Company Registration No. SC211826 (Scotland)

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**LOTHIAN FIFTY (707) LIMITED** 

DIRECTORS' REPORT
AND
FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2011

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17/08/2012 COMPANIES HOUSE #743

#### **COMPANY INFORMATION**

Directors Andrea Thommen (Appointed 12 May 2011)

Rothschild Trust (Schweiz) AG

Company number SC211826

Registered office Princes Exchange

1 Earl Grey Street

Edinburgh EH3 9EE

Auditors Geoghegans

Chartered Accountants 6 St Colme Street

Edinburgh

EH3 6AD

Solicitors Turcan Connell

Princes Exchange 1 Earl Grey Street

Edinburgh EH3 9EE

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#### **DIRECTORS' REPORT**

#### FOR THE YEAR ENDED 31 DECEMBER 2011

The directors present their report and financial statements for the year ended 31 December 2011.

#### **Principal activities**

The principal activity of the company continued to be that of managing a limited partnership.

#### Directors

The following directors have held office since 1 January 2011:

Richard Baldock

(Resigned 12 May 2011)

Andrea Thommen

(Appointed 12 May 2011)

Rothschild Trust (Schweiz) AG

#### **Auditors**

A resolution proposing that Geoghegans be reappointed as auditors of the company will be put to a general meeting.

#### 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 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 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.

### **DIRECTORS' REPORT (CONTINUED)**

### FOR THE YEAR ENDED 31 DECEMBER 2011

#### Statement of disclosure to auditors

So far as the directors are aware, there is no relevant audit information of which the company's auditors are unaware. Additionally, the directors have taken all the necessary steps that they ought to have taken as a directors in order to make themselves aware of all 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 special provisions relating to small companies within Part 15 of the Companies Act 2006.

On behalf of the board

Rothschild Trust (Schweiz) AG

Director

02/08/2012

# INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF LOTHIAN FIFTY (707) LIMITED

We have audited the financial statements of Lothian Fifty (707) Limited for the year ended 31 December 2011 set out on pages 5 to 9. The financial reporting framework that has been applied in their preparation is applicable law and the Financial Reporting Standard for Smaller Entities (effective April 2008) (United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities).

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 set out on pages 1 - 2, 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. 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 2011 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities; 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.

# INDEPENDENT AUDITORS' REPORT (CONTINUED) TO THE MEMBERS OF LOTHIAN FIFTY (707) 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 prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption in preparing the directors' report.

lain Binnie (Senior Statutory Auditor) for and on behalf of Geoghegans

2/8/12

**Chartered Accountants Statutory Auditor** 

6 St Colme Street Edinburgh EH3 6AD

# PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2011

	Notes	2011 US\$	2010 US\$
Turnover		(4,530)	7,735
Administrative expenses		(3,065)	(3,138)
(Loss)/profit on ordinary activities before taxation	2	(7,595)	4,597
Tax on (loss)/profit on ordinary activities	3	1,296	(1,287)
(Loss)/profit for the year	8	(6,299)	3,310

# BALANCE SHEET AS AT 31 DECEMBER 2011

		201	1	2010	0
	Notes	US\$	US\$	US\$	US\$
Fixed assets					
Investments	4		1		1
Current assets					
Debtors	5	3,254		8,111	
Cash at bank and in hand		344		2,620	
		3,598		10,731	
Creditors: amounts falling due within					
one year	6	(2,928)		(3,762)	
Net current assets			670		6,969
Total assets less current liabilities			671		6,970
Capital and reserves					
Called up share capital	7		1		1
Profit and loss account	8		670		6,969
Shareholders' funds			671		6,970

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime within Part 15 of the Companies Act 2006 and with the Financial Reporting Standard for Smaller Entities (effective April 2008).

Approved by the Board for issue on ..Q2.1.Q8.1..2QXL

Rothschild Trust (Schweiz) AG

Director

Company Registration No. SC211826

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2011

#### 1 Accounting policies

#### 1.1 Accounting convention

The financial statements are prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008).

