

Company Registration No. 1907659

BBVA Finance (UK) Limited

Report and Financial Statements

31 December 2013

THURSDAY



B3H521O8

B37

25/09/2014

#24

COMPANIES HOUSE

BBVA Finance (UK) Limited

Directors' report

The directors submit herewith their report and the statement of accounts for the year ended 31 December 2013.

This Directors' Report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

Incorporation

The company is incorporated in the United Kingdom and registered in England and Wales and its ultimate holding company is Banco Bilbao Vizcaya Argentaria S.A., a company incorporated in Spain.

Principal activity

The principal activity of the company is the provision of finance house services.

State of affairs

The loss for the year, after taxation, to be transferred from reserves amounted to £60,515 (2012: £58,499).

Going Concern

Due to the fact that the company has not been actively trading since 2011 and that the parent company has stated no intention of using the services of the company again, the directors have prepared these accounts with the aim of closing down the company in 2014.

Directors

The company directors at the end of the year were:

J R Fernández
J L Rodríguez

There were no changes to the Board of Directors during the year.

Neither of the directors is a beneficial holder of the company's shares.

Auditor

Each of the persons who are a director at the date of approval of this report confirms that:

- so far as the director is aware, there is no relevant audit information of which the company's auditor is unaware; and
- the director has taken all the steps that he/she ought to have as a director in order to make himself/herself aware of any relevant audit information and to establish that the company's auditor is aware of that information.


This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

BBVA Finance (UK) Limited

Directors' report

Deloitte LLP have expressed their willingness to continue in office as auditor and a resolution to reappoint them will be proposed at the forthcoming Annual General Meeting.

Approved by the Board and signed on its behalf by:


J Ramon Fernández

Director
Registered Office
1 Canada Square, Floor 44
London E14 5AA

Date 19/09/14.

BBVA Finance (UK) Limited

Statement of directors' responsibilities

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions 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

Independent auditor's report to the members of BBVA Finance (UK) Limited

We have audited the financial statements of BBVA Finance (UK) Limited for the year ended 31 December 2013 which comprise the Profit and Loss Account, the Reconciliation of Movement in Shareholder's Funds, the Balance Sheet and the related notes 1 to 9. The financial reporting framework that has been applied in their preparation is applicable law and the Financial Reporting Standard for Smaller Entities (United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities).

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditor

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

Scope of the audit of financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements.

In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatement or inconsistencies we consider the implications for our report.

Opinion

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2013 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice to Smaller Entities; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on matters prescribed in the Companies Act 2006

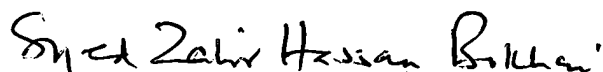
In our opinion the information in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Independent auditor's report to the members of BBVA Finance (UK) Limited (continued)

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.
- the directors were not entitled to take advantage of the small companies exemption from preparing a Strategic Report or in preparing the Directors' Report



Syed Bokhari FCA (Senior Statutory Auditor)

for and on behalf of Deloitte LLP
Chartered Accountants and Statutory Auditor
London, United Kingdom

Date 19 September 2014

BBVA Finance (UK) Limited

Profit and Loss Account Year ended 31 December 2013

| | Notes | 2013 £ | 2012 £ |
|-----------------------------------|-------|-----------------|-----------------|
| Turnover | | | |
| Interest receivable | 2 | 24,036 | 36,906 |
| | | <u>24,036</u> | <u>36,906</u> |
| Exchange gains | | - | (4,749) |
| Other Income | | (23) | 16 |
| Administration expenses | 3 | (76,646) | (90,672) |
| | | <u>(52,633)</u> | <u>(58,499)</u> |
| Operating Loss | | | |
| Taxation | 4 | (13,470) | - |
| | | <u>(66,103)</u> | <u>(58,499)</u> |
| Retained loss for the year | | <u>(66,103)</u> | <u>(58,499)</u> |

All disclosures relate to continuing operations. There are no recognised gains or losses other than those disclosed in the retained loss for the year.

