

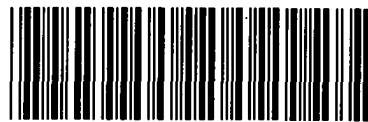
Registered Number 686623

**CENTRALGLEN LIMITED**

**REPORT AND FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 DECEMBER 2018**

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## CENTRAGLEN LIMITED

### DIRECTORS' REPORT

The directors present their report and the financial statements of the Company for the year ended 31 December 2018. None of the directors held any beneficial interests in the shares of the Company during the year.

### PRINCIPAL ACTIVITIES AND BUSINESS REVIEW

The Company did not trade during the year and the directors do not therefore recommend the payment of a dividend.

### FUTURE PROSPECTS

The Company is not expected to trade for the foreseeable future.

### DIRECTORS

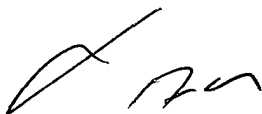
The following directors served during the year ended 31 December 2018:

Fady Bakhos  
Liam Cunningham

### AUDITORS

The annual accounts have not been audited because the Company is entitled to the exemption provided by section 480(1) of the Companies Act 2006 relating to dormant companies and the members have not required the Company to obtain an audit under section 476(1) of the Companies Act 2006.

### BY ORDER OF THE BOARD



Liam Cunningham  
Director

28 June 2019

**CENTRAGLEN LIMITED***Registered Number 686623***BALANCE SHEET AT 31 DECEMBER 2018**

	Notes	2018 £	2017 £
ASSETS			
DEBTORS			
Amount owed by ultimate holding Company falling due after more than one year		<u>78,224</u>	<u>78,224</u>
NET ASSETS		<u>78,224</u>	<u>78,224</u>
Financed by:			
CAPITAL AND RESERVES			
Called up share capital	5	78,224	78,224
PROFIT AND LOSS ACCOUNT			
		<u>78,224</u>	<u>78,224</u>

The Company did not trade during the current year or preceding financial period and has made neither profit nor loss.

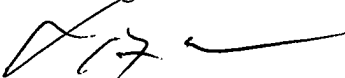
The Company had no changes in equity during the current or the preceding financial year.  
Consequently, no statement of changes in equity is prepared.

For the year ended 31 December 2018 the Company was entitled to exemption under section 480(1) of the Companies Act 2006. Members have not required the Company to obtain an audit in accordance with section 476(1) of the Companies Act 2006.

The Directors acknowledge their responsibility for:

- (i) ensuring the Company keeps proper accounting records in accordance with section 386; and
- (ii) preparing accounts that give a true and fair view of the state of affairs of the Company as at the end of the financial period, and of its profit or loss for the financial period, in accordance with the requirements of section 394, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the Company

The financial statements on pages 2 to 5 were approved by the board of directors on 28 June 2019 and are signed on its behalf by:

  
Liam Cunningham  
Director

28 June 2019

## **CENTRAGLEN LIMITED**

### **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018**

#### **1. ACCOUNTING POLICY**

##### **Statement of compliance**

These financial statements were prepared in accordance with Financial Reporting Standard 101 *Reduced Disclosure Framework* ("FRS 101"). The amendments to FRS 101, issued in July 2014 and effective immediately, have been applied.

In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of International Financial Reporting Standards as adopted by the EU ("EU IFRS"), but makes amendments where necessary to comply with the Companies Act 2006 and has set out below where advantage of the FRS 101 disclosure exemptions have been taken.

In these financial statements, the Company has adopted certain disclosure exemptions available under FRS 101. These include:

- A cash flow statement and related notes;
- Disclosures in respect of the compensation of key management personnel;
- Disclosures in respect of transactions with wholly owned subsidiaries;
- Disclosures in respect of capital management;
- Certain comparative information;
- The effects of new but not yet effective IFRSs; and
- An additional balance sheet for the beginning of the earliest comparative period following transition.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

##### **Basis of measurement**

These financial statements have been prepared on the historical cost basis of accounting.

#### **2. TRADING**

The Company did not trade during the year.

#### **3. DIRECTORS' EMOLUMENTS**

One of directors is remunerated by third party management company Hume Street Management Consultants Limited which charge fees of £5,000,000 (2017: £5,000,000) to Coroin Limited as set out in note 21(a) of the Coroin Limited financial statements. One of the directors is remunerated by third party management company Al Mirqab Holding Co. which is paid €2,000,000 (2017: €2,000,000m) by Constellation Hotel Holdings S.C.A. an intermediate parent holding company registered in Luxembourg. The directors do not believe that it is practicable to apportion these amounts between their services as directors of the company and their services as directors of the holding and fellow subsidiary companies.

## **CENTRAGLEN LIMITED**

### **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018** **(Continued)**

#### **4. PROPOSED DIVIDENDS**

No dividends have been provided in the year (2017: Nil).

#### **5. CALLED UP SHARE CAPITAL**

	<b>31 December 2018 £</b>	<b>31 December 2017 £</b>
<b>Authorised:</b>		
77,450 5% (3.75% plus tax credit) non-cumulative preference shares of £1 each	<b>77,450</b>	<b>77,450</b>
4,755,000 ordinary shares of 1p each	<b>47,550</b>	<b>47,550</b>
	<hr/>	<hr/>
	<b><u>125,000</u></b>	<b><u>125,000</u></b>

#### **Allotted, called up and fully paid:**

77,450 5% (3.75% plus tax credit) non-cumulative preference shares of £1 each	<b>77,450</b>	<b>77,450</b>
77,450 ordinary shares of 1p each	<b>774</b>	<b>774</b>
	<hr/>	<hr/>
	<b><u>78,224</u></b>	<b><u>78,224</u></b>

The preference shares rank above the ordinary shares in respect of their rights to capital payment on redemption or winding up. The preference shares do not confer any participation in the profits or assets of the Company. The preference shareholders have waived their rights to any dividends until further notice. All shares rank equally in all other respects.

#### **6. ULTIMATE HOLDING COMPANY**

At 31 December 2018, the company's immediate parent company was Maybourne Hotels Limited, a company incorporated in Great Britain and registered in England and Wales.

The Company's ultimate parent company and controlling party is Prime Capital S.A., a company incorporated in Luxembourg. This is the largest group in which the results of the company are consolidated.

Selene Midco Limited, a company incorporated in Great Britain and registered in England and Wales, is the smallest group in which the results of the company are consolidated. Copies of those statutory accounts are available from its registered office, 27 Knightsbridge, London, SW1X 7LY.

**CENTRAGLEN LIMITED**

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2018**  
**(Continued)**

**7. RELATED PARTY TRANSACTIONS**

The Company is exempt under the provisions of IAS 24, "Related Party Disclosures" from disclosing related party transactions entered into between two or more members of a group.