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Company Registration No. 09923621 (England and Wales)

JESSICA HOUSE DEVELOPMENTS LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE PERIOD ENDED 31 DECEMBER 2016

TUESDAY

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JESSICA HOUSE DEVELOPMENTS LIMITED

COMPANY INFORMATION

Directors	J Cole	(Appointed 22 December 2015)
	S S Conway	(Appointed 21 December 2015)
	V Goldstein	(Appointed 22 December 2015)
	D O'Sullivan	(Appointed 21 December 2015)
Secretary	A W Porter	
Company number	09923621	
Registered office	3rd Floor Sterling House Langston Road Loughton Essex IG10 3TS	
Auditor	BDO LLP 55 Baker Street London United Kingdom W1U 7EU	
Business address	3rd Floor Sterling House Langston Road Loughton Essex IG10 3TS	

JESSICA HOUSE DEVELOPMENTS LIMITED

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JESSICA HOUSE DEVELOPMENTS LIMITED

DIRECTORS' REPORT

FOR THE PERIOD ENDED 31 DECEMBER 2016

The directors present their annual report and financial statements for the period from 21 December 2015 to 31 December 2016.

Principal activities
The principal activity of the company is that of property development.

Results and dividends
The results for the period are set out on page 5.

No ordinary dividends were paid. The directors do not recommend payment of a final dividend.

No preference dividends were paid. The directors do not recommend payment of a final dividend.

Directors
The directors who held office during the period and up to the date of signature of the financial statements were as follows:

J Cole	(Appointed 22 December 2015)
S S Conway	(Appointed 21 December 2015)
V Goldstein	(Appointed 22 December 2015)
D O'Sullivan	(Appointed 21 December 2015)
M Watson	(Appointed 21 December 2015 and resigned 4 January 2016)

Auditor
BDO LLP, who were appointed as first auditors to the company in the year, have expressed their willingness to continue in office and in accordance with section 485 of the Companies Act 2006, a resolution proposing that they be re-appointed will be put at a General Meeting.

Statement of directors' responsibilities
The directors are responsible for preparing the Annual 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 these 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; 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 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 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.

Statement of disclosure to auditor
Each director in office at the date of approval of this annual report confirms 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 he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of section 418 of the Companies Act 2006.

This report has been prepared in accordance with the special provisions relating to small companies within Part 15 of the Companies Act 2006.

By order of the board

A W Porter
Secretary
14 November 2017

JESSICA HOUSE DEVELOPMENTS LIMITED

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF JESSICA HOUSE DEVELOPMENTS LIMITED

We have audited the financial statements of Jessica House Developments Limited for the period from 21 December 2015 to 31 December 2016 which comprise the Statement of Comprehensive Income, the Statement of Financial Position, the Statement of Changes in Equity 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).

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, 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 Financial Reporting Council's (FRC's) Ethical Standards for Auditors.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the FRC's website at www.frc.org.uk/auditscopeukprivate.

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 2016 and of its loss for the period 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 period for which the financial statements are prepared is consistent with the financial statements.

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.
- the directors were not entitled to prepare the financial statements and the directors' report in accordance with the small companies' regime and to the exemption from the requirement to prepare a strategic report.

BDO LLP

Christopher Young (Senior Statutory Auditor)
For and on behalf of BDO LLP

14 November 2017

Statutory Auditor

55 Baker Street
London
United Kingdom
W1U 7EU

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

JESSICA HOUSE DEVELOPMENTS LIMITED

STATEMENT OF COMPREHENSIVE INCOME

FOR THE PERIOD ENDED 31 DECEMBER 2016

	Notes	Period from 21 December 2015 to 31 December 2016 £
Administrative expenses		(6,067)
Other operating income		701,642
Operating profit	**4**	695,575
Finance costs	**5**	(1,051,367)
Loss before taxation		(355,792)
Tax on loss		-
Loss and total comprehensive income for the financial period	**12**	(355,792)

The statement of comprehensive income has been prepared on the basis that all operations are continuing operations.

There are no amounts of other comprehensive income in the period.

