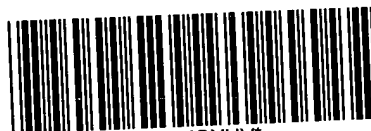


**Company Registration No. 3949032**

**The Blackstone Group International Limited  
Report and Financial Statements  
for the year ended 31 December 2014**

**TUESDAY**



**L10**      **\*L4GYOYHV\***      **#61**  
**29/09/2015**  
**COMPANIES HOUSE**

# **THE BLACKSTONE GROUP INTERNATIONAL LIMITED**

## **CONTENTS**

	<b>Page</b>
<b>Officers and Professional Advisers</b>	<b>2</b>
<b>Directors' Report</b>	<b>3</b>
<b>Strategic Report</b>	<b>4</b>
<b>Statement of Directors' Responsibilities</b>	<b>5</b>
<b>Independent Auditor's Report</b>	<b>6</b>
<b>Profit and Loss Account</b>	<b>8</b>
<b>Reconciliation of Movements in Shareholders' Funds</b>	<b>8</b>
<b>Balance Sheet</b>	<b>9</b>
<b>Notes to the Accounts</b>	<b>10</b>

# **THE BLACKSTONE GROUP INTERNATIONAL LIMITED**

## **OFFICERS AND PROFESSIONAL ADVISERS**

### **DIRECTORS**

Geoffrey Bailhache  
Vijay Bharadia  
Susannah Lindenfield

### **SECRETARY**

Intertrust (UK) Limited  
7<sup>th</sup> Floor, 11 Old Jewry  
London  
England EC2R 8DU  
United Kingdom

### **REGISTERED OFFICE**

40 Berkeley Square  
London W1J 5AL  
United Kingdom

### **SOLICITORS**

Freshfields Bruckhaus Deringer  
65 Fleet Street  
London EC4Y 1HS  
United Kingdom

### **AUDITOR**

Deloitte LLP  
2 New Street Square  
London EC4A 3BZ  
United Kingdom

## THE BLACKSTONE GROUP INTERNATIONAL LIMITED

### DIRECTORS' REPORT

The directors present their annual report and the audited financial statements of The Blackstone Group International Limited ("the Company") for the year ended 31 December 2014.

#### Directors and their interests

The Directors who served during the year were:

Geoffrey Bailhache  
Vijay Bharadia  
Susannah Lindenfield

None of the Directors had any disclosable interests in the share and loan capital of the Company during the year.

#### Auditor

Each person who is a director at the date of the approval of this report confirms that:

- so far as the director is aware, there is no relevant audit information of which the Company's auditor is unaware; and
- the director has taken all steps that he/she ought to have taken as a director in order to make himself/herself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

Deloitte LLP have indicated their willingness to be reappointed for another term and appropriate arrangements are being made for them to be deemed reappointed as auditor in the absence of an Annual General Meeting.

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



Vijay Bharadia  
Director  
24 September 2015

# THE BLACKSTONE GROUP INTERNATIONAL LIMITED

## STRATEGIC REPORT

### Business review and principal activities

The Company continues to be a corporate member of The Blackstone Group International Partners LLP ("the LLP"), following the transfer of its businesses, assets and liabilities in the UK and France to the LLP on 1 October, 2010. The directors have no intention to wind down the Company in the next 12 months and the Company continues to have minimal operating activity following the transfer. No decision has yet been taken as to the future purpose of the Company.

The Company made a loss on ordinary activities before taxation of \$21,823 (2013: profit \$3,154,479).

The balance sheet on page 9 of the financial statements shows the Company's financial position at the year end. Equity and shareholders' funds decreased from a net asset position of \$2,209,120 to a net asset position of \$2,187,297. Market conditions have had little impact on the results for the year, and the directors do not believe that uncertain market conditions will significantly impact the Company going forward.

The Company's immediate parent undertaking is The Blackstone Group International (Cayman) Limited. The ultimate parent undertaking is The Blackstone Group L.P. ("the Partnership").

### Principal risks

The directors considered the risks attached to the Company's financial position at year end which principally comprises of corporation tax and intercompany balances. The directors have taken a prudent approach in their consideration of the various risks attached to these balances. The Company's exposure to price risk, credit risk, liquidity risk and cash flow risk is not material for the assessment of assets, liabilities and the financial statements.

