

Consolidated Financial Statements of

**URBAN DEVELOPMENT CORPORATION  
OF TRINIDAD AND TOBAGO LIMITED**

December 31, 2012

*(Presented in Trinidad and Tobago Dollars)*

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**URBAN DEVELOPMENT CORPORATION  
OF TRINIDAD AND TOBAGO LIMITED**

Consolidated financial Statements

December 31, 2012

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**Independent Auditors' Report  
To the shareholder of  
Urban Development Corporation of Trinidad and Tobago Limited**

We have audited the accompanying consolidated financial statements Urban Development Corporation of Trinidad and Tobago Limited (the "Corporation" or "UDeCOTT"), which comprise the consolidated statement of financial position as at December 31, 2012, the consolidated statements of comprehensive income, changes in equity and cash flows for the year then ended, and notes, comprising a summary of significant accounting policies and other explanatory information.

**Management's Responsibility for the Financial Statements**

Management is responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

**Auditors' Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on our judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified audit opinion.



## **Basis for Qualified Opinion**

### ***Effect of possible adjustments from the Commission for Enquiry, when finalised, on opening balances***

On May 23, 2008, the Government of the Republic of Trinidad and Tobago appointed a Commission of Enquiry (the 'Commission') into the construction sector and the Corporation. While management has taken action to implement certain recommendations, as at the date of approval of these separate financial statements, the investigations into the other findings of the Commission have not been concluded. We were therefore unable to determine the effect of possible adjustments from the Commission for Enquiry, when finalised, on balances at December 31, 2007 for which a disclaimer of opinion was issued. While our procedures for the audit of the financial statements for the year ended December 31, 2012 enabled us to conclude on the completeness, existence and accuracy of balances at that date, we were unable to satisfy ourselves by alternative means concerning opening balances and their effect on amounts charged to the profit and loss account.

### ***Valuation of Investment Property***

As explained in Note 3(d) to the financial statements, investment properties include several properties that were not valued at the current year end in accordance with International Accounting Standard 40 – Investment Property. This constitutes non-compliance with the applicable accounting framework. At the year end the effect of this matter, which may be material to the financial statements, could not be quantified. Consequently we are unable to determine the impact of adjustments necessary to the carrying amounts and changes in fair values of investment properties.

### ***Recoverable amounts of construction-in-progress and property, plant and equipment***

As explained in Note 3(ii) to the financial statements, assets that are subject to depreciation and/or amortisation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. The recoverable amount is the higher of an asset's fair value less cost to sell and value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). Management was unable to provide a valuation of the assets fair value and consequently the recoverable amount of these assets could not be determined. At the year end the effect of this matter, which may be material to the financial statements, could not be quantified. Consequently we are unable to determine the impact of adjustments necessary to the carrying amounts for construction-in-progress and property, plant and equipment and changes in accumulated deficits



**Qualified Opinion**

In our opinion, except for the possible effects of the matters described in the Basis for Qualified Opinion paragraphs, the consolidated financial statements present fairly, in all material respects, the financial position of Urban Development Corporation of Trinidad and Tobago Limited as at December 31, 2012, and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards.

K P M G

Chartered Accountants  
Port of Spain  
Trinidad and Tobago  
March 26, 2019

**URBAN DEVELOPMENT CORPORATION  
OF TRINIDAD AND TOBAGO LIMITED**

Consolidated Statement of Financial Position

December 31, 2012

|                                     | Notes | 2012<br>\$           | 2011<br>\$           |
|-------------------------------------|-------|----------------------|----------------------|
| <b>ASSETS</b>                       |       |                      |                      |
| <b>Non-current assets</b>           |       |                      |                      |
| Investment properties               | 7     | 1,266,605,963        | 1,267,064,698        |
| Construction-in-progress            | 8     | 4,626,660,593        | 3,920,181,702        |
| Property, plant and equipment       | 9     | 1,974,512,124        | 2,102,650,892        |
| Value added tax recoverable         | 10    | 488,580,043          | 458,805,418          |
| Restricted cash                     | 11    | 20,918,528           | 13,815,674           |
|                                     |       | <u>8,377,277,251</u> | <u>7,762,518,384</u> |
| <b>Current assets</b>               |       |                      |                      |
| Project receivables                 | 12    | 62,640,380           | 28,157,814           |
| Accounts receivable and prepayments | 13    | 615,384,843          | 554,071,673          |
| Cash and cash equivalents           | 14    | 574,532,558          | 418,051,679          |
|                                     |       | <u>1,252,557,781</u> | <u>1,000,281,166</u> |
| <b>Total Assets</b>                 |       | <u>9,629,835,032</u> | <u>8,762,799,550</u> |
| <b>EQUITY AND LIABILITIES</b>       |       |                      |                      |
| <b>Capital and reserve</b>          |       |                      |                      |
| Share capital                       | 16    | 999,602              | 999,602              |
| Accumulated deficit                 |       | (848,742,677)        | (1,058,772,489)      |
| Revaluation reserve                 |       | 13,019,241           | 13,019,241           |
| Contributed capital                 | 17    | 1,457,245,132        | 746,813,524          |
|                                     |       | <u>622,521,298</u>   | <u>(297,940,122)</u> |
| <b>Non-current liabilities</b>      |       |                      |                      |
| Borrowings                          | 18    | 7,841,990,284        | 7,972,310,907        |
| Other liability                     | 19    | 10,350,000           | 10,350,000           |
| Deferred tax liability              | 20    | 41,710,000           | 40,927,335           |
| Deferred revenue                    | 23    | 10,614,526           | -                    |
|                                     |       | <u>7,904,664,810</u> | <u>8,023,588,242</u> |

**URBAN DEVELOPMENT CORPORATION  
OF TRINIDAD AND TOBAGO LIMITED**

Consolidated Statement of Financial Position (continued)

December 31, 2012

|                                     | Notes | 2012<br>\$           | 2011<br>\$           |
|-------------------------------------|-------|----------------------|----------------------|
| <b>Current liabilities</b>          |       |                      |                      |
| Accounts payable and accruals       | 21    | 784,389,996          | 695,148,176          |
| Borrowings                          | 18    | 311,115,604          | 234,468,409          |
| Reserve development fund            | 22    | 2,389,412            | 103,619,852          |
| Deposit on account                  | 24    | 1,154,666            | 1,111,200            |
| Tax payable                         |       | <u>3,599,246</u>     | <u>2,803,793</u>     |
|                                     |       | <u>1,102,648,924</u> | <u>1,037,151,430</u> |
| <b>Total Equity and Liabilities</b> |       | <u>9,629,835,032</u> | <u>8,762,799,550</u> |

*The accompanying notes are an integral part of these consolidated financial statements.*

  
\_\_\_\_\_  
Director

  
\_\_\_\_\_  
Director

**URBAN DEVELOPMENT CORPORATION  
OF TRINIDAD AND TOBAGO LIMITED**

Consolidated Statement of Comprehensive Income

Year ended December 31, 2012

|   | Notes | 2012<br>\$           | 2011<br>\$           |
|---|-------|----------------------|----------------------|
| Income – hotel operations   | 25    | 260,207,845          | 228,077,767          |
| Rental income   | 26    | 285,687,066          | 271,661,134          |
| Project management fees   |       | 7,088,358            | 9,592,242            |
| Other income  | 27    | <u>37,181,650</u>    | <u>9,047,705</u>     |
|   |       | 590,164,919          | 518,378,848          |
| Administrative expenses   | 28    | <u>(243,292,539)</u> | <u>(554,535,624)</u> |
| <b>Operating profit (loss)</b>  |       | <u>346,872,380</u>   | <u>(36,156,776)</u>  |
| Finance income  | 30    | 129,604,149          | 113,436,083          |
| Finance costs   | 31    | <u>(264,840,376)</u> | <u>(309,519,774)</u> |
| Finance costs - net   |       | <u>(135,236,227)</u> | <u>(196,083,691)</u> |
| <b>Profit (loss) before taxation</b>  |       | 211,636,153          | (232,240,467)        |
| Taxation  | 32    | <u>(1,606,341)</u>   | <u>(1,728,071)</u>   |
| <b>Profit (loss) for the year being total<br/>comprehensive income for the year</b> |       | <u>210,029,812</u>   | <u>(233,968,538)</u> |

*The accompanying notes are an integral part of these consolidated financial statements.*



**URBAN DEVELOPMENT CORPORATION  
OF TRINIDAD AND TOBAGO LIMITED**

Consolidated Statement of Changes in Equity

Year ended December 31, 2012

|                                     | Share<br>Capital | Accumulated<br>Deficit | Contributed<br>Capital | Revaluation<br>Reserve | Total<br>Equity      |
|-------------------------------------|------------------|------------------------|------------------------|------------------------|----------------------|
|                                     | \$               | \$                     | \$                     | \$                     | \$                   |
| <i>Year ended December 31, 2011</i> |                  |                        |                        |                        |                      |
| Balance at January 1, 2011          | 999,602          | (824,803,951)          | 698,752,024            | 7,796,567              | (117,255,758)        |
| Loss for the year                   | -                | (233,968,538)          | -                      | -                      | (233,968,538)        |
| Revaluation surplus                 | -                | -                      | -                      | 5,222,674              | 5,222,674            |
| Contributed capital for the year    | -                | -                      | 48,061,500             | -                      | 48,061,500           |
| <b>Balance at December 31, 2011</b> | <u>999,602</u>   | <u>(1,058,772,489)</u> | <u>746,813,524</u>     | <u>13,019,241</u>      | <u>(297,940,122)</u> |
| <i>Year ended December 31, 2012</i> |                  |                        |                        |                        |                      |
| Balance at January 1, 2012          | 999,602          | (1,058,772,489)        | 746,813,524            | 13,019,241             | (297,940,122)        |
| Profit for the year                 | -                | 210,029,812            | -                      | -                      | 210,029,812          |
| Contributed capital for the year    | -                | -                      | 710,431,608            | -                      | 710,431,608          |
| <b>Balance at December 31, 2012</b> | <u>999,602</u>   | <u>(848,742,677)</u>   | <u>1,457,245,132</u>   | <u>13,019,241</u>      | <u>622,521,298</u>   |

*The accompanying notes are an integral part of these consolidated financial statements.*

**URBAN DEVELOPMENT CORPORATION  
OF TRINIDAD AND TOBAGO LIMITED**

Consolidated Statement of Cash Flows

Year ended December 31, 2012

|  | 2012                 | 2011                 |
|--|----------------------|----------------------|
|  | \$                   | \$                   |
| <b>CASH FLOWS FROM OPERATING ACTIVITIES</b>                          |                      |                      |
| Profit (loss) before taxation  | 211,636,153          | (232,240,467)        |
| Adjustments to reconcile loss to net cash from operating activities: |                      |                      |
| Depreciation   | 128,882,465          | 129,855,156          |
| Interest expenses  | 264,840,376          | 309,519,774          |
| Interest income  | (129,604,149)        | (113,436,083)        |
|  | <u>475,754,845</u>   | <u>93,698,380</u>    |
| <b>Changes in operating assets and liabilities:</b>                  |                      |                      |
| Value added tax recoverable  | (29,774,625)         | (36,340,667)         |
| Accounts receivable and prepayments                                  | (61,313,170)         | 108,959,537          |
| Accounts payable and accruals  | 89,241,820           | (92,875,014)         |
| Project receivables  | (34,482,566)         | 76,611,845           |
| Reserve development fund   | (101,230,440)        | -                    |
| Deposit on account   | 43,466               | 21,730               |
| Deferred revenue   | 10,614,526           | -                    |
| Interest paid  | (264,840,376)        | (309,519,774)        |
| Taxation paid  | (28,224)             | (17,752)             |
|  | <u>83,985,256</u>    | <u>(159,461,715)</u> |
| <b>Net cash from (used in) operating activities</b>                  |                      |                      |
| <b>CASH FLOWS FROM INVESTING ACTIVITIES</b>                          |                      |                      |
| Purchase of Investment property                                      | -                    | (23,215,016)         |
| Increase in Construction-in-progress                                 | (706,029,156)        | (229,463,574)        |
| Purchase of Property, plant and equipment                            | (1,304,936)          | (772,147)            |
| Proceeds from sale of property, plant and equipment                  | 561,240              | -                    |
| Interest received  | 129,604,149          | 113,436,083          |
|  | <u>(577,159,703)</u> | <u>(140,014,654)</u> |
| <b>Net cash used in investing activities</b>                         |                      |                      |

