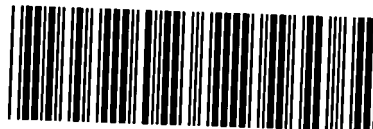


REGISTERED NUMBER: 01599078 (England and Wales)

**REPORT OF THE DIRECTORS AND
FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2017
FOR
GLYNDE LIMITED**

WEDNESDAY



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COMPANIES HOUSE

GLYNDE LIMITED

COMPANY INFORMATION
for the Year Ended 31 DECEMBER 2017

DIRECTORS:

Mr B A Sidler
Mr S Zuger

REGISTERED OFFICE:

3rd Floor
11-12 St James's Square
London
SW1Y 4LB

REGISTERED NUMBER:

01599078 (England and Wales)

AUDITORS:

Milsted Langdon LLP
Freshford House
Redcliffe Way
Bristol
BS1 6NL

REPORT OF THE DIRECTORS
for the Year Ended 31 DECEMBER 2017

The directors present their report with the financial statements of the company for the year ended 31 December 2017.

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of business support services.

DIRECTORS

The directors shown below have held office during the whole of the period from 1 January 2017 to the date of this report.

Mr B A Sidler
Mr S Zuger

Other changes in directors holding office are as follows:

Mr M Mattanza - resigned 6 March 2017

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Report of the Directors 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 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 appropriate 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.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

AUDITORS

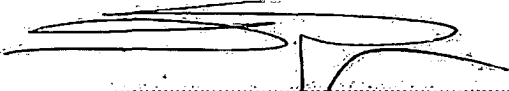
The auditors, Milsted Langdon, were appointed during the year and will be proposed for re-appointment at the forthcoming Annual General Meeting.

GLYNDE LIMITED (REGISTERED NUMBER: 01599078)

REPORT OF THE DIRECTORS
for the Year Ended 31 DECEMBER 2017

This report has been prepared in accordance with the provisions of Part 15 of the Companies Act 2006 relating to small companies.

ON BEHALF OF THE BOARD:


.....
Mr S Zuger - Director

Date: 31/10/2018

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF
GLYNDE LIMITED

Opinion

We have audited the financial statements of Glynde Limited (the 'company') for the year ended 31 December 2017 which comprise the Income Statement, Balance Sheet and Notes to the Financial Statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

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 loss for the year 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.

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 Auditors' 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 have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

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

Other information

The directors are responsible for the other information. The other information comprises the information in the Report of the Directors, but does not include the financial statements and our Report of the Auditors thereon.

Our opinion on the financial statements does not cover the other information and 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, 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 this regard.

Opinion 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 Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Report of the Directors has been prepared in accordance with applicable legal requirements.

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF
GLYNDE LIMITED

Matters on which we are required to report by exception

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 material misstatements in the Report of the Directors.

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 from the requirement to prepare a Strategic Report or in preparing the Report of the Directors.

Other matters

The company was not required to have a statutory audit for the year ended 31 December 2016 as it was entitled to exemption from the provisions of the Companies Act 2006 relating to the audit of financial statements for the year by virtue of section 477 of the Act. Accordingly the corresponding figures for the year ended 31 December 2016 are derived from financial statements that are unaudited.

Responsibilities of directors

As explained more fully in the Statement of Directors' Responsibilities set out on page two, 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 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.


Auditors' 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 a Report of the Auditors 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 Report of the Auditors.

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 a Report of the Auditors 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.


Andrew J Jordan (Senior Statutory Auditor)

for and on behalf of Milsted Langdon LLP, Statutory Auditor
Freshford House
Redcliffe Way
Bristol
BS1 6NL

Date: 31 October 2018

GLYNDE LIMITED (REGISTERED NUMBER: 01599078)

INCOME STATEMENT
for the Year Ended 31 DECEMBER 2017

	Notes	31/12/17 €	Unaudited 31/12/16 €
TURNOVER		6,792	53,210
Administrative expenses		<u>(21,161)</u>	<u>(6,065)</u>
OPERATING (LOSS)/PROFIT		(14,369)	47,145
Interest receivable and similar income		<u>79</u>	<u>-</u>
		(14,290)	47,145
Interest payable and similar expenses		<u>(29)</u>	<u>-</u>
(LOSS)/PROFIT BEFORE TAXATION		(14,319)	47,145
Tax on (loss)/profit		<u>-</u>	<u>1,611</u>
(LOSS)/PROFIT FOR THE FINANCIAL YEAR		<u>(14,319)</u>	<u>48,756</u>

All activities of the company are from continuing operations.

There were no recognised gains and losses for 2017 or 2016 other than those included in the Income Statement.

Accordingly, no separate statement of Other Comprehensive Income is presented.

