



NORTHERN TRUST

Nortrust Nominees Limited

Unaudited

Directors' Report and Financial Statements

For the Year Ended 31 December 2016

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COMPANIES HOUSE

Registered number: 955951

Company Information

Directors

Mr N Bloomer
Mr J Chapman
Mr K O'Connor
Mr A Osborne
Ms T D Van Praagh
Mr P Smith

Company secretary Mr M Wright

Registered number 955951

Registered office 50 Bank Street
Canary Warf
London
E145 NT

Contents

	Page
Directors' Report	1 - 2
Directors' Responsibilities Statement	3
Balance Sheet	4
Statement of Changes in Equity	5
Notes to the Financial Statements	6 - 7

Directors' Report
For the Year Ended 31 December 2016

The Directors present their report and the financial statements for the year ended 31 December 2016.

Principal activity

The Company's principal activity is to act as a nominee company for the holding of securities to enable the Northern Trust group to service assets on behalf of clients. There has been no significant change in the activities during the financial year.

Business review

The Company did not trade during the year, and there was no income or expenditure. Any expenses have been met by the London branch of the parent company, The Northern Trust Company. No trading activity was undertaken, and no profits or gains were made in 2016, or the previous year, therefore no Profit and Loss Account has been included within these financial statements.

Results and Dividends

As no trading activity was undertaken and no profits or loss were made in 2016 or in the previous year, no Profit and Loss account has been included in these financial statements. Consequently, the Directors do not recommend the payment of a dividend (2015: Nil).

Financial resources and going concern

At 31 December 2016, the Company had net funds of £250,000 (2015: £250,000). Having assessed the future funding requirements of the Company, the Directors are of the opinion that it is appropriate for the accounts to be prepared on a going concern basis. The Directors do not propose to make any significant change in the principal activities of the Company in the foreseeable future.

Directors

The Directors who served during the year were:

Mr N Bloomer
Mr J Chapman
Mr K O'Connor
Mr A Osborne
Ms T D Van Praagh
Mr P Smith

Charitable and political donations

The Company made no charitable or political donations during the year (2015: Nil).

Future developments

The Directors do not propose to make any significant change in the principal activities of the Company in the foreseeable future. The Directors are monitoring the political and economic uncertainties resulting from United Kingdom's decision to exit from the European Union.

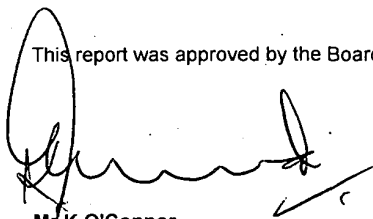
Subsequent events

There have been no significant events affecting the Company since the year end.

Audit Exemption

The Company is exempt from the preparation of audited financial accounts for the financial year pursuant to Section 479(A) of the Companies Act, 2006 and the members have not required the Company to obtain an audit of the accounts in accordance with Section 476(1) of the Companies Act, 2006.

This report was approved by the Board and signed on its behalf.



Mr K O'Connor

Director

22 September 2017

**Directors' Responsibilities Statement
For the Year Ended 31 December 2016**

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 applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 101 'Reduced Disclosure Framework'. Under Company law the Directors must not approve the financial statements unless 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 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.

Balance Sheet
As at 31 December 2016

	Note	2016 £	2015 £
Current assets			
Debtors	3	149,940	149,940
Cash at bank and in hand		100,060	100,060
Net assets		<u>250,000</u>	<u>250,000</u>
Capital and reserves			
Called up share capital	4	<u>250,000</u>	<u>250,000</u>
		<u>250,000</u>	<u>250,000</u>

For the year ended 31 December 2016, the Company was entitled to exemption from audit under section 477 of the Companies Act, 2006 relating to small companies. The members have not required the Company to obtain an audit in accordance with section 476 of the Companies Act, 2006.

The Directors acknowledge their responsibility for complying with the requirements of the Companies Act, 2006 with respect to accounting records and for the preparation of accounts.

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

The financial statements were approved and authorised for issue by the Board and were signed on its behalf by:

**Mark O'Connor**

Director

22 September 2017

Company no: 955951

Statement of Changes in Equity
As at 31 December 2016

	Share capital £	Total equity £
Contributions by and distributions to owners		
At 1 January 2016	250,000	250,000
At 31 December 2016	<u>250,000</u>	<u>250,000</u>

Statement of Changes in Equity
As at 31 December 2015

	Share capital £	Total equity £
At 1 January 2015	250,000	250,000
At 31 December 2015	<u>250,000</u>	<u>250,000</u>

**Notes to the Financial Statements
For the Year Ended 31 December 2016**
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 Financial Reporting Standard 101 'Reduced Disclosure Framework' and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company accounting policies.

1.2 Foreign currency translation

The Company's functional and presentational currency is Sterling.

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

1.3 Cash flow statement

The Company has taken advantage of the following exemption available under FRS 101: the requirements of IAS 7 Statement of Cash Flows.

1.4 Related party transactions

As a subsidiary undertaking of Northern Trust Corporation, the Company has taken advantage of the following exemption available under FRS101: the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member.

2. Profit and loss account

During the financial year and the preceding financial year the Company did not trade, received no income and incurred no expenditure. Consequently, during those years, the Company made neither a profit nor a loss. Since no gains and losses have been recognised during 2016 (2015: Nil), a Statement of Other Comprehensive Income is therefore not required.

3. Debtors

	2016 £	2015 £
Called up share capital not paid	149,940	149,940
	<u>149,940</u>	<u>149,940</u>

4. Share capital

	2016 £	2015 £
Allotted, called up and fully paid		
100 Ordinary shares of £1	100	100
Allotted, called up and partly paid		
249,900 Ordinary shares of £0.40	99,960	99,960
Allotted, called up and unpaid		
249,900 Ordinary shares of £0.60	149,940	149,940
	<u>250,000</u>	<u>250,000</u>

**Notes to the Financial Statements
For the Year Ended 31 December 2016****5. Risk management**

The nature of the company's activities means that it has limited exposure to risk. Where risks arise, the Company utilises the framework from its ultimate parent, the Northern Trust Corporation ("NTC" or "Northern Trust"), which has a global structure and process for risk management local risk management, by the Company's Board and local risk oversight committees, uses this global corporate risk structure. Policies are validated and approved locally and the local risk organisation is structured to provide the Board with the necessary risk reporting and oversight to satisfy their responsibilities.

The Company's Board is responsible for monitoring compliance with the Company and group's risk management framework in relation to the risk faced by the Company. The Board is assisted in these functions by the Audit Services function of Northern Trust Corporation. Audit Services undertakes both regular and ad-hoc reviews of risk management controls and procedures, the results of which are reported to the Northern Trust Corporation Audit Committee.

6. Ultimate controlling party

The Company is a subsidiary undertaking of The Northern Trust Company, incorporated in the United States of America. The results of the Company are consolidated in the group that is headed by Northern Trust Corporation, incorporated in the United States of America. The consolidated accounts are available to the public and may be obtained from Northern Trust Corporation, 50 South LaSalle Street, Chicago, Illinois, 60603.

7. Post balance sheet events

No events occurred post balance sheet that requires disclosure in the financial statements.