Maidencraig Investments (No.2) Limited

Registered number SC348367

Directors' report and financial statements
30 June 2016

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Company information

Directors	Sir Tom Farmer CVO CBE KCSG DL R M Petrie
Secretary	Mary Anne McAdam
Company number	SC348367
Registered office	Maidencraig House 192 Queensferry Road Edinburgh EH4 2BN

Directors' Report

The directors submit their report and financial statements for the eleven month period ended 30 June 2016.

Principal activities

The principal activity of the company during the year was as a holding company.

Business review

The Company has not traded since incorporation. The directors do not believe that the Company faces any significant risks. During the year the Company changed its accounting reference date to 30 June in line with other group companies. Accordingly the audited financial statements presented are for the eleven month period ended on 30 June 2016.

Directors

Sir Tom Farmer CVO CBE KCSG DL and R M Petrie held office throughout the period under review.

Disclosure of information to auditor

The directors who held office at the date of approval of this directors' report confirm that, so far as they are aware, there is no relevant audit information of which the Company's auditor is unaware; and they have taken all the steps that they ought to have taken as directors to make themselves aware of any relevant audit information and to establish that the Company's auditor is aware of that information

Auditor

Pursuant to Section 487 of the Companies Act 2006, the auditor will be deemed to be reappointed and KPMG LLP will therefore continue in office.

By order of the board

Mary Anne McAdam
Secretary
10 February 2017

Maidencraig House
192 Queensferry Road
Edinburgh, EH4 2BN

Statement of directors' responsibilities in respect of the Directors' Report and the financial statements

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 they have elected to prepare the financial statements in accordance with UK Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law), including Financial Reporting Standard 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 judgments 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; 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 enable them to ensure that the financial statements comply with the Companies Act 2006. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

KPMG LLP
20 Castle Terrace
Edinburgh
EH1 2EG
United Kingdom

Independent auditor's report to the members of Maidencraig Investments (No.2) Limited

We have audited the financial statements of Maidencraig Investments (No.2) Limited for the eleven month period ended 30 June 2016 set out on pages 5 to 8. 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), including Financial Reporting Standard 102.

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.

Respective responsibilities of directors and auditor

As explained more fully in the Directors' Responsibilities Statement set out on page 3, 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

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's web-site at www.frc.org.uk/auditscopeukprivate.

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 30 June 2016 and of its result for the eleven month period then ended;
- have been properly prepared in accordance with UK 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 year for which the financial statements are prepared is consistent with the financial statements.

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 take advantage of the small companies exemption from the requirements to prepare a strategic report.

Bruce Marks (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants
22 February 2017

Balance sheet
at 30 June 2016

	Notes	2016 £	2015 £
Fixed assets			
Investments in subsidiaries	3	2,250,102	2,250,102
Net assets		2,250,102	2,250,102
Capital and reserves			
Called up share capital	4	2,250,202	2,250,202
Profit and loss account		(100)	(100)
Shareholder's funds	5	2,250,102	2,250,102

These financial statements were approved by the board on 10 February 2017 and were signed on its behalf by:

R M Petrie
Director

Notes on pages 7 to 8 form part of these financial statements

Statement of Changes in Equity

	Called up Share capital	Profit and loss account	Total equity
	£	£	£
Balance at 1 August 2014	2,250,202	(100)	2,250,102
Total comprehensive income for the year			
Result for the year	-	-	-
Total comprehensive income for the year	-	-	-
Balance at 31 July 2015	**2,250,202**	**(100)**	**2,250,102**
Balance at 1 August 2015	2,250,202	(100)	2,250,102
Total comprehensive income for the period			
Result for the period	-	-	-
Total comprehensive income for the period	-	-	-
Balance at 30 June 2016	**2,250,202**	**(100)**	**2,250,102**

Notes *(forming part of the financial statements)*

1 Accounting policies

Company information
Maidencraig Investments (No.2) Limited is a private company limited by shares incorporated in Scotland. The registered office is Maidencraig House, 192 Queensferry Road, Edinburgh, EH4 2BN.

1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard Applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime. The disclosure of requirements of section 1A of RS 102 have been applied other than where additional disclosure is required to show a true and fair view.

The financial statements are prepared in sterling, which is the functional currency of the company.

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

These financial statements for the 11 month period to 30 June 2016 are the first financial statements of Maidencraig Investments (No.2) Limited prepared in accordance with FRS 102, The Financial Reporting Standard applicable in the UK and Republic of Ireland. The date of transition for FRS 102 was 1 August 2014. The reported financial position and financial performance for the previous periods are not affected by the transition to FRS 102.

1.2 Profit and loss account

During the current period and the preceding financial year the company did not trade and received no income and incurred no expenditure. Consequently, during those periods the company made neither a profit nor loss.

1.3 Investments

Investments are stated at cost less provision for impairment.

2 Staff numbers and costs

The Company has no employees. The Directors receive no remuneration from the Company (*2015: £nil*).

3 Investments

	2016	2015
	£	£
Investment in subsidiary undertaking	2,250,102	2,250,102

The investment held by the company represents the entire issued share capital of Maidencraig Investments (No.3) Limited, a holding company incorporated in Scotland.

Notes *(continued)*

4 Share capital

	2016 £	2015 £
Authorised		
Ordinary shares of £1 each	**3,000,000**	3,000,000
Allotted and called up		
2,250,202 ordinary shares of £1	**2,250,202**	2,250,202

5 Parent company, related group undertakings and ultimate controlling party

The largest group in which the results of the Company are consolidated is that headed by Maidencraig Investments (No.1) Limited incorporated in Scotland. The consolidated financial statements of that company are available to the public and may be obtained from Companies House, 4th Floor, Edinburgh Quay 2, 139 Fountainbridge, Edinburgh EH3 9FF. No other group financial statements include the results of the Company.

The Company's related group undertakings are the immediate and ultimate parent companies stated above and the subsidiary company stated in note 3.

The Company's ultimate controlling party is Sir Tom Farmer CVO CBE KCSG DL.

6 Accounting estimates and judgements

Key sources of estimation uncertainty

For financial reporting purposes, the directors have not identified any key sources of estimation uncertainty related to the Company.

7 Explanation of transition to FRS 102 from old UK GAAP

As stated in note 1, these are the Company's first financial statements prepared in accordance with FRS 102.

The accounting policies set out in note 1 have been applied in preparing the financial statements for the eleven month period ended 30 June 2016 and the comparative information presented in these financial statements for the year ended 31 July 2015.

In preparing its FRS 102 balance sheet, the Company has not adjusted amounts reported previously in financial statements prepared in accordance with its old basis of accounting (UK GAAP).