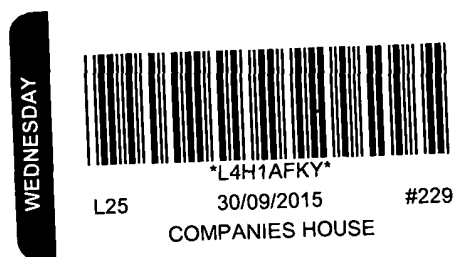


Hypo Property Investment (1992) Limited

**Directors' report and financial
statements**

2698661

31 December 2014



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Directors' report

The directors present their annual report and the audited financial statements for the year ended 31 December 2014.

Principal activity, business review and future prospects

Historically, the principal activity consisted of investment in property. In the financial year, the company holds a 20% stake in an unrelated company. The company holds legal title to 6 properties and does not derive any economic benefits from these properties. On 19 June 2015, Alard Investments Limited, the economic owner of the properties has been placed into Administration by court order. The results for the year ended 31 December 2014 are summarised in the profit and loss account on page 5.

The directors remain positive regarding the future of the Company.

Dividends

No ordinary dividend (2013: £nil) was paid during the year.

Directors

The directors who have served since 1 January 2014 were:

Dr. F O Lehmann	
J Lars-Hendrik Busch	Appointed 11 September 2015 to Hypo Property Investment (1992) Limited
T Munte	Appointed as an alternate director 11 September 2015 to Hypo Property Investment (1992) Limited
M de Greiff	Resigned 22 April 2014 from Hypo Property Investment (1992) Limited
M Perez-Durantez	Appointed 22 April 2014 to Hypo Property Investment (1992) Limited
	Resigned 11 September 2015 from Hypo Property Investment (1992) Limited

There were no other changes to the board of directors between the 31 December 2014 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 that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

Auditor

Pursuant to Section 487 of the Companies Act 2006 the auditor will be deemed to be reappointed and KPMG LLP will therefore continue in office.

By order of the board


J Lars-Hendrik Busch
Director


Dr. F. O. Lehmann
Director

105 Wigmore Street
London
W1U 1QY

28.09. 2015

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 UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice).

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 judgments 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 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 ('the Company') for the year ended 31 December 2014 set out on pages 5 to 11. The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice).

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's 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 APB's website at <https://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 2014 and of its profit for the year then ended;
- have been properly prepared in accordance with UK Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

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

Independent auditors' 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



Nicholas Edmonds (Senior Statutory Auditor)
for and on behalf of KPMG Audit LLP, Statutory Auditor
Chartered Accountants
15 Canada Square
London
E14 5GL
30 September 2015

Profit and loss account
for the year ended 31 December 2014

	<i>Notes</i>	2014 £	2013 £
Interest receivable and similar income	2	8	7
Income relating to Investments		-	-
Profit on ordinary activities before taxation	3	<u>8</u>	<u>7</u>
Amount written off investments		(6)	-
Tax benefit (charge) on profit on ordinary activities	5	(5)	1
Profit (Loss) for the financial year		<u>(3)</u>	<u>8</u>

The company has no recognised gains or losses other than the loss (2013:profit) appearing in the profit and loss account.

The notes on pages 9 to 12 form an integral part of these financial statements.

Reconciliation of movements in shareholders' funds
year ended 31 December 2014

	2014 £	2013 £
Profit attributable to shareholders of the company	(5)	8
Net (decrease) / increase to shareholders' funds	(5)	8
Opening shareholders' funds	1,460	1,452
Closing shareholders' funds	1,455	1,460

The notes on pages 9 to 12 form an integral part of these financial statements.

Balance sheet
at 31 December 2014

	<i>Notes</i>	2014 £	2013 £
Fixed Assets			
Investments	6	0	6
		<hr/>	<hr/>
		0	6
Current assets			
Debtors	7	1,461	1,453
Cash at bank and in hand	8	2	2
		<hr/>	<hr/>
		1,463	1,455
Creditors: amounts falling due within one year	9	(6)	(1)
		<hr/>	<hr/>
Net current assets		1,457	1,454
		<hr/>	<hr/>
Total assets less current liabilities		1,457	1,460
		<hr/>	<hr/>
Capital and reserves			
Called up share capital	10	2	2
Profit and loss account		1,455	1,458
		<hr/>	<hr/>
		1,457	1,460
		<hr/>	<hr/>

The notes on pages 9 to 12 form an integral part of these financial statements.

These financial statements were approved by the board of directors on 28.09. 2015 and signed on their behalf by:



J Lars-Hendrik Busch
 Director



Dr. F O Lehmann
 Director

Notes

(forming part of the financial statements)

1 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

The financial statements have been prepared in accordance with applicable Accounting Standards in the United Kingdom and under the historical cost accounting rules.

