

OS AA01

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



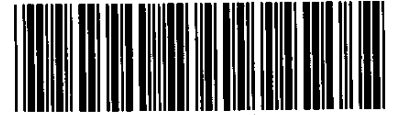
Companies House

2786 / 20

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

✗ **What this form is NOT for**
You cannot use this form to register
an alteration of manner of company
with accounting requirements.

WEDNESDAY



LD5 *L8WPIANE* #38
15/01/2020
COMPANIES HOUSE

Part 1 Corporate company name

Corporate name of overseas company ① EUROPEAN INDEX ASSETS B.V.

UK establishment number B R 0 1 5 4 6 1

→ **Filling 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.

**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 ② DUTCH ACCOUNTING STANDARDS FOR ANNUAL REPORTING

② 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**.

③ Please insert the name of the
appropriate accounting organisation
or body.

Name of organisation or body ③ DUTCH ACCOUNTING STANDARDS BOARD

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.**

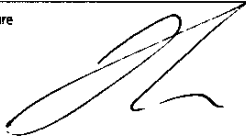
☐ **Yes.**

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.

**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 | NOOPUR JOSHI | | | | | | | | | |
| Company name | GOLDMAN SACHS UK | | | | | | | | | |
| | | | | | | | | | | |
| Address | PLUMTREE COURT | | | | | | | | | |
| 25 SHOE LANE | | | | | | | | | | |
| HOLBORN | | | | | | | | | | |
| Post town | | | | | | | | | | |
| County/Region | | | | | | | | | | |
| Postcode | E | C | 4 | A | 4 | A | U | | | |
| Country | UNITED KINGDOM | | | | | | | | | |
| DX | | | | | | | | | | |
| Telephone | +44 (020) 7552 7936 | | | | | | | | | |

**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.

**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.

**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

Company Number: FC030465
Dutch Company Number: 34193419

EUROPEAN INDEX ASSETS B.V.

UNAUDITED ANNUAL REPORT

30 NOVEMBER 2018

EUROPEAN INDEX ASSETS B.V.

REPORT OF THE DIRECTORS

The directors present their report and the unaudited financial statements of the company for the year ended 30 November 2018.

1. Principal activities

European Index Assets B.V. (the company) was incorporated in the Netherlands as a private limited liability company.

The principal activity of the company was to undertake investment business. During the year, the company undertook a number of transactions aimed at winding down its operations. Refer to note 2 of directors' report.

The company's ultimate parent undertaking and controlling entity is The Goldman Sachs Group, Inc. (Group Inc.). Group Inc. is a bank holding company and a financial holding company regulated by the Board of Governors of the Federal Reserve System (Federal Reserve Board). In relation to the company, 'group undertaking' means Group Inc. or any of its subsidiaries. Group Inc., together with its consolidated subsidiaries, form 'GS Group'. GS Group is a leading global investment banking, securities and investment management firm that provides a wide range of financial services to a substantial and diversified client base that includes corporations, financial institutions, governments and individuals.

The company's principal business was transacted in Euro and accordingly, the company's functional currency is the Euro and these financial statements have been prepared in that currency.

Although the company is incorporated in the Netherlands, its place of business and its place of effective management is in the United Kingdom and the company pays UK corporation tax on its profits.

2. Review of business and future developments

The financial statements have been drawn up for the year ended 30 November 2018. Comparative information has been presented for the year ended 30 November 2017.

The results for the year are shown in the profit and loss account on page 4. Profit before taxation for the year ended 30 November 2018 was €nil (2017: €7.5 million).

The company has total assets of €1 as at 30 November 2018 (30 November 2017: €1).

Future outlook and going concern

During the year ended 31 December 2017, the company undertook a number of transactions aimed at winding down its operations. No new business activity was undertaken during 2018, and the directors do not expect that the company will undertake any new business activity in the next 12 months or in the foreseeable future.

Accordingly, the going concern basis of preparation is not appropriate and the financial statements have been prepared assuming discontinuity of the company. The accounting policies are based on the existing accounting policies as applied last year, taking into consideration necessary impairment of assets and recording of additional provisions. The accounting policies of Dutch Accounting Standards 170 chapter 2 (liquidation basis) are not applied and it is expected that the company will be able to fulfil its obligations. No adjustments were necessary in these financial statements to reduce assets to their realisable values, to provide for liabilities arising from the decision or to reclassify fixed assets and long-term liabilities as current assets and liabilities.

Principal risks and uncertainties

Following the winding down of its operations, the company has no principal risks or uncertainties.

REPORT OF THE DIRECTORS (continued)

3. Appropriation of profits

The company made no profit or loss in respect of the year ended 30 November 2018 (2017: profit of €7.5 million). According to Article 23 of the articles of association, the company's profits and losses are at the disposal of the shareholders. The directors do not recommend the payment of a final dividend in respect of the year ended 30 November 2018 (2017: €nil). In the prior year, the directors declared and paid an interim dividend of €61.8 million.

