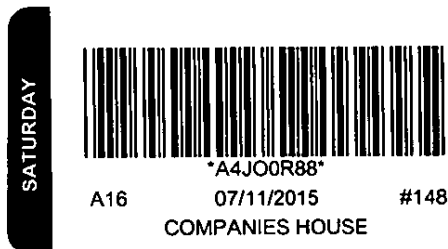


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BRAVEN INVESTMENTS NO.1 LIMITED

**Report and Financial Statements
For the year ended 31 December 2014**



**REGISTERED NUMBER (England & Wales): FC026612
REGISTERED NUMBER (Cayman Islands): MC160962**

BRAVEN INVESTMENTS NO.1 LIMITED
Registered Number in England & Wales FC026612

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BRAVEN INVESTMENTS NO.1 LIMITED

Registered Number in England & Wales FC026612

DIRECTORS' REPORT

For the year ended 31 December 2014

The Directors present their annual report together with the audited financial statements of Braven Investments No 1 Limited (the "Company") for the year ended 31 December 2014

Profit and dividends

During the year the Company made a loss after tax of £14,048,968 (2013. profit after tax of £9,601,798) The Directors declared and paid dividends of £128,592,140 (2013 £nil) for the year The Company had net assets of £11,257,719 as at 31 December 2014 (31 December 2013 £124,734,018)

Directors

The Directors of the Company, who served during the year and up to the date of signing, are shown below

B Ferry
E Sherwood
G Clark
N R Brand

Going concern

After reviewing the Company's performance and taking into account the support from Barclays Bank PLC, the Directors are satisfied that the Company has adequate access to resources to enable them to meet its obligations and to continue in operational existence for the foreseeable future For this reason, the Directors have adopted the going concern basis in preparing these financial statements

Statement of Directors' Responsibilities

The following statement, which should be read in conjunction with the Auditors' report set out on page 5 is made with a view to distinguishing for shareholders the respective responsibilities of the Directors and of the Auditors in relation to the accounts

The Directors are required by the Companies Act 2006 as applicable to overseas companies to prepare accounts for each financial year The Directors have prepared the accounts in accordance with International Financial Reporting Standards ('IFRS') to present fairly the financial position of the Company and the performance for that period However, for presentation and disclosure purposes, the Directors have adopted the requirements under the Regulations and selected disclosures under IFRS which the Directors deem to be relevant in understanding its state of affairs As a result, the items listed in note 2 which are required under IFRS are not included in these financial statements The Companies Act 2006 as applicable to overseas companies provides, in relation to such accounts, that references to accounts giving a true and fair view are references to fair presentation

The Directors consider that in preparing the financial statements on pages 7 to 21

- the Company has used appropriate accounting policies, consistently applied and supported by reasonable and prudent judgements and estimates, and
- that all the accounting standards which they consider to be applicable have been followed, and
- that the financial statements have been prepared on a going concern basis

BRAVEN INVESTMENTS NO.1 LIMITED

Registered Number in England & Wales FC026612

DIRECTORS' REPORT (continued)

For the year ended 31 December 2014

Statement of Directors' Responsibilities (continued)

The Directors have responsibility for ensuring that the Company keeps accounting records which disclose with reasonable accuracy the financial position of the Company and which enable them to ensure 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' third party indemnity provisions

Qualifying third party indemnity provisions were in force during the course of the financial year ended 31 December 2014 for the benefit of the then Directors and, at the date of this report, are in force for the benefit of the Directors in relation to certain losses and liabilities which may occur (or have occurred) in connection with their duties, powers or office.

Financial instruments

Barclays financial risk management objectives and policies, which are followed by the Company, including the policy for hedging each major type of forecasted transaction for which hedge accounting is used, and the exposure to market risk, credit risk and liquidity risk are set out in the Group's annual report which does not form part of this report.

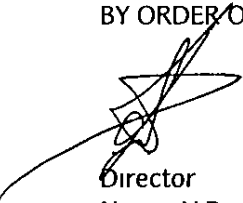
Independent Auditors

PricewaterhouseCoopers LLP will continue to hold office in accordance with Section 487 of the Companies Act 2006.

Statement of disclosure of information to auditors

So far as the Directors are aware, there is no relevant audit information of which the Company's Auditors are unaware. The Directors have taken all the steps that they ought to have taken as Directors in order to make themselves aware of any relevant audit information and to establish that the Company's Auditors are aware of that information.

