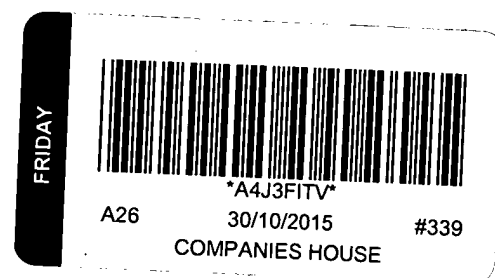


# Five Arrows Leasing Holdings Limited

Report of the Directors and Financial Statements  
for the year ended 31 March 2015



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# Strategic Report



## Principal Activities

During the year ended 31 March 2015 Five Arrows Leasing Holdings Limited ("the Company") continued to be an investment holding company.

## Review of the Company's Business

The results for the year are set out in the statement of comprehensive income on page 7. The results of the Company show a profit before tax of £8,100,000 (2014: £7,000,000). The reserves available for distribution at 31 March 2015 were £5,716,198 (2014: £5,716,198).

The Directors consider the Company to be a going concern.

## Principal Risks and Uncertainties

The financial risk management objectives and policies of the Company, together with an analysis of the exposure to such risks, as required under Part 1 of Schedule 7 of the Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008, are set out in Note 2 on the financial statements.

The Company's exposures to credit, liquidity and market risks are limited due to the nature of its business, which is predominantly a holding company.

By Order of the Board  
Christopher Coleman, Director

New Court, St Swithin's Lane, London EC4N 8AL  
14 September 2015

# Report of the Directors



The Directors present their Directors' report and the financial statements for the year ended 31 March 2015.

## Dividends

During the year the company paid a dividend of £8,100,000 (2014: £7,000,000).

## Directors

The Directors who held office during the year were as follows:

Christopher Coleman

John King

## Auditor

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

## Audit Information

The Directors who held office at the date of approval of this Report of the Directors confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditors are unaware, and each Director has taken all the steps that he or she ought to have taken as a Director to make himself or herself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

By Order of the Board

Helen Horton

N M Rothschild & Sons Limited

Company Secretary

New Court, St. Swithin's Lane, London EC4N 8AL

14 September 2015

# Statement of Directors' Responsibilities in Respect of the Strategic Report Directors' Report and the Financial Statements



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 they have elected to prepare the financial statements in accordance with International Financial Reporting Standards (IFRS) as adopted by the EU 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 estimates that are reasonable and prudent;
- state whether they have been prepared in accordance with IFRS as adopted by the EU; 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.

By Order of the Board

Christopher Coleman, Director

14 September 2015

# Independent Auditor's Report to the Members of Five Arrows Leasing Holdings Limited



We have audited the financial statements of Five Arrows Leasing Holdings Limited for the year ended 31 March 2015 set out on pages 7 to 14. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRS) as adopted by the EU.

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 Auditors

As explained more fully in the Directors' Responsibilities Statement set out on page 4, 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 website at [www.frc.org.uk/auditscopeukprivate](http://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 31 March 2015 and of its profit for the year then ended;
- have been properly prepared in accordance with IFRS as adopted by the EU; 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 Strategic Report, Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

# Independent Auditors' Report to the Members of Five Arrows Leasing Holdings Limited



## 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.

Ravi Lamba (Senior Statutory Auditor)

**for and on behalf of KPMG LLP, Statutory Auditor**

Chartered Accountants

15 Canada Square

London E14 5GL

14 September 2015

# Statement of Comprehensive Income

For the year ended 31 March 2015



	Note	2015 £	2014 £
Income from investment in subsidiary undertaking		8,100,000	7,000,000
Profit before tax		8,100,000	7,000,000
Income tax charge	5	-	-
Profit for the financial year		8,100,000	7,000,000
Other comprehensive income		-	-
Total comprehensive income for the financial year		8,100,000	7,000,000

All amounts are in respect of continuing activities.

