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# OS AA01

## Statement of details of parent law and other information for an overseas company



Companies House

WEDNESDAY



A36 \*A1ED4GJS\* 01/08/2012 #170  
COMPANIES HOUSE

A18 \*A1D2VFVF\* 13/07/2012 #228  
COMPANIES HOUSE

☒ What this form is for  
You may use this form to  
accompany your accounts  
disclosed under parent law

☒ What this form is NOT for  
You cannot use this form to  
an alteration of manner of  
with accounting requirements

### Part 1 Corporate company name

Corporate name of overseas company ① SEGRO Netherlands Holding BV, registered in UK as SEGRO Netherlands HI BV  
UK establishment number B R 0 1 0 2 8 5 FC 28743

→ Filling in this form  
Please complete in typescript or in  
bold black capitals

All fields are mandatory unless  
specified or indicated by \*

① This is the name of the company in  
its home state

### Part 2 Statement of details of parent law and other information for an overseas company

#### A1 Legislation

Please give the legislation under which the accounts have been prepared and,  
if applicable, the legislation under which the accounts have been audited

Legislation ② Part 9, Book 2 of the Dutch Civil Code

② This means the relevant rules or  
legislation which regulates the  
preparation and, if applicable, the  
audit of accounts

#### A2 Accounting principles

Accounts Have the accounts been prepared in accordance with a set of generally accepted  
accounting principles?

Please tick the appropriate box

☒ No Go to Section A3

☐ Yes Please enter the name of the organisation or other  
body which issued those principles below, and then go to Section A3

③ Please insert the name of the  
appropriate accounting organisation  
or body

Name of organisation  
or body ③

#### A3 Accounts


Accounts Have the accounts been audited? Please tick the appropriate box

☒ No Go to Section A5

☐ Yes Go to Section A4

# OS AA01

## Statement of details of parent law and other information for an overseas company

<b>A4 Audited accounts</b>		
Audited accounts	Have the accounts been audited in accordance with a set of generally accepted auditing standards? Please tick the appropriate box <input type="checkbox"/> No Go to Part 3 'Signature' <input type="checkbox"/> Yes Please enter the name of the organisation or other body which issued those standards below, and then go to Part 3 'Signature'	<b>1</b> Please insert the name of the appropriate accounting organisation or body
Name of organisation or body <b>1</b>		
<b>A5 Unaudited accounts</b>		
Unaudited accounts	Is the company required to have its accounts audited? Please tick the appropriate box <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
<b>Part 3 Signature</b>		
I am signing this form on behalf of the overseas company		
Signature	Signature <b>X</b>  <b>X</b> SIMON CARILLON	
This form may be signed by <del>Director, Secretary, Permanent representative</del>		

# OS AA01

Statement of details of parent law and other information for an overseas company

## Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record

Contact name San Haskens

Company name SEGRO plc

Address Cunard House

15 Regent Street

London

Post town SW14 4LR

County/Region

Postcode S W 1 4 4 L R

Country

DX

Telephone

## Checklist

We may return forms completed incorrectly or with information missing

Please make sure you have remembered the following

- ☒ The company name and, if appropriate, the registered number, match the information held on the public Register
- ☒ You have completed all sections of the form, if appropriate
- ☒ You have signed the form

## Important information

Please note that all this information will appear on the public record

## Where to send

You may return this form to any Companies House address

### England and Wales

The Registrar of Companies, Companies House,  
Crown Way, Cardiff, Wales, CF14 3UZ  
DX 33050 Cardiff

### Scotland

The Registrar of Companies, Companies House,  
Fourth floor, Edinburgh Quay 2,  
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF  
DX ED235 Edinburgh 1  
or LP - 4 Edinburgh 2 (Legal Post)

### Northern Ireland

The Registrar of Companies, Companies House,  
Second Floor, The Linenhall, 32-38 Linenhall Street,  
Belfast, Northern Ireland, BT2 8BG  
DX 481 N R Belfast 1

