

Stratford City Car Park Limited

Report and Financial Statements

31 December 2012



DIRECTORS

Peter Miller
Sarah Slater (appointed 13 January 2012)
Philip Slavin
Martijn Vos (appointed 13 January 2012)
Robert Foorste (Alternate Director - appointed 13 January 2012)
Michael Gutman (Alternate Director)
Wenzel Hoberg (Alternate Director - appointed 13 January 2012)

SECRETARY

Leon Shelley

AUDITOR

Ernst & Young LLP
1 More London Place
London
SE1 2AF

REGISTERED OFFICE

6th Floor
MidCity Place
71 High Holborn
London
WC1V 6EA

DIRECTORS' REPORT

The Directors present their report and financial statements for the year ended 31 December 2012. The prior period is from 21 February 2011 to 31 December 2011.

RESULTS AND DIVIDENDS

The loss for the year after taxation amounted to £70,398 (2011: £161,658).

The Directors do not recommend the payment of a dividend (2011: £nil).

PRINCIPAL ACTIVITIES AND REVIEW OF THE BUSINESS

The principal activity of the Company is to manage the car park at the Westfield Stratford City Shopping Centre, Stratford.

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

	2012 £	2011 £	Change £	Change %
Operating loss	(90,435)	(165,944)	75,509	46
Loss on ordinary activities after taxation	(70,398)	(161,658)	91,260	56
Shareholder's deficit	(231,956)	(161,558)	(70,398)	(44)

The operating loss decreased primarily as a result of an increase in turnover compared to the prior period due to the Westfield Stratford City Shopping Centre trading for twelve months in 2012 compared to four months in 2011.

The loss on ordinary activities after taxation decreased during the year. This is principally due to the decrease in operating loss compared to the prior period.

Shareholder's deficit increased in line with the operating loss for the year.

PRINCIPAL RISKS AND UNCERTAINTIES

The Directors have identified the following key risk and mitigating factor affecting the Company:

Liquidity Risk

A material decrease in turnover or increase in expenditure may lead to an inability to meet creditor obligations.

The Company maintains sufficient liquidity through monitoring of anticipated turnover and expenditures.

GOING CONCERN

Note 1 sets out the basis upon which the Directors believe that it remains appropriate to prepare the financial statements on a going concern basis.

DIRECTORS' REPORT (Continued)**FUTURE DEVELOPMENTS**

The Directors anticipate that the activity of the Company will continue for the foreseeable future

EVENTS SINCE THE BALANCE SHEET DATE

There have been no significant events after the balance sheet date

DIRECTORS AND INDEMNITY

The present membership of the Board is set out on page 1

Each Director of the Company shall be indemnified by the Company against all liabilities, costs and expenses incurred in the execution and discharge of their duties. The Company has made qualifying third party indemnity provisions for the benefit of its Directors which were made during the year and remain in force at the date of this report

EMPLOYEE INVOLVEMENT

The Company has no employees (2011 nil)

POLITICAL AND CHARITABLE DONATIONS

The Company made no political or charitable donations during the year (2011 £nil)

DISCLOSURE OF INFORMATION TO THE AUDITOR

So far as each person who was a Director at the date of approving this report is aware, there is no relevant audit information, being information needed by the auditor in connection with preparing its report, of which the auditor is unaware. The Directors have taken all the steps that they are obliged to take as a Director in order to make themselves aware of any relevant information and to establish that the auditor is aware of that information

AUDITOR

Pursuant to section 487 of the Companies Act 2006, the auditor will be deemed to be reappointed and Ernst & Young LLP will therefore continue in office

Signed on behalf of the Board of Stratford City Car Park Limited

Director



Name Philip Slavin

Date

28 JUN 2013

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).

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 those financial statements, the Directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgments 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, and
- 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 proper 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 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.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF STRATFORD CITY CAR PARK LIMITED

We have audited the financial statements of Stratford City Car Park Limited for the year ended 31 December 2012 which comprise the Profit and Loss Account, the Balance Sheet and the related notes 1 to 14. 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).

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.

RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITOR

As explained more fully in the Statement of Directors' Responsibilities set out on page 4, 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.

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 Report and Financial Statements 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 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.

