

Hypo Property Investment (1992) Limited

**Directors' report and financial
statements**

2698661

31 December 2016



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Directors' report

The directors present their annual report and the audited financial statements for the year ended 31 December 2016.

Principal activity, business review and future prospects

Historically, the principal activity of Hypo Property Investment (1992) Limited ("the Company") consisted of investment in property. The Company held legal title to six properties for which it did not derive any economic benefits as the economic ownership of these properties was sold in prior years to Alard Investment Limited. During 2016, the legal title for the four remaining properties was transferred out of the Company (in 2015: two titles were transferred). As of 31 December 2016 the Company no longer has any interest in these six properties. The results for the year ended 31 December 2016 are summarised in the income statement on page 5.

Based on the finalization of the sale and transfer of the economic and legal ownership of the former UK properties in 2016, the Company has no further commercial activities or commercial purpose. The directors intend to liquidate Hypo Property Investment (1992) Limited in the near future. Therefore, the financial statements will not be prepared on a going concern basis.

Dividends

No ordinary dividend (2015: £nil) was paid during the year.

Directors

The directors who have served Hypo Property Investment (1992) Limited since 1 January 2016 were:

Director's Name	Position	Appointment Date	Resignation Date
J Lars-Hendrik Busch	Director	11 September 2015	---
Paul Flannery c/o Portroe Consulting Ltd	Director	05 September 2017	---
T Baran	Alternate Director	31 March 2017	---
P Flannery	Director	31 March 2017	05 September 2017
Dr A Faatz	Director	15 October 2015	31 March 2017
C Falkner	Director	10 August 2016	31 March 2017
T Munte	Alternate Director	11 September 2015	10 August 2016

There were no other changes to the board of directors between the 31 December 2016 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 aware; 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


P Flannery c/o Portroe Consulting Ltd
Director

11-12 St. James's Square
London
SW1Y 4LB
29 Sept 2017

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; and

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 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 Investment (1992) Limited

We have audited the financial statements of Hypo Property Investment (1992) Limited for the year ended 31 December 2016 set out on pages 5 to 9. The financial reporting framework that has been applied in their preparation is 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).

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 Directors' Responsibilities 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. 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 Practices Board's (APB's) Ethical Standards for Auditors.

Scope of the audit of the financial statements

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

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2016 and of its profit for the year then ended;
- have been properly prepared in accordance with UK Generally Accepted Accounting Practice applicable to Smaller Entities; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter[s] prescribed by the Companies Act 2006

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

Based solely on the work required to be undertaken in the course of the audit of the financial statements and from reading the Directors' report:

- we have not identified material misstatements in that report; and
- in our opinion, that report has been prepared in accordance with the Companies Act 2006.

Independent auditor's report to the members of Hypo Property Investment (1992) 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; or
- the directors were not entitled to take advantage of the small companies exemption from the requirement to prepare a strategic report.



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

29 September 2017

Income Statement
for the year ended 31 December 2016

	<i>Notes</i>	2016 £	2015 £
Interest receivable and similar income	3	3	8
Profit on ordinary activities before taxation	4	<u>3</u>	<u>8</u>
Tax benefit on profit on ordinary activities		4	-
Profit for the financial year		<u><u>7</u></u>	<u><u>8</u></u>

The Company has not recognised gains or losses other than the profit (2015: *profit*) appearing in the income statement.

The notes on pages 7 to 9 form an integral part of these financial statements.

Balance Sheet
at 31 December 2016

	Notes	2016 £	2015 £
Fixed assets			
Investments	6	0	0
Current assets			
Debtors	7	1,471	1,468
Cash at bank and in hand	8	2	2
		<hr/>	<hr/>
Creditors: amounts falling due within one year	9	1,473 (1)	1,470 (5)
		<hr/>	<hr/>
Net current assets		1,472	1,465
		<hr/>	<hr/>
Net assets		1,472	1,465
		<hr/>	<hr/>
Capital and reserves			
Called up share capital	10	2	2
Profit and loss account		1,470	1,463
		<hr/>	<hr/>
Shareholders' funds		1,472	1,465
		<hr/>	<hr/>

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 29 Sept 2017 and signed on their behalf by:



P Flannery c/o Portroe Consulting Ltd
Director

Notes

(forming part of the financial statements)

1. General information

Hypo Property Investment (1992) 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 2016, these financial statements have been prepared on a going concern basis. Based on the finalization of the sale and transfer of the economic and legal ownership on the former UK properties in 2016, the Company has no further commercial activities or commercial purpose. The directors intend to liquidate Hypo Property Investment (1992) Limited in the near future. Therefore, these financial statements will not be prepared 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 £1,500 (2015: £1,200).

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.

Notes (continued)**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 2016, no deferred taxes are recognised within the financial statements.

3. Interest receivable and similar income

	2016 £	2015 £
Interest receivable from Parent undertaking	3	8

4. Profit on ordinary activities before taxation

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

5. Remuneration of directors

The directors received no emoluments for services provided to the Company. The directors are remunerated by other entities within the FMS Wertmanagement AoR Group ("Group"). 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.

6. Fixed assets

	2016 £	2015 £
Investment in unquoted companies		
Balance as at 31 December	-	-

The Company formerly held legal title to six properties for which it did not derive any economic benefit. The economic ownership of these properties was sold in previous years to Alard Investment Limited. The full legal ownership to two of these six properties was transferred in 2015 with the remaining four properties transferred in 2016. As of 31 December 2016, the Company no longer has any interest in these six properties.

Notes (continued)**7. Debtors**

	2016 £	2015 £
Amounts owed by Parent undertaking	1,471	1,468
	<u>1,471</u>	<u>1,468</u>

8. Cash at bank and in hand

There is no cash at bank as at 31 December 2016 and 31 December 2015. There is an amount of £2, representing cash in hand and this balance was held by the Parent at 31 December 2016 and 31 December 2015.

9. Creditors: amounts falling due within one year

	2016 £	2015 £
Corporation tax	1	5
	<u>1</u>	<u>5</u>

10. Called up share capital

	2016 £	2015 £
Authorised 100,000 ordinary shares of £1 each	100,000	100,000
	<u>100,000</u>	<u>100,000</u>
Called up, allotted and fully paid 2 ordinary shares of £1 each	2	2
	<u>2</u>	<u>2</u>

11. Ultimate parent company

The Company is owned fifty (50%) percent by Flint Nominees Limited and fifty (50%) percent by Hypo Property Services Limited, both are related entities. 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.