

BBA Trent Limited

Annual Report and Financial Statements

For the year ended 31 December 2017



Company Registration No. 7064847 (England and Wales)

BBA Trent Limited

Company Information

Directors	C Pinfold H Royle
Company number	7064847
Registered office	Devonshire House 60 Goswell Road London EC1M 7AD
Auditor	Kingston Smith LLP Devonshire House 60 Goswell Road London EC1M 7AD
Business address	23 Austin Friars London EC2N 2QF

BBA Trent Limited

Contents

	Page
Directors' report	1 - 2
Independent auditor's report	3 - 5
Income statement	6
Statement of financial position	7
Notes to the financial statements	8 - 12

BBA Trent Limited

Directors' Report

For the year ended 31 December 2017

The Directors present their annual report and financial statements for the year ended 31 December 2017.

Principal activities

Responsibility for the administration of LIBOR was handed over to Intercontinental Exchange Benchmark Administration Ltd on 31 January 2014 and from this date BBA Trent Limited discontinued its operations.

Directors

The Directors who held office during the year and up to the date of signature of the financial statements were as follows:

C Pinfold
H Royle

Results and dividends

No ordinary dividends were paid. The Directors do not recommend payment of a final dividend.

Auditor

The auditor, Kingston Smith LLP, is deemed to be reappointed under section 487(2) of the Companies Act 2006.

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 elected to prepare the financial statements in accordance with 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;
- 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.

BBA Trent Limited

Directors' Report (Continued)

For the year ended 31 December 2017

Statement of disclosure to auditor

Each of the Directors in office at the date of approval of this annual report confirms that:

- so far as the director is aware, there is no relevant audit information of which the Company's auditors are unaware, and
- the director has taken all the 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 auditors are aware of that information.

This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

On behalf of the board on

20 September 2018


H Royle
Chair

BBA Trent Limited

Independent Auditor's Report

To the Members of BBA Trent Limited

Opinion

We have audited the financial statements of BBA Trent Limited (the 'company') for the year ended 31 December 2017 which comprise the Income Statement, the Statement Of Financial Position and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland* (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2017 and of its profit 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.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

BBA Trent Limited

Independent Auditor's Report (Continued)

To the Members of BBA Trent Limited

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of our audit:

- the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Directors' Report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the Directors' Report.

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; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption in preparing the Directors' Report and take advantage of the small companies exemption from the requirement to prepare a Strategic Report.

Responsibilities of directors

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, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

BBA Trent Limited

Independent Auditor's Report (Continued)

To the Members of BBA Trent Limited

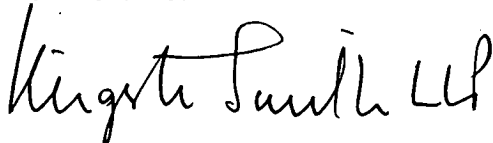
As part of an audit in accordance with ISAs (UK) we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purposes of expressing an opinion on the effectiveness of the company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Use of our report

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 for no purpose other than to draw to the attention of the company's members those matters we are required to include in an auditor's report addressed to them. To the fullest extent permitted by law, we do not accept or assume responsibility to any party other than the company and the company's members as a body, for our work, for this report, or for the opinions we have formed.



Janice Riches (Senior Statutory Auditor)
for and on behalf of Kingston Smith LLP

26 September 2018

Chartered Accountants
Statutory Auditor

Devonshire House
60 Goswell Road
London
United Kingdom
EC1M 7AD

BBA Trent Limited

Income Statement

For the year ended 31 December 2017

	Notes	2017 £	2016 £
Administrative expenses		(401)	(3,098)
Other operating income		14,651	-
		<hr/>	<hr/>
Operating profit/(loss)	3	14,250	(3,098)
Interest receivable and similar income	5	-	39
		<hr/>	<hr/>
Profit/(loss) before taxation		14,250	(3,059)
Tax on profit/(loss)		-	-
		<hr/>	<hr/>
Profit/(loss) for the financial year	9	14,250	(3,059)
		<hr/> <hr/>	<hr/> <hr/>

