

# Archerlane

## Strategic Report, Directors' Report and Financial Statements

31 December 2013

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COMPANIES HOUSE

**Directors**

A Chupin  
M T Payne  
D Subramanian

**Independent auditors**

PricewaterhouseCoopers LLP  
7 More London Riverside  
London SE1 2RT

**Registered Office**

Broadwalk House  
5 Appold Street  
London EC2A 2DA

## Strategic report for the year ended 31 December 2013

### Strategic Report

The directors present their Strategic Report on Archerlane (the "Company") for the year ended 31 December 2013.

### Business Review

The Company had no activity during the year ended 31 December 2013.

The directors consider the financial position at the year end to be satisfactory. No significant change is anticipated to the Company's principal business activity.

As at 31 December 2013 the Company had total assets of £200,000 (2012: £200,000).

### Principal risks and uncertainties

From the perspective of the Company, the principal risks and uncertainties are integrated with the principal risks of the Credit Agricole S.A. and are not managed separately. Accordingly, the principal risks and uncertainties of Credit Agricole S.A. which include those of the Company are discussed in its financial statements and can be obtained from the address given in Note 7.

### Strategy and future development

There is no current plan for the Company to change its strategy and business model. The directors have no intention to wind up the company in the foreseeable future.

### Key performance indicators

Given the straight forward nature of the business and the information provided else where in this report, the Directors are of the opinion that the production of KPIs in the Directors' Report is not necessary for an understanding of the development, performance or position of the business.

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



M T Payne

Director

16 May 2014

## **Directors' report for the year ended 31 December 2013**

The directors present their report and audited financial statements for the year ended 31 December 2013.

### **Going concern**

The directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Accordingly the financial statements have been prepared on a going concern basis.

### **Results**

The company did not trade during the year or the preceding year and made neither a profit nor a loss. There were also no other recognised gains and losses for the current financial year or the preceding financial year. Accordingly, neither a profit and loss account nor a statement of total recognised gains and losses have been presented.

### **Directors and their interests**

The directors who were in office during the year and up to the date of signing the financial statements were:-

R Dollery (removed 5 April 2013)  
A Chupin  
M T Payne  
D Subramanian

### **Directors' indemnities**

As permitted by the Articles of Association, the directors have the benefit of an indemnity which is a qualifying third party indemnity provision as defined by Section 234 of the Companies Act 2006. The indemnity was in force throughout the last financial year and is currently in force. The company also purchased and maintained throughout the financial year directors' and officers' liability insurance in respect of itself and its directors.

### **Statement of directors' responsibilities**

The directors are responsible for preparing the strategic report, 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 prepared 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;

## **Directors' report for the year ended 31 December 2013**

### **Statement of directors' responsibilities**

- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- 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.

### **Disclosure of information to auditors**

The directors who were members of the board at the time of approving the directors' report are listed above. Having made enquiries of fellow directors and of the Company's auditors, each of these directors confirms that:

- to the best of each director's knowledge and belief, there is no information relevant to the preparation of their report of which the Company's auditors are unaware; and
- each director has taken all the steps a director might reasonably be expected to have taken to be aware of relevant audit information and to establish that the Company's auditors are aware of that information.

### **Independent auditors**

PricewaterhouseCoopers LLP were appointed as auditors of the company on 3 February 2014 in accordance with the provisions of Section 487 of the Companies Act 2006.

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



M T Payne

Director

16 May 2014

## **Independent auditors' report to the members of Archerlane**

### **Report on the Financial Statements**

#### **Our opinion**

In our opinion the financial statements, defined below:

- give a true and fair view of the state of the company's affairs as at 31 December 2013;
- 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.

This opinion is to be read in the context of what we say in the remainder of this report.

#### **What we have audited**

The financial statements, which are prepared by Archerlane, comprise:

- Balance Sheet as at 31 December 2013; and
- the notes to the financial statements, which include a summary of significant accounting policies and other explanatory information.

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).

In applying the financial reporting framework, the directors have made a number of subjective judgements, for example in respect of significant accounting estimates. In making such estimates, they have made assumptions and considered future events.

#### **What an audit of financial statements involves**

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) ("ISAs (UK & Ireland)"). An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of:

- whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed;
- the reasonableness of significant accounting estimates made by the directors; and
- the overall presentation of the financial statements.

In addition, we read all the financial and non-financial information in the Director's Report, Strategic Report and Financial Statements (the "Annual Report") to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

#### **Opinion on other matter prescribed by the Companies Act 2006**

In our opinion the information given in the Strategic Report and the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

### **Other matters on which we are required to report by exception**

#### **Adequacy of accounting records and information and explanations received**

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- 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.

We have no exceptions to report arising from this responsibility.

#### **Directors' remuneration**

Under the Companies Act 2006 we are required to report to you if, in our opinion, certain disclosures of directors' remuneration specified by law are not made. We have no exceptions to report arising from this responsibility.

### **Responsibilities for the financial statements and the audit**

#### **Our responsibilities and those of the directors**

As explained more fully in the Statement of directors' responsibilities 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 ISAs (UK & Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.