BY ORDER OF THE BOARD



Director

Name N Brand

Date 29 October 2015

For and on behalf of

Braven Investments No 1 Limited

BRAVEN INVESTMENTS NO.1 LIMITED

Registered Number in England & Wales FC026612

STRATEGIC REPORT

For the year ended 31 December 2014

Business Review and principal activities

The principal activity of the Company is to act as an investment company. No significant change in this activity is envisaged in the foreseeable future.

Business performance

During the year the Company made a loss after tax of £14,048,969 (2013 profit after tax of £9,601,798). The directors declared and paid dividends of £128,592,140 (2013 £nil) for the year. The Company had net assets of £11,257,719 as at 31 December 2014 (31 December 2013 £124,734,018).

Future outlook

The Directors have reviewed the Company's business and performance and consider it to be satisfactory for the year. The Directors consider that the Company's position at the end of the year is consistent with the size and complexity of the business. The Directors expect the Company's performance in the foreseeable future to be in line with the current year.

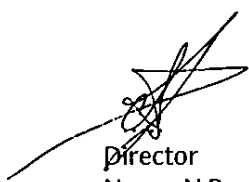
Principal risks and uncertainties

From the perspective of the Company, the principal risks and uncertainties are integrated with the principal risks of the Barclays PLC group and are not managed separately. Accordingly, the principal risks and uncertainties of Barclays PLC, which include those of the Company, are discussed in the Group's annual report which does not form part of this report.

Key performance indicators

The Directors of Barclays PLC manage the group's operations on a business cluster basis. For this reason, the Company's directors believe that analysis using key performance indicators for the Company is not necessary or appropriate for an understanding of the development, performance or position of the business of the Company. The development, performance and position of the Company, is discussed in the Barclays PLC annual report which does not form part of this report.

BY ORDER OF THE BOARD



Director

Name N Brand

Date 29 October 2015

For and on behalf of

Braven Investments No 1 Limited

BRAVEN INVESTMENTS NO.1 LIMITED

Registered Number in England & Wales FC026612

Independent auditors' report to the directors of Braven Investments No. 1 Limited

Report on the financial statements

Our opinion

In our opinion, Braven Investments No. 1 Limited's financial statements (the "financial statements") for the year ended 31 December 2014 have been properly prepared, in all material respects, in accordance with the basis of preparation in note 2 and accounting policies in note 3 to the financial statements

Basis of preparation - Basis of preparation

In forming our opinion on the financial statements, which is not modified, we draw attention to the fact that the accounting policies used and disclosures made are not intended to, and do not, comply with the requirements of International Financial Reporting Standards (IFRSs) as adopted by the European Union

What we have audited

The financial statements, included within the Report and Financial Statements (the "Annual Report"), comprise

- the Balance Sheet as at 31 December 2014,
- the Income Statement for the year then ended, and
- the notes to the financial statements, which include a summary of significant accounting policies and other explanatory information

The financial reporting framework that has been applied in the preparation of the financial statements is applicable law and the basis of preparation in note 2 and accounting policies in note 3 to the financial statements

In applying the financial reporting framework, the directors have made a number of subjective judgements, for example in respect of significant accounting estimates. In making such estimates, they have made assumptions and considered future events

Responsibilities for the financial statements and the audit

Our responsibilities and those of the directors

As explained more fully in the Statement of Directors' Responsibilities set out on page 2, the directors are responsible for the preparation of the financial statements in accordance with the basis of preparation in note 2 and accounting policies in note 3 to the financial statements and for determining that the basis of preparation and accounting policies are acceptable in the circumstances

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) ("ISAs (UK & Ireland)"). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors

This report, including the opinion, has been prepared for and only for the company's directors as a body for Management purposes in accordance with our engagement letter dated 7 August 2014 and for no other purpose. We do not, in giving this opinion, 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, including without limitation under any contractual obligations of the company, save where expressly agreed by our prior consent in writing

What an audit of financial statements involves

We conducted our audit in accordance with ISAs (UK & Ireland). 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

BRAVEN INVESTMENTS NO.1 LIMITED

Registered Number in England & Wales FC026612

***Independent auditors' report to the directors of
Braven Investments No. 1 Limited (continued)***

We primarily focus our work in these areas by assessing the directors' judgements against available evidence, forming our own judgements, and evaluating the disclosures in the financial statements

We test and examine information, using sampling and other auditing techniques, to the extent we consider necessary to provide a reasonable basis for us to draw conclusions. We obtain audit evidence through testing the effectiveness of controls, substantive procedures or a combination of both

