

OS AA01

Statement of details of parent law and other
information for an overseas company

Companies House
for the record

✓ What this form is for
You may use this form to
accompany your accounts
disclosed under parent law

✗ What this form is
You cannot use this
an alteration of ma
with accounting rec

FRIDAY



A37 *A11XBZOR*
05/10/2012 #22
COMPANIES HOUSE

Part 1 Corporate company name

Corporate name of
overseas company ①

DRESDNER UK INVESTMENTS 2 BV

FC 25546

If the company has already been registered in the UK, please enter the
establishment number below

UK establishment
number ②

B R 0 0 7 8 3 7

→ FILING in this form
Please complete in typescript or in
bold black capitals

All fields are mandatory unless
specified or indicated by *

① This is the name of the company in
its home state

② This should only be completed if
the company has already been
registered in the UK

Part 2 Statement of details of parent law and other
information for an overseas company

A1 Legislation

Please give the legislation under which the accounts have been prepared and,
if applicable, the legislation under which the accounts have been audited

Legislation ③

Part 9, Book 2 of the Netherlands Civil Code

③ This means the relevant rules or
legislation which regulates the
preparation and, if applicable, the
audit of accounts

A2 Accounting principles

Accounts

Have the accounts been prepared in accordance with a set of generally accepted
accounting principles?

Please tick the appropriate box

☐ No Go to Section A3

☒ Yes Please enter the name of the organisation or other
body which issued those principles below, and then go to Section A3

④ Please insert the name of the
appropriate accounting organisation
or body

Name of organisation
or body ④

Netherlands GAAP

A3 Accounts

Accounts

Have the accounts been audited? Please tick the appropriate box

☒ No Go to Section A5

☐ Yes Go to Section A4

OS AA01

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A4

Audited accounts

Audited accounts

Have the accounts been audited in accordance with a set of generally accepted auditing standards?

Please tick the appropriate box

☐ **No** Go to Part 3 'Signature'

☐ **Yes** Please enter the name of the organisation or other body which issued those standards below, and then go to Part 3 'Signature'

① Please insert the name of the appropriate accounting organisation or body

Name of organisation or body ①

A5

Unaudited accounts

Unaudited accounts

Is the company required to have its accounts audited?

Please tick the appropriate box

☒ **No**

☐ **Yes**

Part 3

Signature

I am signing this form on behalf of the overseas company

Signature

Signature

X 

X

This form may be signed by
Director, Secretary, Permanent representative

OS AA01

Statement of details of parent law and other information for an overseas company



Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name Secretariat

Company name Commerzbank AG

Address 30 Gresham Street

Post town London

County/Region

Postcode E C 2 V 7 P G

Country

DX

Telephone 020 7475 2194



Important information

Please note that all this information will appear on the public record.



Where to send

You may return this form to any Companies House address

England and Wales

The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ
DX 33050 Cardiff

Scotland

The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post)

Northern Ireland

The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG
DX 481 N R Belfast 1



Checklist

We may return forms completed incorrectly or with information missing

Please make sure you have remembered the following

- ☐ The company name and, if appropriate, the registered number, match the information held on the public Register
- ☐ You have completed all sections of the form, if appropriate
- ☐ You have signed the form



Further information

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk

**DRESDNER UK INVESTMENTS 2 B.V.
AMSTERDAM**

REPORT AND FINANCIAL STATEMENTS

31 DECEMBER 2011



COMPANIES HOUSE

Dresdner UK Investments 2 B.V.
Amsterdam

DIRECTORS' REPORT

The directors submit their annual report and financial statements for the year ended 31 December 2011

Incorporation

The Company was incorporated on 5 July 2004, as a private limited liability company incorporated under Dutch law, having its official seat in Amsterdam, the Netherlands and its registered address in the United Kingdom. The Company's registered address is 30 Gresham Street, London EC2V 7PG, United Kingdom.

State of affairs

The results of the Company for the year are set out in detail on page 4. The directors do not recommend the payment of a dividend (2010: €Nil). The retained profit for the year of €10,076 (2010: €5,115) will be added to reserves.

The Company's business was to make equity or debt investments in undertakings within the Commerzbank Holdings (UK) Limited group of companies, receive income from these investments and take advantage of opportunities for the further development of the business.

A decision has been taken to liquidate the Company in the near future.