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.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF STRATFORD CITY CAR PARK LIMITED
(Continued)

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



Nick Gomer (Senior Statutory Auditor)
For and on behalf of Ernst & Young LLP, Statutory Auditor
London

Date **28 JUN 2013**

PROFIT AND LOSS ACCOUNT
for the year ended 31 December 2012

	Note	For the year ended 31 December 2012 £	21 February 2011 to 31 December 2011 £
Turnover	2	2,913,425	988,625
Cost of sales		<u>(2,269,331)</u>	<u>(903,224)</u>
Gross profit		644,094	85,401
Administrative expenses		<u>(734,529)</u>	<u>(251,345)</u>
Operating loss	3	(90,435)	(165,944)
Interest receivable and similar income	6	2,140	307
Interest payable and similar charges	7	<u>(671)</u>	<u>-</u>
Loss on ordinary activities before taxation		(88,966)	(165,637)
Tax on loss on ordinary activities	8	<u>18,568</u>	<u>3,979</u>
Loss on ordinary activities after taxation	12	<u><u>(70,398)</u></u>	<u><u>(161,658)</u></u>

All amounts relate to continuing activities

There are no recognised gains or losses in the current year or the prior period, other than those stated above
Accordingly no Statement of Total Recognised Gains and Losses has been presented

BALANCE SHEET
as at 31 December 2012

	Note	2012 £	2011 £
CURRENT ASSETS			
Debtors	9	356,945	64,575
Cash at bank and in hand		<u>447,685</u>	<u>953,037</u>
		804,630	1,017,612
CURRENT LIABILITIES			
Creditors amounts falling due within one year	10	<u>(1,036,586)</u>	<u>(1,179,170)</u>
NET LIABILITIES		<u><u>(231,956)</u></u>	<u><u>(161,558)</u></u>
CAPITAL AND RESERVES			
Called up share capital	11	100	100
Profit and loss account	12	<u>(232,056)</u>	<u>(161,658)</u>
SHAREHOLDER'S DEFICIT	12	<u><u>(231,956)</u></u>	<u><u>(161,558)</u></u>

Approved by the Board on

28 JUN 2013

and signed on its behalf by

Director



Name Philip Slavin

NOTES TO THE FINANCIAL STATEMENTS
as at 31 December 2012**1. ACCOUNTING POLICIES****BASIS OF ACCOUNTING**

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

GOING CONCERN

The Company is dependent for its working capital on funds provided to it by a related party. This entity has provided the Company with an undertaking that for at least twelve months from the date of approval of these financial statements it will continue to make available such funds as needed by the Company. This should enable the Company to continue in operational existence for the foreseeable future by meeting its liabilities as they fall due for payment. As with any Company placing reliance on other related parties for financial support, the Directors acknowledge that there can be no certainty that 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. Based on this undertaking, the Directors believe that it remains appropriate to prepare the financial statements on a going concern basis. The financial statements do not include any adjustments that would result from the basis of preparation being inappropriate.

CASH FLOW STATEMENT

The Company has taken advantage of the exemption under FRS 1 'Cash flow statements' from publishing its own Cash Flow Statement as it is a small company.

DEBTORS

The amounts presented in the balance sheet are net of provisions for doubtful debts. An allowance for impairment is made where there is an identified loss event which evidences irrecoverability of the debtor.

TURNOVER

Turnover, which is stated net of Value Added Tax, represents amounts recognised on an accrued basis from providing car parking services.

FINANCE COSTS

All costs incurred directly in the arrangement of loans are included within the carrying value of loan balances. Such costs are charged to the profit and loss account over the term of the loan.

Interest receivable and payable is recognised as interest accrues, using the effective interest method.