The notes on pages 11 to 14 form an integral part of these financial statements

# Balance Sheet

At 31 March 2015



	Note	2015 £	2015 £	2014 £	2014 £
<b>Non-current assets</b>					
Investment in subsidiary undertaking	6		7,057,569		7,057,569
<b>Current assets</b>					
Cash and cash equivalents	7	138,203		138,203	
		138,203		138,203	
Net current assets			138,203		138,203
Net assets			7,195,772		7,195,772
<b>Shareholders' equity</b>					
Share capital	9		1,479,574		1,479,574
Retained earnings			5,716,198		5,716,198
Total shareholders' equity			7,195,772		7,195,772

Approved by the Board of Directors on 14 September 2015 and signed on its behalf by:

Christopher Coleman, Director

The notes on pages 11 to 14 form an integral part of these financial statements



# Statement of Changes in Equity

For the year ended 31 March 2015



	Share Capital £	Retained Earnings £	Total Equity £
At 1 April 2014	1,479,574	5,716,198	7,195,772
Total comprehensive income for the financial year	-	8,100,000	8,100,000
Shareholder's dividends	-	(8,100,000)	(8,100,000)
At 31 March 2015	1,479,574	5,716,198	7,195,772
At 1 April 2013	1,479,574	5,716,198	7,195,772
Total comprehensive income for the financial year	-	7,000,000	7,000,000
Shareholder's dividends	-	(7,000,000)	(7,000,000)
At 31 March 2014	1,479,574	5,716,198	7,195,772

The notes on pages 11 to 14 form an integral part of these financial statements

# Cash Flow Statement

For the year ended 31 March 2015



	Note	2015 £	2014 £
Cash flow from operating activities			
Profit for the financial year		8,100,000	7,000,000
Income tax charge		-	-
Dividend received from subsidiary undertaking		(8,100,000)	(7,000,000)
Operating profit before changes in working capital and provisions		-	-
Income taxes paid		-	(171)
Net cash flow used in operating activities		-	(171)
Cash flow from investing activities			
Dividends from subsidiary undertaking		8,100,000	7,000,000
Net cash flow from investing activities		8,100,000	7,000,000
Cash flow used in financing activities			
Dividends paid		(8,100,000)	(7,000,000)
Net cash flow used in financing activities		(8,100,000)	(7,000,000)
Net decrease in cash and cash equivalents		-	(171)
Cash and cash equivalents at 1 April		138,203	138,374
Cash and cash equivalents at 31 March	7	138,203	138,203

The notes on pages 11 to 14 form an integral part of these financial statements

# Notes to the Financial Statements

*(forming part of the Financial Statements)*

For the year ended 31 March 2015



## 1. Accounting Policies

Five Arrows Leasing Holdings Limited ("the Company") is a company incorporated in the United Kingdom. The principal accounting policies which have been consistently adopted in the presentation of the financial statements are as follows:

### a. Basis of preparation

The financial statements are prepared and approved by the Directors in accordance with International Financial Reporting Standards ("IFRS") and International Financial Reporting Interpretations Committee ("IFRIC") interpretations, endorsed by the European Union ("EU") and with those requirements of the Companies Act 2006 applicable to companies reporting under IFRS. The financial statements are prepared under the historical cost accounting rules and are presented in sterling unless otherwise stated.

These financial statements have been prepared on a going concern basis.

The Company is exempt by virtue of s400 of the Companies Act 2006 from the requirement to prepare group financial statements. These financial statements present information about the Company as an individual undertaking and not about its Group.

### Standards affecting the financial statements

In the current year, there have been no new or revised Standards or Interpretations that have been adopted that have affected the amounts reported in these financial statements.

### Future accounting developments

A number of new standards, amendments to standards and interpretations are effective for accounting periods ending after 31 March 2015 and therefore have not been applied in preparing these financial statements. None of these are expected to have a significant effect on future financial statements.

### b. Investments in subsidiary undertakings

Investments in subsidiary undertakings are stated at cost less provisions to take account, where appropriate, of impairment in their value.

### c. Income from investments in subsidiary undertakings

Dividend income from investments is included in the financial statements when the right to receive payment is established.

### d. Interest income and expense

Interest is recognised in the statement of comprehensive income using the effective interest rate method.

### e. Taxation

Tax payable on profits is recognised in the statement of comprehensive income.

# Notes to the Financial Statements

*(forming part of the Financial Statements)*



## f. Cash and cash equivalents

For the purposes of the cash flow statement, cash and cash equivalents comprise cash on hand and balances with banks.

## g. Capital management

The Company is not subject to any externally imposed capital requirements. It is dependent on N M Rothschild and Sons Limited (the parent undertaking) to provide capital resources which are therefore managed on a group basis.

## 2. Financial Risk Management

The Company follows the financial risk management policies of the parent undertaking, N M Rothschild & Sons Limited. The key risks arising from the Company's activities involving financial instruments, which are monitored at the group level, are credit risk, market risk and liquidity risk:

As the Company's only financial asset is cash held at bank at a parent undertaking, which is non-interest bearing. The company has sufficient cash to cover all expected liabilities.

