

Company Registration Number 09230831



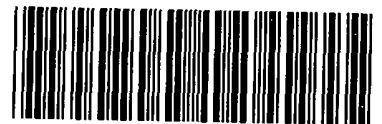
## **Hampden & Co GP Limited**

**Annual Report and Financial  
Statements**

*For the period 23 September 2014*

*to 31 December 2014*

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**HAMPDEN & CO GP LIMITED**  
**ANNUAL REPORT AND FINANCIAL STATEMENTS**  
**PERIOD FROM 23 SEPTEMBER 2014 TO 31 DECEMBER 2014**

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# **HAMPDEN & CO GP LIMITED**

## **COMPANY INFORMATION**

<b>The board of directors</b>	S J Harris C G Camroux-Oliver
<b>Company secretary</b>	Hampden Legal PLC
<b>Registered office</b>	Hampden House Great Hampden Great Missenden Buckinghamshire England HP16 9RD
<b>Registered number</b>	09230831
<b>Registered auditor</b>	Carter Backer Winter LLP Chartered Accountants & Statutory Auditor 66 Prescott Street London E1 8NN

# **HAMPDEN & CO GP LIMITED**

## **DIRECTORS' REPORT**

### **PERIOD FROM 23 SEPTEMBER 2014 TO 31 DECEMBER 2014**

The directors present their report and the financial statements of the company for the period from 23 September 2014 to 31 December 2014.

#### **INCORPORATION**

The company was incorporated on 23 September 2014.

#### **PRINCIPAL ACTIVITIES**

The principal activity of the company during the period was to hold an investment in a limited partnership.

#### **DIRECTORS**

The directors who served the company during the period and subsequently were as follows:

S J Harris  
C G Camroux-Oliver  
J R H Evans  
Nomina Plc

S J Harris was appointed as a director on 7 November 2014.

C G Camroux-Oliver was appointed as a director on 7 November 2014.

J R H Evans was appointed as a director on 23 September 2014.

Nomina Plc was appointed as a director on 23 September 2014.

J R H Evans retired as a director on 7 November 2014.

Nomina Plc retired as a director on 7 November 2014.

During the year the company maintained liability insurance for its directors and officers.

#### **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 those 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;
- 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.

# **HAMPDEN & CO GP LIMITED**

## **DIRECTORS' REPORT** *(continued)*

### **PERIOD FROM 23 SEPTEMBER 2014 TO 31 DECEMBER 2014**

#### **PROVISION OF INFORMATION TO THE AUDITOR**

In so far as the directors are aware:

- there is no relevant audit information of which the company's auditor is unaware; and
- the directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

#### **AUDITOR**

Carter Backer Winter LLP are deemed to be re-appointed under section 487(2) of the Companies Act 2006.

#### **SMALL COMPANY PROVISIONS**

This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

Signed on behalf of the directors



Stephen Harris For and on behalf of Hampden Legal Plc  
Company secretary

Approved by the directors on 23 April 2015

# **HAMPDEN & CO GP LIMITED**

## **INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF HAMPDEN & CO GP LIMITED**

### **PERIOD FROM 23 SEPTEMBER 2014 TO 31 DECEMBER 2014**

We have audited the financial statements of Hampden & Co GP Limited for the period from 23 September 2014 to 31 December 2014 which comprise the Balance Sheet and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

This report is made solely to the company's shareholders, 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 shareholders 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 shareholders 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 Ethical Standards for Auditors.

#### **SCOPE OF THE AUDIT OF THE FINANCIAL STATEMENTS**

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

#### **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 result for the period 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.

#### **OPINION ON OTHER MATTER PRESCRIBED BY THE COMPANIES ACT 2006**

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

# **HAMPDEN & CO GP LIMITED**

## **INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF HAMPDEN & CO GP LIMITED (continued)**

**PERIOD FROM 23 SEPTEMBER 2014 TO 31 DECEMBER 2014**

### **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 prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption in preparing the directors' report.