**URBAN DEVELOPMENT CORPORATION  
OF TRINIDAD AND TOBAGO LIMITED**

Consolidated Statement of Cash Flows (continued)

Year ended December 31, 2012

|   | 2012                | 2011               |
|---|---------------------|--------------------|
|   | \$                  | \$                 |
| <b>CASH FLOWS FROM FINANCING ACTIVITIES</b>           |                     |                    |
| Increase in capital contributions for the year        | 706,431,608         | 48,061,500         |
| (Repayment of) proceeds from borrowings, net          | <u>(53,673,428)</u> | <u>359,284,832</u> |
| <b>Net cash from financing activities</b>             | <u>656,758,180</u>  | <u>407,346,332</u> |
| <b>Net increase in cash and cash equivalents</b>      | 163,583,733         | 107,869,963        |
| <b>CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR</b> | <u>431,867,353</u>  | <u>323,997,390</u> |
| <b>CASH AND CASH EQUIVALENTS AT END OF YEAR</b>       | <u>595,451,086</u>  | <u>431,867,353</u> |
| <b>Represented by</b>                                 |                     |                    |
| Restricted cash                                       | 20,918,528          | 13,815,674         |
| Cash  | 574,532,558         | 417,960,104        |
| Short-term investments                                | <u>-</u>            | <u>91,575</u>      |
|   | <u>595,451,086</u>  | <u>431,867,353</u> |

*The accompanying notes are an integral part of these financial statements.*

# URBAN DEVELOPMENT CORPORATION OF TRINIDAD AND TOBAGO LIMITED

Notes to Consolidated Financial Statements

December 31, 2012

*(with comparative as at and for the year ended December 31, 2011)*

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## 1. Incorporation and Principal Activities

Urban Development Corporation of Trinidad and Tobago Limited (the "Company" or "UDeCOTT") is incorporated in Trinidad and Tobago and is wholly owned by the Government of the Republic of Trinidad and Tobago (the "GORTT"). The Company commenced operations on January 13, 1995. The address of its registered office is 38-40 Sackville Street, Port of Spain. Details of the subsidiary companies are included in Note 15.

The consolidated financial statements of the Company as at and for the year ended December 31, 2009 comprise the Company and its Subsidiaries (together referred to as "the Group").

On March 26, 2019, the Board of Directors of Urban Development Corporation of Trinidad and Tobago Limited authorised these consolidated financial statements for issue.

The Group undertakes project development work on behalf of the GORTT. The work performed by the Group can be segregated into two principal categories:

### (i) *Project management activities*

The Group provides full scale project development and management services which includes identification of appropriate site location, assisting in project design, selection of contractors, overseeing project execution and completion and procurement of funding. For these activities, the Group earns a project management fee.

### (ii) *Development of projects to be retained*

The Group also undertakes project development work on assets that are expected to be retained on completion. These assets are expected to generate future returns in the form of rental income, or sale of the assets.

### (iii) *Hotel operations*

The Company entered into a Multi-Party Agreement dated June 2, 2014 with Hyatt Trinidad Limited (the "Hyatt" or "hotel") and the Port of Spain Waterfront Development Limited ("POSWDL") wherein it was agreed that the Company is the sole "Owner" under the Hotel Management Agreement dated July 27, 2005. The Multi-Party Agreement specified that Hyatt shall manage and operate the hotel for the account and benefit of the Company in accordance with the Hotel Management Agreement. Accordingly, the operations of the Hyatt, which began operations on January 19, 2008, have been included in these financial statements.

The GORTT communicates development projects to be undertaken by the Group by way of letters, Cabinet Minutes or through Directives. The Group's Project Management activities are carried out in accordance with an agreement with the Ministry of Public Administration dated July 1, 1999.

**URBAN DEVELOPMENT CORPORATION  
OF TRINIDAD AND TOBAGO LIMITED**

Notes to Consolidated Financial Statements

December 31, 2012

*(with comparatives as at and for the year ended December 31, 2011)*

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**2. Basis of Preparation**

**(a) Statement of compliance**

These consolidated financial statements of the Group have been prepared in accordance with International Financial Reporting Standards (IFRS).

**(b) Basis of preparation**

The consolidated financial statements have been prepared using the historical cost basis except for certain properties and financial instruments that are measured at revalued amounts or fair values, as explained in the accounting policies in Note 3.

The preparation of consolidated financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Group's accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements are disclosed in Note 6.

**(c) Functional and presentation currency**

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates (the functional currency). These consolidated financial statements are presented in Trinidad and Tobago dollars, which is the Group's functional and presentation currency.

**(d) Going concern**

The consolidated financial statements have been prepared on a going concern basis, which assumes the Group will be in operation in the foreseeable future.

The existence of the following factors as at the reporting date raises concerns about the use of the going concern assumption by the Group in the preparation of the financial statements for the year:

- i. The Group experienced negative operating cash flows and incurred substantial operating losses for the year. The Group was in a net current liability position of at the end of the year.
- ii. The gearing ratio of the Group is 92.4% (2011: 104%) which is comprised mainly of third party debt obligations guaranteed by the GORTT.

**URBAN DEVELOPMENT CORPORATION  
OF TRINIDAD AND TOBAGO LIMITED**

Notes to Consolidated Financial Statements

December 31, 2012

*(with comparatives as at and for the year ended December 31, 2011)*

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**2. Basis of Preparation (continued)**

**(d) Going concern (continued)**

- iii. The Group is dependent on the GORTT to provide guarantees in order for the Group to restructure and/or repay existing loan facilities and to obtain new loan facilities. The Group is also dependent on capital contributions from the GORTT to support its primary operating activities.

However, these financial statements are prepared on the going concern basis, in accordance with IAS 1, since the Board of Directors and Management are of the view that the Group can continue to rely on the support of the Shareholder, the Government of the Republic of Trinidad and Tobago (GORTT), as required, in meeting its obligations as they fall due.

This support is evidenced by the fact that all of the Group's borrowings have been guaranteed by GORTT and are being serviced in full by GORTT. This debt service is accounted for as Capital Contributions in these financial statements.

Further evidence of support is in the active participation of GORTT in the activities of the Board of Directors of the Group along with assignment of various capital projects of GORTT to the Group.

The Group's strategic, corporate and business plans are noted by Cabinet. These plans were prepared by the Group's Management and are based on prudent assumptions which are considered realistic and achievable by the Board of Directors.

The ability of the Group to continue to trade and to meet its obligations is dependent on the continued support of the shareholder in the form of direct financing and or the provision of appropriate guarantees to third parties. There are no indications that such support will not be forthcoming.

**3. Summary of Significant Accounting Policies**

The principal accounting policies applied in the preparation of these consolidated financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

**(a) Consolidation**

Subsidiaries are all entities (including special purpose entities) over which the Group has the power to govern the financial and operating policies generally accompanying a shareholding of more than one half of the voting rights. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Group controls another entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are de-consolidated from the date that control ceases. All subsidiaries were established by the Urban Development Corporation of Trinidad and Tobago Limited and are wholly-owned since incorporation. (See Note 15).

**URBAN DEVELOPMENT CORPORATION  
OF TRINIDAD AND TOBAGO LIMITED**

Notes to Consolidated Financial Statements

December 31, 2012

*(with comparatives as at and for the year ended December 31, 2011)*

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**3. Summary of Significant Accounting Policies (continued)**

**(a) Consolidation (continued)**

All inter-group transactions, balances and unrealised surpluses and deficits on transactions between Group companies have been eliminated on consolidation.

Where necessary the accounting policies of subsidiaries have been changed to ensure consistency with the policies adopted by the Group.

**(b) Foreign currencies**

**(i) Functional and presentation currency**

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates (the functional currency). These consolidated financial statements are presented in Trinidad and Tobago dollars, which is the Company's functional and presentation currency.

**(ii) Transactions and balances**

Foreign currency transactions are translated into the functional currency at the exchange rates prevailing at the date of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the consolidated statement of comprehensive income.

**(c) Financial assets**

The Group classifies its financial assets in the following categories: loans and receivables and available-for-sale. The classification depends on the purpose for which the financial assets were acquired. Management determines the classification of its financial assets at initial recognition and re-evaluates this designation at every reporting date.

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are included in current assets, except for maturities greater than 12 months after the reporting date. Loans and receivables are recognised initially at fair value and subsequently measured at amortised less provision for impairment. A provision for impairment of accounts receivables is established when there is objective evidence that the Group will not be able to collect all amounts due according to the original terms of the receivables. The amount of the provision is the difference between the asset's carrying amount and the present value of estimated future cash flows.

**URBAN DEVELOPMENT CORPORATION  
OF TRINIDAD AND TOBAGO LIMITED**

Notes to Consolidated Financial Statements

December 31, 2012

*(with comparatives as at and for the year ended December 31, 2011)*

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**3. Summary of Significant Accounting Policies (continued)**

**(c) Financial assets**

The Group classifies its financial assets in the following categories: loans and receivables and available-for-sale. The classification depends on the purpose for which the financial assets were acquired. Management determines the classification of its financial assets at initial recognition and re-evaluates this designation at every reporting date.

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are included in current assets, except for maturities greater than 12 months after the reporting date. Loans and receivables are recognised initially at fair value and subsequently measured at amortised less provision for impairment. A provision for impairment of accounts receivables is established when there is objective evidence that the Group will not be able to collect all amounts due according to the original terms of the receivables. The amount of the provision is the difference between the asset's carrying amount and the present value of estimated future cash flows.

Available-for-sale financial assets are non-derivatives that are either designated in this category or not classified in any of the other categories. They are included in non-current assets unless management intends to dispose of the investment within 12 months of the reporting date. At the reporting date, the Group did not hold any available-for-sale financial assets.

The carrying amount of the assets is reduced through the use of an allowance account, and the amount of the loss is recognised in the separate statement of comprehensive income. When an accounts receivable balance is uncollectible, it is written off against the allowance account for accounts receivable. Subsequent recoveries of amounts previously written off are credited in the separate statement of comprehensive income.

Dividends on available-for-sale equity instruments are recognised in the separate statement of comprehensive income as part of other income when the Group's right to receive payment is established.



**URBAN DEVELOPMENT CORPORATION  
OF TRINIDAD AND TOBAGO LIMITED**

Notes to Consolidated Financial Statements

December 31, 2012

*(with comparatives as at and for the year ended December 31, 2011)*

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**3. Summary of Significant Accounting Policies (continued)**

**(d) Construction-in-progress**

Construction-in-progress represents amounts expended on capital projects which the Group will retain in order to generate future revenue. Construction-in-progress are stated at historical cost less accumulated depreciation and impairment losses.

Borrowing costs incurred for the construction of any qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use.

**(e) Managed developments in progress**

The Group carries out project management activities on behalf of the GORTT based on an agreement with the GORTT on a project by project basis. Instructions are provided to the Group regarding the projects that are to be executed. The following functions are performed by the Group in its project management role: assisting in project design, selection of and entering into contracts with sub-contractors, certification of work performed by sub-contractors and settlement of amounts due to the sub-contractors. The Group is responsible for transferring the project to the GORTT on completion.