4. Directors

The directors of the company who served throughout the year were:

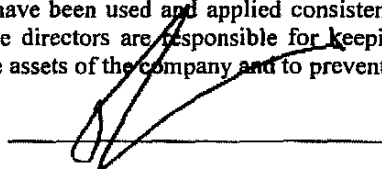
| Name | Resigned |
|---------------|-------------------|
| O. J. Bingham | |
| W. T. Gasson | |
| R. J. Taylor | 13 September 2019 |

No director had, at the period end, any interest requiring note herein.

5. Directors' responsibilities

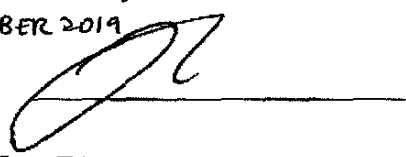
The directors are required by prevailing company law in the Netherlands to prepare financial statements for each financial period which give a true and fair view of the state of affairs of the company as at the end of the financial period and of the profit or loss of the company for that period. In preparing the financial statements, appropriate accounting policies have been used and applied consistently, and reasonable and prudent judgments and estimates have been made. The directors are responsible for keeping proper accounting records, and for taking reasonable steps to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

W. T. Gasson



Date: 28 OCTOBER 2019

O. J. Bingham



Date: 28 OCTOBER 2019.

EUROPEAN INDEX ASSETS B.V.

BALANCE SHEET

as at 30 November 2018

(Before proposed appropriation of results)

| | | 30 November 2018 (Unaudited) €'000 | 30 November 2017 (Audited) €'000 |
|---------------------------------------------------|------|------------------------------------------|----------------------------------------|
| | Note | | |
| ASSETS | | | |
| CURRENT ASSETS | | | |
| Debtors | | - | - |
| TOTAL ASSETS | | - | - |
| LIABILITIES AND SHAREHOLDERS' EQUITY | | | |
| Shareholders' equity | | | |
| Called up share capital | 4 | - | - |
| Share premium account | 5 | - | - |
| Undistributed profits | 5 | - | - |
| Result for the year | 5 | - | - |
| TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY | | - | - |

The notes on pages 6 to 9 form an integral part of these financial statements.

EUROPEAN INDEX ASSETS B.V.

PROFIT AND LOSS ACCOUNT**for the year ended 30 November 2018**

| | | Year ended 30 November 2018 (Unaudited) €'000 | Year ended 30 November 2017 (Audited) €'000 |
|--------------------------------------------------------|---|------------------------------------------------------------------|----------------------------------------------------------------|
| Interest and similar income | 8 | - | 7,526 |
| OPERATING PROFIT AND PROFIT BEFORE TAXATION | | - | 7,526 |
| Tax on profit | 9 | - | - |
| PROFIT FOR THE FINANCIAL YEAR | | - | 7,526 |

The profits of the company are derived from discontinued activities in the current and prior years.

The notes on pages 6 to 9 form an integral part of these financial statements.

EUROPEAN INDEX ASSETS B.V.

CASH FLOW STATEMENT**for the year ended 30 November 2018**

| | Year ended 30 November 2018 (Unaudited) €'000 | Year ended 30 November 2017 (Audited) €'000 |
|---------------------------------------------------------|------------------------------------------------------------------|----------------------------------------------------------------|
| Cash flows from operating activities | | |
| Operating profit | - | 7,526 |
| <i>Movements out:</i> | | |
| Amounts due from group undertakings | | (7,626) |
| Net cash used in operating activities | - | (100) |
| Net cash flows | - | (100) |
| The movement in cash at bank and in hand is as follows: | | |
| Balance at 1 December | - | 100 |
| Movements during the financial year | - | (100) |
| Balance at 30 November | - | - |

The notes on pages 6 to 9 form an integral part of these financial statements.

EUROPEAN INDEX ASSETS B.V.

UNAUDITED NOTES TO THE FINANCIAL STATEMENTS - 30 NOVEMBER 2018

1. GENERAL

Principal activities

The company was incorporated on 24 July 2003 under the name of W2001/Sixty - Eight B.V. On 12 December 2003, the name of the company was changed to GS European Opportunities Fund B.V. On 19 June 2013, the name of the company was changed to European Index Assets B.V. It is a limited liability company with its statutory seat in the Netherlands. The address is Strawinskylaan 1661, Amsterdam 1077 XX, the Netherlands.

The principal activity of the company is to undertake investment business.

The financial statements have been drawn up for the year ended 30 November 2018. Comparative information has been presented for the year ended 30 November 2017.

The immediate parent undertaking is GS Index Funding Limited, a company incorporated in England and Wales.