The principal risk of the Company is market risk which is limited to the exposure to foreign exchange fluctuations, due to some assets and liabilities being denominated in currencies other than the Company's functional currency. The company will seek to settle such balances on a timely basis to reduce exposure to these fluctuations.

### Going concern

The directors have no intention to wind down the Company in the next 12 months and no decision has yet been taken as to the future of the Company. The directors' strategy for managing business risk is to ensure that the Company has sufficient resources to meet all its potential liabilities as they fall due. The Company currently has net assets of \$2,187,297 (2013: \$2,209,120) and as disclosed in note 4, audit fees are borne by an affiliate company, the LLP. Accordingly, they continue to adopt the going concern basis in preparing the Company's financial statements.

### Dividends

During the year, no dividends were paid or declared (2013 - \$nil).

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



Vijay Bharadia  
Director

24 September 2015

## **THE BLACKSTONE GROUP INTERNATIONAL LIMITED**

### **STATEMENT OF DIRECTORS' RESPONSIBILITIES**

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 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 and loss of the Company for that period. In preparing those 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 applicable UK Accounting Standards have been followed; 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 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.

## **THE BLACKSTONE GROUP INTERNATIONAL LIMITED**

### **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THE BLACKSTONE GROUP INTERNATIONAL LIMITED**

We have audited the financial statements of The Blackstone Group International Limited for the year ended 31 December 2014 which comprise the Profit and Loss Account, the Reconciliation of Movement in Shareholders' Funds, the Balance Sheet and the related notes 1 to 13. 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).

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 auditor**

As explained more fully in the Directors' Responsibilities Statement, 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**

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 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, 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 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 December 2014 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.

#### **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.

**THE BLACKSTONE GROUP INTERNATIONAL LIMITED**

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THE BLACKSTONE GROUP  
INTERNATIONAL 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.



**Calum Thomson (Senior Statutory Auditor)**  
for and on behalf of Deloitte LLP  
Chartered Accountants and Statutory Auditor  
London, United Kingdom

**24** September 2015



# THE BLACKSTONE GROUP INTERNATIONAL LIMITED

## PROFIT AND LOSS ACCOUNT YEAR ENDED 31 DECEMBER 2014

	Notes	Year ended 31 December 2014 \$	Year ended 31 December 2013 \$
Gain on ordinary activity		-	3,131,202
Administrative and other expenses	4	(20,294)	31,061
Interest payable and similar charges		(1,529)	(7,784)
<b>(Loss) / Profit on ordinary activities before taxation</b>		<b>(21,823)</b>	<b>3,154,479</b>
Tax credit on profit on ordinary activities	5	-	1,871,051
<b>(Loss) / Profit on ordinary activities after taxation and retained loss for the financial year</b>		<b>(21,823)</b>	<b>5,025,530</b>

The Company has no recognised gains and losses other than the loss shown above and therefore no separate statement of total recognised gains and losses has been presented.

The notes on pages 10 to 14 form part of these financial statements.

## RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	Year ended 31 December 2014 \$	Year ended 31 December 2013 \$
Retained (loss) / profit for the financial year	(21,823)	5,025,530
<b>Net (reductions) / additions to shareholders' funds</b>	<b>(21,823)</b>	<b>5,025,530</b>
Opening shareholders' funds	2,209,120	(2,816,410)
<b>Closing shareholders' funds</b>	<b>2,187,297</b>	<b>2,209,120</b>

# THE BLACKSTONE GROUP INTERNATIONAL LIMITED

## BALANCE SHEET 31 DECEMBER 2014

	Notes	As at 31 December 2014 \$	As at 31 December 2013 \$
<b>CURRENT ASSETS</b>			
Debtors	6	2,187,297	4,139,344
		<u>2,187,297</u>	<u>4,139,344</u>
<b>CREDITORS: amounts falling due within one year</b>	7	-	(1,930,224)
		<u>-</u>	<u>(1,930,224)</u>
<b>NET CURRENT ASSETS</b>		<u>2,187,297</u>	<u>2,209,120</u>
<b>TOTAL CURRENT ASSETS</b>		<u>2,187,297</u>	<u>2,209,120</u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	8, 10	2,445,267	2,445,267
Other reserves	10	199,610,642	199,610,642
Profit and loss account	10	(199,868,612)	(199,846,789)
		<u>2,187,297</u>	<u>2,209,120</u>
<b>SHAREHOLDERS' FUNDS</b>	10	<u>2,187,297</u>	<u>2,209,120</u>

Company Registration Number: 3949032

Approved by the Board of Directors and authorised for issue on 24 September 2015 and signed on its behalf by:



Vijay Bharadia  
Director

# THE BLACKSTONE GROUP INTERNATIONAL LIMITED

## NOTES TO THE ACCOUNTS YEAR ENDED 31 DECEMBER 2014

### 1. ACCOUNTING POLICIES

#### **Basis of preparation**

The financial statements are prepared under the historical cost convention in accordance with applicable United Kingdom law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice). The particular accounting policies that have been adopted and applied consistently during the current and prior years are described below.