The Group accounts for this type of development work undertaken on behalf of the GORTT on a cost reimbursement basis as it is expected to be reimbursed for allowable or defined costs together with project management fees.

Contract costs are recognised when incurred. Variations in contract work are included in contract revenue to the extent that they are recoverable and are capable of being reliably measured. Costs incurred in the year in connection with future activity on a contract are excluded from contract costs in determining the stage of completion for the work performed.

The Group presents as an asset, the gross amount due from the GORTT for contract work for all work in progress in which the costs incurred plus project management fees recognised exceeds progress billings. Amounts billed and not yet paid are included within trade receivables.

The Group presents as a liability, the gross amount due to the GORTT for contract work for all contracts in progress for which the amounts paid by the GORTT exceeds the cost incurred plus the project management fees recognised.

Advances received from the GORTT where work has not yet been undertaken are reflected as liabilities in the separate financial statements.

**URBAN DEVELOPMENT CORPORATION  
OF TRINIDAD AND TOBAGO LIMITED**

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**3. Summary of Significant Accounting Policies (continued)**

**(f) Investment property**

Investment properties are initially recognised at cost and subsequently recognised at market value. Market value is either determined by management or an independent valuator. The market value is reviewed every three years.

**(g) Property, plant and equipment**

Buildings held for the Group's own use are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. All other repair and maintenance costs are recognised in the separate statement of comprehensive income as incurred.

Depreciation is calculated on other assets using the straight line method to allocate their cost to their residual values over their estimate useful lives, as follows:

|                        |   |     |
|------------------------|---|-----|
| Building               | - | 5%  |
| Furniture and fixtures | - | 10% |
| Office equipment       | - | 20% |
| Motor vehicles         | - | 20% |
| Computer equipment     | - | 30% |

The assets' residual values and useful lives are reviewed, and adjusted if appropriate at each statement of financial position date.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the consolidated statement of comprehensive income in the year the asset is derecognised.

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**3. Summary of Significant Accounting Policies (continued)**

**(h) Cash and cash equivalents**

For the purposes of the cash flow statement, cash and cash equivalents comprise cash in hand, deposits held at call with banks and investments in money market instruments and short-term investments with a maturity of three months or less, net of bank overdraft.

**(i) Accounts receivable**

Accounts receivable are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment. A provision for impairment of accounts receivables is established when there is objective evidence that the Group will not be able to collect all amounts due according to the original terms of the receivables. The amount of the provision is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the original effective rate. The carrying amount of the assets is reduced through the use of an allowance account, and the amount of the loss is recognised in the consolidated statement of comprehensive income. When an accounts receivable balance is uncollectible, it is written off against the allowance account for accounts receivables. Subsequent recoveries of amounts previously written off are credited in the consolidated statement of comprehensive income.

**(j) Share capital**

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction from the proceeds.

**(k) Trade payables**

Trade payables are recognised initially at fair value and are subsequently measured at amortised cost using the effective interest method.

**(l) Borrowings**

Borrowings are recognised initially at fair value, net of transaction costs incurred. Borrowings are subsequently stated at amortised cost; any difference between proceeds (net of transaction costs) and the redemption value is recognised in the consolidated statement of comprehensive income over the period of the borrowings using the effective interest method.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the statement of financial position date.

Borrowing costs incurred for the construction of any qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use. Other borrowing costs are expensed.

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**3. Summary of Significant Accounting Policies (continued)**

***(m) Revenue recognition***

Revenue is recognised to the extent that it is probable that economic benefits will flow to the Group and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable for the provision of services rendered in the ordinary course of the Group's activities.

The following specific recognition criteria must also be met before revenue is recognised:

***Construction contract revenue and project management fees***

Revenue for contract work performed on behalf of GORTT is recognised based on the recoverable costs incurred by the Group during the period plus the project management fees earned for the period which are measured based on surveys of work performed. The project management fees are calculated as a percentage of the construction costs incurred for the period.

***Interest income***

Revenue is recognised using the effective interest method. When a receivable is impaired, the Group reduces the carrying amount to its recoverable amount, being the estimated future cash flows discounted at the original effective interest rate of the instrument and continues unwinding the discount as interest income.

***Rental income***

Rental income is recognised on the accruals basis using the straight line method.

***(n) Provisions***

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not recognised for future operating losses.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of the expenditure expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risk specific to the obligation. The increase in the provision due to the passage of time is recognised as interest expense.

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**3. Summary of Significant Accounting Policies (continued)**

**(o) *Current and deferred income taxes***

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the statement of financial position date.

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate on the basis of amounts to be paid to the tax authorities.

Deferred income tax is provided in full, using the liability method, for all temporary differences arising between the tax bases of assets and liabilities and their carrying values in the consolidated financial statements. However, the deferred income tax is not accounted for if it arises from initial recognition of an asset or liability that at the time of the transaction affects neither accounting nor the taxable profit or loss. Currently enacted rates are used to determine deferred income tax.

A deferred tax asset relating to the carry forward of unused tax losses is recognised to the extent that it is probable that future taxable profit will be available against which the unused tax losses can be utilised.

**(p) *Employee benefits***

The Group does not have a retirement benefit plan for its employees. The Group makes contributions to approved pension policies held by employees. The Group's contributions to these policies are expensed in the consolidated financial statements.

**(q) *Leases***

Leases where a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases are charged to the consolidated statement of comprehensive income on a straight line basis over the period of the lease.

**(r) *Impairment of non-financial assets***

Assets that are subject to depreciation and/or amortisation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less cost to sell and value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units).

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**3. Summary of Significant Accounting Policies (continued)**

**(s) Related parties**

A party is related to the Group, if:

- (i) Directly, or indirectly through one or more intermediaries, the party:
  - (a) is controlled by, or is under common control with, the Group (this includes parents, subsidiaries and fellow subsidiaries);
  - (b) has a direct or indirect interest in the Group that gives it significant influence;  
or
  - (c) has joint control over the Group;
- (ii) the party is an associate of the Group;
- (iii) the party is a joint venture in which the Group is a venturer;
- (iv) the party is a member of the key management personnel of the Group or its parent;
- (v) the party is a close member of the family of any individual referred to in (i) or (iv);
- (vi) the party is an entity that is controlled, jointly controlled or significantly influenced by, or for which significant voting power in such entity resides with, directly or indirectly, any individual referred to in (iv) or (v); or
- (vii) the party is a post-employment benefit plan for the benefit of employees of the Group, or of any entity that is a related party of the Group.

A related party transaction is a transfer of resources, services or obligations between related parties, regardless of whether a price is charged.

The Group has a related party relationship with its Directors and key Management personnel, representing certain senior officers of the Group, its parent company and all their affiliates.

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**3. Summary of Significant Accounting Policies (continued)**

*(s) New standards and interpretations not yet adopted*

A number of new standards, amendments to standards and interpretations are not yet effective for the year ended December 31, 2012, and have not been applied in preparing these consolidated financial statements. None of these will have an effect on the financial statements of the Group, except:

- IFRS 9 Financial Instruments, published on November 12, 2009 as part of phase 1 of the IASB's comprehensive project to replace IAS 39, which will be mandatory for the Group's 2016 financial statements and could change the classification and measurement of financial assets.
- IFRS 13 Fair Value Measurement (effective for periods beginning on or after January 1 2013). The standard clarifies the factors to be considered in estimating fair value in accordance with IFRSs. It includes descriptions of certain valuation approaches and techniques, but does not establish valuation standards on how valuations should be performed.
- IAS 32 and IFRS 7 (Amendments) Offsetting Financial Assets and Financial Liabilities (effective for periods beginning on or after January 1, 2014). These amendments clarify the offsetting criteria and address inconsistencies in their application. The amendments are to be applied retrospectively.

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**4. Commission of Enquiry**

On May 23, 2008, the Government of the Republic of Trinidad and Tobago appointed a Commission of Enquiry (the 'Commission') into the construction sector and the Parent Company. The mandate of the Commission was to enquire into particular aspects of the Construction Sector in Trinidad & Tobago, including the practices and methods of UDeCOTT, and to make recommendations and observations (in summary) to promote (a) value for money, (b) high standards of workmanship, (c) free and fair competition and (d) integrity and transparency.

The report of the Commissioners dated March 29, 2010 made several recommendations regarding the construction sector and in particular regarding the Company. The recommendations made expressed concern over the Company's board, its senior staff and also recommended investigations by law enforcement authority into projects existing as at December 31, 2007.

As noted in Paragraph 35 of the report, the Commissioners "have identified a small but significant number of instances concerning UDeCOTT Projects where potential corruption has been alleged and where we (the Commissioners) have not been able to conclude that the allegations are unfounded. It is not the function of this Commission to make specific findings or to reach conclusions on such matters; but we regard it of the highest importance that the activities of UDECOTT, its Directors and Managers and all other Government agencies and their staff should be able to justify public confidence in their activities as being beyond reproach."

The recommendations of the Commissioners relating to the operations of the Company and also to projects existing in UDeCOTT's financial records as at December 31, 2007 are all under investigation by the office of the Attorney General and include the following:

- a) For the Government Campus project, there should be an investigation into what steps were taken by UDeCOTT's managers to control and reduce delay. (Paragraph 58).
- b) UDeCOTT must avoid any breach or abuse of procurement rules through excessive and unfair use of sole selective tendering, in breach of obligations as to free and fair competition and transparency. (Paragraph 64).
- c) There should be a full investigation by an appropriate law Enforcement Authority into the award of the MLA (Ministry of Legal Affairs) contract to CH Development (subcontractor) including the role of Mr. Calder Hart (Chairman of the Board of Directors) and the conduct of the Board in not ensuring that an enforceable guarantee was given by the Parent Company of CH development. (Paragraph 67).



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**4. Commission of Enquiry (continued)**

- d) There should be a full investigation by an appropriate law Enforcement Authority into the award of Packages 3 and 5-8 for the Brian Lara project, particularly as to (a) why no formal terms were drawn up dealing with advance payments (b) the manner in which UDeCOTT interpreted the right to advance payments including advice sought and received (c) the accounting procedures employed by UDeCOTT for making advance payments and repayments and why no vouched accounts were drawn up. (Paragraph 68).
- e) There should be a full forensic audit of all sums advanced against the value of work and materials provided by HKL (Hafeez Karamath Limited) and of repayments made on the Brian Lara Project. (Paragraph 69).
- f) The roles of Chairman and Chief Executive Officer of UDeCOTT should be separated. (Paragraph 70).
- g) There should be an audit of the conduct of all UDeCOTT's senior staff and directors in the period 2004 to 2009, as to their involvement in errors and omissions concerning the Brian Lara Stadium Project in respect of which no action was taken by senior staff or by the board. (Paragraph 72).
- h) There should be an investigation into the circumstances in which 9 hectares (22 acres) of land at Valsayn, sold to the National Union of Government and Federated Workers (the Union), at a reduced price, was re-sold at a profit by the Union to include the reasons for re-sale and the whereabouts of the profit from the re-sale. (Paragraph 74).

Management's response to the above as at the reporting date are as follows:

- a) The majority of the relevant UDeCOTT's managers and the Project Manager are no longer associated with UDeCOTT. Hence UDeCOTT is unable to effectively investigate this matter. However, the Attorney General's Office has undertaken to investigate this matter.
- b) A new redesigned procurement process was implemented in 2013 and a Contract and Procurement Manager was employed to oversee that the Tender Rules and Procurement Policies are strictly adhered to.
- c) A new Chief Executive Officer was appointed on October 3, 2011.

As at the date of approval of these consolidated financial statements the investigations into the other findings of the Commission have not been concluded.

