

**LIBRA GUARANTEECO LIMITED**

**Annual Report and Unaudited Financial Statements  
For the year ended 30 September 2018**



**ANNUAL REPORT AND UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR  
ENDED 30 SEPTEMBER 2018**

<b>CONTENTS</b>	<b>Page</b>
<b>Officers and professional advisers</b>	<b>1</b>
<b>Directors' report</b>	<b>2</b>
<b>Balance sheet</b>	<b>3</b>
<b>Notes to the accounts</b>	<b>4</b>

**ANNUAL REPORT AND UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR  
ENDED 30 SEPTEMBER 2018**

**OFFICERS AND PROFESSIONAL ADVISERS**

**DIRECTORS**

Mr J Hutchens  
Mr D Smith

**REGISTERED OFFICE**

Southgate House  
Archer Street  
Darlington  
County Durham  
DL3 6AH

## **DIRECTORS' REPORT**

The Directors have pleasure in presenting their annual report and the unaudited financial statements for the year ended 30 September 2018.

### **PRINCIPAL ACTIVITY**

The company has been dormant as defined in section 1169 of the Companies Act 2006 throughout the year and preceding financial year. It is anticipated that the company will remain dormant for the foreseeable future. Key performance indicators are not considered necessary for an understanding of the development, performance or position of the business of the company. There are no risks or uncertainties facing the company including those within the context of the use of financial instruments.

### **SHARE CAPITAL**

The Company was incorporated as a private company limited by guarantee without a share capital.

### **DIRECTORS**

The Directors who served during the year were as follows:

Mr J Hutchens  
Mr D Smith

The current Directors of the Company are detailed on page 1.

### **THIRD-PARTY INDEMNITY PROVISIONS**

The Company has made qualifying third-party indemnity provisions for the benefit of its Directors, which were made during the year and remain in force to the date of this report.

Approved by the Board and signed on its behalf by:



Mr D Smith  
Director  
Date: 18 March 2019  
Southgate House  
Archer Street  
Darlington  
County Durham DL3 6AH

**BALANCE SHEET**  
**As at 30 September 2018**

			2018	2017
	Notes	£	£	£
<b>CURRENT ASSETS</b>				
Debtors	4	<u>58,216</u>	<u>58,216</u>	<u>58,216</u>
<b>CREDITORS: amounts falling due within one year</b>	5	<u>(493)</u>	<u>(493)</u>	
<b>NET CURRENT ASSETS</b>			<u>57,723</u>	<u>57,723</u>
<b>NET ASSETS</b>			<u>57,723</u>	<u>57,723</u>
<b>CAPITAL AND RESERVES</b>				
Profit and loss account	6		<u>57,723</u>	<u>57,723</u>
<b>RESERVES</b>			<u>57,723</u>	<u>57,723</u>

Libra GuaranteeCo Limited (registered number 05324564) did not trade during the current period and has neither profit or loss, nor any other items of comprehensive income. There have been no movements in shareholders' funds during the current or preceding financial year. For the year ending 30 September 2018 the Company was entitled to exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies.

The members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476.

The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

These financial statements on pages 3 to 5 were approved and authorised for issue by the Board of Directors on 18 March 2019.

Signed on behalf of the Board of Directors



Mr D Smith  
 Director  
 Date: 18 March 2019

## NOTES TO THE FINANCIAL STATEMENTS

### For the year ended 30 September 2018

#### 1. ACCOUNTING POLICIES

The financial statements have been prepared under the historical cost convention and in accordance with applicable United Kingdom law and accounting standards. They have been applied consistently throughout the current and preceding year.

Libra GuaranteeCo Limited was incorporated in Great Britain and registered in England and Wales on 5 January 2005. The address of the registered office is on page 1. The Company is dormant.

The Company is limited by guarantee and as such has no share capital. The liability of each member, in the event of winding up shall not exceed £1. At 30 September 2018, the Company only has one member.

#### 2. PROFIT AND LOSS ACCOUNT

No profit and loss account is presented with these financial statements because the Company has not received income, incurred expenditure or recognised any other items of comprehensive income during either the current or preceding financial year. There have been no movements in shareholders' funds during the current or preceding financial year and therefore no statement of changes in equity has been included.

#### 3. INFORMATION REGARDING DIRECTORS AND EMPLOYEES

The Company had no employees during the current or preceding year.

None of the Directors received emoluments in relation to their services to the Company during the current or preceding year. Directors' emoluments have been borne by HC-One Limited, a group undertaking during the current and preceding year, and were not recharged to the Company.

#### 4. DEBTORS

	2018	2017
	£	£
Amount owed by group undertaking	58,216	58,216

Amounts due by group undertakings are due on demand bearing no interest. All amounts relate to unsecured debt.

#### 5. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2018	2017
	£	£
Amount due to group undertaking	493	493
	493	493

Amounts due to group undertakings are due on demand bearing no interest. All amounts relate to unsecured loans.

#### 6. PROFIT AND LOSS ACCOUNT

	2018	2017
	£	£
At 1 October	57,723	57,723
Profit for the year	-	-
At 30 September	57,723	57,723

**NOTES TO THE FINANCIAL STATEMENTS (Continued)**  
**For the year ended 30 September 2018**

**7. SUBSEQUENT EVENTS**

No subsequent events are noted between the year ended 30 September 2018 and the date of signing.

**8. RELATED PARTY TRANSACTIONS**

The Company has taken exemption provided under FRS 102 to not disclose intercompany transactions with other group undertakings within the FC Skyfall Upper Midco Limited group.

There are no transactions between the Company and the directors during the current year or the preceding year.

The cost of the annual return fee was borne by NHP Management Limited, a group undertaking, in the current and preceding year, without any right of reimbursement.

No other related party transaction is noted.

**9. CONTINGENT LIABILITIES**

The Company and its group undertakings are guarantors to a facility agreement entered into by FC Skyfall Bidco Limited, the Company's intermediate parent undertaking. The facility is secured by a fixed and floating charge over the group assets and unlimited guarantee from its group undertakings. As at 18 March 2019 the outstanding loan amount is £270.2m.

**10. ULTIMATE CONTROLLING PARTY**

The immediate parent undertaking is Libra CareCo Investments 2 Limited, a company incorporated in the United Kingdom and registered in England and Wales. The Directors regard FC Skyfall LP, a limited partnership incorporated and registered in the Cayman Islands, as the ultimate parent undertaking. There is no controlling party beyond FC Skyfall LP.

The largest group into which these financial statements are consolidated is FC Skyfall Holdco 3 Limited with registered office at c/o Trident Trust Company (Cayman) Limited, One Capital Place, Shedden Road, PO Box 847, George Town, Grand Cayman KY-1103.

The smallest group in which the results of the Company are consolidated is that headed by FC Skyfall Upper Midco Limited, a company incorporated in England and Wales. The registered address of FC Skyfall Upper Midco Limited is 25 Canada Square, Level 37, London, England, E14 5LQ.

Copies of financial statements of all the companies for the year ended 30 September 2018 are available from Companies House at Crown Way, Cardiff, Wales, CF14 3UZ.