Jonathan Askew (Senior Statutory Auditor)  
for and on behalf of PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
London

16 May 2014

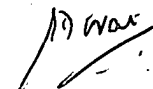
**Balance sheet as at 31 December 2013**

	<i>Note</i>	<i>2013</i> £	<i>2012</i> £
<b><i>Current assets</i></b>			
Debtors	3	200,000	200,000
<b><i>Net assets</i></b>		<u>200,000</u>	<u>200,000</u>
<b><i>Capital and reserves</i></b>			
Called up share capital	4	200,000	200,000
<b><i>Total shareholders' funds</i></b>		<u>200,000</u>	<u>200,000</u>

There have been no amendments in the shareholders' funds and therefore no reconciliation has been provided.

The notes on pages 8 to 10 form an integral part of the financial statements.

The financial statements were approved and authorised by the Board on 16 May 2014 and were signed on the behalf of the Board of Directors by:



D Subramanian

Director

16 May 2014



## Notes to the financial statements for the year ended 31 December 2013

### 1. Accounting policies

#### Basis of preparation

The financial statements have been prepared on the going concern basis, under the historical cost convention in accordance with the Companies Act 2006 and applicable accounting standards in the United Kingdom. The principal accounting policies, which have been applied consistently throughout the year, are set out below.

#### Cash flow statement

Under FRS 1 (Revised 1996) Cash Flow Statements, the Company is exempt from producing a cash flow statement, as it is itself a subsidiary of Crédit Agricole, a company incorporated in France for which a consolidated cash flow statement is produced.

#### Deferred taxation

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more, tax.

Deferred tax assets are recognised only to the extent the directors consider it is more likely than not that there would be suitable taxable profit from which the future reversal of the underlying timing differences can be deducted.

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date.

### 2. Directors, employees and auditors

The Company had no employees (2012 - Nil).

The directors did not receive any remuneration in respect of their services to the Company during the year (2012 - £Nil).

The auditor's remuneration in the current and prior year for the statutory audit of the Company's financial statements (2013: £3,000 ; 2012:£2,800) was borne by the London Branch of the Company's intermediate parent company Credit Agricole CIB.

### 3. Debtors

	2013	2012
	£	£
Amounts owed by group undertakings	200,000	200,000

## Notes to the financial statements for the year ended 31 December 2013

### 4. Called up share capital

	2013 £	2012 £
<i>Authorised</i>		
100,000 (2012: 100,000) ordinary shares of £1 each	100,000	100,000
100,000 (2012: 100,000) "A" ordinary shares of £1 each	100,000	100,000
59,800,000 (2012: 59,800,000) 10% non-cumulative redeemable preference shares of £1 each	59,800,000	59,800,000
23,500,000 (2012: 23,500,000) 5% non-cumulative redeemable "A" Preference shares of £1 each	23,500,000	23,500,000
	<u>83,500,000</u>	<u>83,500,000</u>
<i>Allotted and fully paid up</i>		
100,000 (2012: 100,000) ordinary shares of £1 each	100,000	100,000
100,000 (2012: 100,000) "A" ordinary shares of £1 each	100,000	100,000
	<u>200,000</u>	<u>200,000</u>

### Summary of Rights and Restrictions attaching to each class of share

#### *Rights to Dividends*

Ordinary and "A" ordinary shareholders are entitled to receive a fixed non-cumulative dividend at a rate of 12% and 3% respectively. Should the Company not have sufficient distributable profits to pay the dividends, then a dividend shall be paid pro rata on the basis that the holders of ordinary shares receive four times as much of the profits as holders of the "A" ordinary shares.

#### *Voting Rights*

- i) Holders of "A" ordinary shares have one vote for each share held
- ii) Holders of ordinary shares have four votes for each share held

#### *Winding Up*

On the winding up (or any other return of capital) the assets of the Company available for distribution among the members shall be applied as follows: 80% thereof to the holders of the ordinary shares and 20% to the holders of the "A" ordinary shares.

### 5. Deferred tax

The Company has not recognised a deferred tax asset in respect of its capital losses of £36.2m (2012: £36.2m) as it does not expect to have future taxable gains against which the losses could be offset.

The value not recognised as at 31 December 2013 was £7.2m at the 20% tax rate then in force (2012: £8.3m at 23%). The Finance Act 2013 reduced the corporation tax rate to 21% from April 2014 and 20% from April 2015.

## **Notes to the financial statements for the year ended 31 December 2013**

### **6. Related party transactions**

The Company has taken advantage of the exemption under paragraph 3(c) of FRS 8 Related Party Disclosures not to disclose transactions with fellow group undertakings. The company is a wholly owned subsidiary of a parent undertaking for which financial statements are publicly available.

There were no other related party transactions requiring disclosure.

### **7. Ultimate parent undertaking and controlling party**

The immediate parent undertaking is Crédit Agricole CIB Holdings Limited.

The ultimate parent undertaking and controlling party is Crédit Agricole S.A, a company incorporated in France.

Crédit Agricole S.A is the parent undertaking of the largest group of undertakings to consolidate these financial statements at 31 December 2013. The consolidated financial statements of Crédit Agricole S.A available from 12 place des États-Unis, 92127 Montrouge Cedex, France.

Crédit Agricole CIB is the parent undertaking of the smallest group of undertakings to consolidate these financial statements. The consolidated financial statements of Crédit Agricole CIB can be obtained from 92920 Paris La Defense, Cedex.