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**5. Financial Risk Management**

**Financial risk factors**

The Group's activities expose it to a variety of financial risks: market risks (including currency risk, fair value interest rate risk, cash flow interest rate risk and other price risk) credit risk and liquidity risk. The Group's risk management policies and procedures which seeks to minimise the potential adverse effects of these financial risks on the Group's financial performance are as follows:

**a) Market Risk**

**i) Currency risk**

Currency risk arises when future commercial transactions or recognised assets and liabilities are denominated in a currency that is not the entity's functional currency.

Management mitigates its exposure to currency risk by obtaining contracts in its functional currency where possible. In the event that the Group enters into a foreign currency contract, its exposure to currency risk is managed through the use of its foreign currency available cash resources and the sourcing of financing for its projects in the relevant foreign currency. The Group maintains foreign currency cash resources to meet its expected foreign currency liabilities in any given period.

The Group's foreign currency debt facility is secured by a lease agreement for which the lessee is the GORTT. The lease agreement is structured to ensure the rental income is obtained in the same currency as the debt facility and as a result, mitigates the Group's exposure to currency risk.

**Sensitivity analysis**

In the performance of the sensitivity analysis, a 1% movement in the United States Dollar exchange rates was assumed, however, all other variables, including interest rates remain the same.

|                                 | <u>As reported</u>     | <u>Effect on Income</u> |                     |
|---------------------------------|------------------------|-------------------------|---------------------|
|                                 |                        | <u>1%</u>               | <u>1%</u>           |
|                                 | <u>TTS</u>             | <u>Appreciation</u>     | <u>Depreciation</u> |
|                                 | <u>TTS</u>             | <u>TTS</u>              | <u>TTS</u>          |
| <b><u>December 31, 2012</u></b> |                        |                         |                     |
| <i>US dollar denominated</i>    |                        |                         |                     |
| Cash and cash equivalents       | 6,707,346              | (67,073)                | 67,073              |
| Borrowings                      | (3,159,008,912)        | 31,590,089              | (31,590,089)        |
| Accounts payables and accruals  | (230,866,384)          | 2,308,664               | (2,308,664)         |
| <b>Total</b>                    | <b>(3,383,167,950)</b> | <b>33,831,680</b>       | <b>(33,831,680)</b> |

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**5. Financial Risk Management (continued)**

**a) Market Risk (continued)**

**i) Currency risk (continued)**

|                                 | <u>As reported</u><br>TTS | <u>Effect on Income</u>                 |   |
|---------------------------------|---------------------------|---|---|
|                                 |                           | <u>1%</u><br><u>Appreciation</u><br>TTS | <u>1%</u><br><u>Depreciation</u><br>TTS |
| <b><u>December 31, 2011</u></b> |                           |   |   |
| <i>US dollar denominated</i>    |                           |   |   |
| Cash and cash equivalents       | 4,460,248                 | (44,602)                                | 44,602                                  |
| Borrowings                      | (3,421,612,415)           | 34,216,124                              | (34,216,124)                            |
| Accounts payables and accruals  | (211,570,874)             | 2,115,709                               | (2,115,709)                             |
| <b>Total</b>                    | <b>(3,628,723,041)</b>    | <b>36,287,231</b>                       | <b>(36,287,231)</b>                     |

There were no changes in the assumptions and method used in performing the sensitivity analysis as compared to prior years.

**ii) Fair value and cash flow interest rate risk**

The Group takes on exposure to the effects of fluctuations in the prevailing levels of market interest rates on its financial position and future cash flows. Fair value interest rate risk is the risk that the fair values of a financial instrument will fluctuate because of changes in the market interest rates. Cash flow interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

The Group's interest rate risk arises from long-term debt obligations. Borrowings issued at floating rates expose the Group to cash flow interest rate risk. Borrowings issued at fixed rates expose the Group to fair value interest rate risk. As at the balance sheet date, sixty per cent of the Group's long-term borrowings are fixed rate instruments and forty per cent are floating rate instruments. During the year the Group's borrowings were denominated in the functional currency and the United States Dollar.

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**5. Financial Risk Management (continued)**

**a) Market Risk (continued)**

**ii) Fair value and cash flow interest rate risk (continued)**

The Group manages its interest rate risk through the following mechanisms:

**a) Repayment of certain loan obligations by the GORTT.**

In some instances, the Group's floating rate instruments are repaid by the GORTT. This injection by the GORTT is treated as capital contributions in the Company in the period of payment.

**b) Structuring of its security arrangements**

The Group's floating rate facilities are secured in some instances by lease agreements with the GORTT. The debt facilities are structured to allow a moratorium period for the repayment of the facility. This moratorium period is utilised to ensure that lease income and the timing of repayments on the facilities are synchronised. The lease agreements are also structured to ensure that both the principal and interest payments on the debt facility will be fully settled by the rental income gained from the lease.

Some of the Group's financing arrangements are repriced regularly at current market interest rates. This assists the Group in ensuring that the fair value interest rate risk associated with these instruments are minimised.

The following shows the cash flow sensitivity of the variable-rate instruments to a change of 100 basis points in the interest rate at the reporting date. All other factors, particularly, the foreign currency rates, remain unchanged.

|                                  | <b>Current<br/>Carrying<br/>Amount</b> | <b>Effect of 1%<br/>Increase in<br/>Interest Rates</b> | <b>Effect of 1%<br/>Decrease in<br/>Interest Rates</b> |
|----------------------------------|--|--|--|
|                                  | \$                                     | \$   | \$   |
| <b>Variable-rate instruments</b> |  |  |  |
| December 31, 2012                | 3,273,883,594                          | 32,738,836   | (32,738,836)   |
| December 31, 2011                | <u>3,412,355,327</u>                   | <u>34,123,553</u>                                      | <u>(34,123,553)</u>                                    |

There were no changes in the assumptions and method used in performing the sensitivity analysis as compared to prior years.

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**5. Financial Risk Management (continued)**

**a) Market Risk (continued)**

*ii) Fair value and cash flow interest rate risk (continued)*

The carrying amounts and fair values of the fixed rate interest borrowings are as follows:

|                           | Carrying Amount      |                      | Fair Value           |                      |
|---------------------------|----------------------|----------------------|----------------------|----------------------|
|                           | 2012                 | 2011                 | 2012                 | 2011                 |
|                           | \$                   | \$                   | \$                   | \$                   |
| Fixed rate instruments    | 4,879,222,294        | 4,794,423,989        | 4,879,222,294        | 4,794,423,989        |
| Floating rate instruments | <u>3,273,883,594</u> | <u>3,412,355,327</u> | <u>3,273,883,594</u> | <u>3,412,355,327</u> |
|                           | <u>8,153,105,888</u> | <u>8,206,779,316</u> | <u>8,153,105,888</u> | <u>8,206,779,316</u> |

The fair values for the floating rate instruments are deemed to be equal to the carrying amounts by virtue of the interest reset periods being six months or less and as a result of minimal changes in the credit risk profile of the Group.

The Group fixed rate financial liabilities are measured at amortised cost. There will be no impact on income due to fair value changes if there were interest movements on fixed rate financial instruments.

*iii) Other price risk*

The Group is not exposed to commodity price risk and does not possess any financial instruments that are affected by changes in commodity prices.

**b) Liquidity Risk**

Liquidity risk is the risk that the Group is unable to meet its payment obligations associated with its financial liabilities when they fall due.

*Liquidity risk management*

The Group's main financial liabilities are its trade payables and borrowings. The Group monitors the expected repayment of these liabilities against its available cash resources and the expected timing of its cash inflows.

The Group's trade payables comprise mainly of project payables. The Group finances these projects mainly through debt facilities. The Group manages its exposure to liquidity risk arising as a result of its project payables by ensuring the timing of drawdowns on these facilities coincides with its settlement terms on its project payables.

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**5. Financial Risk Management (continued)**

**b) Liquidity Risk (continued)**

The exposure to liquidity risk on its debt facilities is mitigated mainly through the following factors:

- a) The GORTT makes repayments on certain debt facilities on behalf of the Group.
- b) The Group enters into lease arrangements with the GORTT. These lease agreements are structured to ensure the lease income is sufficient to meet the principal and interest payments on the debt facility in the periods in which they arise.

The table below summarises the Group's exposure to liquidity risk based on the contracted undiscounted cash flows on the instruments. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

|                                | Carrying<br>Amount<br>\$ | Contractual<br>Cash flow<br>\$ | Less than<br>1 year<br>\$ | More than 1<br>year but less<br>than 5 years<br>\$ | More than<br>5 years<br>\$ |
|--------------------------------|--------------------------|--------------------------------|---------------------------|--|----------------------------|
| <b>As at December 31, 2012</b> |                          |                                |                           |  |                            |
| Borrowings                     | 8,153,105,888            | 11,808,092,790                 | 650,070,653               | 3,891,838,076                                      | 7,266,184,061              |
| Accounts payable and accruals  | 784,389,996              | 784,389,996                    | 784,389,996               | -  | -                          |
| Reserve development fund       | 2,389,412                | 2,389,412                      | 2,389,412                 | -  | -                          |
| Deposit on account             | 1,154,666                | 1,154,666                      | 1,154,666                 | -  | -                          |
|                                | <u>8,941,039,962</u>     | <u>12,596,026,864</u>          | <u>1,438,004,727</u>      | <u>3,891,838,076</u>                               | <u>7,266,184,061</u>       |
| <b>As at December 31, 2011</b> |                          |                                |                           |  |                            |
| Borrowings                     | 8,206,779,316            | 12,052,297,800                 | 535,607,719               | 4,500,913,485                                      | 7,015,776,596              |
| Accounts payable and accruals  | 695,148,176              | 695,148,176                    | 695,148,176               | -  | -                          |
| Reserve development fund       | 103,619,852              | 103,619,852                    | 103,619,852               | -  | -                          |
| Deposit on account             | 1,111,200                | 1,111,200                      | 1,111,200                 | -  | -                          |
|                                | <u>9,006,658,544</u>     | <u>12,852,177,028</u>          | <u>1,335,486,947</u>      | <u>4,500,913,485</u>                               | <u>7,015,776,596</u>       |

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**5. Financial Risk Management (continued)**

**c) Credit risk**

Credit risk is the potential for loss due to the failure of a counter-party to meet its financial obligations. The Group's credit risk arises from cash and cash equivalents, as well as credit exposures relating to outstanding receivables and committed transactions. For banks and financial institutions, only reputable commercial banks and financial institutions are accepted.

The Group undertakes project development work based on directives/instructions received from the GORTT. The Group currently does not execute project development work on behalf of third parties. Receivable balances for project development work included in the consolidated financial statements relate to amounts due to the Group by the GORTT and Government agencies.

The Group's major client is the Government of the Republic of Trinidad and Tobago (GORTT). The GORTT possesses an A+/A-1 (Standard and Poors) local currency credit rating and is considered to be creditworthy.

The Group also makes advance payments to contractors which are reflected as a receivable balance in the consolidated financial statements. Credit risk arises in the event that the contractor is unable to repay the advance in accordance with the terms of the contract. Contractors are evaluated during the tender evaluation process to ensure that they can demonstrate the requisite financial capacity. In addition, the Group requires contractors to provide an advance payment bond equivalent to the advance being provided which is issued by a reputable bonding agent.