The company has taken advantage of the exemption in Financial Reporting Standard No 1 from the requirement to produce a cash flow statement on the grounds that it is a small company.

#### 1.2 Compliance with accounting standards

The financial statements are prepared in accordance with applicable United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), which have been applied consistently.

#### 1.3 Turnover

Turnover represents amounts receivable for goods and services net of VAT. Turnover is attributable to one continuing activity, that of managing a limited partnership.

#### 1.4 Investments

Fixed asset investments are stated at cost less provision for diminution in value.

#### 1.5 Deferred taxation

Deferred taxation is recognised in respect of all timing differences that have been originated but not reversed at the balance sheet date, where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date.

A net deferred tax asset is regarded as recoverable and therefore recognised only when, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits against which to recover carried forward tax losses and from which the future reversal of underlying timing differences can be deducted.

Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse, based on tax rates enacted by the balance sheet date. Deferred tax is measured on a non-discounted basis.

#### 1.6 Foreign currency translation

The financial statements are stated in the primary currency in which the company operates, which is US\$. At 31 December 2011 the exchange rate was US\$ 1.5577 (2010: US\$1.5471) to £1. The average rate for the year was US\$ 1.5523 (2010: US\$ 1.5463) to £1.

Monetary assets and liabilities denominated in foreign currencies are translated into US\$ at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. All differences are taken to profit and loss account.

2	Operating (loss)/profit	2011	2010
		US\$	US\$
	Operating (loss)/profit is stated after charging:		
	Auditors' remuneration	2,492	2,475

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2011

	Taxation	2011 US\$	2010 US\$
	Domestic current year tax		
	U.K. corporation tax	<u>-</u>	1,287
	Adjustment for prior years	(1,296)	
	Total current tax	(1,296) ———	1,287
4	Fixed asset investments		
			Unlisted investments US\$
	Cost		
	At 1 January 2011 & at 31 December 2011		1
	Net book value		
	At 31 December 2011		1
	At 31 December 2010		1
_			2040
5	Debtors	2011 US\$	
5	<b>Debtors</b> Other debtors		2010 US\$ 8,111
5		3,254 ————————————————————————————————————	8,111 ——————————————————————————————————
	Other debtors  Creditors: amounts falling due within one year	3,254 ———	2010 US\$
	Other debtors	3,254 ————————————————————————————————————	8,111 ——————————————————————————————————

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2011

7	Share capital	2011	2010
	·	US\$	US\$
	Allotted, called up and fully paid		
	1 Ordinary share of £1	1	1
		-	
8	Statement of movements on profit and loss account		
			Profit and
			loss
			account
			US\$
	Balance at 1 January 2011		6,969
	Loss for the year		(6,299)
	Balance at 31 December 2011		670

#### 9 Control

In the opinion of the directors the ultimate controlling party is a trust company resident in Switzerland.

#### 10 Related party relationships and transactions

During the year the company entered into transactions in the ordinary course of business with The Juguete Trust, 100% shareholder of the company.

The Juguete Trust paid expenses on behalf of the company which amounted to US\$ 436. At the year end this amount was outstanding and included within other creditors.

Limited Partnership No: 4017 (Scotland)

METROPOLIS PARTNERS
FINANCIAL STATEMENTS
FOR THE YEAR ENDED
31 DECEMBER 2011

#### **METROPOLIS PARTNERS** PARTNERSHIP INFORMATION

Lothian Fifty (707) Limited **Partners** 

Rothschild Trust (Schweiz) AG as Trustee of The Juguete Trust

**Limited Partnership Number** 4017 (Scotland)

**Auditors** Geoghegans

**Chartered Accountants** 6 St Colme Street

Edinburgh EH3 6AD

**Turcan Connell Solicitors** 

Princes Exchange 1 Earl Grey Street Edinburgh EH3 9EE

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#### PARTNERS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2011

The partners present their report and financial statements for the year ended 31 December 2011.

#### Basis of preparation

The partnership was formed under the Limited Partnership Act 1907 and the financial statements are subject to The Partnerships (Accounts) Regulations 2008. The partners are of the opinion that the partnership is a qualifying partnership under those Regulations. As a result the financial statements have been prepared and audited so as to conform to Part 15 of the Companies Act 2006.