In addition, we read all the financial and non-financial information in the Annual 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

PricewaterhouseCoopers LLP

PricewaterhouseCoopers LLP

Chartered Accountants

London

30 October 2015

BRAVEN INVESTMENTS NO.1 LIMITED

Registered Number in England & Wales FC026612

INCOME STATEMENT**FOR THE YEAR ENDED 31 DECEMBER 2014**

	Note	2014 £	2013 £
Interest receivable and similar income	4	7,054,431	17,567,904
Interest payable and similar charges	5	(1,474,534)	(1,488,689)
Net interest income		<u>5,579,897</u>	<u>16,079,215</u>
Fair value (losses)/gains from assets and liabilities reported at fair value through profit and loss	6	-	(3,830,210)
Reversal of impairment on preference shares	7	4,882,479	-
Administrative income		30,000	-
Net income		<u>10,492,376</u>	<u>12,249,005</u>
Foreign exchange (losses)/gains		(4,122)	261,481
Profit before tax	8	<u>10,488,254</u>	<u>12,510,486</u>
Tax	10	(24,537,223)	(2,908,688)
(Loss)/Profit after tax		<u>(14,048,969)</u>	<u>9,601,798</u>

(Loss)/Profit for the year is derived from continuing activities. The accompanying notes form an integral part of these financial statements.

BRAVEN INVESTMENTS NO.1 LIMITED
Registered Number in England & Wales FC026612
BALANCE SHEET AS AT 31 DECEMBER 2014

	Note	2014 £	2013 £
ASSETS			
Current assets			
Tax receivable from HMRC	11	295,475,033	326,753,900
Cash and cash equivalents		2,222,914	1,120,565
Loans and other receivables	12	3,792,105	4,042,404,178
Investment in fellow group undertaking	13	20,000	-
Current tax	16	37,495,256	-
Total current assets		339,005,308	4,370,278,643
TOTAL ASSETS		339,005,308	4,370,278,643
LIABILITIES			
Current liabilities			
Borrowings	15	(327,747,589)	(4,242,434,098)
Current tax	16	-	(3,110,527)
Total current liabilities		(327,747,589)	(4,245,544,625)
Net current assets		11,257,719	124,734,018
NET ASSETS		11,257,719	124,734,018
EQUITY			
Called up share capital	17	50,000	50,000
Share premium account	17	4,950,000	4,950,000
Accumulated gains / (losses)	18	6,257,719	119,734,018
TOTAL SHAREHOLDERS' EQUITY		11,257,719	124,734,018

The accompanying notes form an integral part of these financial statements

The financial statements on pages 7 to 21 were approved by the Board of Directors and authorised for issue on 29 October 2015 and were signed on its behalf by


Director

Name N Brand

Date 29 October 2015

For and on behalf of

Braven Investments No 1 Limited

BRAVEN INVESTMENTS NO.1 LIMITED

Registered Number in England & Wales FC026612

NOTES TO THE FINANCIAL STATEMENTS

1 REPORTING ENTITY

The financial statements are prepared for Braven Investments No.1 Limited (the "Company") The principal activity of the Company is to act as an investment company The Company is a wholly owned subsidiary of Capton Investments Limited and its ultimate parent Company is Barclays PLC Barclays Bank PLC prepares consolidated financial statements in accordance with IFRS as adopted by the European Union, and accordingly consolidated financial statements have not been prepared for Braven Investments No 1 Limited

Braven Investments No 1 Limited is a company incorporated in the Cayman Islands It is registered in England and Wales as a Branch The Company's registered office is

Ugland House,
P.O Box 309,
George Town,
Grand Cayman,
KY1-1104,
Cayman Islands

2. ACCOUNTING FRAMEWORK

The financial statements have been prepared in accordance with the Overseas Companies Regulations 2009 (SI 2009/1801) made under section 1049 of the Companies Act 2006 (the "Regulations") The Company has applied Section 396 of the Companies Act 2006, as modified by the Regulations, in producing overseas companies individual financial statements

The Company applies the measurement and recognition requirements of International Financial Reporting Standards ("IFRS") and interpretations issued by the International Financial Reporting Interpretations Committee ("IFRIC"), as published by the International Accounting Standards Board ("IASB") and in accordance with the IFRSs and IFRIC interpretations as adopted by the European Union

However, for presentation and disclosure purposes, the directors have adopted the requirements under the Regulations and selected disclosures under IFRS which the directors deem to be relevant in understanding its state of affairs As a result, the following items which are required under IFRS are not included in these financial statements