## Further information

For further information, please see the guidance notes on the website at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk) or email [enquiries@companieshouse.gov.uk](mailto:enquiries@companieshouse.gov.uk)

This form is available in an alternative format. Please visit the forms page on the website at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

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**SEGRO NETHERLANDS HOLDING B.V.**

**ANNUAL REPORT 2011**



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**SEGRO NETHERLANDS HOLDING B.V.**

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**SEGRO NETHERLANDS HOLDING B.V.**

**Management report**

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Management herewith submits its annual accounts for the year ended 31 December 2011

**Summary of activities**

The principal activity of the Company is to act as a finance company

During 2008 the Company transferred its interest in Segro Europe Limited to its parent company Segro Overseas Holdings Limited for consideration of €243,000,000. In 2008, the Company also sold its shares in Segro Estates International B.V. to Segro B.V., a subsidiary of its parent company, for €600,000.

The Company changed residence from the Netherlands to the United Kingdom on 3 November 2008.

**Future outlook**

It is expected that the activities of the Company will remain unchanged

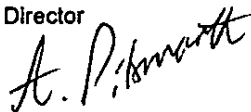
**Dividend**

The Company declared a dividend in specie in June 2011 of €1,581,100 (2010: €15,497,000) to its parent company Segro Overseas Holdings Limited

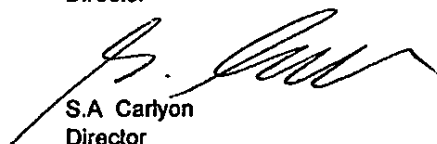
**Directors**



A.O. Peters  
Director



A. Pilsworth  
Director



S.A. Carlyon  
Director

London, 15 May 2012

The accounts were adopted by the shareholders of the company on 15 May 2012

**SEGRO NETHERLANDS HOLDING B.V.****Balance sheet as at 31 December**

	Notes	2011 €	2010 €
<b>NON-CURRENT ASSETS</b>			
Participations	3	17,076	17,076
Total non-current assets		17,076	17,076
<b>CURRENT ASSETS</b>			
Receivable from group companies	4	21,972,669	20,749,978
Cash at bank		396,649	1,969,375
Total current assets		22,369,317	22,719,353
<b>TOTAL ASSETS</b>		<b>22,386,393</b>	<b>22,736,429</b>
<b>CURRENT LIABILITIES</b>			
Corporation tax		5,001	5,001
German corporation tax		11,992	11,992
Accrued expenses		20,741	24,460
Total current liabilities		37,733	41,453
<b>NET CURRENT ASSETS / (LIABILITIES)</b>		<b>22,331,584</b>	<b>22,677,900</b>
<b>NET ASSETS</b>		<b>22,348,660</b>	<b>22,694,976</b>
<b>CAPITAL AND RESERVES</b>			
Share capital	6	18,160,000	18,160,000
Share premium	6	2,953,805	2,953,805
Retained earnings	6	71	48
Profit/(loss) for the year	6	1,234,784	1,581,123
Total capital and reserves		22,348,660	22,694,976

**SEGRO NETHERLANDS HOLDING B.V.****Profit & Loss Account**

	Notes	2011 €	2010 €
<b>FINANCIAL INCOME / (CHARGES)</b>			
Intercompany interest received		1,227,487	1,576,559
Bank interest		7,299	4,587
Exchange revaluation gain		-	-
		<u>1,234,786</u>	<u>1,581,126</u>
<b>EXPENSES</b>			
General and administrative expenses		(2)	(3)
		<u>(2)</u>	<u>(3)</u>
<b>OPERATING RESULT BEFORE TAXATION</b>		<b>1,234,784</b>	<b>1,581,123</b>
<b>CORPORATION TAX</b>	5	-	-
<b>NET PROFIT / (LOSS) FOR THE YEAR</b>		<u><b>1,234,784</b></u>	<u><b>1,581,123</b></u>



**SEGRO NETHERLANDS HOLDING B.V.**  
**Notes to the Accounts as at 31 December 2011**

Page 6

**1. General**

The Company is a limited liability company established in Amsterdam on 21 December 1994. The principal activity of the Company is to act as a finance company.

