

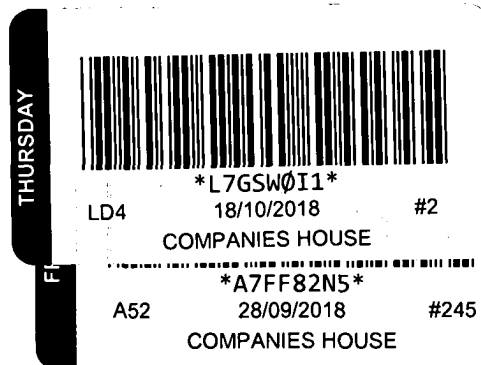
# Selene Midco Limited

Date of Incorporation –5 October 2017

Reports and financial statements

For the period from incorporation to 31 December 2017

*Registered number: 10998873*



# Selene Midco Limited

## Directors' report and financial statements

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# Selene Midco Limited

## Directors and other information

### Directors

Fady Bakhos  
Liam Cunningham

### Registered office

41-43 Brook Street  
Mayfair  
London  
W1K 4HJ

### Bankers

Barclays Bank  
1 Churchill Place  
London  
E14 5HP

Allied Irish Bank (GB)  
City Office  
9 – 10 Angel Court  
London  
EC2R 7AB

### Auditor

Ernst & Young LLP  
1 More London Place  
London  
SE1 2AF

### Solicitors

Macfarlanes LLP  
20 Cursitor Street  
London  
EC4A 1LT

### Registration Number

10998873

# Selene Midco Limited

## Directors' report

The directors present their report and the audited financial statements for the period from the date of incorporation on 5 October 2017 to 31 December 2017.

### Activities

The principal activity of the company is that of a holding company of companies operating in the hotel and restaurant industry.

### Review of developments and future prospects

The profit and loss account is set out on page 8. The profit for the period to 31 December 2017 before taxation was £nil.

The directors expect that the present activity level will at least be sustained for the foreseeable future.

### Directors and their interests

The directors who held office during the period were as follows:

Fady Bakhos	Appointed on 5 October 2017
Liam Cunningham	Appointed on 5 October 2017

The directors and secretary do not hold any material interests in the shares of the company or any other company in the group

### Directors' liabilities

The Company has granted an indemnity to one or more of its directors against liability in respect of proceedings brought by third parties, subject to the conditions set out in the Companies Act 2006. Such qualifying third party indemnity provision remains in force as at the date of approving the Directors' report.

### Dividends

During the period no dividends were paid or proposed.

### Disclosure of information to auditors

The directors who were members of the board at the time of approving the directors' report are listed on page 2. Having made enquiries of fellow directors and of the Company's auditors, each of these directors confirms that:

- to the best of each director's knowledge and belief, there is no information (that is, information needed by the Company's auditors in connection with preparing their report) of which the Company's auditors are unaware; and
- each director has taken all the steps a director might reasonably be expected to have taken to be aware of relevant audit information and to establish that the company's auditors are aware of that information.

# Selene Midco Limited

## Directors' report *(Continued)*

### **Political contributions**

The company made no political contributions during the period.

### **Going Concern**

The group headed by the company's intermediate parent company, Constellation Hotels Holding Ltd S.C.A ('the Group'), has considerable financial resources. As a consequence, the directors believe that the Group is well placed to manage its business risks successfully.

After making enquiries, and taking into account the support also assured by Constellation Hotels Holding Ltd S.C.A, the directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the annual report and accounts.

### **Auditor**

During the period Ernst & Young LLP were appointed as auditors of the company.

Pursuant to Section 487 of the Companies Act 2006, the auditors will be deemed to be re-appointed and Ernst & Young LLP will therefore continue in office.

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



Liam Cunningham  
Director

27 September 2018

# Selene Midco Limited

## Statement of directors' responsibilities

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 period. 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).

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;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the 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 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.

On behalf of the board



Liam Cunningham  
Director

27 September 2018

## Independent auditor's report to the members of Selene Midco Limited

### Opinion

We have audited the financial statements of Selene Midco Limited for the year ended 31 December 2017 which comprise the Statement of Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity and the related notes 1 to 10, 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 101 "Reduced Disclosure Framework" (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the company's affairs as at 31 December 2017 and of its result 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 below. 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 other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in this report, we do not express any form of assurance conclusion thereon.

