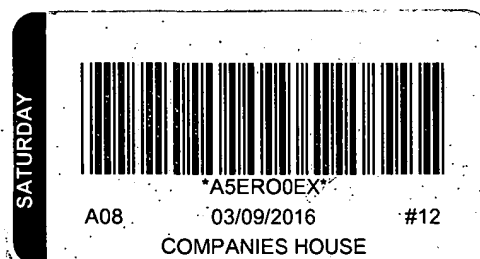


**DOUGHTY HANSON & CO III NOMINEES LIMITED**  
**ANNUAL REPORT AND FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED**

**31 DECEMBER 2015**



Registered In England and Wales No. 03637206

**DOUGHTY HANSON & CO III NOMINEES LIMITED**  
**ANNUAL REPORT FOR THE**  
**YEAR ENDED 31 DECEMBER 2015**

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# **DOUGHTY HANSON & CO III NOMINEES LIMITED**

## **DIRECTORS' REPORT**

The Directors present their Annual Report to the member together with the Financial Statements for the year ended 31 December 2015.

### **Business review**

The principal activity of the Company is to hold Fund investments as nominee on behalf of the General Partner (Doughty Hanson & Co Managers Limited) for Doughty Hanson and Co III Limited Partnership 1 -16 & A that make up Doughty Hanson & Co III which invests in equity and equity related investments.

### **Strategic Report**

In August 2013 the Department for Business, Innovation & Skills published new narrative reporting regulations amending the Companies Act 2006 requiring entities that do not qualify as small, to include a 'Strategic Report' to replace the Business Review element of the Directors' Report. The Company qualifies as a small company in accordance with the Companies Act 2006 and as such a 'Strategic Report' has not been included within these Financial Statements.

### **Results**

The Company received no fees for acting as a nominee and all costs were met by a fellow subsidiary undertaking, Doughty Hanson & Co Managers Limited. Accordingly, the Company made neither a profit nor loss during the year. It is not anticipated that there will be any change to this state of affairs in the foreseeable future.

### **Name change**

With effect from 29 July 2015, the name of the company was changed from Doughty Hanson & Co III Nominees 1 Limited to Doughty Hanson & Co III Nominees Limited.

### **Directors**

The Directors of the Company who served during the year and up to the date of the signing of the Financial Statements were as follows:

R. P. Hanson  
S. C. Marquardt (resigned 22 December 2015)  
R. N. Lund  
G. D. Stening

### **Auditors**

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

## **DOUGHTY HANSON & CO III NOMINEES LIMITED DIRECTORS' REPORT (CONTINUED)**

### **Statement of Directors' Responsibilities in respect of the Annual Report and the Financial Statements**

The Directors are responsible for preparing the Annual 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 applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and Republic of Ireland (FRS 102). 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;
- state whether applicable UK Accounting Standards, including FRS 102 have been followed, subject to any material departures disclosed and explained in the Financial Statements;
- notify its shareholders in writing about the use of disclosure exemptions, if any, of FRS 102 used in the preparation of financial statements; 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 confirm that they have complied with the above requirements in preparing the Financial Statements.

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.

By order of the Board.



R. N. Lund  
Director  
31 August 2016

Registered Office  
45 Pall Mall  
London  
SW1Y 5JG

**DOUGHTY HANSON & CO III NOMINEES LIMITED**  
**Registered In England and Wales No. 03637206**

**BALANCE SHEET AS AT 31 DECEMBER 2015**

	Notes	2015 £	2014 £
<b>Current assets</b>			
Debtors	4	<u>1</u>	<u>1</u>
<b>Net current assets</b>		1	1
<b>Net assets</b>		<u>1</u>	<u>1</u>
 <b>Capital and Reserves</b>			
Called-up share capital	5	1	1
Profit and loss account		<u>-</u>	<u>-</u>
<b>Equity shareholders' funds</b>		<u>1</u>	<u>1</u>

For the year ended 31 December 2015 the Company was entitled to an exemption from the requirement to obtain an 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 responsibility for:

- i) ensuring that the company keeps accounting records which comply with section 386, and
- ii) preparing accounts which give a true and fair view of the state of affairs of the Company as at the end of the financial year, and of its profit and loss for the financial year in accordance with 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 5 to 7 were approved by the Board of Directors on 31 August 2016 and were signed on its behalf by:-



R. N. Lund  
Director

# DOUGHTY HANSON & CO III NOMINEES LIMITED

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

### 1 General information

The principal activity of the Company is to hold Fund investments as nominee on behalf of the General Partner (Doughty Hanson & Co Managers Limited) for Doughty Hanson and Co III Limited Partnership 1 - 16 & A that make up Doughty Hanson & Co III which invests in equity and equity related investments.

The Company is incorporated in England & Wales, registration number 03637206.

### 2 Statement of compliance

These financial statements have been prepared in accordance with applicable United Kingdom accounting standards, including Financial Reporting Standard 102 – 'The Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland' ('FRS 102'), and with the Companies Act 2006.

### 3 Basis of accounting

This is the first year in which the Financial Statements have been prepared under FRS 102. No transitional restatement is required.

### 4 Directors' emoluments

No Directors received emoluments during the year (2014: nil).

### 5 Employee information

There were no employees of the company during the year (2014: nil).

### 6 Debtors

	2015	2014
	£	£
Amount due from parent company	<u>1</u>	<u>1</u>

### 7 Share capital

	2015	2014
	£	£
<b>Authorised</b>		
100 Ordinary shares of £1 each	<u>100</u>	<u>100</u>
<b>Allotted, called up and fully paid</b>		
1 Ordinary shares of £1 each	<u>1</u>	<u>1</u>

All of the share capital is owned by the parent company, DHC Limited. There are no restrictions on the distribution of dividends and the repayment of capital.

**DOUGHTY HANSON & CO III NOMINEES LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR**  
**ENDED 31 DECEMBER 2015**

**8 Cash flow statement**

There were no cash flows for the year ended 31 December 2015 (2014: £nil).

**9 Ultimate parent company**

The ultimate parent undertaking is DHC Limited, which is the parent undertaking of the smallest and largest group to consolidate these Financial Statements. DHC Limited is registered in the Cayman Islands and trades from 45 Pall Mall, London, SW1Y 5JG. DHC Limited and all of its subsidiary companies, other than overseas operating companies, are subject to UK Corporation Tax. Overseas operating companies are subject to taxation in Germany, USA, Sweden and Italy.

The ultimate controlling parties are Richard Hanson and the Executors of the estate of the late Nigel Doughty. The ultimate controlling parties are UK domiciled and therefore subject to UK taxation.