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**5. Financial Risk Management (continued)**

**c) Credit risk (continued)**

*Analysis of financial assets that are exposed to credit risk:*

|   | <u>2012</u>          | <u>2011</u>          |
|---|----------------------|----------------------|
|   | \$                   | \$                   |
| Project works billed to the GORTT       | 213,471,467          | 267,416,585          |
| Contract works not billed               | 85,017,577           | 229,303,637          |
| Contract works billed to the GORTT      | 163,712,212          | 74,050,320           |
| Facilities works not billed             | 118,791,232          | 116,049,490          |
| Advances to contractors                 | 93,136,752           | 93,136,752           |
| Other receivables excluding prepayments | <u>547,458,543</u>   | <u>490,304,690</u>   |
|   | 1,221,587,783        | 1,270,261,474        |
| Cash and cash equivalents               | <u>574,532,558</u>   | <u>418,051,679</u>   |
|   | <u>1,796,120,311</u> | <u>1,688,313,153</u> |

*The analysis of the accounts receivable is as follows:*

|                                   |                      |                      |
|-----------------------------------|----------------------|----------------------|
| Project works billed to the GORTT | 213,471,467          | 267,416,585          |
| Contract works not billed         | 85,017,577           | 229,303,637          |
| Facilities works not billed       | 118,791,232          | 116,049,490          |
| Advances to contractors           | 93,136,752           | 93,136,752           |
| Amounts due from GORTT            | 163,712,212          | 74,050,320           |
| Other receivables                 | <u>547,458,543</u>   | <u>490,304,690</u>   |
| Total accounts receivable         | 1,221,587,783        | 1,270,261,474        |
| Less: Provision for impairment    | <u>(547,796,648)</u> | <u>(689,970,063)</u> |
| Total                             | <u>673,791,135</u>   | <u>580,291,411</u>   |



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*(with comparatives as at and for the year ended December 31, 2011)*

**5. Financial Risk Management (continued)**

**c) Credit risk (continued)**

*The fair values of the accounts receivables balances are as follows:*

|  | <u>2012</u>        | <u>2011</u>        |
|--|--------------------|--------------------|
|  | \$                 | \$                 |
| Project works billed to the GORTT                  | 196,997,695        | 246,779,823        |
| Contract work billed to the GORTT                  | 151,078,404        | 68,335,795         |
| Contract costs to be recovered via loan repayments | 78,456,699         | 211,608,083        |
| Advances to contractors                            | 85,949,311         | 85,949,311         |
| Facilities works not billed                        | 109,624,013        | 107,093,854        |
| Other receivables excluding prepayments            | <u>505,210,709</u> | <u>452,467,467</u> |

The fair value of the balances due from the GORTT are based on future cash flows discounted using rates of 5.5%-8.04%.

*Analysis of receivable balances (recoverability):*

|                                     | <u>2012</u>        | <u>2011</u>        |
|-------------------------------------|--------------------|--------------------|
|                                     | \$                 | \$                 |
| Fully performing                    | 200,619,561        | 178,342,962        |
| Past due but not impaired (i)       | 324,121,782        | 286,123,269        |
| Impaired (discounted balances) (ii) | <u>149,049,792</u> | <u>115,825,180</u> |
|                                     | <u>673,791,135</u> | <u>580,291,411</u> |

The impairment provision can be analysed as follows:

|                                       |                      |                    |
|---------------------------------------|----------------------|--------------------|
| At beginning of year                  | 689,970,063          | 665,149,042        |
| Additional provision recognized       | 87,798,586           | 24,821,021         |
| Write-back of provisions              | <u>(229,972,001)</u> | <u>-</u>           |
|                                       | <u>547,796,648</u>   | <u>689,970,063</u> |
| Analysis of past due but not impaired |                      |                    |
| 6 to 12 months                        | 34,406,335           | 33,529,230         |
| Over 12 months                        | <u>289,715,447</u>   | <u>252,594,039</u> |
|                                       | <u>324,121,782</u>   | <u>286,123,269</u> |
| Ageing analysis of impaired balances  |                      |                    |
| 12 to 18 months                       | 2,292,043            | 29,438,715         |
| Over 18 months                        | <u>146,757,749</u>   | <u>86,386,465</u>  |
|                                       | <u>149,049,792</u>   | <u>115,825,180</u> |

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**5. Financial Risk Management (continued)**

**c) Credit risk (continued)**

The Group does not hold any collateral as security for the impaired balances noted above. The Group's receivable balances are mainly denominated in the functional currency. The maximum exposure to credit risk at the reporting date is the carrying value of the receivable balances above and the value of its cash and cash equivalents.

**d) Capital risk management**

The objective of the Group's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximise stakeholders' value.

The Group monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. Net debt is calculated as total borrowings (current and non-current borrowings) less cash and cash equivalents. Capital includes share capital, accumulated deficit and contributed capital.

Project development work undertaken by the Group is mainly funded by debt financing which significantly contributes to the high gearing ratio.

|                                 | <u>2012</u>          | <u>2011</u>          |
|---------------------------------|----------------------|----------------------|
|                                 | \$                   | \$                   |
| Total borrowings                | 8,153,105,888        | 8,206,779,316        |
| Less: Cash and cash equivalents | <u>(574,532,558)</u> | <u>(418,051,679)</u> |
| Net debt                        | <u>7,578,573,330</u> | <u>7,788,727,637</u> |
| Share capital                   | 999,602              | 999,602              |
| Accumulated deficit             | (848,742,677)        | (1,058,772,489)      |
| Revaluation Reserve             | 13,019,241           | 13,019,241           |
| Contributed capital             | <u>1,457,245,132</u> | <u>746,813,524</u>   |
| Total capital                   | <u>622,521,298</u>   | <u>(297,940,122)</u> |
| Capital and net debt            | <u>8,201,094,628</u> | <u>7,490,787,515</u> |
| Gearing ratio                   | 92.41%               | 104.0%               |

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**6. Critical Accounting Estimates and Judgments**

Estimates and judgments are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

**(a) Critical accounting estimates and assumptions**

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

**(i) Revenue recognition**

The Group recognises revenue for work performed on behalf of GORTT by reference to recoverable costs incurred during the year plus the project management fees earned for the period which are measured based on surveys of work performed. If there was a 10% change in the amount of work surveyed by the Group compared to management's estimate, the amount of revenue and receivables recognised would change by approximately \$19.3 million (2011: \$15.1 million).

**(ii) Income taxes**

Significant estimates are required in determining the Group's provision for income taxes. There are some transactions for which the ultimate tax determination may be uncertain in the ordinary course of business. Management has made estimates of tax deductions based on current information available. If these deductions were to be different from management's estimate, such differences may impact the current and deferred income tax in the period in which such determination is made.

**(iii) Valuation of properties**

Leased properties included in the consolidated financial statements are recognised at revalued amounts at the year end. In applying this method, the Group utilises advice from independent valuers regarding changes in market prices and other external factors which would have an impact on property prices for the current year. If the estimate of fair values were to change by 10%, this would result in a change in leased property value and the capital contribution account of approximately \$126,660,596 (2011: \$126,706,470).

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**6. Critical Accounting Estimates and Judgments (continued)**

**(b) Critical judgements in applying the Group's accounting policies**

**(i) Revenue recognition**

The Group's activities includes project development work carried out on behalf of the GORTT. The projects that are undertaken by the Group fall into two categories.

- (a) Projects that the GORTT directs the Company to retain in the business in order to generate future revenue.
- (b) Projects that will be transferred to the GORTT upon completion.

The GORTT via a letter from the Ministry of Planning, Housing and the Environment advised the Group of its intention regarding projects that are to be retained and projects that are to be transferred on completion.

Revenue from projects being transferred on completion include amounts for recoverable project costs incurred and the project management fees earned for the period. No revenue is recorded for assets being retained. These projects are capitalised and are included in construction in progress.

The Group has applied its accounting policies to projects included in the consolidated financial statements based on this directive.

If there is a change in the intention of the GORTT, this could materially affect the revenue earned in the consolidated statement of comprehensive income as well as the categorisation of assets on the consolidated balance sheet.

If the projects that the Group is capitalising are required to be transferred to the GORTT on completion, the impact is that the project costs included in construction in progress will have to be reflected in the consolidated statement of comprehensive income and the appropriate project management fees will be recorded on these costs.

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**6. Critical Accounting Estimates and Judgments (continued)**

**(b) Critical judgements in applying the Group's accounting policies (continued)**

***(ii) Principal and interest payments being made by the GORTT on behalf of the Group***

The GORTT has guaranteed certain loans on behalf of the Group and in some instances is meeting the principal and interest payments due on these loans on behalf of the Group. These loans are being utilised by the Group to fund the following projects:

- Projects being retained by the Group
- Projects being transferred to the GORTT on completion.

There is no formal agreement between the GORTT and the Group for the treatment of the loan repayments. However the practice is as follows:

- (a) Where the principal and interest payments are being made towards loans that are being used to finance projects retained, the principal and interest payments are being treated as capital contributions into the Group by the GORTT. (See Note 16).
- (b) Where the principal and interest payments are being made towards loans that are being used to finance projects being transferred on completion, the principal and interest payments are being set off against accounts receivable balances due from the GORTT in relation to these projects.

During the year principal and interest payments by the GORTT applied against receivable balances totalled \$23,020,712 (2011: \$24,122,301).

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**7. Investment Properties**

|  | <u>2012</u>          | <u>2011</u>          |
|--|----------------------|----------------------|
|  | \$                   | \$                   |
| The Corporation's investment properties include the following: |                      |                      |
| Richmond Street  | 160,000,000          | 160,000,000          |
| Scarborough Tobago   | 102,000,000          | 102,000,000          |
| Chancery Lane, San Fernando                                    | 29,500,000           | 29,500,000           |
| Government Campus Plaza Parkade                                | 20,395,572           | 20,395,572           |
| Memorial Park  | 60,020,301           | 60,020,301           |
| NAPA South   | 13,000,000           | 13,000,000           |
| Invaders Bay   | 38,554,332           | 38,542,792           |
| 13-15 St. Clair Avenue   | 119,644,706          | 120,114,982          |
| Real Springs, Valsayn  | 13,000,000           | 13,000,000           |
| Salvatori Building   | 2,702,184            | 2,702,184            |
| Tower C & D Fit Out  | 376,385,386          | 376,385,386          |
| St. Vincent Place  | 20,792,214           | 20,792,214           |
| Other properties   | 16,903,327           | 16,903,327           |
| POSWDL - Port Authority Lands, Wrightson Road                  | 224,000,000          | 224,000,000          |
| RINCON - North Coast Road, Las Cuevas                          | 69,707,941           | 69,707,941           |
|  | <u>1,266,605,963</u> | <u>1,267,064,698</u> |

The movement in the account balance over the year can be analysed as follows:

|                         |                      |                      |
|-------------------------|----------------------|----------------------|
| Opening net book amount | 1,267,064,698        | 1,238,627,008        |
| Additions               | -                    | 28,437,690           |
| Reallocations           | <u>(458,735)</u>     | <u>-</u>             |
| Closing net book amount | <u>1,266,605,963</u> | <u>1,267,064,698</u> |

Included in Investment Properties are long-term leases for five properties which have lease terms ranging between 99-199 years. These properties have nominal rentals of \$1.00 per annum. The Group has accounted for these leasehold properties at fair value since management is of the opinion that they have the risks and rewards associated with the properties for the current lease term and that the GORTT may renew the leases on the same terms and conditions. These properties are carried in the consolidated financial statements at fair value based on valuations performed by qualified independent valuers. When these properties were recognised as assets in the consolidated financial statements, the corresponding entry was made to a contributed capital account. (See Note 17).