## Independent auditor's report to the members of Selene Midco Limited

### **Other information** *(continued)*

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 the other information, we are required to report that fact.

We have nothing to report in this regard.

### **Opinions on other matters prescribed by the Companies Act 2006**

In our opinion, based on the work undertaken in the course of the 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 in relation to which 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.

### **Responsibilities of 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, 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.



## Independent auditor's report to the members of Selene Midco Limited

### 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.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at <https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

### 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 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.



Rebecca Turner (Senior statutory auditor)  
for and on behalf of Ernst & Young LLP, Statutory Auditor  
1 More London Place  
London  
SE1 2AF

28 September 2018

# Selene Midco Limited

Registered number: 10998873

## Statement of comprehensive income for the period ended 31 December 2017

	Note	2017 £'000
Administrative expenses		-
<b>Operating profit/(loss)</b>		-
Interest payable and similar charges		-
<b>Profit/(loss) on ordinary activities before tax</b>		-
Tax charge on profit/(loss) on ordinary activities		-
<b>Profit/(loss) and comprehensive loss for the financial year</b>		-

The company had no other comprehensive income in the financial period other than those dealt with in the profit and loss account. All activities in the current year and preceding year are derived from continuing operations.

# Selene Midco Limited

Registered number: 10998873

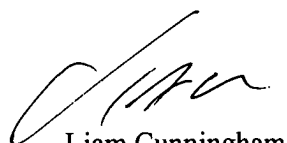
## Balance sheet

at 31 December 2017

	Note	2017 £'000
<b>Fixed assets</b>		
Investments	5	455,050
		<hr/>
<b>Creditors: amounts falling due within one year</b>	6	(338,254)
		<hr/>
<b>Net current liabilities</b>		(338,254)
		<hr/>
<b>Total assets less current liabilities</b>		116,796
<b>Creditors: amounts falling due after one year</b>	6	-
		<hr/>
<b>Net assets/(liabilities)</b>		116,796
		<hr/>
<b>Capital and reserves</b>		
Called up share capital	7	-
Retained earnings		116,796
		<hr/>
<b>Deficit on shareholders' funds</b>		116,796
		<hr/>

These financial statements were approved by the Board of Directors on 27 September 2018.

Signed on behalf of the Board of Directors



Liam Cunningham  
Director

27 September 2018

# Selene Midco Limited

*Registered number: 10998873*

## Statement of changes in equity *for the period ended 31 December 2017*

	Attributable to equity holders of the company		
	Share Capital £'000	Retained Earnings £'000	Total £'000
At incorporation (5 October 2017)	-	-	-
Capital Contribution	-	116,796	116,796
Profit for the year	-	-	-
	<hr/>	<hr/>	<hr/>
<b>At 31 December 2017</b>	<b>-</b>	<b>116,796</b>	<b>116,796</b>
	<hr/>	<hr/>	<hr/>

The accompanying notes form an integral part of the financial statements.

# Selene Midco Limited

## Notes

*forming part of the financial statements*

### 1 Statement of compliance

The Company is incorporated and domiciled in England and Wales and its registered office is 41-43 Brook Street, Mayfair, W1K 4HJ.

These financial statements were prepared in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework (FRS 101) and in accordance with applicable accounting standards. The Company's financial statements are presented in Sterling and all values are rounded to the nearest thousand pounds (£000) except when otherwise indicated.

The Company has taken advantage of the exemption under s400 of the Companies Act 2006 not to prepare group accounts as it is a wholly owned subsidiary of Selene Holdings Limited. The results of the Company are included in the publicly available consolidated financial statements of Selene Holdings Limited.

The principal accounting policies adopted by the Company are set out in note 2.

### 2 Significant accounting policies

These financial statements were prepared in accordance with Financial Reporting Standard 101 *Reduced Disclosure Framework* ("FRS 101"). In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of International Financial Reporting Standards as adopted by the EU ("EU IFRSs"), but makes amendments where necessary in order to comply with the Companies Act 2006 and has set out below where advantage of the FRS 101 disclosure exemptions have been taken.

