

"AMENDING"

Registered number: 04871485

LCFR UK PEP LIMITED

**ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2013**

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LCFR UK PEP LIMITED

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LCFR UK PEP LIMITED

COMPANY INFORMATION

Directors

Cynthia Tobiano
Emmanuel Courant

Company secretary

Burness Paul LLP

Registered number

04871485

Registered office

20-22 Bedford Row
London
WC1R 4JS

Independent auditors

PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
7 More London Riverside
London
SE1 2RT

Bankers

Barclays Bank Plc
54 Lombard Street
London
EC3P 3AH

Solicitors

SJ Berwin
222 Gray's Inn Road
London
WC1X 8XF

LCFR UK PEP LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2013

The directors present their report and the financial statements of LCFR UK PEP Limited ("the Company") for the year ended 31 December 2013.

Principal activities

The Company is a wholly-owned subsidiary of Edmond de Rothschild Private Equity Partner SAS, a company registered in France ("the Parent Company"). The principal activity of the Company is as a holding company for the investment in Seligman Private Equity Select LLP, a company incorporated in the United Kingdom.

The Company has not been trading since the sale of its investment in Seligman Private Equity Select LLP in 2011. It is the current intention of the directors to wind up the Company within the next 12 months. As such these financial statements have been prepared on a basis other than going concern. Please see Accounting Policy Note 1 on Page 10 for further information.

Directors

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

Cynthia Tobiano (appointed 30 September 2013)
Emmanuel Courant (appointed 14 October 2013)
Jean Louis Chemarin (resigned 30 September 2013)
Jean Laurent Bellue (resigned 14 October 2013)

Disclosure of information to auditors

Each of the persons who are directors at the time when this Directors' report is approved has confirmed that:

- so far as that director is aware, there is no relevant audit information of which the Company's auditors are unaware, and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

Independent auditors

The auditors, PricewaterhouseCoopers LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

Review of the business

The profit and loss account is set out on page 6. The Directors do not recommend the payment of a dividend (2012: £nil).

The Company has not traded during the year. As a result of the decision to wind down the Company and the consequential reclassification of long-term liabilities to current liabilities, the Company's liabilities exceed its assets by £2,166,676 (2012: £2,147,319). This consists predominately of amounts due to the parent company of £2,595,262 (2012: £2,595,262). The directors are addressing this financial position during the wind down process.

LCFR UK PEP LIMITED

**DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2013**

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

Director *Emmanuel Courant*
Date: *29/09/2014*

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LCFR UK PEP LIMITED

**DIRECTORS' RESPONSIBILITIES STATEMENT
FOR THE YEAR ENDED 31 DECEMBER 2013**

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 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 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 judgments and accounting 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. As it is the intention of the directors to wind up the Company, the going concern basis is deemed inappropriate. Therefore these financial statements have been prepared on a basis other than going concern.

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.

LCFR UK PEP LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF LCFR UK PEP LIMITED

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 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.

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

Emphasis of matter - Basis of preparation

In forming our opinion on the financial statements, which is not modified, we have considered the adequacy of the disclosures made in Note 1 to the financial statements concerning the basis of accounting. In the prior year the Directors decided that the Company would cease trading and be wound up. Accordingly, the going concern basis of accounting is no longer appropriate and the financial statements have been prepared on a basis other than going concern as described in Note 1 to the financial statements. Adjustments have been made in these financial statements to reclassify long-term liabilities as current liabilities.

What we have audited

The financial statements, which are prepared by LCFR UK PEP LIMITED, comprise:

- the Balance Sheet as at 31 December 2013;
- the Profit and Loss Account for the year then ended; 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.

LCFR UK PEP LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF LCFR UK PEP LIMITED

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 Annual Report and Financial Statements 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 MATTERS PRESCRIBED BY THE COMPANIES ACT 2006

In our opinion the information given in 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.

Entitlement to exemptions

Under the Companies Act 2006 we are required to report to you if, in our opinion, the directors were not entitled to take advantage of the small companies exemption from preparing a strategic report. We have no exceptions to report arising from this responsibility.

LCFR UK PEP LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF LCFR UK PEP LIMITED

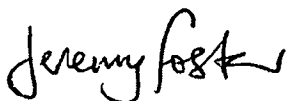
RESPONSIBILITIES FOR THE FINANCIAL STATEMENTS AND THE AUDIT

Our responsibilities and those of the directors

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 ISAs (UK & Ireland). Those standards require us to comply with the Auditing Practices Board's (APB's) Ethical Standards for Auditors, including "APB Ethical Standard - Provisions Available for Small Entities (Revised)" in the circumstances set out in note to the financial statements.

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.



