Company Registration No. 03971521

De Beers Intangibles Limited

Annual Report and Financial Statements

For the year ended 31 December 2017



De Beers Intangibles Limited

Annual report and financial statements for the year ended 31 December 2017

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De Beers Intangibles Limited

Officers and professional advisers

Directors

L D Hazelwood
S C Lussier
F Sallie

Company Secretary

Anglo American Corporate Secretary Limited

Registered Office

20 Carlton House Terrace
London
United Kingdom
SWIY 5AN

Auditor

Deloitte LLP
Statutory Auditor
London
United Kingdom

De Beers Intangibles Limited

Directors' report

The directors present their annual report on the affairs of De Beers Intangibles Limited ("the Company") a company limited by shares, together with the financial statements and auditor's report for the year ended 31 December 2017. The exemption not to prepare a strategic report allowed under Companies Act 2006 s415A has been taken in preparing these financial statements.

Principal activities, business review and future prospects

The directors expect the level of activity to remain consistent with 2017 in the forthcoming year. The Company's principal activity is to hold intellectual property rights. De Beers Intangibles Limited has an agreement with another group company, which has developed the technology for branding diamonds.

Going concern

After making enquiries, the directors have a reasonable expectation that the company has adequate resources to continue in existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the financial statements.

Results and dividends

The Company did not trade during this financial year or the prior year.

The directors do not recommend the payment of a dividend (2016: £nil).

Subsequent events

As at 28 June 2018 there were no material events subsequent to the reporting date.

Directors and their interests

The directors who served throughout the year and up to the date of signing these financial statements were as follows:

L D Hazelwood
F Sallie
S C Lussier

Auditor

Each of the persons who is a director at the date of approval of this report confirms that:

- so far as the director is aware, there is no relevant audit information of which the Company's auditor is unaware; and
- the director has taken all the steps that he/she ought to have taken as a director in order to make himself/herself aware of any relevant audit information and to establish that the company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

Under section 487(2) of the Companies Act 2006, Deloitte LLP will be deemed to have been reappointed as auditor 28 days after these financial statements were sent to members or 28 days after the latest date prescribed for filing the financial statements with the registrar, whichever is earlier.

Approved by the Board of Directors and signed on behalf of the Board



F Sallie
Director
28 June 2018

De Beers Intangibles Limited

Directors' responsibilities statement

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), including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland". 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;
- 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.

Independent auditor's report to the members of De Beers Intangibles Limited

Report on the audit of the financial statements

Opinion
In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2017 and of its result for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements of De Beers Intangibles Limited (the 'company') which comprise:

- the balance sheet
- the related notes 1 to 6.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

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.

Conclusions relating to going concern
We are required by ISAs (UK) to report in respect of the following matters where:

- the directors' use of the going concern basis of accounting in 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 these matters.

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 respect of these matters.

Independent auditor's report to the members of De Beers Intangibles Limited (continued)

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.

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, 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.

Report on other legal and regulatory requirements

Opinions on other matters prescribed by the Companies Act 2006
In our opinion, based on the work undertaken in the course of the audit:

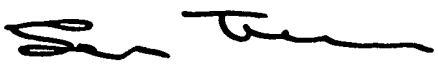
- the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report has been prepared in accordance with applicable legal requirements.

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 any material misstatements in the directors' report.

Matters on which we are required to report by exception
Under the Companies Act 2006 we are required to report in respect of the following matters 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.
- 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 from the requirement to prepare a strategic report.

We have nothing to report in respect of these matters.



Jonathan Thomson (Senior Statutory Auditor)
For and on behalf of Deloitte LLP
Statutory Auditor
London, United Kingdom
29 June 2018

De Beers Intangibles Limited

Balance Sheet
As at 31 December 2017

	Notes	2017 £	2016 £
Fixed assets			
Investments	4	100	100
Current assets			
Amount due from parent undertaking for shares	5	1	1
Creditors: amounts falling due within one year		(100)	(100)
Net current liabilities		(100)	(100)
Net assets		1	1
Capital and reserves			
Called-up share capital not paid	5	1	1
Shareholders' funds		1	1

The Company (registration no. 03971521) has made neither a profit nor a loss nor any other recognised gain or loss in either year. Consequently no profit and loss account or statement of changes in equity is presented.

These financial statements of De Beers Intangibles Limited (company registration no. 03971521) were approved by the Board of Directors and authorised for issue on 28 June 2018.

Signed on behalf of the Board of Directors:

F Sallie

Director

28 June 2018

Notes to the financial statements
For the year ended 31 December 2017

1. Significant accounting policies

The principal accounting policies are summarised below. They have all been applied consistently throughout the year and the preceding year.

General information and basis of accounting

The financial statements have been prepared under the historical cost convention and in accordance with Financial Reporting Standard 102 (FRS 102) issued by the Financial Reporting Council.

Exemptions under FRS 102 have been taken in relation to intra-group transactions and the presentation of a cash flow statement.

As a consequence of adopting FRS 102 no changes to accounting policies or adjustments to prior year balances were required.

De Beers Intangibles Limited is a Company incorporated in the United Kingdom under the Companies Act. The address of the registered office is given on page 1. The nature of the Company's operations and its principal activities are set out in the Directors' report on page 2.

Profit and loss account

The Company did not trade during the year, and therefore no profit and loss account has been prepared.

Investments

Investments are held at cost less any provision for impairment.

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. Accordingly, they continue to adopt the going concern basis in preparing the financial statements.

2. Information regarding directors and employees

The directors of the Company received no emoluments for their services in either the financial year or prior year.

The Company had no employees during either the financial year or prior year.

3. Audit fee

Fees payable to the Company's auditor for the audit of the Company's annual financial statements are £2,566 (2016: £2,510). This is borne by another group company in the current and previous year.

4. Investments

	2017 £	2016 £
De Beers Trademarks Limited	100	100

The Company owns 100% of the issued ordinary share capital of De Beers Trademarks Limited, a company registered in England and Wales. The nature of De Beers Trademarks Limited is to hold intellectual property rights. De Beers Trademarks Limited had an operating result after tax of £nil for the year ended 31 December 2017. At 31 December 2017, De Beers Trademarks Limited had capital and reserves of £100. This investment was originally paid for through a loan with the parent company.

The subsidiary falls within the exclusions provided for in section 405 of the 2006 Act (Companies Act group financial statements: subsidiary undertakings included in the consolidation) and has therefore not prepared consolidated accounts.

Notes to the financial statements (continued)
For the year ended 31 December 2017

4. **Investments (continued)**

The registered address for the subsidiary is as follows:

20 Carlton House Terrace
London
SW1Y 5AN
United Kingdom

5. **Called-up share capital**

	2017 £	2016 £
Allotted, called up and unpaid:		
1 Ordinary share of £1 (2016: 1)	1	1

6. **Parent undertaking and controlling party**

The Company's immediate parent undertaking is Riverbank Investments Limited, incorporated in the UK and registered in England and Wales.

The Company's directors regard Anglo American plc, incorporated in the UK, as the ultimate parent undertaking and controlling party of the group for which group financial statements are prepared, and of which the Company is a member.

De Beers plc, incorporated in Jersey is the smallest parent undertaking preparing consolidated financial statements for which the Company is a member. The address of the smallest parent undertaking's registered office is 44 Esplanade. St Helier, Jersey, JE4 9WG.

Copies of the ultimate parent company's and De Beers plc's financial statements can be obtained from:

20 Carlton House Terrace
London
SW IY SAN
United Kingdom