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**8. Construction in Progress**

|                                    | <u>2012</u>          | <u>2011</u>          |
|------------------------------------|----------------------|----------------------|
|                                    | \$                   | \$                   |
| Various projects                   | 223,665,641          | 252,147,890          |
| Chancery Lane Complex              | 891,035,584          | 560,864,520          |
| Ministry of Education office Tower | 480,409,057          | 445,363,672          |
| Government Campus Plaza            | 2,819,516,394        | 2,456,593,004        |
| Invaders' Bay                      | 13,026,391           | 13,026,391           |
| Memorial Park                      | 679,961              | 679,961              |
| Real Springs                       | 178,041,558          | 171,220,258          |
| Water Front Development            | 86,625               | 86,625               |
| Salvatori Building                 | 20,199,382           | 20,199,382           |
|                                    | <u>4,626,660,593</u> | <u>3,920,181,702</u> |

The movement in the account balance over the year can be analysed as follows:

|                         |                      |                      |
|-------------------------|----------------------|----------------------|
| Opening net book amount | 3,920,181,702        | 3,690,718,128        |
| Additions               | <u>706,478,891</u>   | <u>229,463,574</u>   |
| Closing net book amount | <u>4,626,660,593</u> | <u>3,920,181,702</u> |

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**9. Property, Plant and Equipment**

|   | Land and<br>Buildings<br>\$ | Other<br>Equipment<br>\$ | Computer<br>Equipment<br>\$ | Motor<br>Vehicles<br>\$ | Total<br>\$          |
|---|-----------------------------|--------------------------|-----------------------------|-------------------------|----------------------|
| <b>Year ended<br/>December 31, 2011</b> |                             |                          |                             |                         |                      |
| Opening net book amount                 | 2,175,511,463               | 53,604,156               | 1,887,085                   | 731,197                 | 2,231,733,901        |
| Additions                               | -                           | 171,602                  | 600,545                     | -                       | 772,147              |
| Depreciation charge                     | <u>(118,219,152)</u>        | <u>(9,823,999)</u>       | <u>(1,274,114)</u>          | <u>(537,891)</u>        | <u>(129,855,156)</u> |
| Closing net book amount                 | <u>2,057,292,311</u>        | <u>43,951,759</u>        | <u>1,213,516</u>            | <u>193,306</u>          | <u>2,102,650,892</u> |
| <b>At December 31, 2011</b>             |                             |                          |                             |                         |                      |
| Cost or valuation                       | 2,369,158,055               | 79,665,562               | 7,471,614                   | 4,035,065               | 2,460,330,295        |
| Accumulated depreciation                | <u>(311,865,744)</u>        | <u>(35,713,803)</u>      | <u>(6,258,098)</u>          | <u>(3,841,759)</u>      | <u>(357,679,404)</u> |
| Net book amount                         | <u>2,057,292,311</u>        | <u>43,951,759</u>        | <u>1,213,516</u>            | <u>193,306</u>          | <u>2,102,650,892</u> |
| <b>Year ended<br/>December 31, 2012</b> |                             |                          |                             |                         |                      |
| Opening net book amount                 | 2,057,292,310               | 43,951,759               | 1,213,517                   | 193,307                 | 2,102,650,893        |
| Additions                               | -                           | 72,202                   | 832,714                     | 400,020                 | 1,304,936            |
| Disposals                               | -                           | -                        | (561,240)                   | -                       | (561,240)            |
| Depreciation charge                     | <u>(118,219,153)</u>        | <u>(9,795,464)</u>       | <u>(639,010)</u>            | <u>(228,838)</u>        | <u>(128,882,465)</u> |
| Closing net book amount                 | <u>1,939,073,157</u>        | <u>34,228,497</u>        | <u>845,982</u>              | <u>364,489</u>          | <u>1,974,512,124</u> |
| <b>At December 31, 2012</b>             |                             |                          |                             |                         |                      |
| Cost or valuation                       | 2,369,158,054               | 79,737,763               | 7,416,102                   | 2,960,347               | 2,459,272,266        |
| Accumulated depreciation                | <u>(430,084,897)</u>        | <u>(45,509,266)</u>      | <u>(6,570,121)</u>          | <u>(2,595,858)</u>      | <u>(484,760,142)</u> |
| Net book amount                         | <u>1,939,073,157</u>        | <u>34,228,497</u>        | <u>845,981</u>              | <u>364,489</u>          | <u>1,974,512,124</u> |



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|  | <u>2012</u>        | <u>2011</u>        |
|--|--------------------|--------------------|
|  | \$                 | \$                 |
| <b>10. Value Added Tax (VAT) Recoverable</b> |                    |                    |
| VAT recoverable                              | <u>488,580,043</u> | <u>458,805,418</u> |

The Group is VAT registered and will generate future taxable supplies in the form of lease rentals which will be subject to output VAT, the VAT previously capitalised in development work in progress was reclassified to VAT recoverable. The Group has initiated communication with the VAT authorities to commence the recovery process on this balance.

**11. Restricted Cash**

|                 |                   |                   |
|-----------------|-------------------|-------------------|
| Restricted cash | <u>20,918,528</u> | <u>13,815,674</u> |
|-----------------|-------------------|-------------------|

This relates to the hotel operations of the Company and includes the cash account related to the fund for replacement of and additions to fixtures, furniture, furnishings and equipment and other qualifying expenditures. This restricted cash balance is not available for use in the hotel operations of the Company and has therefore been classified as a non-current asset.

**12. Project receivables**

|                                | <u>2012</u>          | <u>2011</u>          |
|--------------------------------|----------------------|----------------------|
|                                | \$                   | \$                   |
| Contract works billed to GORTT | 213,471,467          | 267,416,585          |
| Contract works not billed      | 85,017,577           | 229,303,637          |
| Facilities work not billed     | <u>118,791,232</u>   | <u>116,049,490</u>   |
|                                | 417,280,276          | 612,769,712          |
| Provision for doubtful debt    | <u>(354,639,896)</u> | <u>(584,611,898)</u> |
|                                | <u>62,640,380</u>    | <u>28,157,814</u>    |

The Contract works billed to GORTT balance can be analysed as follows:

|  |                    |                    |
|--|--------------------|--------------------|
| (i) Project expenditure on NHA Refurbishment Projects      | 50,798,932         | 50,798,932         |
| (ii) Project expenditure on the Interchange Project        | 3,656,478          | 3,656,478          |
| (iii) Interest receivable                                  | 36,216,244         | 36,216,244         |
| (iv) Loan repayment made by the GORTT                      | (232,405,495)      | (120,482,027)      |
| (v) Other project costs                                    | 2,106,261          | 2,106,261          |
| (vi) Project expenditure on the Brian Lara Cricket Academy | <u>295,120,697</u> | <u>295,120,697</u> |
|  | <u>155,493,117</u> | <u>267,416,585</u> |

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**12. Project receivables (continued)**

- (i) These project costs relate to expenditure incurred on the refurbishment of the National Housing Authority (NHA) apartments on behalf of the GORTT.
- (ii) These costs relate to the net receivable amount due from the GORTT in relation to the expenditure incurred by the Group on the Interchange project on behalf of the GORTT.
- (iii) The interest receivable balance represents interest capitalised which will be paid by the GORTT on behalf of the Group.
- (iv) The loan repayment made by the GORTT relates to principal repayments made on the Fixed Rate Bonds 2006-2018 by the GORTT on behalf of the Group which are being offset against project expenditure that was funded from this loan.
- (v) This relates to one-off costs incurred on small projects on behalf of the GORTT.
- (vi) This relates to costs incurred on the Brian Lara Cricket Academy.

The impairment provision included above represents the difference between the recoverable amount and the carrying value after discounting the future cash flow.

**13. Accounts Receivable and Prepayments**

|   | <u>2012</u>          | <u>2011</u>          |
|---|----------------------|----------------------|
|   | \$                   | \$                   |
| Amounts due from GORTT for Contract works | 163,712,212          | 74,050,320           |
| Prepayments and other receivables         | 549,967,503          | 490,508,430          |
| Advances to contractors (a)               | 93,136,752           | 93,136,752           |
| Inventory – Hotel                         | 1,607,328            | 1,734,336            |
| Provision for doubtful debt               | <u>(193,038,952)</u> | <u>(105,358,165)</u> |
|   | <u>615,384,843</u>   | <u>554,071,673</u>   |

The Group is responsible for executing projects on behalf of the GORTT. The Group's major source of funding for project development work is from debt financing. Some of the Group's debts are guaranteed by the GORTT with repayments being made by the Group or in some instances by the GORTT.

- (a) These amounts represent payments made to contractors in advance of work being performed under the relevant construction contracts. The Group requires contractors to provide an advance payment bond issued by a reputable bonding agent for an amount equivalent to the amount of the advance being provided.

These amounts are reduced when advance payments are offset against progress billings from the contractor for construction work performed.

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|                                      | <u>2012</u>        | <u>2011</u>        |
|--------------------------------------|--------------------|--------------------|
|                                      | \$                 | \$                 |
| <b>14. Cash and cash equivalents</b> |                    |                    |
| Short-term investments               | 109,075,024        | 109,075,024        |
| Bank accounts                        | 125,572,094        | 22,011,357         |
| Deposit accounts                     | 339,840,344        | 286,920,202        |
| Petty cash                           | 45,096             | 45,096             |
|                                      | <u>574,532,558</u> | <u>418,051,679</u> |

The following cash balances reported by Hyatt are also included in the Group's cash and cash equivalents:

|                 |                    |                    |
|-----------------|--------------------|--------------------|
| House Bank      | 307,279            | 317,457            |
| Demand deposits | <u>257,797,477</u> | <u>179,920,328</u> |
|                 | <u>258,104,756</u> | <u>180,237,795</u> |

**15. Subsidiary Companies**

|   | <b>% of Equity Capital Held</b> |             |
|---|---------------------------------|-------------|
|   | <u>2012</u>                     | <u>2011</u> |
| (i) Rincon Development Limited                    | 100                             | 100         |
| (ii) Port of Spain Waterfront Development Limited | 100                             | 100         |
| (iii) Oropune Development Limited                 | 100                             | 100         |
| (iv) San Fernando Development Limited             | <u>100</u>                      | <u>100</u>  |

All subsidiary companies are incorporated in Trinidad and Tobago.

- (i) Rincon Development Limited was incorporated on 12 October 1999 with its principal activity being the development and sale of property.
- (ii) Port of Spain Waterfront Development Limited was incorporated on 12 October 1998 with its principal activity being the development of the Port of Spain Waterfront.
- (iii) Oropune Development Limited began its operations on 13 January 1995 with its principal activity being the development of a property into a housing development.
- (iv) San Fernando Development Limited was incorporated on 7 September 1998 with its principal activity being the development of the city of San Fernando. This Company is currently dormant.
- (v) International Waterfront Resources Limited was incorporated on 18 April 2007 with its principal activity being the management and operation of the Hyatt Regency Hotel.

