

Registered number: 05957923

LB Holdings Intermediate 1 Limited

**Annual report and financial statements
for the year ended 30 November 2019**

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LB Holdings Intermediate 1 Limited

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LB Holdings Intermediate 1 Limited

Company Information

Directors	R Harper S Ross
Registered number	05957923
Registered office	1 Chamberlain Square CS Birmingham United Kingdom B3 3AX
Independent auditor	Mercer & Hole 21 Lombard Street London

LB Holdings Intermediate 1 Limited

Strategic report for the year ended 30 November 2019

The directors present the Strategic report for the year ended 30 November 2019.

Review of business and future developments

The ultimate parent undertaking, Lehman Brothers Holdings Inc., incorporated in the State of Delaware in the United States of America, filed for Chapter 11 bankruptcy protection on 15 September 2008.

On 6 December 2011, the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court") confirmed the modified Third Amended Joint Chapter 11 Plan for Lehman Brothers Holdings Inc. and its Affiliated Debtors (the "Plan") and on 6 March 2012, the "Effective Date" (as defined in the Plan) occurred. As a result of the effectiveness of the Plan, Lehman Brothers Holdings Inc. and its Affiliated Debtors ("Other Debtors", those entities which also filed Chapter 11 protection in the Bankruptcy Court) have emerged from bankruptcy.

The immediate parent company Lehman Brothers Holdings Plc, was placed into administration on 15 September 2008.

On 14 January 2009 the subsidiary undertaking of LB Holdings Intermediate 1 Limited, LB Holdings Intermediate 2 Limited, was placed into administration. The directors consider the fixed asset investments in subsidiary undertakings to be fully impaired.

Lehman Brothers International (Europe) went into administration on 15 September 2008.

On 20 December 2018 the indirectly held subsidiary undertaking, Lehman Brothers Nominees Limited, was placed into members' voluntary liquidation.

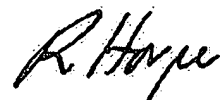
Key performance indicators

Given the nature of the company's activity, the directors are of the opinion that an analysis using key performance indicators is not necessary for an understanding of the development, performance or position of the business.

Future developments

The directors anticipate that the company will continue in existence for the foreseeable future until such time as its investments have been realised or otherwise disposed of and it ceases to have a trade.

On behalf of the board



R Harper
Director

16 October 2020

LB Holdings Intermediate 1 Limited

Directors' report for the year ended 30 November 2019

The directors present their report and the audited financial statements for the year ended 30 November 2019.

Principal activities

The principal activity of the company is that of an intermediate holding company.

Directors

The directors who held office during the year and to the date of signing the financial statements, were as follows:

R Harper
S Ross

Results and dividends

During the year the company received no income and incurred no costs. The result for the year is set out on page 8.

The directors do not recommend the payment of a dividend (2018: \$Nil).

Post balance sheet events

The recent Coronavirus ("COVID-19") outbreak was declared a pandemic by the World Health Organisation in March 2020. As a result there is a significant increase in economic uncertainty which is, for example, evidenced by more volatile asset prices and currency exchange rates. For the company's 30 November 2019 financial statements, the COVID-19 outbreak and the related impacts are considered non-adjusting events. Consequently, there is no impact on the recognition and measurement of assets and liabilities. The company has entered into no transactions in the year and has nil net assets as the directors are of the opinion there is currently no value in the company's investment in a subsidiary undertaking. At this time, the impact of COVID-19 is uncertain and difficult to assess, but could have an adverse impact on the value of this investment. However, the company's investment is already provided for in full in the financial statements. Any future impact will be in connection with the assessment of impairment to carrying value of this investment at future assessment dates.

Future developments

An indication of the likely future developments of the company is provided in the Strategic report.

Qualifying third party indemnity provisions

A qualifying third party indemnity provision as defined in Section 232(2) of the Companies Act 2006 is in force for the benefit of each of the directors in respect of liabilities incurred as a result of their office, to the extent permitted by law. The liability and indemnity insurance was still in place at the date of signing this report.

