

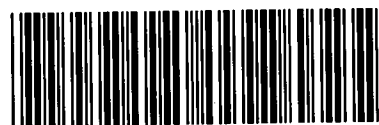
Hypo Property Services Limited

**Directors' report and financial
statements**

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31 December 2017

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Directors' report

The directors present their annual report and the audited financial statements for the year ended 31 December 2017.

Principal activity, business review and future prospects

Historically, Hypo Property Services Limited ("the Company") principal activity was the management of commercial property investments by fellow subsidiaries or third parties. In the financial year, the Company held a 50% investment in an affiliated entity.

At the annual Board of Directors meeting held on 7 November 2014, the directors resolved to cease commercial activities and close the Company. As the directors intend to liquidate the Company following the settlement of the remaining net assets, they have not prepared the financial statements on a going concern basis. The results for the year ended 31 December 2017 are summarised in the income statement on page 5.

Dividends

No ordinary dividend (2016: £nil) was paid during the year.

Directors

The directors who have served Hypo Property Services Limited since 1 January 2017 were:

Director's Name	Position	Appointment Date	Resignation Date
David Duggins	Director	8 December 2017	---
Paul Flannery	Director	8 December 2017	---
Paul Flannery c/o Portroe Consulting Ltd	Director	5 September 2017	8 December 2017
Tanja Baran	Alternate Director	31 March 2017	8 December 2017
J Lars-Hendrik Busch	Director	11 September 2015	8 December 2017
Paul Flannery	Director	31 March 2017	5 September 2017
Carola Falkner	Alternate Director	10 August 2016	31 March 2017
Dr Arndt Faatz	Director	15 October 2015	31 March 2017

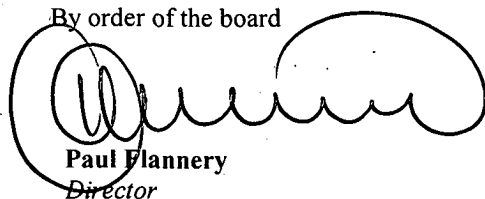
There were no other changes to the board of directors between the 31 December 2017 and the date of this directors' report than those noted above.

All directors benefited from qualifying third party indemnity insurance in place during the financial year and at the date of this report.

Disclosure of information to the auditor

The directors who held office at the date of approval of this directors' report confirm that, so far as each is aware, there is no relevant audit information of which the Company's auditors is unaware; and each director has taken all the steps a director might reasonably be expected to have taken to be aware of relevant audit information and to establish that the Company's auditor is aware of that information.

By order of the board



Paul Flannery
Director

11-12 St. James's Square
London
SW1Y 4LB
23 August 2018

Statement of directors' responsibilities in respect of the Directors' report and the financial statements

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

Company law requires the directors to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with applicable law and Section 1A of FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland* (UK Generally Accepted Accounting Practice applicable to Smaller Entities).

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;
- assess the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so (as explained in note 2, the directors do not believe that it is appropriate to prepare these financial statements on a going concern basis).

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

Independent auditor's report to the members of Hypo Property Services Limited

Opinion

We have audited the financial statements of Hypo Property Services Limited ("the Company") for the year ended 31 December 2017, which comprise the Income Statement, Balance Sheet and related notes, including the accounting policies in note 2.

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2017 and of its profit for the year then ended;
- have been properly prepared in accordance with UK accounting standards applicable to smaller entities, including Section 1A of FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland*; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities are described below. We have fulfilled our ethical responsibilities under, and are independent of the company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

Emphasis of matter - non-going concern basis of preparation

We draw attention to the disclosure made in note 2 to the financial statements which explains that the financial statements are now not prepared on the going concern basis for the reason set out in that note. Our opinion is not modified in respect of this matter.

Directors' report

The directors are responsible for the directors' report. Our opinion on the financial statements does not cover that report and we do not express an audit opinion thereon.

Our responsibility is to read the directors' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- we have not identified material misstatements in the directors' report;
- in our opinion the information given in that report for the financial year is consistent with the financial statements; and
- in our opinion that report has been prepared in accordance with the Companies Act 2006.

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required 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; or
- the directors were not entitled to take advantage of the small companies exemption from the requirement to prepare a strategic report.

We have nothing to report in these respects.

Independent auditor's report to the members of Hypo Property Services Limited *(continued)*

Directors' responsibilities

As explained more fully in their statement set out on page 2, the directors are responsible for: the preparation of the financial statements and for being satisfied that they give a true and fair view; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and using the going concern basis of accounting unless they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at www.frc.org.uk/auditorsresponsibilities.

The purpose of our audit work and to whom we owe our responsibilities

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.



Ian Freeman (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants
15 Canada Square
London
E14 5GL

23 August 2018

Income Statement*for the year ended 31 December 2017*

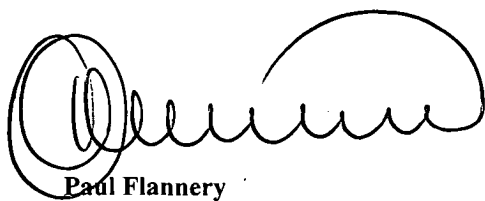
	<i>Notes</i>	2017 £	2016 £
Interest receivable and similar income	3	433	565
Interest payable and similar charges		(1)	(4)
Profit on ordinary activities before taxation	5	432	561
Tax on profit on ordinary activities		(84)	70
Profit for the financial year		348	631

The Company has no recognised gains or losses other than the profit (2016: *profit*) appearing in the income statement.
The notes on pages 7 – 9 form an integral part of these financial statements.