In these financial statements, the Company has adopted certain disclosure exemptions available under FRS 101. These include:

- a cash flow statement and related notes (para 8(h));
- disclosures in respect of the compensation of key management personnel (para 8(j)) ;
- disclosures in respect of transactions with wholly owned subsidiaries (para 8(k));
- certain comparative information (para 8(f)); and
- the effects of new but not yet effective IFRSs (para 8(i));

As the consolidated financial statements of Coroin Limited include the equivalent disclosures, the Company has also taken the exemption under FRS 101 available in respect of the following:

- certain disclosures required by IFRS 13 *Fair Value Measurement* and the disclosures required by IFRS 7 *Financial Instrument Disclosures*.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

#### **Basis of measurement**

These financial statements have been prepared on the historical cost basis.

# Selene Midco Limited

## Notes *(continued)*

### **2 Significant accounting policies *(continued)***

#### **Use of estimates and judgements**

In preparing these financial statements management has made judgements, estimates and assumptions that affect application of the Company accounting policies and the reported amounts of assets, liabilities, income and expenses. Such estimates and judgements are based on historical experience and other factors, including expectation of future events that are believed to be reasonable. Actual outcomes may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to estimates are recognised prospectively.

There are not considered to be any significant judgements or estimates in the Company's financial statements.

#### **Going concern**

The group headed by the Company's intermediate parent company, Constellation Hotels Holding Ltd S.C.A has provided a letter of financial support to Selene Holdings Limited and its subsidiaries. As a consequence, the directors believe that the Group and subsidiaries are well placed to manage their business risks successfully and meet their liabilities as they fall due.

After making enquiries, and taking into account the support of Constellation Hotels Holding Ltd S.C.A, the directors have a reasonable expectation that the Group has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the annual report and accounts.

#### **Finance income and finance costs**

The Company's finance income and finance costs include:

- interest expense; and
- interest income.

Interest income or expense is recognised using the effective interest method.

# Selene Midco Limited

## Notes *(continued)*

### **2 Significant accounting policies *(continued)***

#### **Tax**

Income expense comprises current and deferred tax. It is recognised in the income statement except to the extent that it relates to items recognised in OCI or directly in equity, in which case it is recognised in OCI or directly in equity.

Current tax is the expected tax payable on the taxable income for the year using tax rates and laws that have been enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and amounts used for taxation purposes. Deferred tax is not recognised for the following temporary differences: those differences arising from the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit, and differences relating to investments in subsidiaries to the extent that the Group is able to control the timing of reversal and it is probable that they will not reverse in the foreseeable future. In addition, deferred tax is not recognised for taxable temporary differences arising on the initial recognition of goodwill.

A deferred tax asset is recognised to the extent that it is probable future taxable profits will be available against which the temporary difference can be utilised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

# Selene Midco Limited

## Notes (continued)

### 2 Significant accounting policies (continued)

#### Financial instruments

The Company classifies non-derivative financial assets into the following categories: financial assets at fair value through profit or loss, held-to-maturity financial assets, loans and receivables and available-for-sale financial assets.

The Company classifies non-derivative financial liabilities into the other financial liabilities category.

#### *(i) Non-derivative financial assets and financial liabilities – recognition and derecognition*

The Company initially recognises loans and receivables issued on the date when they are originated. All other financial assets and financial liabilities are initially recognised on the trade date.

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred, or it neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control over the transferred asset. Any interest in such derecognised financial assets that is created or retained by the Group is recognised as a separate asset or liability.

The Group derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire.

Financial assets and financial liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Group has a legal right to offset the amounts and intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

#### *(ii) Non-derivative financial assets – measurement*

##### *Loans and receivables*

These assets are initially recognised at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, they are measured at amortised cost using the effective interest method.

##### *Cash and cash equivalents*

Cash and cash equivalents include bank overdrafts that are repayable on demand and form an integral part of the Company's cash management.

#### *(iii) Non-derivative financial liabilities – measurement*

Non-derivative financial liabilities are initially recognised at fair value less any directly attributable transaction costs. Subsequent to initial recognition, these liabilities are measured at amortised cost using the effective interest method.