- | | |
|---|--|
| 1 | Statement of Changes in Equity, |
| 2 | Statement of Cash flows, |
| 3 | Capital Management note, |
| 4 | IFRS 7 Financial Instruments Disclosures to the extent they are not relevant in assessing the Company's state of affairs |
| 5 | IFRS 12 Disclosures of Interests in Other Entities |
| 6 | IFRS 13 Fair Value Measurement |

The preparation of these financial statements in conformity with the Regulations requires the use of certain critical accounting estimates It also requires management to exercise its judgement in the process of applying the Company's accounting policies

BRAVEN INVESTMENTS NO.1 LIMITED

Registered Number in England & Wales FC026612

NOTES TO THE FINANCIAL STATEMENTS (continued)

3. SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies applied in the preparation of the financial statements are set out below. These policies have been consistently applied.

Basis of preparation

The financial statements have been prepared under the historical cost convention modified to include the fair valuation of certain financial instruments. They are stated in GBP, which is the Company's functional and presentation currency.

Revenue Recognition

Revenue is recognised in the income statement when it is probable that the economic benefits associated with the transaction will be received by the Company. Revenue is reported at the fair value of the consideration received or receivable.

Dividends from subsidiaries

Dividends income is recognised when the right to receive payment is established, which is when the dividends are received or the dividends are appropriately authorised by the subsidiary or associate.

Fees and commissions

Fees and commissions are recognised when the service is provided.

Interest

Interest income or expense is recognised on all interest bearing financial assets classified as held to maturity, available for sale or loans and receivables and on interest bearing financial liabilities using the effective interest method.

The effective interest rate is the rate that exactly discounts the expected future cash payments or receipts through the expected life of the financial instrument, or when appropriate, a shorter period, to the net carrying amount of the instrument. The application of the method has the effect of recognising income (and expense) receivable (or payable) on the instrument evenly in proportion to the amount outstanding over the period to maturity or repayment.

Taxation

Taxation payable on taxable profits is recognised as an expense in the period in which the profits arise. Income tax recoverable on tax allowable losses is recognised as an asset only to the extent that it is regarded as recoverable by offset against current or future taxable profits.

Current tax assets and liabilities are only offset when they arise in the same tax reporting group and where there is both the legal right and the intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Interest on tax receivables is included in the Income Statement within the current tax charge and on the Balance Sheet within tax assets and liabilities.

BRAVEN INVESTMENTS NO.1 LIMITED

Registered Number in England & Wales FC026612

NOTES TO THE FINANCIAL STATEMENTS (continued)

3. SIGNIFICANT ACCOUNTING POLICIES (continued)

Borrowings

Borrowings refer to redeemable preference shares issued by the Company. They were recognised as a liability when a contractual agreement resulted in the Company having a present obligation to deliver cash or another financial asset to the holder. The liability was recognised at fair value and amortised to the redemption value using the effective rate of interest over the life of the instrument.

The Class A redeemable preference shares issued by the Company were classified as compound financial instruments and split into a debt component, relating to the contractual obligation to repay the redemption amount and an equity component, relating to the right to discretionary dividends.

Share capital

Share capital classified as equity, provided that there is no present obligation to deliver cash or another financial asset to the holder, is shown in called up share capital, and the costs associated with the issuance of shares are recorded as a deduction from equity.

Dividends payable on ordinary and preference shares

Dividends on ordinary shares are recognised in equity in the period in which they are paid or, if earlier, approved by the Company's shareholders.

Determining fair value

Where the classification of a financial instrument requires it to be stated at fair value, this is determined by reference to the quoted market value in an active market wherever possible. Where no such active market exists for the particular asset, the Company uses a valuation technique to arrive at the fair value, including the use of prices obtained in recent arms' length transactions, discounted cash flow analysis, option pricing models and other valuation techniques commonly used by market participants.

Consolidated financial statements

The financial statements contain information about Braven Investments No 1 Limited as an individual company and do not contain consolidated financial information as the parent of a group. The Companies Act 2006 provides an exemption in paragraph 400 from the requirement to prepare consolidated financial statements which the Company has elected to apply. Braven Investments No 1 Limited is a subsidiary of Barclays Bank PLC and its results including those of its subsidiaries, are consolidated in the financial statements of its Barclays Bank PLC. Barclays Bank PLC is a Company registered in England and Wales.

