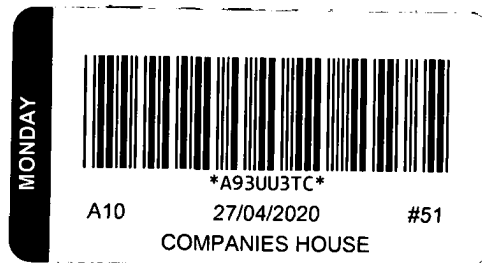


**LLNH LIMITED**

**Annual Report and Unaudited Financial Statements**

**For the year ended 30 September 2019**



**ANNUAL REPORT AND UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR  
ENDED 30 SEPTEMBER 2019**

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**ANNUAL REPORT AND UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR  
ENDED 30 SEPTEMBER 2019**

**OFFICERS AND PROFESSIONAL ADVISERS**

**DIRECTORS**

Mr J Hutchens (resigned 5 February 2020)

Mr D Smith

**REGISTERED OFFICE**

Southgate House

Archer Street

Darlington

County Durham

DL3 6AH

## DIRECTORS' REPORT

The Directors have pleasure in presenting their annual report and the unaudited financial statements for the year ended 30 September 2019.

### BUSINESS REVIEW

The company has been dormant as defined in section 1169 of the Companies Act 2006 throughout the year and preceding financial year. It is anticipated that the company will remain dormant for the foreseeable future. Key performance indicators are not considered necessary for an understanding of the development, performance or position of the business of the company. There are no risks or uncertainties facing the company including those within the context of the use of financial instruments.

### DIRECTORS

The directors who served throughout the year were as follows:

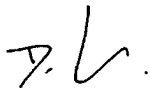
Mr J Hutchens (resigned 5 February 2020)  
Mr D Smith

The current Directors of the Company are detailed on page 1.

### THIRD-PARTY INDEMNITY PROVISIONS

The ultimate parent undertaking of the Company, FC Skyfall TopCo Limited has made qualifying third party indemnity provisions for the benefit of the Company's Directors and the directors of all its other subsidiaries, which were made during the year and remain in force to the date of this report.

Approved by the Board and signed on its behalf by:



Mr D Smith  
Director  
Date: 3 April 2020  
Southgate House  
Archer Street  
Darlington  
County Durham DL3 6AH

**BALANCE SHEET**  
As at 30 September 2019

|                                   | Note | 2019<br>£       | 2018<br>£       |
|-----------------------------------|------|-----------------|-----------------|
| <b>CURRENT ASSETS</b>             |      |                 |                 |
| Cash at bank and in hand          |      | 1               | 1               |
| <b>NET CURRENT ASSETS</b>         |      | <u>1</u>        | <u>1</u>        |
| <b>NET ASSETS</b>                 |      | <u><u>1</u></u> | <u><u>1</u></u> |
| <b>CAPITAL AND RESERVES</b>       |      |                 |                 |
| Called-up share capital           | 3    | 1               | 1               |
| Profit and loss account           |      | -               | -               |
| <b>EQUITY SHAREHOLDERS' FUNDS</b> |      | <u><u>1</u></u> | <u><u>1</u></u> |

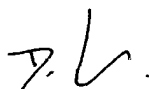
LLNH Limited (registered number 03429499) did not trade during the current or preceding period and has made neither profit nor loss, nor any other items of comprehensive income. There have been no movements in shareholders' funds during the current or preceding financial year. For the year ending 30 September 2019 the Company was entitled to exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies.

The members have not required the Company to obtain an audit of its accounts for the year in question in accordance with section 476.

The Directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

These financial statements on page 3 to 5 were approved and authorised for issue by the Board of Directors 3 April 2020.

Signed on behalf of the Board of Directors



Mr D Smith  
Director  
Date: 3 April 2020

## NOTES TO THE FINANCIAL STATEMENTS

### For the year ended 30 September 2019

#### 1. INVESTMENTS

The Company has a 49.99% holding in the LLNHP Partnership, which is dormant. The original investment, representing a capital contribution, has been fully repaid and hence is carried at £Nil (2018: £Nil). Any future profits of the Partnership will continue to be shared between the Partners in accordance with the provisions of the Partnership Deed dated 27 October 1997. The results of the Partnership are consolidated in the financial statements of NHP Securities No. 4 Limited.

#### 2. PROFIT AND LOSS ACCOUNT

No profit and loss account is presented with these financial statements because the Company has not received income, incurred expenditure or recognised any other items of comprehensive income during either the current or preceding financial year. There have been no movements in shareholders' funds during the current or preceding financial year and therefore no statement of changes of equity has been included.

#### 3. INFORMATION REGARDING DIRECTORS AND EMPLOYEES

The Company had no employees during the current and preceding year.

None of the Directors received emoluments in relation to their services to the Company during the current or preceding year. Directors' emoluments have been borne by HC-One Limited in the current and the preceding year, and were not recharged to the Company.

#### 4. CALLED-UP SHARE CAPITAL

|  | 2019     | 2018     |
|--|----------|----------|
|  | £        | £        |
| <b>Called-up, allotted and fully paid:</b> |          |          |
| 1 Ordinary share of £1                     | 1        | 1        |
|  | <u>1</u> | <u>1</u> |

#### 5. SUBSEQUENT EVENTS

No subsequent events are noted between the year ended 30 September 2019 and the date of signing of this report.

#### 6. RELATED PARTY TRANSACTIONS

The Company has taken exemption provided under FRS 102 to not disclose intercompany transactions with other group undertakings within the FC Skyfall Upper Midco Limited group.

There are no transactions between the Company and the directors during the current year or the preceding year.

The cost of the annual return fee was borne by NHP Management Limited, a group undertaking, in the current and preceding year, without any right of reimbursement.

No other related party transaction is noted.

#### 7. CONTINGENT LIABILITIES

The Company and its group undertakings are guarantors to a facility agreement entered into by FC Skyfall Bidco Limited, the Company's intermediate parent undertakings. The facility is secured by a fixed and floating charge over the group assets and unlimited guarantee from its group undertakings. As at 3 April 2020, the outstanding loan amount is £254.2m.

**NOTES TO THE FINANCIAL STATEMENTS (Continued)**  
**For the year ended 30 September 2019**

**8. ULTIMATE CONTROLLING PARTY**

The immediate parent undertaking is NHP Limited, a company incorporated in the United Kingdom and registered in England and Wales. The Directors regard FC Skyfall LP, a limited partnership incorporated and registered in the Cayman Islands, as the ultimate parent undertaking. There is no controlling party beyond FC Skyfall LP.

The largest group into which these financial statements are consolidated is FC Skyfall Holdco 3 Limited with registered office at c/o Trident Trust Company (Cayman) Limited, One Capital Place, Shedden Road, PO Box 847, George Town, Grand Cayman KY-1103.

The smallest group in which the results of the Company are consolidated is that headed by FC Skyfall Upper Midco Limited, a company incorporated in England and Wales. The registered address of FC Skyfall Upper Midco Limited is 25 Canada Square, Level 37, London, England, E14 5LQ.

Copies of financial statements of all the companies for the year ended 30 September 2019 are available from Companies House at Crown Way, Cardiff, Wales, CF14 3UZ.