

Registered in England & Wales No. 1128442

**Cogent Nominees Limited**

**Annual Report and Financial Statements**

**For the year ended 31 December 2014**



## Contents

---

Directors and Company Secretary	2
Directors' Report	3
Statement of Directors' Responsibilities in Respect of the Financial Statements	4
Balance Sheet	5
Notes to the Financial Statements	6

## **Directors and Company Secretary**

---

### **Directors**

---

Christopher Brian Pemberton  
Ian Andrew Rae (resigned 11 June 2015)  
Tina Wilkinson (resigned 30 April 2014)

### **Company Secretary and Registered Office**

---

BNP Paribas Secretarial Services Limited  
55 Moorgate  
London  
EC2R 6PA

## **Directors' Report for the year ended 31 December 2014**

---

The Directors present their Annual Report and Financial Statements for the year ended 31 December 2014. Cogent Nominees Limited (the "Company") is a wholly-owned subsidiary of BNP Paribas Securities Services S.C.A., a company incorporated in France as a Partnership Limited by Shares.

### **Principal Activities**

---

The Company's principal activity is to act as a nominee holder of investments. The Company has not traded during the year and is dormant. It has taken advantage of the small companies exemption when preparing the Directors' Report, as permitted by Section 414B(b) of the Companies Act 2006. A change in the Company's activities is not expected in the foreseeable future.

### **Results and Dividends**

---

The Company has not traded during the year and accordingly a Profit and Loss Account has not been prepared. The Directors do not propose the payment of a dividend for the year ended 31 December 2014 (31 December 2013: £nil).

### **Directors**

---

The Directors of the Company are set out on page 2.

Tina Wilkinson resigned as Director of the Company with effect from 30 April 2014. Following the year end, Ian Rae resigned as Director of the Company with effect from 11 June 2015. Christopher Pemberton held office throughout the year.

### **Share Capital**

---

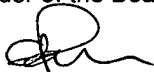
The share capital of the Company is detailed in note 3 on page 6. The Company did not issue any new ordinary shares during the year under review (2013: nil).

### **Auditors**

---

The Company is entitled to exemption from an audit of its Financial Statements for the year ended 31 December 2014 under Section 480 of the Companies Act 2006. Accordingly, auditors have not been appointed.

By order of the Board



**Christopher Pemberton**  
Director  
26 August 2015

55 Moorgate  
London, EC2R 6PA

## **Statement of Directors' Responsibilities in Respect of the Financial Statements**

---

The Directors are responsible for preparing the Annual Report and Financial Statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare Financial Statements for each financial year which give a true and fair view of the state of affairs of the Company and of the result of the Company for that year.

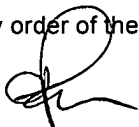
In preparing those Financial Statements, the Directors are required to:

- Select suitable accounting policies and apply them consistently;
- Make judgements and estimates that are reasonable and prudent;
- State whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the Financial Statements; and
- Prepare the Financial Statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The Directors confirm that they have complied with the above requirements in preparing the Financial Statements.

The Directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the Company and to enable them to ensure that the Financial Statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

By order of the Board



**Christopher Pemberton**  
Director  
26 August 2015

**Balance Sheet**  
As at 31 December 2014

	Note	As at 31 December 2014 £	As at 31 December 2013 £
<b>Current assets</b>			
Amounts owed by parent undertaking		100	100
<b>Net current assets</b>		<u>100</u>	<u>100</u>
<b>Capital and reserves</b>			
Share capital	3	100	100
<b>Equity shareholders' funds</b>		<u>100</u>	<u>100</u>

For the year ended 31 December 2014, the Company was entitled to exemption from an audit under Section 480 of the Companies Act 2006 (the "Act").

Members have not required the Company to obtain an audit in accordance with Section 476 of the Act.

The Directors acknowledge their responsibility for:

- (i) ensuring the Company keeps accounting records which comply with Section 386 of the Act, and
- (ii) preparing accounts which give a true and fair view of the state of affairs of the Company as at the end of its financial year, and of its profit and loss for the financial year in accordance with Sections 394 to 395 of the Act, and which otherwise comply with the requirements of the Act relating to accounts, so far as applicable to the Company.

These Financial Statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime.

The notes on page 6 form part of these Financial Statements.

The Financial Statements on pages 5 to 6 were approved by the Board on 26 August 2015 and were signed on its behalf by:



**Christopher Pemberton**  
Director

Registered in England & Wales No. 1128442

## Notes to the Financial Statements at 31 December 2014

---

### 1 Accounting Policies

---

#### Basis of Accounting

The Financial Statements are prepared on a going concern basis under the historic cost convention in accordance with the Companies Act 2006 and applicable Accounting Standards in the United Kingdom.

### 2 Profit and Loss Account

---

The Company has not traded during the year and has made neither a profit nor a loss. Therefore, a Profit and Loss Account has not been prepared.

The Directors and officers of the Company have employment contracts with BNP Paribas Securities Services S.C.A, the Company's immediate parent. Fees were not paid by the Company to any of the Directors.

### 3 Share Capital

---

	31 December 2014 £	31 December 2013 £
Share capital:		
100 ordinary shares of £1 each	100	100
Allotted, called up and fully paid:		
100 ordinary shares of £1 each	100	100
	<hr/>	<hr/>

### 4 Parent Undertaking

---

The Company's immediate parent undertaking is BNP Paribas Securities Services S.C.A, a company incorporated in France as a Partnership Limited by Shares.

The ultimate parent undertaking and controlling party is BNP Paribas S.A, a company incorporated in France. The address from which copies of the consolidated Financial Statements of BNP Paribas S.A. can be obtained is 16 Boulevard des Italiens 75009, Paris, France.

### 5 Cash Flow Statement

---

As the Company is 100% owned by a parent company incorporated within the European Union, a statement of cash flows for the year ended 31 December 2014 has not been produced.

### 6 Related Party Transactions

---

The Company has taken advantage of the exemption from disclosure of transactions with Group companies given by Financial Reporting Standard 8 'Related Party Disclosures'.