CURRENT TAX

Current tax is provided at amounts expected to be paid or recovered, using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

NOTES TO THE FINANCIAL STATEMENTS
as at 31 December 2012

1. ACCOUNTING POLICIES (Continued)

DEFERRED TAX

Full provision has been made for deferred taxation in respect of timing differences that have originated but not reversed at the balance sheet date where an event has occurred that results in an obligation to pay more or less tax, or to receive more tax, in the future by the balance sheet date except that

- No provision is made for gains on disposal of assets that have been rolled over into replacement assets or revalued assets unless there is a binding sale agreement in place, and
- Deferred tax assets are recognised only to the extent that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the years in which timing differences are forecast to reverse, based on tax rates enacted at the balance sheet date

2. TURNOVER

	For the year ended 31 December 2012 £	21 February 2011 to 31 December 2011 £
Car park income	<u>2,913,425</u>	<u>988,625</u>

3. OPERATING LOSS

This is stated after charging auditor's remuneration for the audit of the financial statements of £4,000 (2011 £4,000) No non-audit services were provided during the year or the prior period

4. DIRECTORS' EMOLUMENTS

The Directors did not receive any remuneration during the year in respect of their services provided to the Company (2011 £nil)

5. STAFF COSTS

The Company has no employees (2011 nil)

NOTES TO THE FINANCIAL STATEMENTS
as at 31 December 2012

6 INTEREST RECEIVABLE AND SIMILAR INCOME

	For the year ended 31 December 2012 £	21 February 2011 to 31 December 2011 £
Bank interest receivable	<u>2,140</u>	<u>307</u>

7 INTEREST PAYABLE AND SIMILAR CHARGES

	For the year ended 31 December 2012 £	21 February 2011 to 31 December 2011 £
Interest payable to related parties	<u>671</u>	<u>-</u>

8. TAX ON LOSS ON ORDINARY ACTIVITIES

	For the year ended 31 December 2012 £	21 February 2011 to 31 December 2011 £
(i) Analysis of tax credit for the year/period		
Current tax		
UK corporation tax on loss for the year/period	<u>-</u>	<u>-</u>
Current tax charge for the year/period (note 8(ii))	<u>-</u>	<u>-</u>
Deferred tax		
Origination and reversal of timing differences	(1,567)	(4,138)
Adjustments in respect of previous periods	(18,929)	-
Effect of change in tax rates	<u>1,928</u>	<u>159</u>
Deferred tax credit for the year/period (note 8(iii))	<u>(18,568)</u>	<u>(3,979)</u>
Total tax credit for the year/period	<u>(18,568)</u>	<u>(3,979)</u>

NOTES TO THE FINANCIAL STATEMENTS
as at 31 December 2012

8. TAX ON LOSS ON ORDINARY ACTIVITIES (Continued)

	For the year ended 31 December 2012	21 February 2011 to 31 December 2011
(ii) Factors affecting current tax charge for the year/period		
Loss on ordinary activities before tax	<u>(88,966)</u>	<u>(165,637)</u>
Tax on loss on ordinary activities multiplied by the standard UK rate of corporation tax of 24.5% (2011: 26%)	(21,797)	(43,066)
Effect of		
Expected transfer of losses to other group companies unless otherwise restricted or carried forward	20,230	42,644
Capital allowances in excess of depreciation	<u>1,567</u>	<u>422</u>
Current tax charge for the year/period (note 8(i))	<u>-</u>	<u>-</u>

(iii) Deferred tax

The Company has tax losses and fixed asset timing differences arising in the UK of £98,030 (2011: £15,916) that are available for offset against future taxable profits. A deferred tax asset has been recognised in respect of these amounts at 23% (2011: 25%) being the rate substantively enacted on 3 July 2012.

	2012 £	2011 £
Deferred tax asset:		
At 1 January	3,979	-
(Charge)/credit for the year	(361)	3,979
Adjustment in respect of prior years	<u>18,929</u>	<u>-</u>
Deferred tax asset (note 8(i) & 9)	<u>22,547</u>	<u>3,979</u>
Analysis of balances:		
Fixed asset timing differences	1,866	406
Tax losses carried forward	<u>20,681</u>	<u>3,573</u>
Deferred tax asset (note 8(i) & 9)	<u>22,547</u>	<u>3,979</u>

(iv) Factors that may affect future tax charges

The main rate of corporation tax was reduced from 26% to 24% from 1 April 2012. The Finance Act 2012 provides for a further expected reduction in the main rate of corporation tax to 23% from 1 April 2013. At the balance sheet date, the tax rate applicable for calculating deferred tax was 23%, being the rate substantively enacted by the Finance Act 2012 on 3 July 2012. A subsequent reduction in the main rate of corporation tax is expected to be enacted during 2013 to reduce the main rate to 21% from 1 April 2014 and to 20% from 1 April 2015. As a deferred tax asset has been recognised in the accounts, the effect of this reduction would reduce the deferred tax asset from £22,547 to £20,586 (calculated at 21%) and £19,606 (calculated at 20%).