**2. Summary of principal accounting policies**

**(a) General**

The accompanying accounts have been prepared in accordance with the provisions of the EU Directives as implemented in Part 9, Book 2 of the Dutch Civil Code.

**(b) Consolidation**

Consolidated accounts have not been prepared as the Company makes use of Section 408, Part 9, Book 2 of the Dutch Civil Code in filing with the Trade Register of the Chamber of Commerce in Amsterdam the consolidated Annual Report of its ultimate parent company, SEGRO plc, Slough, U.K.

**(c) Foreign currencies**

All assets and liabilities expressed in currencies other than Euros have been translated at the rates of exchange prevailing at the balance sheet date. All transactions in foreign currencies have been translated into Euros at rates of exchange approximating to those ruling at the date of the transactions. Resulting exchange differences, if any, have been recognised in the profit and loss account.

**(d) Other assets and liabilities**

Unless otherwise indicated assets and liabilities are stated at face value.

**3. Participations**

As at 31 December 2010 the Company held the following shares:

SEGRO Holdings France S.A.S., Paris, France

17,075 shares of EUR 1 each, representing 1.13% of the total issued share capital of the company, for a total consideration of EUR 17,076.

**4. Receivable from group companies**

Intercompany loans have no fixed repayment terms and are interest bearing at three month Euribor plus 0.25% (2010 Euribor plus 0.25%).

**5. Corporation tax**

	2011	2010
Corporation tax at 26.5 per cent (2010: 28 per cent)	327,218	442,714
Group relief claimed for no consideration	(327,218)	(442,714)
<b>Corporations tax</b>	<b>-</b>	<b>-</b>

**6. Capital and reserves**

As at 31 December 2011 the authorised share capital of the Company consists of 60,000 shares of EUR 454 each. As at 31 December 2011 40,000 shares (2010: 40,000) were issued and fully paid-up.

Capital and reserves can be summarised as follows:

	2011	2010
Issued share capital	18,160,000	18,160,000
Share premium	2,953,805	2,953,805
	<b>21,113,805</b>	<b>21,113,805</b>
Retained earnings at beginning of year	71	48
Profit/(loss) for the year	1,234,784	1,581,123
Retained earnings at end of year	<b>1,234,855</b>	<b>1,581,171</b>
<b>Capital and reserves</b>	<b>22,348,660</b>	<b>22,694,976</b>

**SEGRO NETHERLANDS HOLDING B.V.**  
**Notes to the Accounts as at 31 December 2011**

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**7. Dividends**

Amounts recognised as distributions to equity holders during the year

	2011	2010
Dividend of 39 528c (2010 387 425c)	<u>1,581,100</u>	<u>15,497,000</u>

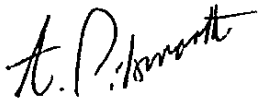
**8. Directors**

The Company had three directors during 2011 (2010 three) who received no remuneration during the year under review or for the previous year

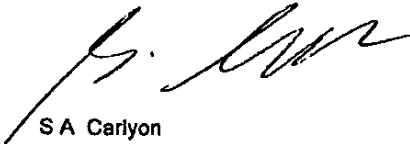
The Company had no supervisory directors



A O Peters  
Director



A Pilsworth  
Director



S A Carlyon  
Director

**SEGRO NETHERLANDS HOLDING B.V.**  
**Supplementary Information to the Accounts as at 31 December 2011**

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**Retained earnings**

Subject to provision under Dutch law that no dividends can be declared until all losses have been recovered, retained earnings are at the disposal of the shareholders in accordance with Article 24 of the Articles of Association of the company

**Appropriation of result**

The profit earned by the Company during the year under review will be credited to the retained earnings reserve

**Audit**

Since the Company qualifies as a "small-sized" company it is, consequently, not legally required to have its accounts audited as provided for in Section 396, Paragraph 6, Part 9, Book 2 of the Dutch Civil Code