

**UBERIOR FUND HOLDINGS LIMITED**  
**REPORT AND FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2010**  
**MEMBER OF LLOYDS BANKING GROUP PLC**

Company Number SC336918



**Directors**

K M Bothwell  
G J McDonald

**Company secretary**

J E Nielsen

**Registered office**

Level 1  
Citymark  
150 Fountainbridge  
EDINBURGH  
EH3 9PE

**Auditors**

PricewaterhouseCoopers LLP  
Erskine House  
68-73 Queen Street  
EDINBURGH  
EH2 4NH

**REPORT OF THE DIRECTORS****Directors**

K M Bothwell  
G J McDonald

The Directors submit their report and audited financial statements of Uberior Fund Holdings Limited ("the Company") for the year ended 31 December 2010.

**Incorporation**

The Company was incorporated on 30 January 2008.

**Business review and principal activities**

The Company operates as a holding company for Uberior ISAF CIP GP Limited and Uberior ISAF CIP GP 2 Limited and there has been no change in that activity during the year. The directors do not anticipate any material change in either the type or level of activities of the company.

**Results and dividends**

The result after tax for the Company for the year ended 31 December 2010 was nil (2009: nil). There was no dividend paid during the year (2009: £nil).

**Future developments**

The Company is a holding company and will continue as such in the future.

**Key performance indicators (KPIs)**

Given the straightforward nature of the business, the company's directors are of the opinion that analysis using KPIs is not necessary for the understanding of the development, performance or position of the business.

**Going concern**

As set out in note 2 - 'Principles underlying going concern assumption' of the notes to the financial statements, the Directors are satisfied that the Company has adequate resources to continue in business for the foreseeable future and consequently the going concern basis continues to be appropriate in preparing the financial statements.

**Directors and their interests**

The Directors at the date of this report are as stated above. Dates of appointment and resignation during the year are as follows:

Director	Date of appointment	Date of resignation
G J McDonald	3 June 2010	
G R A Shankland		4 August 2010

The other Directors served throughout the year. No Director had any interest in any material contract or arrangement with the Company during or at the end of the period.

**Directors' Indemnities**

In terms of section S236 of the Companies Act 2006, the directors disclosed on page 2 have been granted Qualifying Third Party Indemnity Provisions by Lloyds Bank Group plc.

**Policy and practice on payment of suppliers**

The Company follows "The Better Payment Practice Code" published by the Department for Business Innovation and Skills (BIS) regarding the making of payments to suppliers. A copy of the code and information about it may be obtained from the BIS Publications Order Line 0845-0150-010 quoting ref. URN 04/606.

The Company's policy is to agree terms of payment with suppliers and these normally provide for settlement within 30 days after the date of the invoice, except where other arrangements have been negotiated. It is the policy of the Company to abide by the agreed terms of payment, provided the supplier performs according to the terms of the contract.

As the Company owed no amounts to trade payables as at 31 December 2010, the number of days required to be shown in this report, to comply with the provisions of the Companies Act 2006, is nil (2009: nil).

**REPORT OF THE DIRECTORS (continued)****Auditors and Disclosure of Information to Auditors**

By elective resolution, PricewaterhouseCoopers LLP was reappointed as auditors for the Company.

Each director in office at the date of this report confirms that:

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

This confirmation is given, and should be interpreted, in accordance with the provisions of section 418 of the Companies Act 2006.

This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

By Order of the Board,



K M Bothwell  
Director

3<sup>rd</sup> June 2011

Company Number SC336918

Registered Office: Level 1, Citymark, 150 Fountainbridge, Edinburgh, EH3 9PE

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF UBERIOR FUND HOLDINGS LIMITED**

We have audited the financial statements of Uberior Fund Holdings Limited for the year ended 31 December 2010 which comprise the Balance Sheet, the Statement of Changes in Equity and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the European Union.

**Respective responsibilities of directors and auditors**

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. 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.

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

**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.

**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 2010
- have been properly prepared in accordance with IFRSs as adopted by the European Union; and
- have been prepared in accordance with 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.