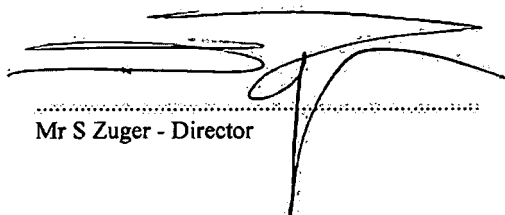
The notes form part of these financial statements

BALANCE SHEET
As at 31 DECEMBER 2017

	Notes	31/12/17 €	Unaudited 31/12/16 €
FIXED ASSETS			
Investments	5	100	
CURRENT ASSETS			
Debtors	6	51,102	4,454
Cash at bank		<u>22,441</u>	<u>81,802</u>
		73,543	86,256
CREDITORS			
Amounts falling due within one year	7	<u>(8,229)</u>	<u>(6,523)</u>
NET CURRENT ASSETS		<u>65,314</u>	<u>79,733</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>65,414</u>	<u>79,733</u>
CAPITAL AND RESERVES			
Called up share capital		7,331	7,331
Retained earnings		<u>58,083</u>	<u>72,402</u>
		<u>65,414</u>	<u>79,733</u>

The financial statements have been prepared in accordance with the provisions of Part 15 of the Companies Act 2006 relating to small companies.

The financial statements were approved by the Board of Directors on 31/10/2018 and were signed on its behalf by:


.....
Mr S Zuger - Director

NOTES TO THE FINANCIAL STATEMENTS
for the Year Ended 31 DECEMBER 2017

1. **STATUTORY INFORMATION**

Glynde Limited is a private company, limited by shares, registered in England and Wales. The company's registered number and registered office address can be found on the Company Information page.

The presentation currency of the financial statements is the Euro (€).

2. **ACCOUNTING POLICIES**

Basis of preparing the financial statements

These financial statements have been prepared in accordance with the provisions of Section 1A "Small Entities" of Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

Related party exemption

The company has taken advantage of exemption, under the terms of Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland', not to disclose related party transactions with wholly owned subsidiaries within the group.

Turnover

Turnover represents amounts invoiced by the company in respect of services rendered during the year. It is recognised in the profit and loss account only when the company has met its contractual obligations and therefore earned the right to consideration.

Investments in subsidiaries

Investments in subsidiary undertakings are recognised at cost.

Financial instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS102 to all of its financial instruments.

Financial instruments are recognised in the company's balance sheet when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Classification of financial liabilities

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into.

Basic financial liabilities

Basic financial liabilities, including creditors, and loans from fellow group companies are initially recognised at transaction price.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are initially recognised at transaction price.

NOTES TO THE FINANCIAL STATEMENTS - continued
for the Year Ended 31 DECEMBER 2017

2. **ACCOUNTING POLICIES - continued**

Taxation

Taxation for the year comprises current and deferred tax. Tax is recognised in the Income Statement, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current or deferred taxation assets and liabilities are not discounted.

Current tax is recognised at the amount of tax payable using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

Timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements. Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the year end and that are expected to apply to the reversal of the timing difference.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Foreign currencies

Assets and liabilities in foreign currencies are translated into Euro at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into Euro at the rate of exchange ruling at the date of transaction. Exchange differences are taken into account in arriving at the operating result.

Going concern

At the time of approving the financial statements, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus the directors continue to adopt the going concern basis of accounting in preparing the financial statements.

Ordinary shares

Ordinary shares are classified as equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of direct costs of issuing the equity instruments. If payment is deferred and the time value of money is material, the initial measurement is on a present value basis.

3. **EMPLOYEES AND DIRECTORS**

The average number of employees during the year was NIL (2016 - NIL).

4. **AUDITORS' REMUNERATION**

	31/12/17	Unaudited 31/12/16
	€	€
Fees payable to the company's auditors for the audit of the company's financial statements	<u>5,402</u>	<u>-</u>

NOTES TO THE FINANCIAL STATEMENTS - continued
for the Year Ended 31 DECEMBER 2017

5. **FIXED ASSET INVESTMENTS**

	Shares in group undertakings €
COST	
Additions	<u>100</u>
At 31 December 2017	<u>100</u>
NET BOOK VALUE	
At 31 December 2017	<u>100</u>

The company's investments at the Balance Sheet date in the share capital of companies include the following:

Marbledene Ltd

Registered office: UK

Nature of business: Business support services

	% holding
Class of shares:	
Ordinary	100.00

	31/12/17 €	Unaudited 31/12/16 €
Aggregate capital and reserves	13,899	28,029
Loss for the year	<u>(14,130)</u>	<u>(1,796)</u>

6. **DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	31/12/17 €	Unaudited 31/12/16 €
Amounts owed by participating interests	51,102	-
Other debtors	<u>-</u>	<u>4,454</u>
	<u>51,102</u>	<u>4,454</u>

Included within other debtors is an amount of €51,102 (2016: €nil) due to Zentravest-Holding A.G., the company within the group.

7. **CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	31/12/17 €	Unaudited 31/12/16 €
Other creditors	<u>8,229</u>	<u>6,523</u>

8. **PARENT AND ULTIMATE PARENT UNDERTAKING**

The company's immediate parent is Zentravest-Holding A.G., incorporated in Switzerland.

The ultimate parent entity producing publicly available financial statements is Vistra Group Holdings (BVI) III Limited.

These financial statements are available upon request from Companies House.

The ultimate controlling party is SERNA A.G.