

**GRYPHON INVESTMENTS PLC**  
**DIRECTORS' REPORT AND FINANCIAL STATEMENTS**  
**YEAR ENDED 31 MARCH 2013**

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# GRYPHON INVESTMENTS PLC

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# **GRYPHON INVESTMENTS PLC**

## **COMPANY INFORMATION**

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<b>Directors</b>	Sir David Howard Bt. - Chairman John L S Howard
<b>Secretary</b>	Gary Teper (resigned 18 September 2012) Julie M Ung (appointed 18 September 2012)
<b>Company number</b>	219670
<b>Registered office</b>	25 Luke Street London EC2A 4AR
<b>Stockbrokers</b>	Charles Stanley & Co Limited 25 Luke Street London EC2A 4AR
<b>Auditor</b>	KPMG Audit Plc Chartered Accountants 15 Canada Square London E14 5GL

# GRYPHON INVESTMENTS PLC

## DIRECTORS' REPORT

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The Directors present their report and financial statements for the year ended 31 March 2013

### Principal activities and business review

Gryphon Investments Plc (the "Company") acts as an investment company. No investments are currently held although the Directors continue to monitor suitable investments opportunities.

The Company did not trade during the year. No dividend is proposed.

### Directors

The Directors shown on the Company information page have held office throughout the year.

### 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 International Financial Reporting Standards (IFRSs) as adopted by the European Union.

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 for 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 estimates that are reasonable and prudent,
- state whether they have been prepared in accordance with IFRSs as adopted by the European Union, 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 to enable them to ensure that the financial statements comply with the Companies Act 2006. They have a general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.


### Auditor

Our auditors, KPMG Audit Plc, has instigated an orderly wind down of business. The Board has decided to put KPMG LLP forward to be appointed as auditors and resolution concerning their appointment will be put to the forthcoming AGM of the company.

### Statement of disclosure to auditor

So far as each of the Directors is aware, there is no relevant information that has not been disclosed to the Company's auditors and each of the Directors believes that all steps have been taken that ought to have been taken to make them aware of any relevant audit information and to establish that the Company's auditors have been made aware of that information.

By order of the Board

  
Julie Ung

Secretary

11 June 2013

Company Registration No. 219670 (England and Wales)

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## **GRYPHON INVESTMENTS PLC**

### **INDEPENDENT AUDITOR'S REPORT**

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We have audited the financial statements of Gryphon Investments Plc for the year ended 31 March 2013 set out on pages 4 to 5. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the EU.

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 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 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 auditor**

As explained more fully in the Directors' responsibilities statement set out on page 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**

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's website at [www.frc.org.uk/auditscopeukprivate](http://www.frc.org.uk/auditscopeukprivate).

#### **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 March 2013 and of its result for the year then ended,
- have been properly prepared in accordance with IFRSs as adopted by the EU, 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.

#### **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.



**Greg Simpson (Senior Statutory Auditor)**  
for and on behalf of KPMG Audit Plc, Statutory Auditor  
Chartered Accountants  
15 Canada Square  
London E14 5GL  
11 June 2013

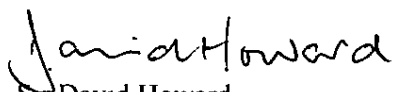
**GRYPHON INVESTMENTS PLC**

**STATEMENT OF FINANCIAL POSITION  
AT 31 MARCH 2013**

	Notes	2013 £	2012 £
<b>Current assets</b>			
Trade and other receivables			
Due from holding company		924,274	924,274
<b>Shareholders' equity</b>			
Ordinary shares	2	262,500	262,500
Retained earnings		661,774	661,774
<b>Total equity</b>		924,274	924,274

The notes on page 5 form part of these financial statements

The financial statements were approved by the Board on 11 June 2013

  
Sir David Howard  
Director

**Company Registration No. 219670 (England and Wales)**

# GRYPHON INVESTMENTS PLC

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2013

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### 1 Accounting policies

#### 1.1 Basis of preparation

These financial statements have been presented and prepared in accordance with International Financial Reporting Standards ("IFRSs") as adopted by the EU and the Companies Act 2006 applicable to companies reporting under IFRS. The financial statements have been presented and prepared on a going concern basis under the historical cost convention.

No income statement or cash flow statement has been included in this report, as this Company did not trade throughout the year.

The financial statements are prepared in British Pounds, which is the Company's functional currency. All financial information is presented in British Pounds rounded to the nearest pound.

### 2 Called up share capital

	2013 £	2012 £
<b>Authorised</b>		
1,400,000 Ordinary shares of 25p each	<u>350,000</u>	<u>350,000</u>
<b>Allotted, called up and fully paid</b>		
1,050,000 Ordinary shares of 25p each	<u>262,500</u>	<u>262,500</u>

### 3 Control

The ultimate holding Company is Charles Stanley Group PLC, a company registered in England and Wales. Copies of the Group accounts prepared by the holding Company are available from the registered office shown on the Company information page.