Schedule 4 Disclosures

Schedule 4 of the Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008 requires, in respect of interests in subsidiaries and other significant holdings in undertakings held by the group, details of the capital and reserves at the end of the year, and profit or loss for the year.

The directors have concluded that the subsidiary undertakings of LB Holdings Intermediate 1 Limited that are in administration are no longer controlled by the company and consequently these disclosures are not required. Disclosures have been made for those subsidiaries not in administration.

LB Holdings Intermediate 1 Limited

Directors' report (continued) for the year ended 30 November 2019

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 accounting estimates that are reasonable and prudent;
- state whether applicable United Kingdom Accounting Standards comprising FRS 102 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 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.

Statement of disclosure to auditor

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information of which the company's auditor is unaware. Additionally, the directors individually have taken all necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditor is aware of that information.

Auditor

In accordance with section 487 of the Companies Act 2006, the auditor will be deemed to be re-appointed and Mercer & Hole will therefore continue in office.

On behalf of board



R Harper
Director

16. October 2020

Independent auditor's report to the members of LB Holdings Intermediate 1 Limited

Opinion

We have audited the financial statements of LB Holdings Intermediate 1 Limited (the 'company') for the year ended 30 November 2019, which comprise the Statement of Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 30 November 2019 and of its result for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; 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 under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusion relating to going concern

In forming our opinion on the financial statements, which is not modified, we have considered the adequacy of the disclosures made in note 1.2 to the financial statements concerning the company's ability to continue as a going concern. The matter explained in note 1.2 to the financial statements indicates the existence of a material uncertainty which may cast significant doubt about the company's ability to continue as a going concern. The financial statements do not include the adjustments that would result if the company was unable to continue as a going concern.

Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Independent auditor's report to the members of LB Holdings Intermediate 1 Limited (continued)

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Strategic report and the Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic report and the Directors' report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report on exceptions

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the Strategic report or the Directors' report.

We have nothing to report in respect of the following matters in relation to which 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 prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the Directors' Report and take advantage of the small companies exemption from the requirement to prepare a Strategic Report.

Responsibilities of directors

As explained more fully in the Directors' responsibilities statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for 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 the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Independent auditor's report to the members of LB Holdings Intermediate 1 Limited (continued)

Auditor's responsibilities for the audit of the financial statements

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 an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a 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 the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Use of our report

This report is made solely to the company's members 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 for our audit work, for this report, or for the opinions we have formed.



Andrew Crook BA ACA (Senior Statutory Auditor)

**for and on behalf of Mercer & Hole
Chartered Accountants
Statutory Auditor**

21 Lombard Street
London
EC3V 9AH
21 October 2020

LB Holdings Intermediate 1 Limited

Statement of comprehensive income for the year ended 30 November 2019

	Note	2019 \$000	2018 \$000
Profit before taxation		-	-
Taxation	5	-	-
Profit for the year		-	-

The statement of comprehensive income has been prepared on the basis that all operations are continuing.

LB Holdings Intermediate 1 Limited

Registered number: 05957923

Balance sheet as at 30 November 2019

	Note	2019 \$000	2018 \$000
Fixed Assets			
Investments	6	-	-
Net assets		-	-
Capital and reserves			
Called up share capital	7	5,736,000	5,736,000
Profit and loss reserves		(5,736,000)	(5,736,000)
Total equity		-	-

The notes on pages 11 to 15 are an integral part of these financial statements.