Financial instruments at fair value through profit or loss

Financial instruments (assets and liabilities) are classified in this category if they are held for trading or if they are designated as such under the fair value option. Instruments are classified as held for trading if they are:

- a) acquired principally for the purposes of selling or repurchasing in the near term,
- b) part of a portfolio identified financial instruments that are managed together and for which there is evidence of a recent actual pattern of short term profit taking, or
- c) a derivative, except for a derivative that is a financial guarantee contract or a designated and effective hedging instrument.

BRAVEN INVESTMENTS NO.1 LIMITED

Registered Number in England & Wales FC026612

NOTES TO THE FINANCIAL STATEMENTS (continued)

3. SIGNIFICANT ACCOUNTING POLICIES (continued)

Financial instruments at fair value through profit or loss (continued)

Financial instruments included in this category are recognised initially at fair value and transaction costs are taken directly to the income statement. They are subsequently held at fair value with gains and losses arising from changes in fair value are included directly in the income statement

Fair value gains and (losses) from assets and liabilities reported at fair value through profit and loss

Investments in open ended investment companies (OEICs) are reported at fair value and are designated as such in the financial statements. Once designated, the assets are held at fair value and gains and losses are taken to the income statement

The fair value option is used in the following circumstances

- a) financial assets backing insurance contracts and financial assets backing investment contracts are designated at fair value through profit or loss because the related liabilities have cash flows that are contractually based on the performance of the assets or the related liabilities are insurance contracts whose measurement incorporates current information. Fair valuing the assets through profit and loss significantly reduces the recognition inconsistencies that would arise if the financial assets were classified as available for sale
- b) financial assets, loans to customers, financial liabilities and structured notes are designated at fair value through profit or loss where they contain substantive embedded derivatives or where doing so significantly reduces measurement inconsistencies that would arise if the related economic hedging derivatives were treated as a derivative and the underlying financial instruments were carried at amortised cost
- c) financial assets and financial liabilities that are managed, and evaluated on a fair value basis in accordance with a documented risk management or investment strategy to key management personnel are designated at fair value through profit and loss

Foreign exchange

Foreign currency transactions are translated into GBP using the spot exchange rates prevailing at the dates of the transactions

Monetary items denominated in foreign currencies are translated into functional currency at the spot rate prevailing on the balance sheet date. All exchange gains and losses are recognised in the income statement except for items that are designated as hedging instruments in qualifying cash flow hedges or hedges of net investments, translation differences for which are recognised in other comprehensive income

Non-monetary items recognised at historical cost are not re-translated at subsequent dates. Non-monetary items that are measured at fair value are re-translated using the exchange rate at the date when the fair value was determined. Exchange differences on equities and similar non-monetary items held at fair value through profit and loss, are reported as part of the fair value gain or loss. Translation differences on non-monetary items whose fair value gains or loss are recognised in other comprehensive income are included directly in other comprehensive income

BRAVEN INVESTMENTS NO.1 LIMITED

Registered Number in England & Wales FC026612

NOTES TO THE FINANCIAL STATEMENTS (continued)

3. SIGNIFICANT ACCOUNTING POLICIES (continued)

Foreign exchange (continued)

Changes in the fair value of monetary securities denominated in foreign currency classified as available for sale are analysed between translation differences resulting from changes in the amortised cost of the security and other changes in the carrying amount of the security

Translation differences related to changes in the amortised cost are recognised in the income statement, and other changes in the carrying amount are recognised in other comprehensive income

Investment in subsidiaries

Investments in subsidiaries are recorded in the balance sheet at cost less any amounts that have been provided for to reflect impairment in the value of the investment, where there is objective evidence of impairment. Any impairment in the value of the investment is recognised in the income statement

Loans and receivables

Loans and receivables are non derivative financial assets with fixed or determinable payments that are not quoted in an active market. Loans and receivables are recorded on balance sheet according to the substance of the contractual arrangement entered into. Loans and receivables are initially recorded at fair value including direct and incremental transaction costs. They are subsequently valued at amortised cost, less any amounts that have been provided for to reflect impairment in the value of the investment, where there is objective evidence of impairment. Income is recognised in the income statement, using the effective interest rate which discounts estimated future cash flows through the life of the financial asset to that assets net carrying value

Investment in fellow group undertaking

Investments in open ended investment companies (OEICs) are reported at fair value and are designated as such in the financial statements. Once designated, the assets are held at fair value and gains and losses are taken to the income statement

The fair value option is used as doing so significantly reduces measurement inconsistencies that would arise if the related economic hedging derivatives were treated as a derivative and the underlying financial instruments were carried at amortised cost