#### **Going concern**

The Company's business activities and key risks are set out in the Strategic Report. As mentioned in the Strategic Report, the directors have no intention to wind down the Company in the next 12 months and no decision has yet been taken as to the longer term future of the Company. The directors' strategy for managing business risk is to ensure that the Company has sufficient resources to meet all its potential liabilities as they fall due. The Company currently has net assets of \$2,187,297(2013: \$2,209,120) and as disclosed in note 4, audit fees are borne by an affiliate company, the LLP. Accordingly, the directors continue to adopt the going concern basis in preparing the Company's financial statements.

#### **Partnership Interest**

As a result of the transfer of the businesses to the LLP in 2010, the Company became a corporate member of the LLP with specific rights and obligations documented in the Amended and Restated Limited Liability Partnership Deed ("the deed"). The partnership interest is recorded at cost less provision for impairment and the value of this in the current and prior year was \$nil. Income from the partnership interest is recognised when amounts are allocated by the LLP to its members.

#### **Tangible fixed assets**

The Company held no fixed assets at year end other than the partnership interest described above.

#### **Preparation of the financial statements in US dollars**

It is considered that a fair reflection of the Company's activities is given by presenting the financial statements in US dollars, the functional currency of the ultimate holding company, since the US dollar is the main currency of the Company's primary economic environment.

#### **Foreign currencies**

All monetary assets and liabilities denominated in currencies other than US dollars are translated into US dollars at the rate of exchange prevailing at the balance sheet date. Transactions in currencies other than US dollars are recorded at daily rates of exchange upon settlement. In accordance with FRS 23, translation differences are dealt with through the profit and loss account.

#### **Taxation**

Current tax, including UK corporation tax, is recorded at amounts expected to be recovered or paid using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date. Deferred taxation is provided on timing differences that result in an obligation at the balance sheet date to pay more tax, or a right to pay less tax, at a future date, at rates expected to apply when they crystallise based on current tax rates and law.

# THE BLACKSTONE GROUP INTERNATIONAL LIMITED

## NOTES TO THE ACCOUNTS YEAR ENDED 31 DECEMBER 2014

### 1. ACCOUNTING POLICIES (CONTINUED)

#### Taxation (continued)

Timing differences arise from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in financial statements. Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered. Deferred tax assets and liabilities are not discounted.

#### Leases

There are no operating leases in the current financial year.

### 2. TURNOVER

There is no turnover in the current financial year.

### 3. STAFF COSTS

There were no employees for the years ended 31 December 2014 or 31 December 2013.

### 4. ORDINARY (LOSS)/PROFIT

	2014 \$	2013 \$
Ordinary (loss)/profit is stated after crediting:		
Foreign currency exchange (loss)/gain	(20,294)	11,202

During the year, audit fees of \$9,890 (2013: \$13,200) have been borne by the LLP.

# THE BLACKSTONE GROUP INTERNATIONAL LIMITED

## NOTES TO THE ACCOUNTS YEAR ENDED 31 DECEMBER 2014

### 5. TAX

#### (A) TAX CHARGE ON LOSS ON ORDINARY ACTIVITIES

	2014 \$	2013 \$
United Kingdom corporation tax at 21.5% (2013 - 23.25%) based on the current year allocation of partnership profit	-	-
Adjustment in respect of prior years	-	(1,871,051)
	<u>-</u>	<u>(1,871,051)</u>

#### (B) FACTORS AFFECTING CURRENT TAX CHARGE FOR THE YEAR

The tax assessed on profit on ordinary activities for the year is based on a rate of taxation of 21.5%