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|   | <u>2012</u>          | <u>2011</u>        |
|---|----------------------|--------------------|
| <b>16. Share Capital</b>  |                      |                    |
| <i>Authorised</i><br>1,000,000 ordinary shares of no par value          |                      |                    |
| <i>Issued and fully paid</i><br>999,602 ordinary shares of no par value | <u>999,602</u>       | <u>999,602</u>     |
| <b>17. Contributed Capital</b>  |                      |                    |
| Leasehold properties  | 585,207,941          | 585,207,941        |
| Loan and interest payments made by the GORTT<br>on behalf of the Group  | <u>872,037,191</u>   | <u>161,605,583</u> |
|   | <u>1,457,245,132</u> | <u>746,813,524</u> |
| <i>Loan repayments guaranteed by the GORTT</i>                          |                      |                    |
| Balance at beginning of year  | 161,605,583          | 113,544,083        |
| Add loan payments made by the GORTT for the year                        | <u>710,431,608</u>   | <u>48,061,500</u>  |
| Balance at end of year  | <u>872,037,191</u>   | <u>161,605,583</u> |

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|  | <u>2012</u>          | <u>2011</u>          |
|--|----------------------|----------------------|
|  | \$                   | \$                   |
| <b>18. Borrowings</b>  |                      |                      |
| <i>Maturity of borrowing:</i>  |                      |                      |
| Not later than one year  | 311,115,604          | 234,468,409          |
| More than one year   | <u>7,841,990,284</u> | <u>7,972,310,907</u> |
|  | <u>8,153,105,888</u> | <u>8,206,779,316</u> |
| a) RBTT Trust Limited - fixed rate bonds                                 | 88,000,000           | 104,000,000          |
| b) Central Bank of Trinidad and Tobago Limited                           | 213,000,000          | -                    |
| c) Republic Finance & Merchant Bank Limited                              | 781,954,016          | 523,794,349          |
| d) The Home Mortgage Bank - fixed rate bonds                             | -                    | 198,502,966          |
| e) Republic Finance & Merchant Bank Limited -<br>floating rate bond      | 2,377,613,097        | 2,244,023,921        |
| f) Scotiabank Trinidad and Tobago Limited -<br>floating rate demand loan | -                    | 522,052,203          |
| g) The Home Mortgage Bank - fixed rate bond                              | 214,537,636          | 192,703,182          |
| h) Citibank USD  | 509,438,160          | 565,884,000          |
|  | 53,151,657           | -                    |
| i) First Citizens Bank – TTD facility                                    | 209,441,418          | 225,991,347          |
| j) The Home Mortgage Bank  | 23,297,497           | 26,321,837           |
| k) First Citizens Bank – USD facility                                    | 88,953,764           | 95,955,975           |
|  | 331,785,590          | -                    |
| l) First Caribbean Int'l Bank Limited -                                  | 546,745,500          | 610,897,500          |
| m) First Caribbean Bank Limited BLCA \$497M loan                         | 380,197,092          | 421,514,089          |
| n) The Home Mortgage Bank \$108M OPM                                     | 91,018,974           | 96,163,017           |
| o) First Citizens Bank Limited   | 230,100,000          | 230,100,000          |
| p) Scotia Trust Merchant Bank  | -                    | (10)                 |
| q) Barclays US \$375 M   | <u>2,013,871,487</u> | <u>2,148,874,940</u> |
| Total  | <u>8,153,105,888</u> | <u>8,206,779,316</u> |

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**18. Borrowings (continued)**

| Loan Facility                              | Financial Institution                      | Original Facility Amount | Interest Rate   | Tenure   | Security of the Facility include the following: | Repayment Terms   | Purpose  |
|--|--|--------------------------|---|----------|---|---|--|
| (a) Fixed Rate Bonds 2006-2018             | RBTT Trust Limited                         | TTS192,000,000           | 7%  | 12 years | Guaranteed by the GORTT                         | 24 equal semi-annual instalments of principal and interest commencing July 18, 2006                                       | To refinance previous bond to cover start-up costs for the Interchange project and the Housing Programme |
| (b) Series A Floating Rate Bonds 2001-2008 | Scotiabank Trinidad & Tobago Limited       | TTS24,100,000            | Prime lending less 4.5%, with ceiling of 13% and floor of 11% (31/12/07: 11%) | 7 years  | Guaranteed by the GORTT                         | 8 equal semi-annual instalments of principal and interest commencing September 8, 2004. This loan was repaid during 2008. | To finance the Invaders Bay Development  |
| Series B Fixed Rate Bonds 2001-2008        | Scotiabank Trinidad & Tobago Limited       | TTS18,992,039            | 12.25%  | 7 years  | Guaranteed by the GORTT                         | 8 equal semi-annual instalments of principal and interest commencing September 8, 2004. This loan was repaid during 2008. | To finance the Invaders Bay Development  |
| (c) Fixed Rate Bonds 2002-2013             | Republic Finance and Merchant Bank Limited | TTS45,000,000            | 6.85%   | 11 years | Letter of comfort from the Ministry of Finance  | 10 equal semi-annual instalments commencing June 22, 2006   | To finance the Siparia Administrative Complex  |
| (d) Fixed Rate Bonds 2003-2010             | Home Mortgage Bank                         | TTS300,000,000           | 7.5% - 9.5%   | 7 years  | Development Properties                          | By bullet at maturity.  | To finance various development projects  |

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**18. Borrowings (continued)**

|     | Loan Facility                      | Financial Institution                    | Original Facility Amount | Interest Rate   | Tenure   | Security of the Facility include the following:  | Repayment Terms                            | Purpose   |
|-----|------------------------------------|--|--------------------------|---|----------|--|--|---|
| (d) | Fixed Rate Bond<br>2005-2010       | Home Mortgage Bank                       | TT\$44,000,000           | 9.5%  | 5 years  | Debtenture and Collateral Mortgage   | By bullet at maturity                      | To finance the purchase of land   |
| (e) | Floating Rate Bonds<br>2005 - 2013 | Republic Finance & Merchant Bank Limited | TT\$1,650,000,000        | 1.45% above the yield issue on the most recent GORTT Treasury bill. This is reset every six months.<br>31/12/2008: 8.88%<br>(31/12/2007: 9.0625%) | 8 years  | a) Agreement to sub lease between UD-COTT and the GORTT.<br>b) 1 <sup>st</sup> Mortgage over property situated at Queen, Edward and Richmond Streets stamped to cover TT\$1,650,000,000<br>c) Assignment of Contractors All Risk Insurance | To be repaid via the issue of final bonds. | To finance the construction and fit out of the Government Campus Plaza              |
| (f) | Floating rate Demand Loan          | Scotiabank Trinidad and Tobago Ltd       | TT\$248,471,522          | 1% above the rate issue on the most recent GORTT 181 day.<br>Treasury bill. This is reset every six months.<br>(31/12/07:8.25%)                   | 15 Years | a. Mortgage over Chancery Lane Administrative Complex stamped to cover \$500,000,000<br>b. Assignment of Performance Bond  | To be repaid via the issue of final bonds. | To finance the construction and fit out of the Chancery Lane Administrative Complex |

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December 31, 2012

**18. Borrowings (continued)**

| Loan Facility                      | Financial Institution   | Original Facility Amount | Interest Rate                        | Tenure   | Security of the Facility include the following:                    | Repayment Terms  |
|------------------------------------|---|--------------------------|--------------------------------------|----------|--|--|
| (g) Fixed Rate Bond<br>2006 - 2009 | Home Mortgage Bank  | TTS170,000,000           | 8%                                   | 3 years  | Mortgage over Property at Real Springs, Valsayn                    | By bullet payment at maturity.   |
| (h) Interim Facility               | Citibank N.A.   | TTS294,681,670           | LIBOR plus 0.75%<br>(31/12/07:5.88%) | 5 months | Letter of comfort from the Ministry of Finance                     | To be repaid via long term facility.   |
| (i) Commercial Paper               | First Citizens Bank Limited                                     | TTS374,000,000           | 9.61%                                | 13 years | Guaranteed by the GORTT  |  |
| (j) Mortgage                       | Home Mortgage Bank  | \$33,900,000             | 9.5%                                 | 10 years | Mortgage of land and buildings and assignment of sub-lease rentals | To finance the purchase of the Head Office building in Sackville Street, Port of Spain   |
| (k) Commercial Paper               | First Citizens Bank Limited                                     | TTS93,375,655            | 5.44%                                | 13 years | Guaranteed by the GORTT  | To finance various projects.   |
| (l) Short Term Bridge Loan         | First Caribbean International Banking and Financial Corporation | TTS501,314,796           | 5.78%                                | 3 years  | Letter of Comfort  | To finance the fit out of the Port of Spain Waterfront   |
| (m) Fixed Rate Notes               | US Private Placement (Wells Fargo Bank)                         | TTS2,372,303,000         | 6.09%                                | 15 years | Land and Buildings thereon and assignment of sublease rentals      | To finance construction and fit out costs of the Port of Spain International Waterfront Project and repayment of the interim facility. |



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**18. Borrowings (continued)**

The carrying amounts of the Group's borrowings are denominated in the following currencies:

|           | <u>2012</u>          | <u>2011</u>          |
|-----------|----------------------|----------------------|
|           | \$                   | \$                   |
| TT Dollar | 4,994,096,976        | 4,785,166,901        |
| US Dollar | <u>3,159,008,912</u> | <u>3,421,612,415</u> |
|           | <u>8,153,105,888</u> | <u>8,206,779,316</u> |

**19. Deferred Liability**

In accordance with Cabinet Minute No. 399 of 4 April 2001, the Subsidiary Company, Oropune, was required to acknowledge its indebtedness equivalent to the cost of construction of the houses incurred by the Ministry of Housing Settlement estimated at \$10.35 million as a condition of vesting of the property to the Oropune.

The Minute also stated that an arrangement should be made for the replacement of the loan. As at the year end, the Ministry of Finance has not yet communicated the terms and conditions of settlement.

**20. Deferred Tax Liability**

Deferred income taxes are calculated in full on temporary differences under the liability method using a principal tax rate of 25%.

Deferred income tax assets are recognised for tax losses carry forward to the extent that realisation of the related tax benefit through the future taxable profits is probable.

The movement on the deferred income tax account is as follows:

|                            | <u>2012</u>       | <u>2011</u>       |
|----------------------------|-------------------|-------------------|
|                            | \$                | \$                |
| At beginning of year       | 40,927,335        | 40,020,201        |
| Charge to income statement | <u>782,665</u>    | <u>907,134</u>    |
| At end of year             | <u>41,710,000</u> | <u>40,927,335</u> |

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|   | <u>2012</u>        | <u>2011</u>        |
|---|--------------------|--------------------|
|   | \$                 | \$                 |
| <b>21. Accounts Payable and Accruals</b>  |                    |                    |
| Project payables  | 206,323,103        | 205,340,485        |
| Retentions payable  | 158,595,876        | 148,789,007        |
| Other payables  | 228,450,339        | 176,655,637        |
| Accrued interest on loans   | 190,596,428        | 163,938,797        |
| Provisions  | <u>424,250</u>     | <u>424,250</u>     |
|   | <u>784,389,996</u> | <u>695,148,176</u> |
| <b>22. Reserve Development Fund</b>   |                    |                    |
| Other development projects  | <u>2,389,412</u>   | <u>103,619,852</u> |
| <p>These balances represent the unused portion of funds received by the Group from the GORTT for the development of specific projects which have been completed or suspended.</p>   |                    |                    |
| <b>23. Deferred Revenue</b>   |                    |                    |
| <p>Deferred revenue arise from works still to be certified for which funds have been received.</p>  |                    |                    |
| <b>24. Deposit on Account</b>   |                    |                    |
| Deposit on account  | <u>1,154,666</u>   | <u>1,111,200</u>   |
| <p>These represent monies from our subsidiaries Rincon and Oropune. Rincon's \$768,164 (2011:\$724,698) represents deposits from their clients as consideration for the purchase of the land at Rincon. This amount is held on account until the finalisation and issue of the deeds. Oropune's portion of \$386,502 (2011: \$386,502) represents deposits for the housing project where the sales have not yet been finalised.</p> |                    |                    |
| <b>25. Income from hotel operations</b>   |                    |                    |
| Total Hyatt Regency Fees  | <u>260,207,845</u> | <u>228,077,767</u> |
| <b>26. Rental income</b>  | <u>285,687,066</u> | <u>271,661,134</u> |