#### **Principal activities**

Metropolis Partners was registered in Scotland under the Limited Partnership Act 1907 on 27 December 2000. The principal activity of the partnership continued to be to engage in and carry on the investment and management of the assets of the partnership.

#### **Partners**

The partners of the limited partnership during the year were as follows:

Lothian Fifty (707) Limited

Rothschild Trust (Schweiz) AG as Trustee of The Juguete Trust

#### **Auditors**

A resolution proposing that Geoghegans be re-appointed as auditors of the limited partnership will be put to a Partners' Meeting.

#### Statement of partners' responsibilities

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

The Partnerships (Accounts) Regulations 2008 and company law requires the partners to prepare financial statements for each financial year. Under that law the partners have elected to prepare financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the partners 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 limited partnership and of the profit or loss of the limited partnership for that period. In preparing these financial statements, the partners are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the limited partnership will continue in business.

The partners are responsible for keeping adequate accounting records that are sufficient to show and explain the limited partnership's transactions and disclose with reasonable accuracy at any time the financial position of the limited partnership and enable the partners to ensure that the financial statements comply with the Partnerships (Accounts) Regulations 2008 and the Companies Act 2006. The partners are also responsible for safeguarding the assets of the limited partnership and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

# PARTNERS' REPORT (Continued) FOR THE YEAR ENDED 31 DECEMBER 2011

#### Statement of disclosure to auditors

So far as the partners are aware, there is no relevant audit information of which the limited partnership's auditors are unaware. Additionally, the partners have taken all the necessary steps they ought to have taken as partners in order to make themselves aware of all relevant audit information and to establish that the limited partnership's auditors are aware of that information.

This report has been prepared in accordance with the special provisions relating to small companies within part 15 of the Companies Act 2006.

On behalf of the partners

Rothschild Trust (Schweiz) AG as Trustee of The Juguete Trust

06/08/2012

# INDEPENDENT AUDITORS' REPORT TO THE PARTNERS OF METROPOLIS PARTNERS

We have audited the financial statements of Metropolis Partners for the year ended 31 December 2011, set out on pages 5 to 9. The financial reporting framework that has been applied in their preparation is applicable law and the Financial Reporting Standard for Smaller Entities (effective April 2008) (United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities).

This report is made solely to the partners, 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 partners 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 limited partnership and the partners as a body, for our audit work, for this report, or for the opinions we have formed

#### Respective responsibilities of the partners and auditors

As explained more fully in the Partners' Responsibilities Statement set out on pages 1 - 2, the partners 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 of 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 limited partnership's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the partners; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Partners' Report to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

#### Opinion on the financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the limited partnership's affairs as at 31 December 2011 and of its loss for the year ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities; and
- have been prepared in accordance with the requirements of the Partnership (Accounts) Regulations 2008 and the Companies Act 2006

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

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

# INDEPENDENT AUDITORS' REPORT TO THE PARTNERS OF METROPOLIS PARTNERS (Continued)

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 yet 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 partners remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the partners 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 partners' report.

lain Binnie (Senior Statutory Auditor) for and on behalf of Geoghegans

Chartered Accountants Statutory Auditor

6/8/1~

6 St Colme Street Edinburgh EH3 6AD

#### PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2011

	Notes	2011	2010
		US\$	US\$
Income			
Expenses Management fees Legal and professional fees Auditors' fees and expenses Bank charges (Loss)/gain on foreign exchange		4,542 (1,308) (4,637) (29) (339)	(7,736) (737) (4,641) (53) 230
		(1,771)	(12,937)
Retained loss for the year	2/6	(1,771)	(12,937)

The profit and loss account has been prepared on the basis that all operations are continuing operations.

There are no recognised gains and losses other than those passing through the profit and loss account.