BBA Trent Limited

Statement Of Financial Position

As at 31 December 2017

	Notes	2017 £	£	2016 £	£
Current assets					
Debtors	6	46,992		31,942	
Cash at bank and in hand		1,920		4,457	
		48,912		36,399	
Creditors: amounts falling due within one year	7	(34,566)		(36,303)	
Net current assets			14,346		96
Capital and reserves					
Called up share capital	8		1		1
Profit and loss reserves	9		14,345		95
Total equity			14,346		96

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime.

The financial statements were approved by the board of directors and authorised for issue on 20 September 2018 and are signed on its behalf by:

H Boyle
Chair

C Pinfold
Director

Company Registration No. 7064847

BBA Trent Limited

Notes to the Financial Statements

For the year ended 31 December 2017

1 Accounting policies

Company information

BBA Trent Limited is a private company limited by shares domiciled and incorporated in England and Wales. The registered office is Devonshire House, 60 Goswell Road, London, EC1M 7AD.

1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime.

The financial statements are prepared in sterling, which is the functional currency of the Company. Monetary amounts in these financial statements are rounded to the nearest pound.

The financial statements have been prepared on the historical cost convention. The principal accounting policies adopted are set out below.

1.2 Going concern

Although there is no continued trade in BBA Trent Limited, the Company will continue to exist in the foreseeable future. The Company has positive net assets and a positive cash balance sufficient to meet its liabilities as they fall due. There would be no changes to the financial statements were they to be drawn up on a basis other than that of a going concern.

1.3 Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1.4 Financial instruments

Basic financial instruments are measured at amortised cost. The Company has no other financial instruments or basic financial instruments measured at fair value.

1.5 Equity instruments

Equity instruments issued by the Company are recorded at the proceeds received, net of direct issue costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the Company.

1.6 Taxation

The tax expense represents the sum of the tax currently payable.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the income statement because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

BBA Trent Limited

Notes to the Financial Statements (Continued)

For the year ended 31 December 2017

2 Critical accounting estimates and judgements

In the application of the Company's accounting policies, the Directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

The estimates and assumptions which have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities are outlined below.

2.1 Critical judgements

Contingent liability

BBA Trent Limited is involved in on-going litigation in respect of the alleged manipulation and suppression of US\$ LIBOR. Further details are provided in note 10. The Board has obtained legal advice relating to all claims. It is the Board's judgement that the likelihood of a successful damages claim against BBA Trent Limited is low and in any event insufficient information is available to assess the likelihood of damages being payable or to quantify any possible amount.

3	Operating profit/(loss)	2017 £	2016 £
	Operating profit/(loss) for the year is stated after charging/(crediting):		
	Fees payable to the Company's auditors for the audit of the Company's annual accounts	-	1,000
	Exceptional item- other operating income	(14,651)	-

The exceptional item above represents accounting adjustments in respect of creditors from previous years not actually payable.

The company's audit fees for 2017 have been borne by the parent entity.

4 Employees

There were no persons (including directors) employed by the Company during the year (2016: nil).

During the year no director received any emoluments (2016: £nil).

5	Interest receivable and similar income	2017 £	2016 £
	Bank interest receivable	-	39

BBA Trent Limited

Notes to the Financial Statements (Continued)

For the year ended 31 December 2017

6 Debtors

	Due within one year	
	2017	2016
	£	£
Other debtors	46,992	31,942

7 Creditors: amounts falling due within one year

	2017	2016
	£	£
Amounts due to group undertakings	23,116	23,103
Other creditors	11,450	13,200
	34,566	36,303

8 Share capital

	2017	2016
	£	£
Ordinary share capital Allotted and fully paid 1 Ordinary share of £1 each	1	1

9 Retained earnings

	2017	2016
	£	£
At beginning of year	95	3,154
Profit/(Loss) for the year	14,250	(3,059)
At end of year	14,345	95