Under Financial Reporting Standard 1, the Company is exempt from the requirement to prepare a cash flow statement on the grounds that a parent undertaking includes the Company in its own published consolidated financial statements.

As the Company is a wholly owned subsidiary, the Company's voting rights are controlled within the group headed by Flint Nominees Limited, the Company has taken advantage of the exemption contained in Financial Reporting Standard 8 and has therefore not disclosed transactions or balances with entities which form part of the group (or investees of the group qualifying as related parties). The consolidated financial statements of Flint Nominees Limited, within which this Company is included, can be obtained from the address disclosed in note 11 of these accounts.

The audit fee of these financial statements is borne by the parent undertaking in both the current and preceding financial years and the amount borne by the parent undertaking on behalf of the Company was £1,200 (2013: £1,200). The parent undertaking produces consolidated financial statements and these consolidated accounts disclose the amounts borne by the group to the auditors for audit and other services.

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.

2 Interest receivable and similar income

	2014 £	2013 £
Interest receivable from parent undertaking	8	7

Notes (continued)

3 Profit on ordinary activities before taxation

The Company's profit (loss) comprises Interest Income from the parent company.

4 Remuneration of directors

The directors received no emoluments for services provided to the Company.

All directors benefited from qualifying third party indemnity insurance provided by another group company.

5 Tax benefit (charge) on profit on ordinary activities

Analysis of charge in period

	2014 £	2013 £
UK corporation tax		
Current tax expense	(2)	(2)
Adjustments in respect of prior period	(3)	3
	<hr/>	<hr/>
Total (charge) / benefit on profit on ordinary activities	(5)	1
	<hr/>	<hr/>

Factors affecting tax charge for period

The tax assessed for the period is equal (2013: equal) to the standard rate of corporation tax in the UK – 21.49% (2013: 23.25%):

	2014 £	2013 £
Current tax reconciliation		
Profit on ordinary activities before tax	8	7
	<hr/>	<hr/>
Current tax (charge) at 21.49% (2013 23.25%)	-	(2)
Adjustments in respect of prior period	(3)	3
Effects of : Expenses not deductible for tax purposes	(2)	-
	<hr/>	<hr/>
Total current tax (charge) / credit (see above)	(5)	1
	<hr/>	<hr/>

The headline rate of UK corporation tax reduced from 23% to 21% on 1 April 2014 and to 20% on 1 April 2015. A further rate reduction of 2% was announced on 8 July 2015 which will reduce the tax rate to 19% from 1 April 2017 and 18% from 1 April 2020 respectively. It is expected that these changes will be included in the Summer Finance Bill 2015. However, as these proposed reductions of the corporation tax rate to 19% and 18% were not enacted or substantively enacted at the balance sheet date, there is no impact on the tax balances at 31 December 2014.

Notes (continued)

6 Fixed Assets

Investment in unquoted companies

	2014 £	2013 £
Balance as at 31 December	-	6

The investment was the acquisition at par value of ordinary shares in an unlisted private limited company, registered in England and Wales. The principal activity of the unlisted private limited company was management of a property to which Hypo Property Investment (1992) Limited has legal title but not the beneficial interest. Hypo Property Investment (1992) Limited held 20% of the issued ordinary share capital and from the latest available audited accounts for the unlisted private company, at 31 December 2013, total assets exceeded total liabilities by £30. On 14 January 2014, a sales transaction at book value was executed selling the Company's interest in the *unlisted private limited company*. The book value amount of £6 GBP was written off as the proceeds were collected by FMS Wertmanagement AöR but not remitted to the group as the cost to transfer the funds would exceed the proceeds.

The Company holds legal title to 6 properties but does not derive economic benefits.

7 Debtors

	2014 £	2013 £
Amounts owed by Parent undertaking	1,461	1,453
	<u>1,461</u>	<u>1,453</u>

8 Cash at bank and in hand

There is no cash at bank as at 31 December 2014 and 31 December 2013. There is an amount of £2, representing cash in hand and this balance was held by the parent company at 31 December 2014 and 31 December 2013.

9 Creditors: amounts falling due within one year

	2014 £	2013 £
Corporation tax	6	1
	<u>6</u>	<u>1</u>

Notes *(continued)*

10 Called up share capital

	2014 £	2013 £
<i>Authorised</i>		
100,000 ordinary shares of £1 each	100,000	100,000
	<hr/>	<hr/>
<i>Called up, allotted and fully paid</i>		
2 ordinary shares of £1 each	2	2
	<hr/>	<hr/>

11 Ultimate parent company

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"). The requirements of this regulation do not require FMS Wertmanagement AöR to prepare consolidated financial statements.

The largest group and smallest group in which the Company is consolidated is that headed by Flint Nominees Limited, a company registered in England and Wales. The consolidated accounts of Flint Nominees Limited are available to the public and may be obtained from The Registrar of Companies, Companies House, Crown Way, Maindy, Cardiff CF14 3UZ.