*Carter Backer Winter LLP*

PAUL SMETHURST BA FCA (Senior Statutory Auditor)  
For and on behalf of  
CARTER BACKER WINTER LLP  
Chartered Accountants & Statutory Auditor

66 Prescott Street  
London  
E1 8NN

23 April 2015

# **HAMPDEN & CO GP LIMITED**

## **BALANCE SHEET**

**31 DECEMBER 2014**

	Note	31 Dec 14 £
<b>FIXED ASSETS</b>		
Investments	3	<u>1</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<u><u>1</u></u>
<b>CAPITAL AND RESERVES</b>		
Called-up equity share capital	5	<u>1</u>
<b>SHAREHOLDERS' FUNDS</b>	6	<u><u>1</u></u>

These accounts were approved by the directors and authorised for issue on 23 April 2015, and are signed on their behalf by:



C G Camroux-Oliver  
Director

Company Registration Number: 09230831.

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



# **HAMPDEN & CO GP LIMITED**

## **NOTES TO THE FINANCIAL STATEMENTS**

### **PERIOD FROM 23 SEPTEMBER 2014 TO 31 DECEMBER 2014**

#### **1. ACCOUNTING POLICIES**

##### **Basis of accounting**

The financial statements have been prepared under the historical cost convention, and in accordance with applicable UK accounting standards.

##### **Going concern**

The financial statements have been prepared on the going concern basis as the directors believe that the probability of any future liability arising from the company's position as general partner of the LP shown in note 3 is remote as the LP is yet to start trading.

##### **Cash flow statement**

The directors have taken advantage of the exemption in Financial Reporting Standard No 1 (revised) from including a cash flow statement in the financial statements on the grounds that the company is wholly owned and its ultimate parent company publishes a consolidated cash flow statement.

##### **Deferred taxation**

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date. Timing differences are differences between taxable profits and the results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

A net deferred tax asset is regarded as recoverable and therefore recognised, only when it can be regarded as more likely than not there will be suitable taxable profits from which the future reversal of underlying timing differences can be deducted.

Deferred tax is measured on a non-discounted basis at the average rates that are expected to apply in the periods in which the timing differences are expected to reverse, based on tax rates and laws enacted by the balance sheet date.

##### **Financial instruments**

Financial instruments are classified and accounted for, according to the substance of the contractual agreement, as either financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

Where the contractual obligations of financial instruments (including share capital) are equivalent to a similar debt instrument, those financial instruments are classed as financial liabilities. Financial liabilities are presented as such in the balance sheet. Finance costs and gains or losses relating to financial liabilities are included in the profit and loss account. Finance costs are calculated so as to produce a constant rate of return on the outstanding liability.

Where the contractual terms of share capital do not have any terms meeting the definition of a financial liability then this is classed as an equity instrument. Dividends and distributions relating to equity instruments are debited direct to equity.

# HAMPDEN & CO GP LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

### PERIOD FROM 23 SEPTEMBER 2014 TO 31 DECEMBER 2014

#### 2. PROFIT AND LOSS ACCOUNT

The company did not trade during the period and has made neither a profit nor a loss. No Profit and Loss Account has therefore been prepared.

#### 3. INVESTMENTS

	Investment in limited partnership £
<b>COST</b>	
Additions	<u>1</u>
At 31 December 2014	<u>1</u>
<b>NET BOOK VALUE</b>	
At 31 December 2014	<u>1</u>

#### 4. RELATED PARTY TRANSACTIONS

Disclosure of transactions with entities that are part of the group is not required as 100% of the voting rights of the company are controlled within the group. No other material related party transactions were undertaken during the year.

#### 5. SHARE CAPITAL

Allotted, called up and fully paid:

	No	£
Ordinary shares of £1 each	<u>1</u>	<u>1</u>

#### 6. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	31 Dec 14 £
New ordinary share capital subscribed	<u>1</u>
Net addition to shareholders' funds	<u>1</u>
Closing shareholders' funds	<u>1</u>

# **HAMPDEN & CO GP LIMITED**

## **NOTES TO THE FINANCIAL STATEMENTS**

### **PERIOD FROM 23 SEPTEMBER 2014 TO 31 DECEMBER 2014**

#### **7. ULTIMATE PARENT COMPANY**

The directors consider Hampden Holdings Limited to be the company's both immediate and ultimate parent company.

The company's information is consolidated in the financial statements of Hampden Holdings Limited. Their consolidated financial statements are being prepared to 31 December 2014. The principal place of business for the company is:

Hampden House  
Great Hampden  
Great Missenden  
Buckinghamshire  
HP16 9RD

Copies of the consolidated financial statements of Hampden Holdings Limited can be obtained from the below address.

Hampden House  
Great Hampden  
Great Missenden  
Buckinghamshire  
HP16 9RD