

The Scottish Metropolitan Property  
Company Limited

Directors' report and financial statements

for the year ended 31 December 2014

Registered number: SC001846

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# The Scottish Metropolitan Property Company Limited

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# The Scottish Metropolitan Property Company Limited

## Directors' report

The directors present their report and the financial statements for the year ended 31 December 2014.

### Principal activities and business review

The company acts as a holding company for subsidiaries involved in property trading, development and holding of commercial real estate.

On 28 January 2014, the company's subsidiary undertakings, PM Shareholders Limited and PHJW No 26 Limited, were dissolved.

On 31 January 2014, the company's subsidiary undertaking, East Edinburgh Limited, was dissolved.

### Results and dividends

The profit for the year, after taxation, amounted to £55,000 (2013: loss £2,637,000).

The company paid an interim dividend of £nil (2013: £2,200,000) during the year.

The directors do not recommend the payment of a final dividend (2013: £nil).

### Directors

The directors who served during the year and up to the date of the directors' report were:

P K Vasilev  
M N Bowden  
S R Slocombe (resigned 31 January 2014)  
A Manchanda (appointed 1 May 2015)

### Post balance sheet event

On 10 April 2015, the GE group announced its intention to reduce the size of its financial services business. As of the date of these financial statements, the board of the company had made no formal or contractual commitment to dispose of its assets or business.

### Disclosure of information to auditors

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

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

# The Scottish Metropolitan Property Company Limited

## Directors' report

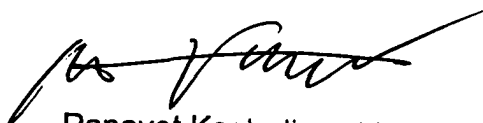
### Auditors

Under section 487 of the Companies Act 2006, KPMG LLP will be deemed to have been reappointed as auditors 28 days after these financial statements were sent to members or 28 days after the latest date prescribed for filing the financial statements with the registrar, whichever is earlier.

This report was approved by the board on

and signed on its behalf.

*24 June 2015*



Panayot Kostadinov Vasilev

Director

15 Atholl Crescent  
Edinburgh  
EH3 8HA

# The Scottish Metropolitan Property Company Limited

## Directors' responsibilities statement for the year ended 31 December 2014

The directors are responsible for preparing the directors' report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- 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.

# The Scottish Metropolitan Property Company Limited

## Independent auditors' report to the members of The Scottish Metropolitan Property Company Limited

We have audited the financial statements of The Scottish Metropolitan Property Company Limited for the year ended 31 December 2014, which comprise the profit and loss account, the balance sheet and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

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 auditors' 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.

### **Respective responsibilities of directors and auditors**

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. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

### **Scope of the audit of the financial statements**

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the directors' report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

### **Opinion on financial statements**

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2014 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.

### **Opinion on other matter prescribed by the Companies Act 2006**

In our opinion the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements.

# The Scottish Metropolitan Property Company Limited

## Independent auditors' report to the members of The Scottish Metropolitan Property Company Limited

### Matters on which we are required to report by exception

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 take advantage of the small companies' exemption from the requirement to prepare a strategic report.



Shaun Kirby (senior statutory auditor)

for and on behalf of  
**KPMG LLP**

Statutory Auditor  
Chartered Accountants

15 Canada Square  
London  
E14 5GL

Date: 10/07/2015

# The Scottish Metropolitan Property Company Limited

## Profit and loss account for the year ended 31 December 2014

	Note	2014 £000	2013 £000
Administrative expenses		-	(1)
Impairment of investments		-	(9,550)
Reversal of provision for bad and doubtful debts		-	6,686
<b>Operating loss</b>		-	(2,865)
Write off of unclaimed dividend		53	-
Income from fixed asset investments		1	175
<b>Profit/(loss) on ordinary activities before interest</b>		54	(2,690)
Interest receivable and similar income	4	1	53
<b>Profit/(loss) on ordinary activities before taxation</b>		55	(2,637)
Tax on profit/(loss) on ordinary activities	5	-	-
<b>Profit/(loss) for the financial year</b>	10	55	(2,637)

All amounts relate to continuing operations.

There were no recognised gains and losses for 2014 or 2013 other than those included in the profit and loss account.

The notes on pages 8 to 12 form part of these financial statements.



The Scottish Metropolitan Property Company Limited  
Registered number: SC001846

Balance sheet  
as at 31 December 2014

	Note	£000	2014 £000	£000	2013 £000
<b>Fixed assets</b>					
Fixed asset investments	6		-		-
<b>Current assets</b>					
Debtors	7	252		356	
<b>Creditors:</b> amounts falling due within one year	8	-		(159)	
<b>Net current assets</b>			252		197
<b>Net assets</b>			252		197
<b>Capital and reserves</b>					
Called up share capital	9		-		-
Profit and loss account	10		252		197
<b>Shareholders' funds</b>	11		252		197

The financial statements were approved and authorised for issue by the board and were signed on its behalf on  
*24 June 2015*



Matthew Neville Bowden

Director

The notes on pages 8 to 12 form part of these financial statements.

# The Scottish Metropolitan Property Company Limited

## Notes to the financial statements

### 1. Accounting policies

#### 1.1 *Basis of preparation of financial statements*

The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards.

The company is itself a subsidiary company and is exempt from the requirement to prepare group accounts by virtue of section 401 of the Companies Act 2006. These financial statements therefore present information about the company as an individual undertaking and not about its group.