JESSICA HOUSE DEVELOPMENTS LIMITED

STATEMENT OF FINANCIAL POSITION

AS AT 31 DECEMBER 2016

	Notes	2016 £
Current assets		
Inventories		17,724,506
Trade and other receivables		289,582
Cash and cash equivalents		271,381
		18,285,469
Current liabilities		
Borrowings		2,350
Trade and other payables		2,233,420
Taxation and social security		101,023
		2,336,793
Net current assets		15,948,676
Total assets less current liabilities		15,948,676
Non-current liabilities		
Borrowings		16,304,368
Net liabilities		(355,692)
Equity		
Called up share capital		100
Retained earnings		(355,792)
Total equity		(355,692)

These financial statements have been prepared in accordance with he provisions applicable to companies subject to the small companies regime within part 15 of the Companies Act 2006.

The financial statements were approved by the board of directors and authorised for issue on 14 November 2017 and are signed on its behalf by:

S S Conway
Director

Company Registration No. 09923621

JESSICA HOUSE DEVELOPMENTS LIMITED

STATEMENT OF CHANGES IN EQUITY

FOR THE PERIOD ENDED 31 DECEMBER 2016

	Share capital £	Retained earnings £	Total £
Balance at 21 December 2015	-	-	-
Loss for the period	-	(355,792)	(355,792)
Issue of share capital	100	-	100
Balance at 31 December 2016	100	(355,792)	(355,692)

1 Accounting policies

Company information

Jessica House Developments Limited is a private company limited by shares incorporated in England and Wales. The registered office is 3rd Floor, Sterling House, Langston Road, Loughton, Essex, IG10 3TS.

1.1 Accounting convention

The financial statements have been prepared in accordance with Financial Reporting Standard 100 Application of Financial Reporting Requirements and Financial Reporting Standard 101 Reduced Disclosure Framework (FRS 101) and in accordance with applicable accounting standards.

The financial statements have been prepared on the historical cost basis. The principal accounting policies adopted are set out below.

As permitted by FRS 101, the company has taken advantage of the disclosure exemptions available under that standard in relation to financial instruments, fair value measurements, capital management, presentation of comparative information as otherwise required by EU endorsed IFRS, presentation of a cash-flow statement, the effect of standards not yet effective, and related party transactions.

As required for the financial instrument and fair value disclosure exemptions, equivalent disclosures are given in the group accounts of GDL Holdco Limited. The group accounts of GDL Holdco Limited are available to the public and can be obtained as set out in note 14.

These financial statements are presented in pounds sterling because that is the currency of the primary economic environment in which the company operates.

1.2 Going concern

The directors have at the time of approving the financial statements, a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the financial statements.

1.3 Inventories

Inventories are stated at the lower of cost and estimated selling price less costs to complete and sell. Cost comprises direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the inventories to their present location and condition.

Inventories held for distribution at no or nominal consideration are measured at the lower of replacement cost and cost, adjusted where applicable for any loss of service potential.

1.4 Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1 Accounting policies **(Continued)**

1.5 Financial assets

Financial assets are recognised in the company's statement of financial position when the company becomes party to the contractual provisions of the instrument.

Financial assets are classified into specified categories. The classification depends on the nature and purpose of the financial assets and is determined at the time of recognition.

Financial assets are initially measured at fair value plus transaction costs, other than those classified as fair value through profit and loss, which are measured at fair value.

The company has not classified any financial asset as FVTPL, available for sale or held to maturity,

Loans and receivables

Trade receivables, loans and other receivables that have fixed or determinable payments that are not quoted in an active market are classified as 'loans and receivables'. Loans and receivables are measured at amortised cost using the effective interest method, less any impairment.

Interest is recognised by applying the effective interest rate, except for short-term receivables when the recognition of interest would be immaterial. The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating the interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the debt instrument to the net carrying amount on initial recognition.

Impairment of financial assets

Financial assets, other than those at FVTPL, are assessed for indicators of impairment at each reporting end date.

Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows of the investment have been affected.

Derecognition of financial assets

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership to another entity.

1.6 Financial liabilities

Financial liabilities are classified as either financial liabilities at fair value through profit or loss or other financial liabilities.

Other financial liabilities

Other financial liabilities, including borrowings, are initially measured at fair value, net of transaction costs. They are subsequently measured at amortised cost using the effective interest method, with interest expense recognised on an effective yield basis.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability to the net carrying amount on initial recognition.