#### BALANCE SHEET AS AT 31 DECEMBER 2011

	Notes	2011	2010
		US\$	US\$
Fixed assets Tangible fixed assets	4	12,190,000	12,190,000
Current assets Cash at bank and in hand		-	300
Creditors: amounts falling due within one year	5	(6,410)	(17,018)
Net current liabilities		(6,410)	(16,718)
Total assets less current liabilities		12,183,590	12,173,282
Represented by: Capital accounts	7	12,183,590	12,173,282

These financial statements have been prepared in accordance with the provisions available to companies subject to the small companies' regime within Part 15 of the Companies Act 2006.

Approved by the partners for issue on .QL.1.0.81.2.01

Rothschild Trust (Schweiz) AG

on behalf of Lothian Fifty (707) Limited

Limited Partnership No. 4017 (Scotland)

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2011

#### 1 Accounting policies

#### 1.1 Accounting convention

The financial statements are prepared under the historical cost convention.

The accounts are prepared on a going concern basis because of the continued support of the partners.

The limited partnership has taken advantage of the exemption in Financial Reporting Standard No 1 from the requirement to prepare a cashflow statement on the grounds that it would qualify as a small company.

#### 1.2 Compliance with accounting standards

The financial statements are prepared in accordance with the Partnerships (Accounts) Regulations 2008 and applicable United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), which have been applied consistently.

#### 1.3 Tangible fixed assets

Tangible fixed assets are stated at cost. The partners are of the opinion that the current value of fixed assets continues to exceed cost, and so it would be inappropriate to charge depreciation. This position will be reviewed annually.

#### 1.4 Foreign currency

The financial statements are stated in the primary currency in which the limited partnership operates, which is US\$. At 31 December 2011 the exchange rate was US\$ 1.5577 (2010: US\$ 1.5471) to £1. The average rate for the year was US\$ 1.5523 (2010: US\$ 1.5463) to £1.

Monetary assets and liabilities denominated in foreign currencies are translated into US\$ at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. All differences are taken to the profit and loss account.

#### 2 Net loss

	2011	2010
Net loss is stated after charging/(crediting):	US\$	US\$
Auditors' fees and expenses Loss/(gain) on foreign currency	4,637 339	4,641 (230)

#### 3 Taxation

The partners are responsible for their own taxation and accordingly no tax provision has been made in these accounts.

# NOTES TO THE FINANCIAL STATEMENTS (Continued) FOR THE YEAR ENDED 31 DECEMBER 2011

4	Tangible fixed asset			
		Land & Buildings US\$	Works of Art US\$	<b>Total</b> US\$
	Cost At 1 January 2011 and 31 December 2011	9,600,000	2,590,000	12,190,000
5	Creditors: amounts falling due within one year		2011	2010
			US\$	US\$
	Accrued charges		6,410	17,018
	Accrued charges include US\$ 1,546 (2010: US\$ 7,7	'36) due to Lothian F	ifty (707) Limite	ed.
6	<b>-</b>			
	Profit and loss appropriation account			
	Profit and loss appropriation account		2011	2010
	Profit and loss appropriation account		<b>2011</b> US\$	
	Total recognised loss for the year			2010
	Total recognised loss for the year  Allocated as follows:		US\$	<b>2010</b> US\$
	Total recognised loss for the year	uguete Trust	US\$	<b>2010</b> US\$

The above allocation is after providing a management fee of US\$ 1,546 (2010: US\$ 7,736) payable to Lothian Fifty (707) Limited.

# NOTES TO THE FINANCIAL STATEMENTS (Continued) FOR THE YEAR ENDED 31 DECEMBER 2011

### 7 Partners' capital accounts

	At 1 January 2011	Capital introduced	Capital distribution	Allocation of loss	At 31 December 2011
	US\$	US\$	US\$	US\$	US\$
Lothian Fifty (707) Limited Rothschild Trust (Schweiz)	1	-	-	-	1
AG as Trustee of The Juguete Trust	12,173,281	12,079		(1,771)	12,183,589
	12,173,282	12,079		(1,771)	12,183,590

#### 8 Control

In the opinion of the partners the ultimate controlling party is a trust company resident in Switzerland.

#### 9 Related party transactions

Other than the transactions with the partners shown in notes 5, 6 and 7, the partners are of the opinion that there are no related party transactions.