The financial statements on pages 8 to 15 were approved by the board of directors and authorised for issue on *16 October* 2020 and are signed on its behalf by:


R Harper
Director

LB Holdings Intermediate 1 Limited

Statement of changes in equity for the year ended 30 November 2019

	Called up share capital \$000	Profit and loss reserves \$000	Total equity \$000
At 1 December 2018	5,736,000	(5,736,000)	-
At 30 November 2019	5,736,000	(5,736,000)	-

Statement of changes in equity for the year ended 30 November 2018

	Called up share capital \$000	Profit and loss reserves \$000	Total equity \$000
At 1 December 2017	5,736,000	(5,736,000)	-
At 30 November 2018	5,736,000	(5,736,000)	-

LB Holdings Intermediate 1 Limited

Notes to the financial statements for the year ended 30 November 2019

1. Accounting policies

Company information

The company is a private company limited by shares and is incorporated and domiciled in England. The address of its registered office is 1 Chamberlain Square CS, Birmingham, United Kingdom, B3 3AX.

1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and the Republic of Ireland" ("FRS 102") and the Companies Act 2006.

The financial statements are prepared in US dollars, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest thousand.

The financial statements have been prepared under the historical cost convention. The principal accounting policies adopted are set out below.

A cash flow statement has not been prepared as there were no cash flow movements in either this or the prior year.

1.2 Going concern

The accounts have been prepared on a going concern basis as the company continues to hold investments in subsidiary undertakings, although it entered into no transactions in the year and has nil net assets as the directors are of the opinion there is currently no value in the company's investments. This and the factors discussed in the Strategic Report regarding the administration of the parent company, indicates a material uncertainty concerning the company's future. This may cast significant doubt on the company's ability to continue as a going concern. The directors do not believe that any potential impact COVID-19 might have on the company's investment will change this assessment.

1.3 Schedule 4 disclosures

Schedule 4 of the Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008 requires, in respect of interests in subsidiaries and other significant holdings in undertakings held by the group, details of the capital and reserves at the end of the year, and profit or loss for the year.

The directors have concluded that the subsidiary undertakings of LB Holdings Intermediate 1 Limited which are in administration are no longer controlled by the company and consequently these disclosures are not required. As for the remaining subsidiary undertaking that is not in administration, the Schedule 4 disclosures have been made as required.

1.4 Fixed asset investments

Investments in subsidiary undertakings are stated at underlying net asset value. Any permanent diminution in the net asset value of an investment as compared to historical cost is charged to the statement of comprehensive income. In all other cases the difference between net asset value and historical cost is charged or credited to a revaluation reserve.

1.5 Exemption from preparation of group accounts

Group accounts have not been prepared as the company has taken advantage of the exemption in Section 405 (3) (a) of Companies Act 2006.

LB Holdings Intermediate 1 Limited

Notes to the financial statements for the year ended 30 November 2019

1. Accounting policies (continued)

1.6 Equity instruments

Equity instruments issued by the company are recorded as the proceeds received, net of direct issue costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

1.7 Related party transactions

The company discloses transactions with related parties which are not wholly owned within the same group. It does not disclose transactions with members of the same group that are wholly owned.

1.8 Foreign exchange

Transactions in currencies other than US dollars are recorded at the rates of exchange prevailing at the dates of the transactions. At each reporting end date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the reporting end dates. Gains and losses arising on translation are included in the profit and loss account for the period.

2. Judgements in applying accounting policies and key sources of estimation uncertainty

In the application of the company's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

Valuation of investments

The company reviews the carrying value of fixed asset investments and the associated impairment provision required. The company calculates the impairment based on the value in use represented by the associate undertaking. See note 6 for the carrying value of the fixed asset investments.

3. Employees and directors

Employees

The company has no employees during the year (2018: Nil).

Directors

The directors of the company during the year were also directors of LB SF Warehouse Limited in whose financial statements the information required by the Companies Act 2006 as regards directors emoluments will be given.

LB Holdings Intermediate 1 Limited

Notes to the financial statements for the year ended 30 November 2019

4. Auditor's remuneration

Auditors' remuneration is borne by a fellow subsidiary and hence does not form part of the other charges in LB Holdings Intermediate 1 Limited.