Derecognition of financial liabilities

Financial liabilities are derecognised when, and only when, the company's obligations are discharged, cancelled, or they expire.

1 Accounting policies **(Continued)**

1.7 Equity instruments

Equity instruments issued by the company are recorded at the proceeds received, net of direct issue costs.

1.8 Leases

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessees. All other leases are classified as operating leases.

Rental income from operating leases is recognised on a straight line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised on a straight line basis over the lease term.

2 Critical accounting estimates and judgements

The company makes certain estimates and assumptions regarding the future. Estimates and judgements are continually evaluated based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. In the future, actual experience may differ from these estimates and assumptions. The area where assumptions and estimates are significant to the financial statements is:

Critical accounting estimates

Inventories

In applying the company's accounting policy for the valuation of inventories the Directors are required to assess the expected selling price and costs to sell each of the units that constitute the company's work in progress. Cost includes the cost of acquisition of sites, the cost of infrastructure and construction works, and legal and professional fees incurred during development prior to sale. Estimation of the selling price is subject to significant inherent uncertainties, in particular the prediction of future trends in the market value of property.

Whilst the Directors exercise due care and attention to make reasonable estimates, taking into account all available information in estimating the future selling price, the estimates will, in all likelihood, differ from the actual selling prices achieved in future periods and these differences may, in certain circumstances, be very significant.

3 Other operating income

An analysis of the company's other operating income is as follows:

	2016 £
Rental income net of rental expenses	701,642

4 Loss for the period

	2016 £
Loss for the period is stated after charging:	
Fees payable to the company's auditors for the audit of the company's financial statements	4,000

5 Finance costs

	2016 £
Interest on financial liabilities measured at amortised cost:	
Interest on bank overdrafts and loans	1,051,367

6 Inventories

	2016 £
Work in progress	17,724,506

7 Trade and other receivables

	2016 £
Trade receivables	289,577
Other receivables	5
	289,582

Trade receivables disclosed above are classified as loans and receivables and are therefore measured at amortised cost.

All amounts fall due for payment within one year.

8 Borrowings

	2016 £
Unsecured borrowings at amortised cost	
Bank overdrafts	2,350
Secured borrowings at amortised cost	
Bank loans	16,304,368

8 Borrowings (Continued)

Analysis of borrowings

Borrowings are classified based on the amounts that are expected to be settled within the next 12 months and after more than 12 months from the reporting date, as follows:

	2016 £
Current liabilities	2,350
Non-current liabilities	16,304,368
	16,306,718

The loan is repayable in July 2019.

9 Trade and other payables

	Current 2016 £
Trade payables	6,608
Amount due to parent undertaking	1,713,054
Accruals	513,758
	2,233,420

10 Share capital

	2016 £
Ordinary share capital	
Authorised	
100 Ordinary share of £1 each	100
Issued and fully paid	
100 Ordinary share of £1 each	100

100 ordinary shares were issued at par on incorporation.

11 Reserves

The following describes the nature and purpose of each reserve within equity:

Reserve	*Description and purpose*
Profit and loss account	All other net gains and losses and transactions with owners (e.g. dividends) not recognised elsewhere.
Share capital	Nominal value of share capital subscribed for.

12 Retained earnings

	2016 £
At 21 December 2015	-
Loss for the period	(355,792)
At 31 December 2016	(355,792)

13 Related party transactions

As at 31 December an amount of £3,948,324 was due to Cain Hoy Finance Limited. Cain Hoy Finance Limited is a subsidiary of CH Capital A Holdings LLC, a shareholder of GDL Holdco Limited. The loan is repayable by July 2019.

As at 31 December an amount of £11,832,793 was due to Investec Bank plc. Investec Investments (UK) Limited, a shareholder in the company, is a subsidiary Investec Bank plc. The loan is repayable by July 2019.

14 Controlling party

The immediate parent undertaking is Galliard Developments Limited and the ultimate parent undertaking is GDL Holdco Limited whose both principal place of business is London, United Kingdom.

The largest and smallest group of undertakings for which group accounts are drawn up and of which the company is a member is the group headed by GDL Holdco Limited.

Copies of the group financial statements of GDL Holdco Limited are available from 3rd Floor Sterling House, Langston Road, Loughton, IG10 3TS.

The directors are of the opinion that there is no ultimate controlling party.