Balance Sheet
at 31 December 2017

	<i>Notes</i>	2017 £	2016 £
Fixed assets			
Investments	6	1	1
Current assets			
Debtors	7	116,125	115,828
Creditors: amounts falling due within one year	8	(199)	(250)
Net current assets		115,926	115,578
Net assets		115,927	115,579
Capital and reserves			
Called up share capital	9	100,000	100,000
Profit and loss account		15,927	15,579
Shareholders' funds		115,927	115,579

The notes on pages 7 to 9 form an integral part of these financial statements. These financial statements were approved by the board of directors on 23 August 2018 and signed on their behalf by:



Paul Flannery

Director

Notes

(forming part of the financial statements)

1. General information

Hypo Property Services Limited is a private company limited by shares and is incorporated and domiciled in the United Kingdom. The address of its registered office is 11-12 St. James's Square, London, SW1Y 4LB. The Company is a wholly owned subsidiary of Flint Nominees Limited ("Parent").

2. Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the financial statements.

Basis of preparation

These financial statements have been prepared in accordance with applicable United Kingdom accounting standards, including Financial Reporting Standard 102 – 'The Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland' ("FRS 102"), and with the Companies Act 2006. The financial statements have been prepared in accordance with the regulations of FRS 102 section 1A "Small Entities" and on the fair value basis.

The financial statements are presented in Sterling (£).

Prior to 2014, these financial statements have been prepared on a going concern basis. At the 7 November 2014 annual Board of Directors meeting, the directors resolved to cease commercial activities as they intend to liquidate the Company following the settlement of the remaining net assets. The directors have not prepared the financial statements on a going concern basis. However, there are no adjustments necessary to the amounts at which the remaining net assets are included in these financial statements. Management has considered the effects of amortised cost to approximate fair value as assets and liabilities are repayable on demand.

The audit fee of these financial statements is borne by the Parent undertaking in both the current and preceding financial years and in the amount of £2,700 (2016: £1,500).

Financial instruments

The Company has chosen to adopt Sections 11 and 12 of FRS 102 in respect of financial instruments. Basic financial assets, including trade and other receivables, cash and bank balances, trade and other payables and borrowings are initially recognized at transaction price and subsequently carried at amortized cost using the effective interest method. At the end of each reporting period, financial assets and liabilities are assessed for impairment using objective evidence. If impairment exists, the entity will recognize an impairment loss immediately through profit or loss.

Interest income and expenses

Interest income and expense are recognised in the income statement as it accrues, using the effective interest method.

Taxation

The charge for taxation is based on the profit for the year and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes.

Deferred taxation is recognised without discounting, in respect of all timing differences between the treatment of certain items for accounting and taxation purposes which have arisen but not reversed by the balance sheet date. For year ended 31 December 2017, no deferred taxes are recognised within the financial statements.

Notes (continued)**3. Interest receivable (payable) and similar income (charges)**

	2017 £	2016 £
Interest receivable from Parent undertaking	433	565
Interest payable to others	(1)	(4)
	<u>432</u>	<u>561</u>

4. Remuneration of directors

The Parent undertaking bears the emoluments of directors for services provided to Flint Nominees Limited itself and to all of its subsidiaries. The limited operations of this Company means that the time directors are required to spend providing services is minimal and so there is deemed to be no attributable costs. All directors benefited from qualifying third party indemnity insurance provided by another group company.

5. Profit on ordinary activities before taxation

The Company's profit comprises interest income from the Parent company.

6. Investments

	2017 £	2016 £
As at 1 January and 31 December	<u>1</u>	<u>1</u>

The investment represents 50% of the issued share capital of Hypo Property Investment (1992) Limited, a property investment company registered in England and Wales. The remaining 50% is held by the Parent undertaking. As at 31 December 2017 the aggregate capital and reserves of Hypo Property Investment (1992) Limited was a surplus of £1,477 (2016: £1,472) and it made a profit for the year to 31 December 2017 of £5 (2016: Profit £7).

Notes (continued)**7. Debtors**

	2017 £	2016 £
Amounts owed by Parent undertaking	<u>116,125</u>	<u>115,828</u>
	<u>116,125</u>	<u>115,828</u>

8. Creditors: amounts falling due within one year

	2017 £	2016 £
Corporation tax	<u>199</u>	<u>250</u>
	<u>199</u>	<u>250</u>

9. Called up share capital

	2017 £	2016 £
<i>Authorised</i>		
100,000 ordinary shares of £1 each	<u>100,000</u>	<u>100,000</u>
<i>Called up, allotted and fully paid</i>		
100,000 ordinary shares of £1 each	<u>100,000</u>	<u>100,000</u>

10. Ultimate parent company

The Company is a majority owned subsidiary of Flint Nominees Limited. The ultimate parent undertaking, FMS Wertmanagement AöR, is an independent public institution incorporated in Germany and under the regulation of the German Financial Markets Stabilisation Agency ("FMSA") and the Federal Financial Supervisory Authority ("BaFin"). Since Flint Nominees Limited and FMS Wertmanagement AöR are not required to prepare consolidated financial statements, the Company is not included in any consolidated accounts.