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December 31, 2012

|  | <u>2012</u>          | <u>2011</u>        |
|--|----------------------|--------------------|
|  | \$                   | \$                 |
| <b>27. Other Income</b>                          |                      |                    |
| Sale of tender documents                         | 262,400              | 32,535             |
| Carpark revenue                                  | 8,608,854            | 5,889,556          |
| Other  | 26,002,534           | 1,457,833          |
| Management fees                                  | <u>2,307,862</u>     | <u>1,667,781</u>   |
|  | <u>37,181,650</u>    | <u>9,047,705</u>   |
| <b>28. Administrative Expenses</b>               |                      |                    |
| Employee benefit (Note 29)                       | 24,035,182           | 21,266,411         |
| Depreciation and amortisation                    | 128,882,465          | 129,855,156        |
| Office expenses                                  | 38,669,744           | 65,811,513         |
| Rent and utilities                               | 3,506,693            | 7,017,376          |
| Advertising                                      | 737,889              | 780,839            |
| Other expenses                                   | 189,751,780          | 304,983,308        |
| Bad debt expense                                 | <u>(142,291,214)</u> | <u>24,821,021</u>  |
|  | <u>243,292,539</u>   | <u>554,535,624</u> |
| <b>29. Employee Benefit Expense</b>              |                      |                    |
| Wages and salaries                               | 23,261,811           | 20,675,375         |
| National Insurance costs                         | 769,567              | 587,232            |
| Other costs                                      | <u>3,804</u>         | <u>3,804</u>       |
|  | <u>24,035,182</u>    | <u>21,266,411</u>  |
| Number of employees at year end 690 (2011: 679). |                      |                    |
| <b>30. Finance Income</b>                        |                      |                    |
| Government grants to cover interest expense      | 128,538,611          | 112,185,216        |
| Interest income                                  | <u>1,065,538</u>     | <u>1,250,867</u>   |
|  | <u>129,604,149</u>   | <u>113,436,083</u> |
| <b>31. Finance Costs</b>                         |                      |                    |
| Interest expense on GORTT borrowings             | 128,538,611          | 112,185,216        |
| Interest expense on bank borrowings              | 136,153,827          | 143,925,327        |
| Foreign exchange loss on bank borrowings         | 97,938               | 53,368,419         |
| Bank charges                                     | <u>50,000</u>        | <u>40,812</u>      |
|  | <u>264,840,376</u>   | <u>309,519,774</u> |

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December 31, 2012

|                     | <u>2012</u>      | <u>2011</u>      |
|---------------------|------------------|------------------|
|                     | \$               | \$               |
| <b>32. Taxation</b> |                  |                  |
| Deferred tax        | 782,663          | 907,134          |
| Green Fund levy     | 293,398          | 290,788          |
| Business levy       | <u>530,280</u>   | <u>530,149</u>   |
| Total taxation      | <u>1,606,341</u> | <u>1,728,071</u> |

The following reconciliation between tax and accounting profit multiplied by the applicable tax rate:

|  | <u>2012</u>        | <u>2011</u>          |
|--|--------------------|----------------------|
|  | \$                 | \$                   |
| Profit/(loss) before taxation                        | <u>211,636,153</u> | <u>(232,240,467)</u> |
| Tax deductible at 25%                                | 52,909,038         | (58,060,117)         |
| Expense (deductible) non-deductible for tax purposes | (52,126,375)       | (58,967,257)         |
| Green fund levy                                      | 293,398            | 290,788              |
| Business levy  | <u>530,280</u>     | <u>530,149</u>       |
|  | <u>(1,606,341)</u> | <u>(1,728,071)</u>   |

**33. Related Party Balances**

*(a) Key management compensation*

|                                |                  |                  |
|--------------------------------|------------------|------------------|
| Directors' fees                | 646,000          | 667,452          |
| Senior management remuneration | <u>3,463,862</u> | <u>5,085,333</u> |

The Group is controlled by the GORTT, which owns 100% of the parent company's shares.

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December 31, 2012

**33. Related Party Balances (continued)**

**(b) GORTT**

The GORTT in its capacity as the sole shareholder of the Company has leased properties to the Group and is financing certain projects which the Group is retaining through the repayment of certain Government Guaranteed loans on behalf of the Group. The balances included in the consolidated financial statements in relation to these transactions are as follows:

|   | <u>2012</u>       | <u>2011</u>       |
|---|-------------------|-------------------|
|   | \$                | \$                |
| Investment properties   | 1,266,605,963     | 1,267,064,698     |
| Construction in progress  | 4,626,660,593     | 3,920,181,702     |
| Facilities works not billed                                       | 118,791,230       | 116,049,490       |
| Contributed capital   | 1,457,245,132     | 746,813,524       |
| Amounts due from the GORTT  | 213,471,467       | 267,416,585       |
| Accounts receivable for contract work                             | 85,017,577        | 229,303,637       |
| Reserve development fund  | 2,389,412         | 103,619,852       |
| Loan repayments made by the GORTT on behalf<br>of the Corporation | 16,000,000        | 16,000,000        |
| Deferred liability payable to the GORTT                           | <u>10,350,000</u> | <u>10,350,000</u> |

**(c) Other transactions with the GORTT**

In addition to the balances in (b) above, the Group in the ordinary course of its business carries out project development work solely for the GORTT and state agencies. Transactions and balances between the Group and these related parties are as follows:

|                         | <u>2012</u>        | <u>2011</u>        |
|-------------------------|--------------------|--------------------|
|                         | \$                 | \$                 |
| Project management fees | 7,088,358          | 9,592,242          |
| Contract revenue        | 186,024,389        | 141,484,952        |
| Contract costs incurred | <u>186,024,389</u> | <u>141,484,952</u> |

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**34. Financial Instruments by Category**

*(i) Loans and receivables*

|   |                      |                      |
|---|----------------------|----------------------|
| Amounts due from GORTT                        | 213,471,467          | 267,416,585          |
| Receivables for contract work billed to GORTT | 163,712,212          | 74,050,320           |
| Advances to contractors                       | 93,136,752           | 93,136,752           |
| Cash and cash equivalent                      | 574,532,558          | 418,051,679          |
| Other receivables excluding prepayments       | 547,458,543          | 490,304,690          |
|   | <u>1,592,311,532</u> | <u>1,342,960,026</u> |

*(ii) Financial liabilities carried at amortised cost*

|                                |                      |                      |
|--------------------------------|----------------------|----------------------|
| Borrowings                     | 8,153,105,888        | 8,206,779,316        |
| Accounts payables and accruals | 784,389,996          | 695,148,176          |
| Reserve development fund       | 2,389,412            | 103,619,852          |
|                                | <u>8,939,885,296</u> | <u>9,005,547,344</u> |

**35. Capital Commitments**

The following represents the unpaid portion of contractual obligations undertaken by the Company in carrying out its business activities:

As at December 31, 2012, capital commitments amounting to approximately \$656 million (2011:\$50 million) existed.

**36. Contingent Liabilities**

The Group companies are parties to various legal actions, the final outcome of which is uncertain. Based on appropriate legal advice, the directors have concluded that no significant unrecognised liability is expected to crystallise.

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**37. Subsequent Events**

The following events were noted subsequent to the year-end:

- a) The Group has entered into several contracts amounting to approximately \$656 million in the normal course of business.
- b) Design Collaborative Associates and Genivar TT Limited filed a claim for works done on the Port of Spain Waterfront Masterplan in the amount of TT\$22,792,127.05. This matter was settled for TT\$ 24,721,741.76 in May 2013.
- c) The Environmental Management Authority served notice of violation dated 24 February 2010 against the Group in contravention of several sections of the Environmental Management Act. The violations were allegedly with respect to unauthorized works being carried out at the National Academy for the Performing Arts, South Campus site without a Certificate of Environment Clearance being issued. The estimated payout is TT\$1,613,891 should the action be successful. The final payment was made in April 2013.
- d) Communications Workers' Union - Kenneth Crichlow issued a pre-action protocol letter seeking damages for breach of contract due to dismissal. This matter is currently before the industrial court. It has been adjourned to October 05, 2017.
- e) Banking Insurance and General Workers Union - Samantha Young engaged in action against the Corporation for wrongful dismissal for TT\$450,000. The Group settled this matter for TT\$245,000 in 2014.
- f) Genivar TT and Genivar Inc filed a claim for payment for services rendered on a number of sites including Chancery Lane, Stollmeyer's Castle, Mille Fleurs, etc, in the amount of TT\$102,000,000.00 inclusive of interest, damages and costs. The claim was finally settled for TT\$71,000,000.00 in August 2013.

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**37. Subsequent Events (continued)**

- g) Sunway issued a pre-action protocol letter with respect of claim for damages for breach of contract for the schematic Design and Fit out of the Ministry of Legal Affairs office tower for TT\$55,006,143. This matter was last heard on April 04, 2017 in the High Court. It has been sent to a Judicial Settlement conference set for September 26, 2017.
- h) Dipcon Engineering filed claim against the Group relating to the Oropune Housing Project for outstanding amounts. The judgement is to be delivered in October 2017.
- i) Atlas Engineering Ltd brought action against the Group relating to the Manzanilla, Matelot and Matura Police Stations in the amount of TT\$25,928,870.96. The claim was settled for TT\$2,000,000.00 in November 2016.
- j) The Banking, Insurance and General Workers' Union – A claim was filed for wrongful dismissal in the amount of TT\$200,000.00. This claim was settled for TT\$120,000.00 in July 2014.
- k) Jasphal Bhogal Associates Limited submitted a claim for design works on the St. Vincent Place project in the amount of TT\$7,892,678.51. This claim was settled for TT\$7,615,000.00 on 6<sup>th</sup> November 2012.
- l) Spancrete Ltd filed a claim for \$7,000,000.00 on April 05 2017. Next hearing January 17 2018.
- m) Sherma Ramoutar Boodhoo filed a claim for wrongful dismissal in the amount of \$771,427.00 plus exemplary damages in 2016. The matter will be heard on April 16 and 18 2018.
- n) Orlando Forde accused UDeCOTT of wrongful dismissal. Certificate of Trade dispute filed on September 12 2017. First hearing date is January 9 2018.



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December 31, 2012

**37. Subsequent Events (continued)**

- o) Patrick Audie Batiste filed a claim of injury while at Hyatt against UDeCOTT and Hyatt. The matter was settled by consent order on June 27 2017. Hyatt was ordered to pay \$15,000.00 to Mr. Baptiste.
- p) GYM Ltd filed a claim against UDeCOTT for breach of contract and monies owed for general maintenance services undertaken at the Government Campus Plaza Parkade in the amount of \$672,736.48. The matter was settled by consent order on May 02 2017. UDeCOTT made an agreed payment of \$493,182.63 on June 30th 2017.
- q) UDeCOTT filed a claim in the amount of \$2,348,240.00 against Servus Limited for unremitted monies collected on behalf of UDeCOTT and the management of Parkade. A counter claim was filed for money due under contract in the amount of \$970,527.79. A consent order was entered on June 21 2017, both parties withdrew their claim and counterclaim and agreed to pay their own costs.

**38. Segment Information**

|                                 | <b>Construction<br/>works</b> | <b>Hotel<br/>operation</b> | <b>Total</b>         |
|---------------------------------|-------------------------------|----------------------------|----------------------|
|                                 | \$                            | \$                         | \$                   |
| <b><u>December 31, 2012</u></b> |                               |                            |                      |
| Revenue                         | 329,957,074                   | 260,207,845                | 590,164,919          |
| Operating profit                | 276,024,841                   | 70,847,539                 | 346,872,380          |
| Assets                          | 9,309,911,924                 | 319,923,108                | 9,629,835,032        |
| Liabilities                     | <u>8,966,221,239</u>          | <u>41,092,495</u>          | <u>9,007,313,734</u> |
| <b><u>December 31, 2011</u></b> |                               |                            |                      |
| Revenue                         | 290,301,081                   | 228,077,767                | 518,378,848          |
| Operating profit (loss)         | (93,351,999)                  | 57,195,223                 | (36,156,776)         |
| Assets                          | 8,523,884,936                 | 238,914,614                | 8,762,799,550        |
| Liabilities                     | <u>9,030,590,795</u>          | <u>30,148,877</u>          | <u>9,060,739,672</u> |

