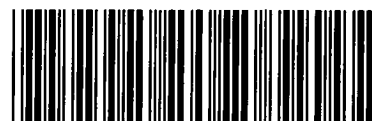


UK Process Services Limited

Directors' Report and Financial Statements

Financial Year Ended 31 December 2018

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DIRECTORS AND OTHER INFORMATION

Board of Directors

Dr Thomas B Courtney
Jacqueline McGowan-Smyth
David Molloy
Brian P O'Gorman
Nial Whelan

Solicitors

Arthur Cox
Ten Earlsfort Terrace
Dublin 2
D02 T380
Ireland

Secretary and Registered Office

Bradwell Limited
c/o Arthur Cox
12 Gough Square
London EC4 3DW
England

Auditors

PricewaterhouseCoopers
Chartered Accountants and Statutory Audit Firm
One Spencer Dock
North Wall Quay
Dublin 1
D01 X9R7
Ireland

Company number

06000611

DIRECTORS' REPORT

The directors present herewith the audited financial statements of the company for the year ended 31 December 2018.

Principal activity

The company was incorporated on 7 December 2007. The company has not commenced trading. It acts to provide a process service for client companies in the UK.

Results

The company has not traded during the year and has made neither a profit nor a loss.

Dividends

The directors do not recommend the payment of a dividend in respect of the year ended 31 December 2018.

Directors

The directors of the company at 31 December 2018 were:

Dr Thomas B Courtney
Ms Jacqueline McGowan-Smyth
Mr David Molloy
Mr Brian P O'Gorman
Mr Nial Whelan

Mr Aiden Small resigned as a director on 28 February 2018 and was replaced by Mr David Molloy on the same date. There were no other changes during or since the end of the financial year.

Statement of directors' responsibilities

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, 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 UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- 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 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.

Political and charitable contributions

The company made no political contributions or donations to UK charities during the current year or prior year.

DIRECTORS' REPORT - continued

Disclosure of information to auditors

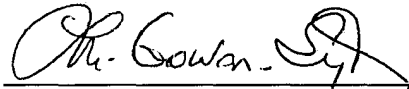
The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the company's auditors are unaware; and each director has taken all the steps that he or she ought to have taken as a director to make himself or herself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

On behalf of the board



Nial Whelan
Director

Date: 28 August 2019



Jacqueline McGowan-Smyth
Director

Date: 28 August 2019



Independent auditors' report to the members of UK Process Services Limited

Report on the audit of the financial statements

Opinion

In our opinion, UK Process Services Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2018 and of its result and cash flows for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Directors' Report and Financial Statements (the "Annual Report"), which comprise:

- the balance sheet as at 31 December 2018;
- the statement of total comprehensive income;
- the statement of cash flows;
- the statement of changes in equity for the year then ended; and
- the notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

ISAs (UK) require us to report to you when:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

We have nothing to report in respect of the above matters.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern. For example, the terms on which the United Kingdom may withdraw from the European Union are not clear, and it is difficult to evaluate all of the potential implications on the company's trade, customers, suppliers and the wider economy.



Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance 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 an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of 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 based on these responsibilities.

With respect to the Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

Directors' Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Directors' Report for the year ended 31 December 2018 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Directors' Report.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Statement of Directors' Responsibilities set out on page 3, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also 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.

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.

Auditors' 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 auditors' 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 FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.



Other required reporting

Companies Act 2006 exception reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.

A handwritten signature in black ink, appearing to read 'Damian Byrne'.

Damian Byrne (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers
Chartered Accountants and Statutory Auditors
Dublin
28 August 2019

STATEMENT OF TOTAL COMPREHENSIVE INCOME
Financial Year Ended 31 December 2018

The company did not trade during the financial period and preceding financial year and received no income and incurred no expenditure. Consequently there are no recognised gains or losses.