Impairment of financial assets

(a) Assets carried at amortised cost

The Company assesses at each balance sheet date whether there is objective evidence that a financial asset or a portfolio of financial assets, including trade receivables, is impaired. The factors that the Company takes into account include significant financial difficulties of the debtor or the issuer, a breach of contract or default in payments, the granting by the Company of a concession to the debtor because of a deterioration in its financial condition, the probability that the debtor will enter into bankruptcy or other financial reorganisation, or, in the disappearance of an active market for a security because of the issuer's financial difficulties

Impairment allowances are calculated, based on the difference between the carrying amount of the asset and its estimated recoverable amount, calculated by reference to the expected cash flows from it discounted at the original effective interest rate for the asset

BRAVEN INVESTMENTS NO.1 LIMITED

Registered Number in England & Wales FC026612

NOTES TO THE FINANCIAL STATEMENTS (continued)

3. SIGNIFICANT ACCOUNTING POLICIES (continued)

New and amended standards

The accounting policies adopted are consistent with those of the previous financial year, except where new standards and amendments to IFRS effective as of 1 January 2014 have resulted in changes in accounting policy. The new amended standards that have material impact on the Company's accounting policies are as follows:

IAS 32 Financial Instruments Presentation

IAS 32, Amendments to Offsetting Financial Assets and Financial Liabilities clarified the circumstances in which netting is permitted, in particular what constitutes a currently legally enforceable right of set-off and the circumstances in which gross settlement systems may be considered equivalent to net settlement.

The Company does not have any Financial Asset or Financial Liabilities that qualify for offsetting, however if the Company enters into such transactions in the future, presentations in compliance with these amendments to IAS 32 will be required.

Future accounting developments

There have been and are expected to be a number of significant changes to the Company's financial reporting after 2014 as a result of amended or new accounting standards that have been or will be issued by the IASB. The most significant of these are as follows:

In 2014, the IASB issued IFRS 9, Financial Instruments which will replace IAS 39 Financial Instruments Recognition and Measurement. It will lead to significant changes in the accounting for financial instruments. The key changes relate to:

- **Financial assets** Financial assets will be held at either fair value or amortised cost, except for equity investments not held for trading and certain debt instruments, which may be held at fair value through other comprehensive income,
- **Financial liabilities** Gains and losses arising from changes in own credit on non-derivative financial liabilities designated at fair value through profit or loss will be excluded from the Income Statement and instead taken to other comprehensive income,
- **Impairment** Credit losses expected at the balance sheet date (rather than only losses incurred in the year) on loans, debt securities and loan commitments not held at fair value through profit or loss will be reflected in impairment allowances, and
- **Hedge accounting** Hedge accounting will be more closely aligned with financial risk management.

Adoption is not mandatory until periods beginning on or after 1 January 2018. The standard has not been endorsed by the EU. At this stage, it is not possible to determine the potential financial impacts of adoption on the Company.

BRAVEN INVESTMENTS NO.1 LIMITED

Registered Number in England & Wales FC026612

NOTES TO THE FINANCIAL STATEMENTS (continued)**4. INTEREST RECEIVABLE AND SIMILAR INCOME**

	2014 £	2013 £
Interest receivable from group undertakings	7,054,431	17,567,904
	<u>7,054,431</u>	<u>17,567,904</u>

5. INTEREST PAYABLE AND SIMILAR CHARGES

	2014 £	2013 £
Interest payable to fellow group undertakings	1,474,534	1,488,689
	<u>1,474,534</u>	<u>1,488,689</u>

6. FAIR VALUE GAINS / (LOSSES) FROM ASSETS AND LIABILITIES REPORTED AT FAIR VALUE THROUGH PROFIT AND LOSS

	2014 £	2013 £
Fair value gain/(loss) from derivatives and financial instruments designated at fair value on initial recognition	-	(3,830,210)
	<u>-</u>	<u>(3,830,210)</u>

In the prior year, the fair value loss comprised of the FV movement on the investment in the open ended investment company A shares and the FV movement on the cross currency swap instruments

7. REVERSAL OF IMPAIRMENT ON PREFERENCE SHARES

	2014 £	2013 £
Gain/(loss) from partial unwind of impairment	4,882,479	-
	<u>4,882,479</u>	<u>-</u>

On 23 May 2014, the Company requested for Calthorpe Investments Limited and Raglan Investments Limited to repurchase all of the 977 Calthorpe and Raglan preference shares for a total consideration of £77,069,071 and £79,253,183 respectively. As the redemption consideration was above the asset's net carrying value, hence, reversal of previous impairment was necessary.