On the basis of their assessment of the company's financial position and resources, the directors believe that the company is well placed to manage its business risks. Therefore the company's directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

#### 1.2 *Cash flow*

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

#### 1.3 *Investments in subsidiaries*

Investments in subsidiaries are stated at cost less any impairment.

At each balance sheet date the company reviews the carrying amounts of its investments to determine whether there is any indication that those investments have suffered an impairment loss. If such indication exists, the recoverable amount of the investment is estimated based on its net asset value and value in use. Where the recoverable amount of the investment is less than the carrying value an impairment loss is recognized as an expense.

#### 1.4 *Taxation*

Taxation for the year is based on the profit/(loss) for the year.

Full provision is made for deferred tax liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation.

A net deferred tax asset is recognised only if it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse.

Deferred tax assets and liabilities are not discounted.

# The Scottish Metropolitan Property Company Limited

## Notes to the financial statements

### 1. Accounting policies (continued)

#### 1.5 Transactions with related parties

The company, as a wholly owned subsidiary undertaking of General Electric Company, has taken advantage of an exemption contained in FRS 8, "Related Party Disclosures", in preparing its financial statements. This exemption allows the company not to disclose details of transactions with other group companies or investees of the group qualifying as related parties, as the consolidated financial statements of General Electric Company, in which the company is included, are publicly available.

### 2. Auditors' remuneration

Remuneration of £2,600 (2013: £2,600) paid to the auditors for their services to the company was borne by a fellow group undertaking.

### 3. Staff costs

The company has no employees (2013: nil). The directors did not receive any remuneration (2013: £nil).

### 4. Interest receivable and similar income

	2014 £000	2013 £000
Interest receivable from group companies	1	53

### 5. Taxation

	2014 £000	2013 £000
UK corporation tax charge on profit/(loss) for the year	-	-

# The Scottish Metropolitan Property Company Limited

## Notes to the financial statements

### 5. Taxation (continued)

#### **Factors affecting current tax charge for the year**

The current tax assessed for the year is lower than (2013: higher than) the standard rate of corporation tax in the UK of 21.5% (2013: 23.25%). The differences are explained below:

	2014 £000	2013 £000
Profit/loss on ordinary activities before tax	55	(2,637)
Profit/loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 21.5% (2013: 23.25%)	12	(613)
<b>Effects of:</b>		
Other non deductible expenses	-	2,220
Dividend income	-	(41)
Non-taxable income	(12)	(1,554)
Group relief for £nil consideration	-	(12)
<b>Current tax charge for the year</b> (see note above)	-	-

#### **Factors that may affect future tax charges**

The UK corporation tax rate was reduced from 23% to 21% on 1 April 2014. It was announced that this rate would be reduced to 20% with effect from 1 April 2015. This rate was enacted at the balance sheet date. There are no other factors that may significantly affect future tax charges.

There were no amounts of provided or unprovided deferred taxation as at 31 December 2014 or 31 December 2013.

### 6. Fixed asset investments

	Investments in subsidiary companies £000
<b>Cost or valuation</b>	
At 1 January 2014	9,551
Disposals	(9,551)
At 31 December 2014	-
<b>Impairment</b>	
At 1 January 2014	9,551
Impairment on disposals	(9,551)
At 31 December 2014	-
<b>Net book value</b>	
At 31 December 2014	-
At 31 December 2013	-

# The Scottish Metropolitan Property Company Limited

## Notes to the financial statements

### 6. Fixed asset investments (continued)

On 28 January 2014, the company's subsidiary undertakings, PM Shareholders Limited and PHJW No 26 Limited, were dissolved.

On 31 January 2014, the company's subsidiary undertaking, East Edinburgh Limited, was dissolved.

### 7. Debtors

	2014 £000	2013 £000
<b><i>Due within one year</i></b>		
Amounts owed by group undertakings	252	356

### 8. Creditors: Amounts falling due within one year

	2014 £000	2013 £000
Amounts owed to group undertakings	-	1
Corporation tax	-	104
Other creditors	-	54
	-	159

### 9. Share capital

	2014 £	2013 £
<b><i>Allotted, called up and fully paid</i></b>		
5 ordinary shares of £0.20 each	1	1

### 10. Reserves

	Profit and loss account £000
At 1 January 2014	197
Profit for the financial year	55
At 31 December 2014	252

# The Scottish Metropolitan Property Company Limited

## Notes to the financial statements

### 11. Reconciliation of movement in shareholders' funds

	2014 £000	2013 £000
Opening shareholders' funds	197	5,034
Profit/(loss) for the financial year	55	(2,637)
Dividends (note 12)	-	(2,200)
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Closing shareholders' funds	252	197
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### 12. Dividends

	2014 £000	2013 £000
Dividends paid on equity capital	-	2,200
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### 13. Post balance sheet events

On 10 April 2015, the GE group announced its intention to reduce the size of its financial services business. As of the date of these financial statements, the board of the company had made no formal or contractual commitment to dispose of its assets or business.

### 14. Ultimate parent undertaking and controlling party

The company's immediate parent undertaking is Haslemere Estates Limited, a company registered in England and Wales.

The smallest group in which the results of the parent and subsidiary company are consolidated is that headed by General Electric Capital Corporation, a company incorporated in the United States of America. The largest group in which the results of the parent and subsidiary company are consolidated is that headed by the company's ultimate parent undertaking, General Electric Company, a company incorporated in the United States of America. The consolidated financial statements of these companies are available to the public and may be obtained from 3135 Easton Turnpike, Fairfield, Connecticut 06828, USA or at [www.ge.com](http://www.ge.com).