The ultimate parent undertaking and the parent company of the smallest and largest group for which consolidated financial statements are prepared, is The Goldman Sachs Group, Inc., a company incorporated in the United States of America. Copies of its consolidated financial statements can be obtained from Investor Relations, 200 West Street, New York, NY 10282, United States of America.

The company's principal business was transacted in the Euro and accordingly, the company's functional currency is the Euro and these financial statements have been prepared in that currency.

2. NOTES TO CASH FLOW STATEMENT

The cash flow statement has been prepared applying the indirect method. The cash and cash equivalents in the cash flow statement comprise the balance sheet item cash at bank and in hand. Cash flows in foreign currencies have been translated at the rates of exchange ruling on the date the transaction occurred. Exchange differences affecting cash items are shown separately in the cash flow statement. Interest paid and received, dividends received and income taxes are included in cash from operating activities. Dividends paid are recognised as cash used in financing activities. Transaction not resulting in inflow or outflow of cash are not recognised in the cash flow statement.

3. PRINCIPLES OF VALUATION OF ASSETS AND LIABILITIES

a. Accounting convention

The financial statements have been prepared in accordance with the statutory provisions of Part 9, Book 2, of the Dutch Civil Code and the firm pronouncements in the Dutch Accounting Standards for Annual Reporting in the Netherlands as issued by the Dutch Accounting Standards Board.

b. Going concern

During the prior year, the company undertook a number of transactions aimed at winding down its operations. No new business activity was undertaken during the year ended 30 November 2018. The directors expect the company to remain dormant and to not undertake any new business activity in the next 12 months or in the foreseeable future.

Accordingly, the going concern basis of preparation is not appropriate and the financial statements have been prepared assuming discontinuity of the company. The accounting policies are based on the existing accounting policies as applied last year, taking into consideration necessary impairment of assets and recording of additional provisions. The accounting policies of Dutch Accounting Standards 170 chapter 2 (liquidation basis) are not applied and it is expected that the company will be able to fulfil its obligations. No adjustments were necessary in these financial statements to reduce assets to their realisable values, to provide for liabilities arising from the decision or to reclassify fixed assets and long-term liabilities as current assets and liabilities.

EUROPEAN INDEX ASSETS B.V.

UNAUDITED NOTES TO THE FINANCIAL STATEMENTS - 30 NOVEMBER 2018

3. PRINCIPLES OF VALUATION OF ASSETS AND LIABILITIES (continued)

c. Dividends

Discretionary equity dividends are recognised as a liability and deducted from equity in the period in which the dividends are approved by the company's shareholder. Non-discretionary equity dividends are recognised as a liability and deducted from equity in the period in which they accrue.

d. Comparison with prior year

The principles of valuation and determination of results have been applied consistently throughout the current and prior years.

4. CALLED UP SHARE CAPITAL

At 30 November 2018 and 30 November 2017 called up share capital comprised:

| | No. | 30 November 2018 (Unaudited) €'000 | No. | 30 November 2017 (Audited) €'000 |
|-------------------------------------------|-----|------------------------------------------|-----|----------------------------------------|
| <u>Authorised</u> | | | | |
| Ordinary shares of €1 each – class A | 1 | - | 1 | - |
| | | - | | - |
| <u>Allotted, called up and fully paid</u> | | | | |
| Ordinary shares of €1 each – class A | 1 | - | 1 | - |
| | | - | | - |

5. RECONCILIATION OF MOVEMENTS IN TOTAL SHAREHOLDERS' FUNDS AND MOVEMENTS IN RESERVES

| | Called up share capital €'000 | Share premium account €'000 | Undistributed profits €'000 | Result for the year €'000 | Total €'000 |
|------------------------------------|-------------------------------------|--------------------------------------|-----------------------------------|---------------------------------|----------------|
| At 1 December 2016 | 200,060 | 599,940 | 6,510 | 14,476 | 820,986 |
| Appropriation of prior year result | - | - | 14,476 | (14,476) | - |
| Profit for the financial year | - | - | - | 7,526 | 7,526 |
| Dividends | - | - | (20,986) | (7,526) | (28,512) |
| Share capital reduction | (200,060) | (599,940) | - | - | (800,000) |
| At 30 November 2017 (Audited) | - | - | - | - | - |
| Profit for the financial year | - | - | - | - | - |
| At 30 November 2018 (Unaudited) | - | - | - | - | - |

In the prior year, the company reduced its share capital from €200.1 million to €1 by cancelling 6,000,000 redeemable ordinary shares of €0.01 and 199,999,999 ordinary shares of €1 each and paying £800.0 million including share premium of €599.9 million to GS Index Funding Limited.

EUROPEAN INDEX ASSETS B.V.