# Selene Midco Limited

## Notes *(continued)*

### **2 Significant accounting policies *(continued)***

#### **Financial instruments *(continued)***

##### ***(iv) Ordinary shares***

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares are recognised as a deduction from equity, net of any tax effects.

Ordinary dividends declared as final dividends are recognised as a liability in the period in which they are approved by shareholders. Interim dividends are recognised as a liability when declared.

##### ***(v) Derivative financial instruments***

The Company's borrowings historically exposed it to the financial risks of changes in interest rates. The Company uses derivative financial instruments such as interest rate cap agreements to hedge these exposures. The Company does not use derivatives for trading or speculative purposes.

Derivative financial instruments are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as assets when the fair value is positive and as liabilities when the fair value is negative.

The full fair value of a hedging derivative is classified as a non-current asset or non-current liability if the remaining maturity of the hedged item is more than twelve months and as a current asset or current liability if the remaining maturity of the hedged item is less than twelve months.

The fair value of derivative instruments is determined by using valuation techniques. The Group uses its judgement to select the most appropriate valuation methods and makes assumptions that are mainly based on observable market conditions (Level 2 fair values) existing at the reporting date.

The method of recognising the resulting gain or loss depends on whether the derivative is designated as a hedging instrument, and if so, the nature of the item being hedged.

##### ***(vi) Equity distributions and contributions***

In accordance with the guidance issued in TECH 02/17 BL (with regards the application of Companies Act 2006) where an entity sells an asset to a fellow group company for consideration that is less than the asset's fair value, the difference is treated as a capital contribution in the receiving entity and a distribution in the selling entity. In accordance with TECH 02/17 BL, any intermediate parent entities of the transacting entities are also considered to have made a distribution (or capital contribution as applicable). All distributions and capital contributions are recognised directly in equity and are presented in the Statement of Changes in Equity.

#### **Investments**

Investments in subsidiaries, associates and joint ventures are held at historical cost less any applicable provision for impairment.

# Selene Midco Limited

## Notes (continued)

### 2 Significant accounting policies (continued)

#### Impairment of non-financial assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Company makes an estimate of the asset's recoverable amount in order to determine the extent of the impairment loss. An asset's recoverable amount is the higher of an asset's or cash-generating unit's fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. Impairment losses on continuing operations are recognised in the income statement in those expense categories consistent with the function of the impaired asset.

For assets where an impairment loss subsequently reverses, the carrying amount of the asset or cash generating unit is increased to the revised estimate of its recoverable amount, not to exceed the carrying amount that would have been determined, net of depreciation, had no impairment losses been recognised for the asset or cash generating unit in prior years. A reversal of impairment loss is recognised immediately in the income statement, unless the asset is carried at a revalued amount when it is treated as a revaluation increase.

#### Standards issued but not yet effective

The standards and interpretations that are issued, but not yet effective, up to the date of the issuance of the financial statements and that may impact the financial statements are disclosed below. The group intends to adopt these standards, if applicable, when they become effective.

		Effective for periods commencing on or after
IFRS 9	Financial Instruments	1 January 2018
IFRS 15	Revenue from contracts	1 January 2018
IFRS 16	Leases	1 January 2019

The directors are currently considering the impact on the financial statements in the period of initial application. The impact of IFRS 9 and IFRS 15 is not expected to be material.

# Selene Midco Limited

## Notes *(continued)*

### **3 Staff numbers and costs**

The company has no employees.

### **4 Auditors remuneration**

The audit fee of £5,000 is borne by another group company.

### **5 Investments**

	<b>2017 £'000</b>
Investment in shares in subsidiary undertakings	<b>455,050</b>

None of the shares of the above subsidiary undertakings are listed. In the opinion of the directors the shares in the company's subsidiary and other group undertakings are worth at least the amounts at which they are stated in the balance sheet.

On 12 December 2017, the Company acquired 100% of the share capital of Maybourne Hotels Limited, the Connaught Hotel Limited and The Berkeley Hotel Limited for consideration of £338.2 million from MHG Senior Borrower, as sister company. The difference between the consideration paid and the fair value of the shares transferred, treated as deemed distribution by MHG Senior Borrower Limited, formed part of the capital contribution by Company's immediate parent company Selene Holdings Limited.