Reconciliation of Movement in Shareholder's Funds

| | 2013 £ | 2012 £ |
|-----------------------------|------------------|------------------|
| Loss for the year | (66,103) | (58,499) |
| Opening shareholder's funds | <u>9,667,388</u> | <u>9,725,887</u> |
| Closing shareholder's funds | <u>9,601,285</u> | <u>9,667,388</u> |

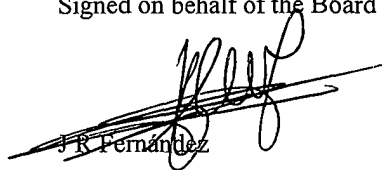
BBVA Finance (UK) Limited

Balance sheet 31 December 2013

| | Notes | 2013 £ | 2012 £ |
|---|-------|-------------------------|-------------------------|
| Current assets | | | |
| Cash at bank | | 9,606,873 | 9,667,389 |
| | | <u>9,606,873</u> | <u>9,667,389</u> |
| Creditors: Amounts falling within one year | | | |
| Other creditors including taxation | | 5,588 | - |
| Net current assets | | <u>9,601,285</u> | <u>9,667,389</u> |
| Total Assets less current liabilities | | <u>9,601,285</u> | <u>9,667,389</u> |
| Net assets | | <u><u>9,601,285</u></u> | <u><u>9,667,389</u></u> |
| Shareholders equity | | | |
| Called up share capital | 6 | 2,250,000 | 2,250,000 |
| Profit and loss account | | <u>7,351,285</u> | <u>7,417,389</u> |
| | | <u><u>9,601,285</u></u> | <u><u>9,667,389</u></u> |

The financial statements of BBVA Finance (UK) Limited registered number 1907659 were approved and authorised for issue by the Board of Directors on the 8th September 2014.

Signed on behalf of the Board of Directors


J R Fernández

Director

19/09/14

BBVA Finance (UK) Limited

Notes to the accounts

Year ended 31 December 2013

1. Accounting policies

Accounting convention

The financial statements have been prepared under the historical cost convention and in accordance with applicable United Kingdom Law and accounting standards.

Going concern

The going concern basis is not appropriate since the directors intend to place the company into liquidation in 2014.

The company has not actively traded since 2011, and its capital plus accumulated profit is placed as cash in a current account with BBVA London branch.

The company is not part in any commercial transaction and has no creditors or debtors. The company suppliers (audit, tax filing, and accounting software) will be paid by the parent company next year.

Foreign currency translation

Transactions in foreign currencies are recorded at the rate of exchange at the date of the transaction. Assets and liabilities are translated at the rates ruling at the year end. Differences arising on exchange are dealt with through the profit and loss account.

Interest and Commissions income

Interest and commissions income is recognised on an accruals basis for accounting purposes.

Taxation

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

Finance Act 2012 enacted a reduction to the UK corporation tax rate to 23% with effect from April 2013. At the balance sheet date, the UK government has substantively enacted a further reduction to 21% effective 1 April 2014.

2. Interest receivable

| | 2013 £ | 2012 £ |
|---------------------|---------------|---------------|
| Interest receivable | 24,036 | 36,906 |
| | <u>24,036</u> | <u>36,906</u> |

All interest and commissions receivable are earned in the UK

BBVA Finance (UK) Limited

Notes to the accounts Year ended 31 December 2013

3. Administration expenses

| | 2013 £ | 2012 £ |
|-------------------------|---------------|---------------|
| External Audit | 13,826 | 13,278 |
| Consultancy, Tax advice | 2,820 | 4,200 |
| Computer Software | 60,000 | 73,194 |
| | <u>76,646</u> | <u>90,672</u> |

There were no persons employed by the company during the year (2012: none) and therefore no employees' remuneration was paid (2012: £nil). No remuneration was paid to the Directors in the current or prior year, in relation to services for this company.

4. Tax on profit on ordinary activities

| | 2013 £ | 2012 £ |
|--|--------------|-----------|
| UK corporation tax for current year at 23.25 % | 5,588 | - |
| Adjustments in respect of previous periods | <u>7,882</u> | <u>-</u> |
| Current tax charge for the period | 13,470 | - |

5. Profit and loss account

| | Profit and loss account £ |
|-----------------------------|------------------------------------|
| At 31 December 2012 | <u>7,417,388</u> |
| At 1 January 2013 | <u>7,417,388</u> |
| Loss for the financial year | <u>(66,103)</u> |
| At 31 December 2013 | <u><u>7,351,285</u></u> |

BBVA Finance (UK) Limited

Notes to the accounts

Year ended 31 December 2013

6. Called up share capital

| | 2013 £ | 2012 £ |
|--|------------------|------------------|
| Allotted, called up and fully paid 2,250,000 ordinary shares of £1 each | <u>2,250,000</u> | <u>2,250,000</u> |

7. Holding company

The ultimate holding company is Banco Bilbao Vizcaya Argentaria S.A., a company incorporated in Spain which produces publicly available group consolidated accounts. As a result the company has taken advantage of the FRS 8 exemption not to disclose transactions with other group companies.

8. Cash flow statement

The company has taken advantage of the exemption provided by FRS 1, as a subsidiary company in a group which produces publicly available consolidated accounts, not to prepare a cash flow statement.

9. Contingent liabilities

At 31 December 2013 there were no undrawn facilities granted (2012: £nil).