BRAVEN INVESTMENTS NO.1 LIMITED

Registered Number in England & Wales FC026612

NOTES TO THE FINANCIAL STATEMENTS (continued)**8. PROFIT BEFORE TAX**

There were no employees employed by the Company during the year (2013 nil) The audit fee is borne by another group company Although the audit fee is borne by another group company, the fee that would have been charged to the company amounts to £6,500 for the year (2013 £7,400) This fee is not recognised as an expense in the financial statements

9. DIRECTORS' EMOLUMENTS

The directors did not receive any emoluments in respect of their services to the Company during the year (2013 £ nil)

During the year, no Director exercised options under the Barclays PLC Sharesave Scheme and Long Term Incentive schemes (2013 nil)

10. TAX

	2014 £	2013 £
UK corporation tax	(24,537,223)	(2,908,688)
Tax charge	<u>(24,537,223)</u>	<u>(2,908,688)</u>

The UK corporation tax charge is based on the blended UK corporation tax rate of 21.5% (2013 23.25%)

The analysis of the charge for the year is as follows

	2014 £	2013 £
Profit before tax	10,488,254	12,510,486
Profit multiplied by the blended rate of corporation tax in the UK of 21.5% (2013 23.25%)	(2,254,975)	(2,908,688)
Effects of		
Interest on HMRC receivable	5,793,440	-
Non taxable fair value of investments	-	834,866
Non tax deductible gain / (loss) on cross currency swap hedging investments	-	(834,866)
Non tax deductible gain on disposal of preference share assets	1,049,733	-
Non tax deductible impairment reversal	4,300	-
Prior year adjustment relating to agreement of prior year tax returns	(38,659,045)	-
Prior year adjustment relating to revised payment for group relief	9,494,235	-
Prior year adjustment (non taxable dividend income)	35,089	-
Total tax charge for the year	<u>(24,537,223)</u>	<u>(2,908,688)</u>

BRAVEN INVESTMENTS NO.1 LIMITED

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NOTES TO THE FINANCIAL STATEMENTS (continued)**11 TAX RECEIVABLE FROM HMRC**

	2014 £	2013 £
Tax receivable	295,475,033	326,753,900
	<u>295,475,033</u>	<u>326,753,900</u>

The tax receivable relates to amounts of income tax due from HMRC. The company is expecting to receive payment for this amount in 2015.

12. LOANS AND OTHER RECEIVABLES

	2014 £	2013 £
Preference shares	-	151,439,776
Loans and advances to group undertakings	3,792,105	3,890,964,402
	<u>3,792,105</u>	<u>4,042,404,178</u>

On 23 May 2014, Braven Investments No 1 Limited redeemed all 977 Raglan Investments Limited Preference Shares for a total consideration of £79,253,183 and all 977 Calthorpe Investments Limited Preference Shares for a total consideration of £77,069,071.

Amount due from group undertakings represents loans of £3,361,245 and £429,472 due from Raglan Investments Limited and Calthorpe Investments Limited respectively, with both loans maturing on 23rd May 2019.

13. INVESTMENT IN FELLOW GROUP UNDERTAKING

The investments the company has entered into are as follows:

	2014 £	2013 £
As at 1 January	-	194,521,895
Disposal	-	(198,112,716)
Gain on Disposal	-	3,590,821
Reversal of prior year impairment provision	20,000	-
Balance as at 31 December	<u>20,000</u>	<u>-</u>

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NOTES TO THE FINANCIAL STATEMENTS (continued)**14. DIVIDENDS PAID**

	2014 £	2013 £
Preference shares		
- £25 70 (2013 nil) per share	102,791	-
Ordinary shares		
- £25 70 (2013 nil) per share	128,489,349	-
	<u>128,592,140</u>	<u>-</u>

On 23 May 2014, Braven Investments No 1 Limited paid a dividend in the aggregate sum of £128,592,140 par passu across both its Ordinary Shares and its Preference Shares by reference to their total subscription amount to the holder thereof, Capton Investment Limited. Braven then repurchased 4,000 of its Preference Shares from Capton for a total consideration of £3,997,461,929

15. BORROWINGS

	2014 £	2013 £
Amounts due to group undertakings	327,747,589	244,972,169
Preference shares	-	3,997,461,929
	<u>327,747,589</u>	<u>4,242,434,098</u>