**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



Hamish Anderson (Senior Statutory Auditor)  
for and on behalf of PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
Edinburgh

3 June 2011

**STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE DIRECTORS' REPORT AND THE FINANCIAL STATEMENTS**

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 they have elected to prepare the financial statements in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union (EU).

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 judgments and estimates that are reasonable and prudent;
- state whether applicable IFRSs as adopted by the European Union 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 the group 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 the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Each of the directors, whose names are listed on the front page of the Annual Report and Financial Statements confirm that:

- to the best of each Director's knowledge that the company's financial statements, which have been prepared in accordance with IFRSs as adopted by the EU, give a true and fair view of the assets, liabilities, financial position and profit or loss of the company; and
- the Directors' report includes a fair review of the development and performance of the business and the position of the company, together with a description of the principal risks and uncertainties that it faces.

**BALANCE SHEET**

Company Number: SC336918

As at 31 December 2010

	<i>Note</i>	<b>2010 £</b>	<b>2009 £</b>
<b>Assets</b>			
Investments in subsidiary undertakings	6	2	2
<b>Total non-current assets</b>		2	2
Amounts due by parent undertaking	7	1	1
<b>Total current assets</b>		1	1
<b>Total assets</b>		3	3
<b>Equity</b>			
Issued capital	8	1	1
<b>Total equity</b>		1	1
<b>Liabilities</b>			
Amounts due to related undertakings	9	2	2
<b>Total current liabilities</b>		2	2
<b>Total liabilities</b>		2	2
<b>Total equity and liabilities</b>		3	3

The accompanying notes on pages 8 to 10 form part of these financial statements.

Approved by the Board of Directors by written resolution and signed on its behalf by:

K M Bothwell  
Director3<sup>rd</sup> June 2011

**STATEMENT OF CHANGES IN EQUITY****For the year ended 31 December 2010**

	<b>Share capital £</b>	<b>Total equity £</b>
<b>Balance at 1 January 2009</b>	1	1
<b>Total comprehensive income</b>	-	-
<b>Balance at 1 January 2010</b>	1	1
<b>Total comprehensive income</b>	-	-
<b>Balance at 31 December 2010</b>	1	1

The accompanying notes on pages 8 to 10 form part of these financial statements.



## Notes to the financial statements

### 1. Significant accounting policies

Uberior Fund Holdings Limited is a company domiciled in Scotland.

The financial statements were authorised for issue by the Directors on 3 June 2011.

#### (a) Financial statements

The financial statements of Uberior Fund Holdings Limited comprise the Balance Sheet and the Statement of Changes in Equity together with the related notes to the financial statements.

#### (b) Statement of compliance

The 2010 statutory financial statements set out on page 6 to 10 have been prepared in accordance with International Financial Reporting Standards ('IFRS') and interpretations issued by the International Financial Reporting Interpretations Committee ('IFRIC') as adopted by the European Union (EU). The standards applied by the Company are those endorsed by the European Union and effective at the date the financial statements are approved by the Board. Consequently, the financial statements comply with International Financial Reporting Standards.

The Company is exempt by virtue of s. 400 of the Companies Act 2006 from the requirement to prepare group financial statements. These financial statements present information about the Company as an individual undertaking and not about its group.

#### (c) Basis of preparation

The financial statements have been prepared under the historical cost basis.

The Company has adopted the following new standards and amendments to standards which became effective for financial years beginning on or after 1 January 2010. None of these standards or amendments have had a material impact on these financial statements:

- 'Improvements to IFRS' (issued April 2009). Sets out minor amendments to IFRS standards as part of the annual improvements process.

#### (d) IFRS and IFRIC not yet applied

The following pronouncements will be relevant to the Company but were not effective at 31 December 2010 and have not been applied in preparing these financial statements. The full impact of these accounting changes is being assessed by the Company.

