within the 2012 Annual Report and Accounts of Capital & Counties Properties PLC, which were prepared on a going concern basis.

The directors have concluded that the Company will have sufficient support to continue in operational existence for the foreseeable future and have therefore prepared these financial statements on a going concern basis.

The principal accounting policies which have been adopted in the preparation of the financial statements are set out below:

Investments

Investments are carried in the balance sheet at cost less provision considered necessary by the directors to reflect a diminution in value.

Taxation

The charge for current taxation is based on the results for the period as adjusted for items that are non-assessable or disallowed and any adjustment in respect of prior years. It is calculated using rates that have been enacted or substantively enacted by the balance sheet date.

Group financial statements

The Company is exempt under Section 400 of the Companies Act 2006 from the requirement to prepare consolidated financial statements because it is a wholly owned subsidiary of Capital & Counties Properties PLC, a company which does prepare consolidated financial statements.

Cash flow statement

The Company is not required to produce a statement of cash flows under Financial Reporting Standard 1 (Revised 1996) as it is a wholly owned subsidiary of Capital & Counties Properties PLC and the cash flows of the Company are included in the consolidated financial statements of the ultimate parent company, which are publicly available.

CAPITAL & COUNTIES CG 9 LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2012

1. Accounting policies (continued)

Related party transactions

The Company is ultimately wholly owned by Capital & Counties Properties PLC, whose consolidated financial statements are publicly available, and therefore the company is exempt under the terms of Financial Reporting Standard 8 from disclosing details of transactions with related parties who are members or investees of the Capital & Counties Properties PLC group.

Financial instruments

The Company is not required to meet the disclosure requirements for financial instruments as set out under Financial Reporting Standard 29 as it is a wholly owned subsidiary of Capital & Counties Properties PLC whose consolidated financial statements are publicly available.

2. Profit on ordinary activities before taxation

The profit on ordinary activities before taxation of £nil (2011: £nil) is arrived at after charging:

	2012 £	2011 £
Auditors' remuneration – audit services	-	-
Directors' remuneration	-	-

Auditors' remuneration of £2,000 (2011: £2,000) has been met by the Company's immediate parent and has not been recharged.

There were no employees during the year (2011: nil).

3. Taxation

The differences between the taxation charged for the year and the current average standard rate of United Kingdom corporation tax of 24.5% (2011: 26.5%) are shown below:

	2012 £	2011 £
Profit on ordinary activities before taxation	-	-
Current United Kingdom corporation tax of 24.5% (2011: 26.5%)	-	-
Taxation on profit on ordinary activities	-	-

CAPITAL & COUNTIES CG 9 LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2012

3. Taxation (continued)

Further amendments to the UK Corporation Tax system were announced in the March 2012 Budget which included changes to the main rates of UK Corporation Tax. The main rate of corporation tax decreased from 26 per cent to 24 per cent from 1 April 2012. The Budget will reduce the main rate of corporation tax from 24 per cent to 23 per cent from 1 April 2013 with a further reduction in rate from 1 April 2014 resulting in a final corporation tax rate of 22 per cent.

4. Investments

	2012 £	2011 £
Cost		
At 1 January	3	2
Additions	1	1
Disposals	(1)	-
	<u>3</u>	<u>3</u>
At 31 December	<u>3</u>	<u>3</u>
Provision		
At 1 January and 31 December	-	-
	<u>-</u>	<u>-</u>
Net carrying value	<u>3</u>	<u>3</u>

The directors believe that the carrying value of the investments is supported by their underlying net assets.

Investments represent:

- (a) 0.01% interest in Capital & Counties CGP 9
- (b) 100% interest in the following subsidiary undertakings:

Investments	Class of share capital
Capital & Counties CG Nominee 9 Limited	Ordinary
Capco Floral Place Limited	Ordinary
34 Henrietta Street Limited	Ordinary

All of the above companies are incorporated and registered in England and Wales.

5. Creditors: amounts falling due within one year

	2012 £	2011 £
Amount due to group undertakings	<u>2</u>	<u>2</u>

Amounts due to group undertakings are unsecured, interest free and repayable on demand.

CAPITAL & COUNTIES CG 9 LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2012

6. Called up share capital

	2012	2011
	£	£
Issued, called up and fully paid		
1 ordinary share of £1	<u>1</u>	<u>1</u>

7. Ultimate parent company

The ultimate parent company is Capital & Counties Properties PLC, a company incorporated and registered in England and Wales, copies of whose consolidated financial statements may be obtained from the Company Secretary, 15 Grosvenor Street, London, W1K 4QZ. The immediate parent company is Capco Covent Garden Limited, a company incorporated in England and Wales, copies of whose financial statements may be obtained as above.