	2014 \$	2013 \$
(Loss)/Profit on ordinary activities before tax	<u>(21,823)</u>	<u>3,154,479</u>
<b>Tax at 21.5% (2013 – 23.25%)</b>	<b>(4,692)</b>	<b>733,416</b>
Non-taxable net foreign exchange gain	4,362	(2,604)
Allocation of taxable profit from Blackstone Group International Partners LLP	356,309	(725,400)
Tax benefit of amendment to prior year taxable partnership profit allocation		1,871,051
Offset of carried forward non-trading losses	<u>(355,979)</u>	<u>(5,412)</u>
<b>Current tax credit / (charge) for the year</b>	<b><u>0</u></b>	<b><u>1,871,051</u></b>

### 6. DEBTORS

	2014 \$	2013 \$
Amounts due from group undertakings (see note 12)	268,166	2,113,845
Corporation tax	<u>1,919,131</u>	<u>2,025,499</u>
	<b><u>2,187,297</u></b>	<b><u>4,139,344</u></b>

# THE BLACKSTONE GROUP INTERNATIONAL LIMITED

## NOTES TO THE ACCOUNTS YEAR ENDED 31 DECEMBER 2014

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

	2014 \$	2013 \$
Other loan payable	-	1,930,224
	<u>-</u>	<u>1,930,224</u>

### 8. CALLED UP SHARE CAPITAL

Called up, allotted and fully paid	2014	2013
Ordinary shares of £1 each	1,400,000	1,400,000
Preference share of £1 each	<u>1</u>	<u>1</u>
	<u>1,400,001</u>	<u>1,400,001</u>

The share capital is denominated in British pounds sterling.

The share capital is shown on the balance sheet at its historical cost equivalent of \$2,445,267 (2013: \$2,445,267). The preference share is redeemable for the amount of capital paid on it at the option of the Company which must give a notice of not less than one week. The preference share does not entitle the holder to any rights or other participation in the profits or assets of the Company other than return of the amount allotted nor does it carry any voting rights.

### 9. RECONCILIATION OF OPERATING LOSS TO NET CASH INFLOW FROM OPERATING ACTIVITIES

	2014 \$	2013 \$
Operating (loss)/profit	(21,823)	3,154,479
Decrease/ (increase) in debtors	1,952,047	(4,139,344)
Decrease in creditors	(1,930,224)	(886,186)
Other	-	1,871,051
	<u>-</u>	<u>-</u>
<b>Net cash inflow from operating activities</b>	<u>-</u>	<u>-</u>

Other relates to tax payments borne by an affiliate entity, The Blackstone Group International Partners LLP, on behalf of the Company.

Please note that there is no cash flow statement as the entity holds no cash in current or prior year.  
All Balance Sheet movements are intercompany and therefore have no cash impact.

## THE BLACKSTONE GROUP INTERNATIONAL LIMITED

### NOTES TO THE ACCOUNTS YEAR ENDED 31 DECEMBER 2014

#### 10. RESERVES

	Share capital	Other reserves	Profit and loss account	Total
	\$	\$	\$	\$
At 31 December 2013	2,445,267	199,610,642	(199,846,789)	2,209,120
Profit for financial year	-	-	(21,823)	(21,823)
At 31 December 2014	<u>2,445,267</u>	<u>199,610,642</u>	<u>(199,868,612)</u>	<u>2,187,297</u>

#### 11. LEASE OBLIGATIONS

At December 31, 2014, the Company is not committed to make any payments during the next year in respect of operating leases.

#### 12. RELATED PARTY TRANSACTIONS

During the year ended 31 December 2014, there were no amounts recognised as turnover in connection with advisory services performed by the Company for certain entities located in the United States of America that are related to the Company.

As at 31 December 2014, the Company was due \$268,166 (2013: \$ 2,113,845) from the LLP.

As at 31 December 2013 the Company had a loan agreement in place with the LLP for the principal amount of \$1,922,440. This loan was repaid on 24 September 2014. Interest payable during the year was \$1,529.

The Company does not charge or pay interest to affiliates on outstanding receivable and payable balances, with the exception of the specific loan agreement with the LLP.

#### 13. ULTIMATE PARENT UNDERTAKING

The Company's immediate parent undertaking is The Blackstone Group International (Cayman) Limited, a company incorporated in the Cayman Islands, and its ultimate parent and controlling party is The Blackstone Group L.P., a Limited Partnership incorporated in Delaware, United States of America.

Copies of the group financial statements are available from 345 Park Avenue, New York, NY 10154, United States of America. The Blackstone Group L.P. is the smallest and largest group which includes the Company and for which financial statements are prepared.