Amount due to group undertakings represents loans of £326,753,899 due to Barclays Bank PLC with interest bearing at 0.5% p.a. maturing on 23rd May 2019

The preference shares detailed above consisted of

	2014 £	2013 £
Authorised		
3,000,000,000 (2013 3,000,000,000) Preference Shares of £0.01 each	30,000,000	30,000,000
	<u> </u>	<u> </u>
Allotted and fully paid		
nil (2013 4,000) Preference Shares of £0.01 each	-	40
	<u>-</u>	<u>40</u>

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NOTES TO THE FINANCIAL STATEMENTS (continued)**15. BORROWINGS (continued)**

	2014 £	2013 £
Share premium nil (2013 4,000) Preference Shares of £999,365 47 each	-	3,997,461,889
	-	3,997,461,889

On 23 May 2014, Braven repurchased all 4,000 of its Preference Shares from Capton for total consideration of £3,997,461,929

16. CURRENT TAX

	2014 £	2013 £
Opening group relief payable	(3,110,527)	(5,031,503)
Tax charge	(24,537,223)	(2,908,688)
Offset with tax receivable from HMRC	31,278,868	-
Tax credit recognised in equity	29,164,810	-
Cash paid	4,699,328	4,829,664
Closing group relief receivable/(payable)	37,495,256	(3,110,527)

17. CALLED UP SHARE CAPITAL

	Number of shares	£
As at 31 December 2014 and 2013	5,000,000	50,000
	2014 £	2013 £
Authorised 100,000,000 (2013 100,000,000) Ordinary shares of £0 01 each	1,000,000	1,000,000
	1,000,000	1,000,000
Allotted, called-up and fully paid 5,000,000 (2013 5,000,000) Ordinary shares of £0 01 each	50,000	50,000
	50,000	50,000
Share premium 5,000,000 (2013 5,000,000) Ordinary shares at £0 99 each	4,950,000	4,950,000
	4,950,000	4,950,000

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NOTES TO THE FINANCIAL STATEMENTS (continued)**18. ACCUMULATED GAINS / LOSSES**

	Retained earnings £	Total £
As at 1 January 2014	119,734,018	119,734,018
Loss for the year	(14,048,969)	(14,048,969)
Group relief for surrender of losses in excess of in year tax rate	29,164,810	29,164,810
Dividend paid	(128,592,140)	(128,592,140)
As at 31 December 2014	<u>6,257,719</u>	<u>6,257,719</u>
As at 1 January 2013	110,132,220	110,132,220
Profit for the year	9,601,798	9,601,798
As at 31 December 2013	<u>119,734,018</u>	<u>119,734,018</u>

Group relief for the surrender of losses in excess of in year tax rate arises as a result of an indemnity in place between the Company and Barclays Bank PLC

19. RELATED PARTY TRANSACTIONS

Parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the party in making financial or operational decisions, or one other party controls both

The definition of related parties includes parent company, ultimate parent company, subsidiary, as well as the Company's key management which includes its Directors

During the year there have been no other transactions with related parties other than transactions disclosed in the notes to these financial statements

BRAVEN INVESTMENTS NO.1 LIMITED

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NOTES TO THE FINANCIAL STATEMENTS (continued)

20. RELATED UNDERTAKINGS

As at 31 December 2014 the Company directly held the following investments in related undertakings, (together the "Related Undertakings")

Name of subsidiary	Registered Office Address	Country of incorporation	Class of Shares	Number of Shares held	Proportion of ownership held (%)	Proportion of voting power held (%)	Details of other Shareholders
Calthorpe Investments Limited	190 Elgin Avenue, George Town, Grand Cayman, KY1-9005	Cayman Islands	Ordinary	1,000	100%	100%	n/a
Raglan Investments Limited	190 Elgin Avenue, George Town, Grand Cayman, KY1-9005	Cayman Islands	Ordinary	1,000	100%	100%	n/a

The Related Undertakings are included by full consolidation in the consolidated financial statements of their ultimate parent, Barclays PLC, a company registered in England and Wales

21. PARENT UNDERTAKING AND ULTIMATE HOLDING COMPANY

The parent undertaking of the smallest group that includes the Company that presents consolidated financial statements is Barclays Bank PLC. The ultimate holding company and the parent company of the largest group that includes the Company that presents group financial statements is Barclays PLC. Both companies are incorporated in the United Kingdom and registered in England. Barclays Bank PLC's and Barclays PLC's statutory financial statements are available from the Barclays Corporate Secretariat, 1 Churchill Place London E14 5HP.