Directors

The directors who held office at the year end were as follows:

N G Aiken
P R Burrows
A D Levy



A D Levy
Director

10 September
February 2012

Dresdner UK Investments 2 B.V.
Amsterdam

BALANCE SHEET
As at 31 December

	Note	2011 €	2010 €
Current assets			
Cash at bank held with an intermediate parent undertaking		966,224	949,768
Taxation repayable		-	6,380
Net assets		<u>966,224</u>	<u>956,148</u>
Capital and reserves			
Called up share capital	5	337,990	337,990
Share premium	5	524,765,629	524,765,629
Profit and loss account	6	(524,137,395)	(524,147,471)
Equity shareholder's funds		<u>966,224</u>	<u>951,033</u>

Dresdner UK Investments 2 B.V.
Amsterdam

PROFIT AND LOSS ACCOUNT
For the year ended 31 December

	Note	2011 €	2010 €
Interest receivable from an intermediate parent undertaking		10,496	5,899
Foreign exchange gains		338	378
Other interest receivable		439	-
Administrative expenses		(1,197)	(1,162)
		<hr/>	<hr/>
Profit on ordinary activities before tax		10,076	5,115
Income taxes	4	-	-
		<hr/>	<hr/>
Profit on ordinary activities after tax		10,076	5,115
		<hr/>	<hr/>

Dresdner UK Investments 2 B.V.
Amsterdam

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2011

1. ACTIVITIES

The principal activity of the Company was the financing of other business undertakings. The Company has its official seat in Amsterdam and its principal place of business in London.

2. PREPARATION OF FINANCIAL STATEMENTS

These financial statements have been prepared in accordance with Part 9, Book 2 of the Netherlands Civil Code. With regard to the preparation of consolidated financial statements, use has been made of the exemption provided by Article 408, Part 9, Book 2 of the Netherlands Civil Code. Financial statements for Commerzbank AG, the ultimate parent of the Company, are available from Commerzbank AG, Investor Relations, Kaiserplatz, D-60261 Frankfurt am Main, Germany.

The immediate parent company is Dresdner UK Investments NV.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies followed by the Company are as set out below.

Foreign currencies

Monetary assets and liabilities denominated in foreign currencies are translated into Euros at mid-market closing rates of exchange ruling at the balance sheet date. Income and expenses denominated in foreign currencies are translated at the actual rates prevailing on their respective dates. Foreign exchange differences are taken to the profit and loss account in the period in which they arise.

Other assets and liabilities

Unless stated otherwise, all other assets and liabilities included in the financial statements are stated at the values at which they were acquired or incurred.

Income and expense recognition

Interest income is recognised on an accrual basis. Costs are taken through the profit and loss on an accruals basis.

4. TAXATION

As a UK resident company under the UK/Netherlands double tax treaty, the Company is not subject to Dutch tax on profits or to Dutch capital duty. The Company is subject to UK corporate income tax at the rate of 26.5% (2010 – 28%) on its taxable profit.

	2011 €	2010 €
Current year tax – prior year adjustment	-	-
Factors affecting the tax charge for the year :		
Profit on ordinary activities before tax	10,076	5,115
Tax at 26.5% / 28% of profit	(2,670)	(1,432)
Non-deductible expense	(317)	(325)
Group relief claimed at no charge	2,987	1,757
	-	-

Dresdner UK Investments 2 B.V.
Amsterdam

NOTES TO THE FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2011

5. SHAREHOLDERS' EQUITY – ordinary share capital

Authorised		2011	2010
		€	€
312,500	Class A shares of €1 each	312,500	312,500
25,490	Class B shares of €1 each	25,490	25,490
Allotted, called up and fully paid		Nominal	Share premium
		€	€
312,500	Class A shares of €1 each	312,500	187,500
25,490	Class B shares of €1 each	25,490	524,578,129
As at 31 December 2010 and 31 December 2011		337,990	524,765,629
			525,103,619

All classes of shares rank pari passu in terms of shareholder rights, including voting rights and entitlement to profits

6. PROFIT AND LOSS ACCOUNT	2011	2010
	€	€
Profit on ordinary activities after tax	10,076	5,115
Retained loss brought forward	(524,147,471)	(524,152,586)
Retained loss carried forward	(524,137,395)	(524,147,471)

7. ADDITIONAL DISCLOSURES

Related party transactions

During the year the Company had the following transactions with related parties

	2011	2010
	€	€
Interest income receivable from Commerzbank AG London Branch	10,496	5,899

Supervisory Board

The Company has no Supervisory Board (2010 none)

Directors and Directors' remuneration

No members of the Board of directors received any remuneration (2010 none)

Employees

The Company had no employees during the year (2010 none)

Financial risks exposure

The financial risks exposure and financial management objectives and policies of Commerzbank AG also applied to the Company

The Board of directors



A D Levy



P R Burrows



N G Aiken

10 September
February 2012

Dresdner UK Investments 2 B.V.
Amsterdam

OTHER INFORMATION

Profit entitlement

The directors may resolve to pay distributions from reserves or profits of the current financial period, provided that the aggregate amount of such distributions will not exceed distributable net assets

Profit distribution

During the year no dividends were paid (2010 €Nil) The retained profit for the year of €10,076 (2010 €5,115) will be added to reserves

Post balance sheet events

A decision has been taken to liquidate the Company in the near future