Jeremy Foster (Senior Statutory Auditor)
for and on behalf of

PricewaterhouseCoopers LLP

Chartered Accountants and Statutory Auditors
London, United Kingdom

Date: 29 September 2014

LCFR UK PEP LIMITED

**PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 DECEMBER 2013**

	Note	2013 £	2012 £
Administrative expenses		(19,311)	(15,357)
Operating loss	2	(19,311)	(15,357)
Interest payable and similar charges	3	(46)	(52)
Loss on ordinary activities before taxation		(19,357)	(15,409)
Tax on loss on ordinary activities		-	-
Loss for the financial year		(19,357)	(15,409)
Loss brought forward		(2,677,319)	(2,661,910)
Loss carried forward		(2,696,676)	(2,677,319)

The Company's operations are in the process of being discontinued - refer to the basis of preparation in Note 1 to the financial statements for further details.

There were no recognised gains and losses for 2013 or 2012 other than those included in the Profit and Loss account.

There are no material differences between the loss on ordinary activities before taxation and the loss for the financial year stated above and their historical cost equivalents.

The notes on pages 10 to 12 form part of these financial statements.

LCFR UK PEP LIMITED
REGISTERED NUMBER: 04871485

BALANCE SHEET
AS AT 31 DECEMBER 2013

	Note	£	2013 £	£	2012 £
Current assets					
Cash at bank and in hand		446,672		473,972	
Creditors: amounts falling due within one year	4	<u>(2,613,348)</u>		<u>(2,621,291)</u>	
Net current liabilities			<u>(2,166,676)</u>		<u>(2,147,319)</u>
Net liabilities			<u>(2,166,676)</u>		<u>(2,147,319)</u>
Capital and reserves					
Called up share capital	5		530,000		530,000
Profit and loss account - deficit	6		<u>(2,696,676)</u>		<u>(2,677,319)</u>
Total shareholders' deficit	7		<u>(2,166,676)</u>		<u>(2,147,319)</u>

The financial statements were approved and authorised for issue by the Board and were signed on its behalf by:

Director

Emmanuel COVRANT

Date:

29/09/2014

[Signature]

LCFR UK PEP LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2013

1. ACCOUNTING POLICIES

The financial statements have been prepared in accordance with applicable UK accounting standards. A summary of the more important accounting policies adopted is described below.

1.1 Basis of preparation of financial statements

The financial statements have been prepared in accordance with the requirements of the Companies Act 2006. The financial statements are prepared using a basis of accounting other than going concern for 2012 and 2013. This basis requires all of the Company's assets to be reduced to their realisable values, and all assets and liabilities to be reclassified to be shown as realisable/payable within 1 year of the balance sheet date. Other than reclassifying long term liabilities to current liabilities, no further adjustments were required in preparation of these financial statements.

1.2 Related party disclosures

Advantage has been taken of the exemption in FRS 8 which permits a wholly owned subsidiary undertaking, which is included in the publicly available consolidated financial statements of a group, from disclosing any transactions with other entities which are 100% owned within the group.

1.3 Cash flow statement

The Company, being a subsidiary undertaking where 90% or more of the voting rights are controlled within the group whose consolidated financial statements are publicly available, is exempt from the requirement to draw up a cash flow statement in accordance with FRS 1.

1.4 Creditors

Creditors, which relate principally to inter-company loans payable to the parent company (see notes), are recorded at the estimated payable amounts according to contracts.

2. OPERATING LOSS

The operating loss is stated after charging:

	2013	2012
	£	£
Auditors' remuneration - audit of the financial statements	6,000	5,244

The directors did not receive any emoluments in respect of their services to the Company (2012 - £NIL).

LCFR UK PEP LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2013**

3. INTEREST PAYABLE AND SIMILAR CHARGES

	2013 £	2012 £
Bank and inter-company loan interest payable	46	52

**4. CREDITORS:
Amounts falling due within one year**

	2013 £	2012 £
Trade creditors	-	3,180
Amounts owed to parent company	2,595,262	2,595,262
Accruals	18,086	22,849
	<u>2,613,348</u>	<u>2,621,291</u>

The amounts owed to the parent company are non-interest bearing.

5. CALLED UP SHARE CAPITAL

	2013 £	2012 £
Authorised, allotted, called up and fully paid 530,000 Ordinary shares of £1 each	<u>530,000</u>	<u>530,000</u>

6. PROFIT AND LOSS ACCOUNT - DEFICITE

	Profit and loss account £
At 1 January 2013	(2,677,319)
Loss for the financial year	(19,357)
At 31 December 2013	<u>(2,696,676)</u>

LCFR UK PEP LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2013**

7. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' DEFICIT

	2013 £	2012 £
Opening shareholders' deficit	(2,147,319)	(2,131,910)
Loss for the financial year	(19,357)	(15,409)
Closing shareholders' deficit	<u>(2,166,676)</u>	<u>(2,147,319)</u>

8. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The immediate parent undertaking is Edmond de Rothschild Private Equity Partners SAS ("parent company").

The ultimate parent undertaking and controlling party is Edmond de Rothschild Holding S.A., a company incorporated in Switzerland.

Edmond de Rothschild Holding 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 Edmond de Rothschild Holding S.A. available from 18, rue de Hesse, 1204 Geneva.