## 3. Director's Emoluments

None of the Directors received any remuneration from the Company during the year (2014: £nil).

## 4. Audit fees

The amount receivable by the auditors and their associates in respect of the audit of these financial statements is £3,825 (2014: £3,750). The audit fee is paid on a group basis by N M Rothschild & Sons Limited.

## 5. Income Tax Charge

	2015	2014
	£	£
United Kingdom corporation tax charge at 21% (2014: 23%)	-	-

The tax charge for the year may be explained as follows:

	2015	2014
	£	£
Profit before tax	8,100,000	7,000,000
United Kingdom corporation tax charge at 21% (2014: 23%)	(1,701,000)	(1,610,000)
Income not subject to tax	1,701,000	1,610,000
Total tax charge for the year	-	-

The UK Corporation tax rate has been changed from 21 per cent to 20 per cent with an effective date of 1 April 2015. This was enacted through the 2013 Finance Act on 17 July 2013.

# Notes to the Financial Statements

(forming part of the Financial Statements)



## 6. Investment in Subsidiary Undertaking

The Company owns all of the issued ordinary share capital of Five Arrows Leasing Group Limited which is a Company undertaking lease portfolio management and incorporated in England and Wales.

Five Arrows Leasing Group Limited has the following subsidiaries all of which are registered in England and Wales unless otherwise stated:

	Percentage held %
Five Arrows Media Finance Limited (formerly Five Arrows Leasing Limited)	100
Five Arrows Media Finance BV, (incorporated in The Netherlands) (Asset finance)	100
City Business Finance Limited (Asset finance)	100
State Security Limited (Non-trading)	100
Specialist Fleet Services Limited (Contract hire and maintenance)	100
State Securities Holdings Limited (Holding company)	100
Five Arrows Business Finance PLC (formerly State Securities plc )	100
City Business Finance Limited (Asset finance)	100
Print Finance Limited (Non-trading)	100
Five Arrows Management Limited (Non-trading)	100
Lease Portfolio Management Limited (Non-trading)	100
Capital Professions Finance Limited (Non-trading)	100
Fineline Holdings Limited (Non-trading)	100
Fineline Media Finance Limited (Non-trading)	100
Collett Transport Services Limited (Non-trading)	100
Dash Commercial Finance Limited ( Asset finance)	80

The historical cost of the investment in the subsidiary was £7,057,569 (2014: £7,057,569).

## 7. Cash and Cash Equivalents

At the year end the Company held cash of £138,203 at a parent undertaking (2014: £138,203). The Company receives interest at 0%.

## 8. Dividends per share

	2015 per share	2015 £	2014 per share	2014 £
Dividends paid	£5.47	8,100,000	£4.73	7,000,000

# Notes to the Financial Statements

*(forming part of the Financial Statements)*



## 9. Share Capital

	2015 £	2014 £
Authorised		
Ordinary shares of £1 each	1,500,000	1,500,000
Allotted, called up and fully paid		
Ordinary shares of £1 each	1,479,574	1,479,574

## 10. Related Party Transactions

Parties are considered related if one party controls, is controlled by or has the ability to exercise significant influence over the other party. This includes key management personnel, the parent company, subsidiaries and fellow subsidiaries.

Amounts recognised in the balance sheet in respect of related party transactions were as follows:

	2015 £	2014 £
Investment in subsidiary	7,057,569	7,057,569
Cash at parent undertaking	138,203	138,203

Amounts recognised in the statement of comprehensive income in respect of related party transactions were as follows:

	2015 £	2014 £
Dividend income from subsidiary undertaking	8,100,000	7,000,000

There were no loans made to Directors during the year (2014: none) and no balances outstanding at year-end (2014: £nil). The Directors did not receive any remuneration in respect of their services to the Company. There were no employees of the Company during the year (2014: none).

## 11. Parent Undertaking and Ultimate Holding Company

The largest group in which the results of the Company are consolidated is that headed by Rothschild Concordia SAS, incorporated in France. The smallest group in which they are consolidated is that headed by N M Rothschild & Sons Limited, registered in England and Wales. The consolidated financial statements of this group are available to the public and may be obtained from Companies House.

The Company's immediate parent company is Five Arrows Finance Limited.

The Company's registered office is located at New Court, St. Swithin's Lane, London EC4N 8AL.