

Dominbank Nominees Limited
Directors' Report and Financial Statements
for the year ended 31 October 2015

Registered Number 00326877

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Dominbank Nominees Limited

Directors' Report and Financial Statements

for the year ended 31 October 2015

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Dominbank Nominees Limited

Directors' report for the year ended 31 October 2015

The directors submit their report and unaudited financial statements for the year ended 31 October 2015.

Principal Activity

The Company may hold in its name securities beneficially owned by customers of The Toronto-Dominion Bank, (the "Bank") and TD Bank Europe Limited. All transactions relating to such securities are carried out by the Bank. The Company has not traded since its incorporation.

The Company may also be elected by the Bank to subscribe in small numbers of shares of companies within the TD Bank Group, with the conditions that income is not received nor expenditure incurred by the Company as a result of the subscriptions.

During the year the Company has early adopted the new UK reporting framework, FRS 101 – Reduced Disclosure Framework and has taken advantage of disclosure exemptions allowed under this standard. There were no material recognition or measurement differences arising on adoption of FRS 101.

Directors

The directors of the Company who served during the year and subsequently were as follows:

Mr P Dixon (British)	–	Director (appointed 31 October 2015)
Mr J Banks (British)	–	Director
Mr G Turner (British)	–	Director (resigned 31 October 2015)

Directors' Interests

None of the directors had any interest in the share capital of the Company or of any other group company, which is incorporated in the United Kingdom.

Business Review and Future Developments

There were no trading activities undertaken during the year ended 31 October 2015 and the preceding year, so no profit and loss account has been prepared. The directors are not aware of any events subsequent to the year end that would affect the dormant status of the Company.

No dividend was declared on Ordinary Shares (2014: Nil).

Dominbank Nominees Limited

Directors' report for the year ended 31 October 2015 (continued)

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 those 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 group will continue in business.

The directors are responsible for keeping proper 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.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Auditors

The directors have taken advantage under the Companies Act 2006 of the exemptions permitted for dormant companies not to have an audit of the Company for the year ended 31 October 2015.

By order of the directors



Joe Banks

Director

60 Threadneedle Street
London
EC2R 8AP

13th May 2016

Dominbank Nominees Limited

Balance Sheet as at 31 October 2015

		2015	2014
	Notes	£	£
Current Assets:			
Cash at Bank and in hand		5	5
Net Assets		<u>5</u>	<u>5</u>
Capital and Reserves			
Called Up Share Capital	2	5	5
Profit and Loss account		-	-
Total equity shareholders' funds		<u>5</u>	<u>5</u>

For the year ending 31 October 2015, the Company was entitled to exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies.

Directors' responsibilities:

- (i) The members have not required the Company to obtain an audit of its accounts for the year in question in accordance with section 476; and
- (ii) The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

The financial statements on pages 3 to 5 were approved by the Directors on 13th May 2016 and signed on their behalf by:



Joe Banks
Director

The notes on pages 4 and 5 form part of these financial statements.

Dominbank Nominees Limited

Notes to the financial statements for the year ended 31 October 2015

1 Authorisation of financial statements and statement of compliance with FRS 101

Dominbank Nominees Limited ("the Company") is domiciled in the United Kingdom. The registered office is located at 60 Threadneedle Street, London EC2R 8AP.

The Company is a wholly-owned subsidiary whose ultimate parent company is TD Bank Group, a Canadian financial institution.

These financial statements were prepared in accordance with United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) and in accordance with applicable accounting standards.

2 Accounting policies

Basis of preparation

The Company transitioned from UK GAAP (United Kingdom Generally Accepted Accounting Practice) to FRS 101 Reduced Disclosure Framework for all periods presented. There were no material amendments on the adoption of FRS 101.

The accounting policies which follow set out those policies which apply in preparing the financial statements for the year ended 31 October 2015.

The Company has taken advantage of the following disclosure exemptions under FRS 101:

(a) Paragraph 8 (k) of FRS 101, exempts a qualifying entity for the requirements in IAS 24 to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member.

(b) The Company has not produced a cash flow statement. In accordance with FRS 101 Reduced Disclosure Framework, the Company is claiming an exemption as the financial statements of its ultimate parent, which include a cash flow statement, are publicly available.

The financial statements are presented in sterling.

3 Called Up Share Capital

	<u>2015</u>	<u>2014</u>
	<u>£</u>	<u>£</u>
Authorised:		
100 ordinary shares of £1 each	<u>100</u>	<u>100</u>
Allotted and fully paid:		
5 ordinary shares of £1 each	<u>5</u>	<u>5</u>

Dominbank Nominees Limited

Notes to the financial statements for the year ended 31 October 2015 (continued)

4 Contingent Liabilities

As at 31 October 2015, the Company had no contingent liabilities or other commitments.

5 Ultimate Parent Undertaking

The ultimate parent company is The Toronto-Dominion Bank, which is incorporated in Canada. The largest group in which the results of the Company are consolidated is that headed by The Toronto-Dominion Bank. Copies of the financial statements of this Company may be obtained from the Company Secretary, The Toronto-Dominion Bank, Toronto-Dominion Bank Centre, King St. W and Bay St., Toronto, Ontario M5K 1A2, Canada.