BALANCE SHEET
As at 31 December 2018

		2018	2017
	Note	£	£
Amount due from shareholder		<u>1</u>	<u>1</u>
Called up share capital - equity	4	<u>1</u>	<u>1</u>

On behalf of the board



Nial Whelan
Director

Date: 28 August 2019



Jacqueline McGowan-Smyth
Director

Date: 28 August 2019

STATEMENT OF CHANGES IN EQUITY
Financial Year Ended 31 December 2018

	Called-up share capital presented as equity	Profit and loss account	Total
	£	£	£
Balance at 1 January 2017	1	-	1
Profit for the financial year	-	-	-
Total comprehensive income for the financial year	<u>1</u>	<u>-</u>	<u>1</u>
Balance at 31 December 2017	<u>1</u>	<u>-</u>	<u>1</u>
Balance at 1 January 2018	1	-	1
Profit for the financial year	-	-	-
Total comprehensive income for the financial year	<u>1</u>	<u>-</u>	<u>1</u>
Balance at 31 December 2018	<u>1</u>	<u>-</u>	<u>1</u>

STATEMENT OF CASH FLOWS
Financial Year Ended 31 December 2018

	2018	2017
	£	£
Cash from operations	-	-
Taxation paid	-	-
Net cash generated from operating activities	-	-
Cash flows from investing activities		
Interest received	-	-
Dividends received	-	-
Net cash used in investing activities	-	-
Cash flows from financing activities		
Proceeds from issue of ordinary share capital (net of costs of issue)	-	-
Interest paid	-	-
Net cash used in financing activities	-	-
Net increase in cash at bank and in hand	-	-
Cash and cash equivalents at the beginning of the year	1	1
Cash and cash equivalents at the end of the year	1	1
Cash and cash equivalents consists of:		
Cash at bank and in hand	1	1
Short term deposits (included in current asset investments)	-	-
Cash and cash equivalents	1	1

NOTES TO THE FINANCIAL STATEMENTS

1 General information

Principal activity and review of business

The company was incorporated on 7 December 2007. The company has not commenced trading. It acts to provide a process service for client companies in the UK.

The company's holding company is 100% beneficially owned by the partners of Arthur Cox. Consolidated financial statements are not prepared in accordance with the provisions of the European Communities (Companies: Group Accounts) Regulations, 1992.

2 Statement of compliance

The entity financial statements have been prepared on a going concern basis and in accordance with Irish GAAP (accounting standards issued by the Financial Reporting Council of the UK and promulgated by the Institute of Chartered Accountants in Ireland and the Companies Act 2006). The entity financial statements comply with Financial Reporting Standard 102, *The Financial Reporting Standard applicable in the UK and Republic of Ireland* (FRS 102) and the Companies Act 2006.

3 Summary of significant accounting policies

The significant accounting policies used in the preparation of the entity financial statements are set out below. These policies have been consistently applied to all financial years presented, unless otherwise stated.

(a) Basis of preparation

The entity financial statements have been prepared under the historical cost convention, as modified by the measurement of certain financial assets and liabilities at fair value through profit or loss and the measurement of freehold land and buildings at their deemed cost.

The preparation of financial statements in conformity with FRS 102 requires the use of certain key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the financial year. It also requires the directors to exercise its judgement in the process of applying the company's accounting policies.

(b) Going concern

After making enquiries, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Therefore these entity financial statements have been prepared on a going concern basis.

The significant accounting policies adopted by the company are as follows:

(c) Financial instruments

The company has chosen to apply the provisions of sections 11 and 12 of FRS 102 to account for all of its financial instruments.

(i) Financial assets

Basic financial assets, including cash and cash equivalents, are initially recognised at transaction price (including transaction costs), unless the arrangement constitutes a financing transaction. Where the arrangement constitutes a financing transaction the resulting financial asset is initially measured at the present value of the future receipts discounted at a market rate of interest for a similar debt instrument.

NOTES TO THE FINANCIAL STATEMENTS - continued

3 Summary of significant accounting policies - continued

(d) Share capital presented as equity

Equity shares issued are recognised at the proceeds received and presented as share capital and share premium. Incremental costs directly attributable to the issue of new equity shares or options are shown in equity as a deduction, net of tax, from the proceeds.

4 Share capital	2018	2017
	£	£
Authorised:		
100 ordinary shares of £1 each	<u>100</u>	<u>100</u>
Issued and fully paid:		
1 ordinary share of £1	<u>1</u>	<u>1</u>

5 Directors and secretary's interests

The directors and secretary had no beneficial interests in the shares of the company.

6 Holding company

The company's holding company is 100% beneficially owned by the partners of Arthur Cox. Consolidated financial statements are not prepared in accordance with the provisions of the European Communities (Companies: Group Accounts) Regulations, 1992.

7 Approval of financial statements

The financial statements were approved by the directors on 28 August 2019.