NOTES TO THE FINANCIAL STATEMENTS
as at 31 December 2012

9. DEBTORS

	2012 £	2011 £
Amounts due from related parties	7,292	-
Other debtors	103,536	-
Corporation tax	24,000	-
Prepayments	199,570	60,596
Deferred tax asset	22,547	3,979
	<u>356,945</u>	<u>64,575</u>

10. CREDITORS: amounts falling due within one year

	2012 £	2011 £
Trade creditors	10,690	124,530
Amounts due to related parties	670,199	467,332
Other creditors	96,600	495,593
Accruals	259,097	91,715
	<u>1,036,586</u>	<u>1,179,170</u>

11. SHARE CAPITAL

	2012 £	2011 £
Allotted, called up and fully paid		
100 Ordinary shares of £1 each (2011 100)	<u>100</u>	<u>100</u>

12. RECONCILIATION OF SHAREHOLDER'S DEFICIT AND MOVEMENT IN RESERVES

	Share capital £	Profit and loss account £	Shareholder's deficit £
Balance at 21 February 2011	-	-	-
Issue of shares	100	-	100
Loss for the period	-	(161,658)	(161,658)
Balance at 1 January 2012	100	(161,658)	(161,558)
Loss for the year	-	(70,398)	(70,398)
Balance at 31 December 2012	<u>100</u>	<u>(232,056)</u>	<u>(231,956)</u>

NOTES TO THE FINANCIAL STATEMENTS
as at 31 December 2012

13. RELATED PARTY TRANSACTIONS

	2012 £	2011 £
Amounts due from related parties		
MH (No 1) Limited Partnership	7,292	-
	<u>7,292</u>	<u>-</u>
Amounts due to related parties		
Stratford City Shopping Centre (No 1) Limited Partnership	79,471	23,438
Stratford City Shopping Centre (No 2) Limited Partnership	319,273	330,697
Stratford Utilities Limited	30,229	112,997
Westfield Shoppingtowns Limited	555	200
Westfield UK Finance Limited	240,671	-
	<u>670,199</u>	<u>467,332</u>

MH (No 1) Limited Partnership has investors in common with the Company

Stratford City Shopping Centre (No 1) Limited Partnership has investors in common with the Company. During the year the Partnership recharged operational costs paid by the Partnership on behalf of the Company totalling £150,023 (2011 £23,438) and the Company made payments to the Partnership of £93,990 (2011 £nil).

Stratford City Shopping Centre (No 2) Limited Partnership has investors in common with the Company. During the year the Partnership recharged operational costs paid by the Partnership on behalf of the Company totalling £266,087 (2011 £132,972) and management charges of £728,356 (2011 £197,725) and the Company made payments to the Partnership of £1,005,867 (2011 £nil).

Stratford Utilities Limited has investors in common with the Company. During the year Stratford Utilities Limited provided energy services to the Company totalling £325,630 (2011 £112,997) and the Company made payments to Stratford Utilities Limited of £408,398 (2011 £nil).

Westfield Shoppingtowns Limited and Cavemont Pty Limited, a joint controlling party, are controlled by the same party.

Westfield UK Finance Limited is an associate of the Company's controlling parties. A loan of £240,527 (2011 £nil) and interest payable of £145 (2011 £nil) are due to Westfield UK Finance Limited at the balance sheet date. The rate of interest payable on the loan is LIBOR plus margin over the term of the loan.

NOTES TO THE FINANCIAL STATEMENTS
as at 31 December 2012

14. PARENT UNDERTAKING AND CONTROLLING PARTY

The immediate parent undertaking of the Company is Stratford City Shopping Centre (No 2) General Partner Limited, a company incorporated in the United Kingdom and registered in England and Wales

The Company is jointly controlled by Cavemont Pty Limited, a company incorporated in Australia, and Canneth BM (Shareholder) Co Limited, a company incorporated in Jersey

In the Directors' opinion, the Company has no ultimate controlling party