BBA Trent Limited

Notes to the Financial Statements (Continued)

For the year ended 31 December 2017

10 Contingent liabilities

On 14 March 2013, 1 August 2013, 31 October 2013, 14 March 2014, 31 March 2014, 13 November 2014, 16 April 2015 and 20 February 2018 nine civil actions were commenced in the United States against BBA Trent Limited and various other parties, including certain contributor banks, the BBA and BBA Enterprises Ltd, by The Federal Home Loans Mortgage Corporation, the Principal Financial Group, the Principal Funds, the Federal National Mortgage Association, the Federal Deposit Insurance Corporation, the Bay Area Toll Authority, the Berkshire Bank and others, and Axiom Investment Advisors LLC and others. In the proceedings, damages are claimed in respect of the alleged manipulation and suppression of US\$ LIBOR. The amount of damages claimed in each of these nine actions is not quantified and is not quantifiable at this stage and as a result it is not practicable to provide an estimate of any financial impact. Seven of the nine cases filed against BBA Trent Limited have been dismissed pursuant to court opinions issued on 4 August 2015, 3 November 2015 and 20 December 2016, though formal judgements effecting the dismissals have not been entered yet as to most claims. The action commenced by the Federal Deposit Insurance Corporation as receiver for Doral Bank on 20 February 2018 is currently subject to applications to dismiss that action on various grounds in light of the court's prior rulings. The remaining case, brought by Axiom Investment Advisors LLC, has been stayed since its commencement and has not been the subject of any briefing or substantive rulings by the court.

Partial final judgment as to the dismissal of one Plaintiff's (Bay Area Toll Authority) antitrust (competition) claims against the BBA entities (and others) was entered in July 2017 and the Bay Area Toll Authority lodged an appeal. The appeal is currently proceeding through the appellate court. The briefing has been completed in the appeal, and it is expected that the court will hold oral argument in due course.

Following an opinion by the appellate court in an action commenced by certain Schwab Plaintiffs (in which the BBA parties are not directly involved) a number of Plaintiffs have sought leave to amend their complaints against the BBA parties (and others) and Defendants filed applications to dismiss certain actions, including the action commenced by the Federal Deposit Insurance Corporation as receiver for Doral Bank. The briefing has been completed and the parties are waiting to see if and when a hearing is convened.

On 10 March 2017 proceedings were issued against BBA Enterprises Ltd, the BBA and BBA Trent Limited and various panel banks in the High Court in London by the Federal Deposit Insurance Corporation (the FDIC). The proceedings were served on various US dollar panel banks as representative members of the BBA in July 2017. The FDIC is now acting as receiver of 39 failed financial institutions in the US. The English claim is for the alleged breach of statutory duty arising from infringement of competition legislation and for the alleged tort of fraudulent misrepresentation under the relevant US state laws in relation to US\$ LIBOR. The quantum of the claim is not specified and the FDIC says that it is not possible to quantify its claim at this stage. One of the other defendants in the action has issued a summary judgment/strike out application in relation to the competition claims against it and the parties have agreed that the Case Management Conference will not take place until after the application has been heard.

The BBA has indemnified the Hogg Committee, HMT and the FCA in respect of remuneration, costs and expenses of each incurred from January 2013 until completion of the transfer of the LIBOR operation on 31 January 2014 together with the cost of any claims against them in connection with the sale of the business and assets of BBA LIBOR Limited. The total aggregate liability of the BBA and BBA Enterprises Ltd to the Hogg Committee, HMT, and the FCA is limited to £1.5 million plus net LIBOR income between January 2013 and January 2014. No claim has been received nor is the BBA aware that any is contemplated.

BBA Trent Limited believes that its level of accumulated reserves is adequate to support its known contingent obligations in relation to the above.

BBA Trent Limited

Notes to the Financial Statements (Continued)

For the year ended 31 December 2017

11 Parent company

The Company is a subsidiary of the British Bankers' Association, an unincorporated association.