# Selene Midco Limited

## Notes (continued)

### 5 Investments (continued)

The company has the following investments in subsidiaries.

Subsidiary undertaking	Country of Incorporation and operation	Activity	Shareholding (ordinary shares)
The Berkeley Hotel Limited	Great Britain	Hotel Operations	100% (direct)
The Connaught Hotel Limited	Great Britain	Hotel Operations	100% (direct)
Maybourne Hotels Limited	Great Britain	Management Services Company	100% (direct)
Goldrange Properties Limited	Great Britain	Ownership of Property	100% (indirect)
The Minema Limited	Great Britain	Dormant company	100% (indirect)
The Berkeley Hotel (49907) Co. Limited	Great Britain	Dormant company	100% (indirect)
The Connaught Hotel (52242) Limited	Great Britain	Dormant company	100% (indirect)
Connaught F&B Limited (06456182)	Great Britain	Dormant company	100% (indirect)
Mount Street Mansions Limited	Great Britain	Dormant company	100% (indirect)
Beaufort Construction Limited	Great Britain	Dormant company	100% (indirect)
B.P.& S. (1906) Limited	Great Britain	Dormant company	100% (indirect)
James Edward Limited	Great Britain	Dormant company	100% (indirect)
Only G Limited	Great Britain	Dormant company	100% (indirect)
Stone's Chop House Limited	Great Britain	Dormant company	100% (indirect)
Project Castle Limited	Great Britain	Dormant company	100% (indirect)
Q&M Limited	Great Britain	Dormant company	100% (indirect)
Patrick Spitfire Limited	Great Britain	Dormant company	100% (indirect)
Centralglen Limited	Great Britain	Dormant company	100% (indirect)
The Opheans Limited	Great Britain	Dormant company	100% (indirect)
Headfort Hotel (Belgravia) Limited	Great Britain	Dormant company	100% (indirect)
Motcomb Trust Limited	Great Britain	Dormant company	100% (indirect)
The Worcester Building Company Limited	Great Britain	Dormant company	100% (indirect)
The Strand Power Company Limited	Great Britain	Dormant company	100% (indirect)
Speed 6060 Limited	Great Britain	Dormant company	100% (indirect)
The Claridge's Hotel Laundry Limited	Great Britain	Dormant company	100% (indirect)

The registered office of all subsidiary undertakings is 41-43 Brook Street, Mayfair, London, W1K 4HJ.

# Selene Midco Limited

## Notes (continued)

### 6 Creditors: amounts falling due within one year

	2017 £'000
Amounts owed to group companies	58,449
Amounts owed to related party	279,805
	<hr/>
	338,254
	<hr/>

At 31 December 2017 an amount of £279.8 million remains due to Selene SARL, an intermediate parent company incorporated in Luxembourg.

### 7 Called up share capital

	2017 £
<b>Authorised</b>	
1 ordinary share of £1	1
	<hr/>
<b>Called up, allotted and fully paid</b>	
1 ordinary share of £1	<u>1</u>
	<hr/>

On incorporation the company issued 1 share for £1 cash consideration.

### 8 Related party transactions

The company has availed of the exemptions available in FRS 101 from disclosing transactions entered into between two or more members of a group and also key management personnel compensation disclosures.

# Selene Midco Limited

## Notes *(continued)*

### **9 Ultimate parent company**

The company's ultimate parent company and controlling party is Prime Capital S.A., a company incorporated in Luxembourg. This is the largest group in which the results of the Company are consolidated.

The ultimate controlling party is His Excellency Sheikh Hamad Bin Jassim Bin Jaber Al Thani.

Selene Holdings Limited, a company incorporated in Great Britain and registered in England and Wales is the smallest group in which the results of the Company are consolidated. Copies of those statutory accounts will be available from its registered office, 41 - 43 Brook Street, Mayfair, London, W1K 4HJ .

### **10 Subsequent events**

There were no events subsequent to the balance sheet date that require adjustment to or disclosure in the financial statements.