

Registered number: 3105626

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**ROLLS-ROYCE CAPITAL LIMITED**

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**UNAUDITED**

**DIRECTORS' REPORT AND FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 DECEMBER 2015**



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**ROLLS-ROYCE CAPITAL LIMITED**

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**COMPANY INFORMATION**

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**DIRECTORS**

M Brady  
M Garrett  
D M Smith (appointed 27 February 2015)  
T Walton (appointed 27 February 2015)  
R D Buxton (resigned 27 February 2015)

**COMPANY SECRETARIES** R Johnson

**REGISTERED NUMBER** 3105626

**REGISTERED OFFICE** 62 Buckingham Gate  
London  
England  
SW1E 6AT

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**ROLLS-ROYCE CAPITAL LIMITED**

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## **ROLLS-ROYCE CAPITAL LIMITED**

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### **DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2015**

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

#### **PRINCIPAL ACTIVITIES**

The principal activity of the Company is to act as an agent.

#### **BUSINESS REVIEW**

The company did not trade on its own account during the year but acted as agent on behalf of Rolls-Royce plc in the arrangement and provision of financial services in support of the Aerospace Group, its subsidiaries and affiliates.

#### **DIRECTORS**

The Directors who served during the year were:

M Brady  
M Garrett  
D M Smith (appointed 27 February 2015)  
T Walton (appointed 27 February 2015)  
R D Buxton (resigned 27 February 2015)M Brady

#### **STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE DIRECTORS' REPORT AND THE FINANCIAL STATEMENTS**

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 they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland.

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;
- 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.

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**ROLLS-ROYCE CAPITAL LIMITED**

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**DIRECTORS' REPORT  
FOR THE YEAR ENDED 31 DECEMBER 2015**

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This report was approved by the board and signed on its behalf.

A handwritten signature in black ink, appearing to read 'R Johnson', is written over the printed name.

**R Johnson**

Secretary

Date: 22 March 2016

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**ROLLS-ROYCE CAPITAL LIMITED**  
**REGISTERED NUMBER: 3105626**

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**PROFIT AND LOSS ACCOUNT**  
**FOR THE YEAR ENDED 31 DECEMBER 2015**

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The Company has not traded during the year or the preceding financial year and all expenses have been borne by the ultimate parent company. During these periods, the Company received no income and incurred no expenditure and therefore made neither profit or loss.

**BALANCE SHEET**  
**AS AT 31 DECEMBER 2015**

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	Note	2015 £	2014 £
<b>Current Assets</b>			
Debtors	4	<u>1</u>	<u>1</u>
<b>Net Assets</b>		<u><u>1</u></u>	<u><u>1</u></u>
<b>Capital and reserves</b>			
Called up share capital	5	<u>1</u>	<u>1</u>
<b>Shareholders' Funds</b>	6	<u><u>1</u></u>	<u><u>1</u></u>

For the year ended 31 December 2015 the Company was entitled to exemption from audit under section 480 of the Companies Act 2006.

Members have not required the Company to obtain an audit in accordance with section 476 of the Companies Act 2006.

The Directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements.

During the year ended 31 December 2015 the Company acted as an agent.

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 22 March 2016.



**M Brady**  
Director

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

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**ROLLS-ROYCE CAPITAL LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2015**

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**1. ACCOUNTING POLICIES**

**1.1 Basis of preparation of financial statements**

The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards.

**1.2 Cash flow statement**

The Company is exempt from the requirement of FRS 102 Section 7 to prepare a cash flow statement on the grounds that it is a wholly owned subsidiary undertaking.

**2. STAFF COSTS**

The average month number of employees, including the directors, during the year was as follows:

	2015 No.	2014 No.
United Kingdom	<u>9</u>	<u>9</u>

**3. DIRECTORS' REMUNERATION**

The Directors did not receive any emoluments during the year (2014 - Nil).

**4. DEBTORS**

	2015 £	2014 £
Amounts owed by parent undertaking	<u>1</u>	<u>1</u>

**5. SHARE CAPITAL**

	2015 £	2014 £
<b>Authorised</b>		
100,000 ordinary shares of \$1 each	<u>100,000</u>	<u>100,000</u>
<b>Allotted, called up and fully paid</b>		
1 ordinary share of \$1	<u>1</u>	<u>1</u>

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**ROLLS-ROYCE CAPITAL LIMITED**

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**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2015**

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**8. RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS**

	2015 £	2014 £
Shareholders' funds at 1 January 2015 and 31 December 2015	<u>1</u>	<u>1</u>

**7. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY**

Rolls-Royce Holdings plc, a company registered in England and Wales, is the ultimate holding company and heads the largest group in which the results of the Company are consolidated.

Rolls-Royce plc, a company registered in England and Wales, is the immediate holding company and heads the smallest group in which the results of the Company are consolidated. Copies of both companies' consolidated financial statements can be obtained from 62 Buckingham Gate, London, SW1E 6AT.