<i>Pronouncement</i>	<i>Nature of change</i>	<i>IASB effective date</i>
Improvements to IFRSs (issued May 2010)	Sets out minor amendments to IFRS standards as part of the annual improvement process.	Dealt with on a standard by standard basis but none are effective any earlier than annual periods beginning on or after 1 July 2010.
Amendments to IAS 24 <i>Related Party Disclosures</i>	Simplifies the definition of a related party and provides a partial exemption from the disclosure requirements for government related entities.	Annual periods beginning on or after 1 January 2011

**Notes to the financial statements (continued)****1. Significant accounting policies (continued)****(e) Investments****Investments in subsidiaries**

Subsidiaries include entities over which the Company has the power to govern the financial and operating policies which generally accompanies a shareholding of more than one half of the voting rights. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Company controls another entity. Details of the principal subsidiaries are given in note 6.

Investments in subsidiaries are included in the Company's financial statements. These comprise equity investments in, and capital contributions to subsidiary entities. These are carried at cost less impairment provisions. At each reporting date an assessment is undertaken to determine if there is any indication of impairment. This assessment can include reviewing factors such as the solvency, profitability and cash flows generated by the subsidiary. If there is an indication of impairment, an estimate of the recoverable amount is made. If the carrying value exceeds the recoverable amount then a provision for impairment is made to reduce the carrying value to the recoverable amount.

**2. Going concern – Principles underlying going concern assumption**

The directors consider the Company to have adequate resources to continue in business for the foreseeable future. Accordingly they continue to adopt the going concern basis in preparing the financial statements.

**3. Income Statement**

The Company did not trade during the current year. Consequently, the Company has made neither profit nor loss and no Income Statement is therefore presented.

The Company had no employees and no remuneration paid to directors.

**4. Statement of Other Comprehensive Income**

The Company did not trade during the current financial year. Consequently, the Company has made neither profit nor loss and no Statement of Comprehensive Income is therefore presented.

**5. Statement of Cash Flows**

The Company has no cash flows in the current financial year therefore Statement of Cash Flows is not presented.

**6. Investments in subsidiaries**

	2010	2009
	£	£
Cost at beginning and end of year	2	2

Details of the subsidiary undertakings are noted below:

Name of Company	% of Ordinary shares held	Principal business	Country of incorporation	Reference date
Uberior ISAF CIP GP Limited	100	General Partner	UK	31 December
Uberior ISAF CIP GP 2 Limited	100	General Partner	UK	31 December

**Notes to the financial statements (continued)****7. Amounts due by parent undertaking**

	2010	2009
	£	£
Uberior Investments plc - unpaid share capital	1	1

**8. Share capital**

At 31 December 2010, the authorised share capital comprised 1 £1 Ordinary Share.

Allotted and issued, not paid up, share capital comprised 1 £1 Ordinary Share.

The holder of the Ordinary Share is entitled to receive dividends as declared from time to time and is entitled to vote at meetings of the Company.

**Dividends**

After the balance sheet date the Directors did not propose any dividends.

**9. Amounts due to related undertakings**

	2010	2009
	£	£
Uberior ISAF CIP GP Limited – unpaid share capital	1	1
Uberior ISAF CIP GP 2 Limited – unpaid share capital	1	1
	2	2

**10. Related parties**

The Company's immediate parent undertaking is Uberior Investments plc.

The Company has a related party transaction with its immediate parent, as disclosed in note 7. The Company also has related party transactions with its subsidiaries as disclosed in note 9.

The audit fees of £4,113 (2009: £4,113) are paid for by Uberior Fund Manager Limited, related to the company through common ownership.

The Company has no other transactions with related parties.

**11. Ultimate parent undertakings**

As at 31 December 2010 the Company's immediate parent company was Uberior Investments plc. The company regarded by the directors as the ultimate parent undertaking and controlling party is Lloyds Banking Group plc which is incorporated in Scotland. Lloyds Banking Group plc has produced consolidated accounts for the year ended 31 December 2010. Copies of the annual report and accounts of Lloyds Banking Group plc for the year ended 31 December 2010 may be obtained from Lloyds Banking Group's head office at 25 Gresham Street, London EC2V 7HN.

**12. Post balance sheet events**

There have been no events between the year end and the date of approval of these financial statements which would require a change to the disclosures herein or the inclusion of other disclosures.