5. Taxation

	2019 \$000	2018 \$000
Current tax		
Total current tax	-	-

Factors affecting tax charge for the year

There were no factors affecting the current tax charge.

6. Fixed asset investments

In the opinion of the directors, the aggregate value of the fixed asset investments is not less than the amount at which they are stated in the accounts.

	\$000
Cost:	
At 1 December 2018 and 30 November 2019	5,736,000
Impairments	
At 1 December 2018 and 30 November 2019	5,736,000
Net book value	
At 30 November 2019	-
At 30 November 2018	-

LB Holdings Intermediate 1 Limited

Notes to the financial statements for the year ended 30 November 2019

6. Fixed asset investments (continued)

The following information as at 30 November 2019 relates to the principal subsidiaries of LB Holdings Intermediate 1 Limited, all of which are registered in England and Wales and held by subsidiaries of the company unless indicated.

In all cases, the net book value of the investments was \$Nil (2018: \$Nil).

Name of company	Description of shares held by company	Proportion of nominal value and voting rights of shares held	Principal activity
LB Holdings Intermediate 2 Limited (In administration) 7 More London Riverside, London	Ordinary	100%	Holding company
Lehman Brothers International (Europe) (In administration)* Level 23,25 Canada Square, London	Ordinary	100%	Fixed Income, equities, broking and trading
Lehman Brothers Nominees Limited* (Under members' voluntary liquidation) Level 23,25 Canada Square, London	Ordinary	100%	Nominees

*Held indirectly by the company.

LB Holdings Intermediate 2 Limited went into administration on 14 January 2009.

Lehman Brothers International (Europe) went into administration on 15 September 2008.

The following information is taken from the audited financial statements of Lehman Brothers Nominees Limited at 30 November 2017.

Lehman Brothers Nominees Limited was placed into members' voluntary liquidation on 20 December 2018.

	Capital and reserves £	Loss for the period £
Lehman Brothers Nominees Limited	1,143,134	90,453

7. Called up share capital

	2019 \$000	2018 \$000
Ordinary share capital Issued and fully paid		
5,736,000,001 (2018: 5,736,000,001) ordinary shares of \$1 each	5,736,000	5,736,000

LB Holdings Intermediate 1 Limited

Notes to the financial statements for the year ended 30 November 2019

8. Controlling party

The immediate parent company Lehman Brothers Holdings Plc was placed into administration on 15 September 2008.

The ultimate parent undertaking, Lehman Brothers Holdings Inc., incorporated in the State of Delaware in the United States of America, filed for Chapter 11 bankruptcy protection on 15 September 2008. On 6 December 2011, the United States Bankruptcy Court for the Southern District of New York confirmed the modified Third Amended Joint Chapter 11 Plan for Lehman Brothers Holdings Inc. and its Affiliated Debtors and on 6 March 2012, the "Effective Date" occurred. As a result of the effectiveness of the Plan, Lehman Brothers Holdings Inc. and its Affiliated Debtors have emerged from bankruptcy.

No member of the immediate parent undertaking or ultimate parent company group produces consolidated financial statements.

9. Post balance sheet events

The recent Coronavirus ("COVID-19") outbreak was declared a pandemic by the World Health Organisation in March 2020. As a result there is a significant increase in economic uncertainty which is, for example, evidenced by more volatile asset prices and currency exchange rates. For the company's 30 November 2019 financial statements, the COVID-19 outbreak and the related impacts are considered non-adjusting events. Consequently, there is no impact on the recognition and measurement of assets and liabilities. The company has entered into no transactions in the year and has nil net assets as the directors are of the opinion there is currently no value in the company's investment in a subsidiary undertaking. At this time, the impact of COVID-19 is uncertain and difficult to assess, but could have an adverse impact on the value of this investment. However, the company's investment is already provided for in full in the financial statements. Any future impact will be in connection with the assessment of impairment to carrying value of this investment at future assessment dates.