UNAUDITED NOTES TO THE FINANCIAL STATEMENTS - 30 NOVEMBER 2018

6. STAFF COSTS

As in the prior year, the company has no employees. All persons involved in the company's operations are employed by group undertakings and no costs are borne by the company.

7. DIRECTORS EMOLUMENTS

The directors were paid by another group undertaking, therefore there are no emoluments that are required to be disclosed in the company's financial statements.

8. INTEREST AND SIMILAR INCOME

| | Year ended 30 November 2018 (Unaudited) €'000 | Year ended 30 November 2017 (Audited) €'000 |
|----------------------------------|--------------------------------------------------------|------------------------------------------------------|
| Interest from group undertakings | - | 7,526 |

9. TAX ON PROFIT

| | Year ended 30 November 2018 (Unaudited) €'000 | Year ended 30 November 2017 (Audited) €'000 |
|----------------------|--------------------------------------------------------|------------------------------------------------------|
| Current tax: | | |
| U.K. corporation tax | - | - |
| Total current tax | - | - |

Corporation tax is provided on taxable income at current rates applicable to the company's activities. Although the company is incorporated in the Netherlands, its place of business and its place of effective management is in the United Kingdom and the company pays U.K. corporation tax on its worldwide profits. The company is not liable to corporation tax in the Netherlands.

The company has claimed tax losses for the prior year under group relief arrangements.

The table below presents a reconciliation between tax on profit and the amount calculated by applying the weighted average rate of U.K. corporation tax applicable to the company for the year of 19% (2017: 19.33%) to the profit before tax is as follows:

| | Year ended 30 November 2018 (Unaudited) €'000 | Year ended 30 November 2017 (Audited) €'000 |
|-------------------------------------------------------------------------------------------|--------------------------------------------------------|------------------------------------------------------|
| Profit before taxation | - | 7,526 |
| Profit multiplied by the weighted average rate in the U.K. 19% (30 November 2017: 19.33%) | - | 1,455 |
| Tax losses claimed from group undertakings for nil consideration | - | (1,455) |
| Total tax on profit | - | - |

EUROPEAN INDEX ASSETS B.V.

UNAUDITED NOTES TO THE FINANCIAL STATEMENTS - 30 NOVEMBER 2018

10. FINANCIAL COMMITMENTS AND CONTINGENCIES

The company had no financial commitments and contingencies outstanding at the year end (30 November 2017: €nil).

11. RELATED PARTIES DISCLOSURES

The following significant transactions were carried out with related parties:

| | 30 November 2018 (Unaudited) €'000 | 30 November 2017 (Audited) €'000 |
|----------------------------------------------------------|------------------------------------------|----------------------------------------|
| Amounts charged to GS Liquid Trading Platform II Limited | - | (811,638) |
| Amounts charged to GS Index Funding Limited | - | (18,939) |
| Amounts payable to GS Index Holdings Limited | - | 9,428 |
| Amounts payable to Goldman Sachs Group UK Limited | - | 266 |

The transactions with GS Index Funding Limited were on account of intercompany funding and accrued dividends payable.

The transactions with GS Liquid Trading Platform II Limited were on account of intercompany funding.

The transactions with GS Index Holdings Limited and Goldman Sachs Group UK Limited were on account of tax group relief arrangements.

EUROPEAN INDEX ASSETS B.V.

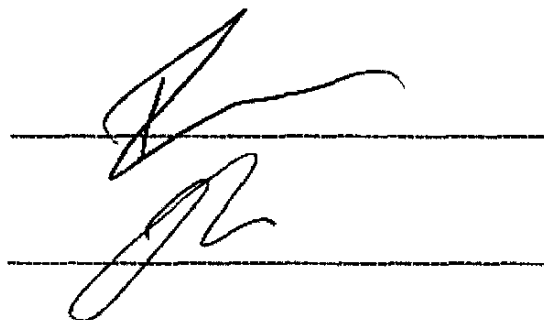
NOTES TO THE FINANCIAL STATEMENTS - 30 NOVEMBER 2018

W. T. Gasson

Date: 26 OCTOBER 2019

O. J. Bingham

Date: 28 OCTOBER 2019

Two handwritten signatures are positioned over two horizontal lines. The top signature is a stylized, cursive 'W' followed by a long horizontal stroke. The bottom signature is a stylized, cursive 'O' followed by a long horizontal stroke.

The Registered Office:

Plumtree Court
25 Shoe Lane
London
EC4A 4AU
United Kingdom

OTHER INFORMATION

Profit appropriation according to the Articles of Association

According to article 23 of the Articles of Association the profit for the period is at the free disposal of the General Meeting of Shareholders.

Proposed appropriation of profits

In accordance with article 23 of the Articles of Association, the directors do not propose a dividend in respect of the period ended 30 November 2018 (2017: €61.8 million).