

Eversholt Rail (380) Limited

Annual report and financial statements for the year ended 31 December 2017

Registered No: 01139640

Annual report and financial statements

for the year ended 31 December 2017

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Strategic report

for the year ended 31 December 2017

Business review

Eversholt Rail (380) Limited ("the Company") was dormant during the year and remains dormant up to the date of signing the financial statements. The Company forms part of the Eversholt UK Rails Group ("Group") more fully described in note 11.

In the year ended the Company generated no profit (2016: £nil). As at 31 December 2017 the Company had net assets of £2 (2016: £2).

During 2016 all reserves were distributed to the Company's immediate holding company Eversholt Rail Holdings (UK) Limited.

The Company has no employees.

Risk management

The financial risk management objectives and policies of the Company together with an analysis of the exposure to such risks, are set out in note 10 of the financial statements.

Performance

The Company's results for the year are as detailed in the Income statement on page 9. The results are all derived from discontinued operations at 31 December 2017.

Performance measures for the Group are disclosed in the accounts of Eversholt UK Rails Limited.

Signed on behalf of the Board by:



M B Kenny
Director

Registered Office
210 Pentonville Road
London
N1 9JY
United Kingdom

29 March 2018

Directors' report

for the year ended 31 December 2017

The Directors present their Annual report together with the audited financial statements for the year ended 31 December 2017.

Directors

The Directors who served during the year and up to the date of signing were as follows:

M B Kenny
A J Course
A J Wesson

The Articles of Association of the Company provide that in certain circumstances the Directors are entitled to be indemnified out of the assets of the Company against claims from third parties in respect of certain liabilities arising in connection with the performance of their functions in accordance with the provisions of the Companies Act 2006. Indemnity provisions of this nature have been in place during the financial year but have not been utilised by the Directors. The Directors have no interests in the share capital of the Company.

Future developments

It is currently anticipated that the Company will be voluntarily liquidated in 2018.

Dividends

The Directors do not recommend the payment of a dividend in respect of the year ended 31 December 2017 (2016: £3,437,838). Dividend payments are reflected in the financial statements in the year in which they are declared.

Going concern basis

The Directors consider the results for the financial year and the year end position of the Company to be satisfactory. Following the transfer of trade and assets of the Company on 31 December 2015 to another group undertaking, Eversholt Rail Leasing Limited (formerly trading as European Rail Finance (GB) Limited), the Company ceases to be a going concern. As such the financial statements have been prepared on a basis other than going concern as required by IAS1 'Presentation of Financial Statements'.

The carrying value of the assets and liabilities held by the Company have been reassessed and recorded at their realisable value.

Disclosure of information to the auditor

Each person who is a director at the date of approval of this report confirms that so far as the Director is aware, there is no relevant audit information of which the Company's auditor is unaware and the Director has taken all the steps that he/she ought to have taken as a director in order to make himself/herself aware of any relevant audit information and to establish that the Company's auditor is aware of that information. This confirmation is given pursuant to Section 418 of the Companies Act 2006 and should be interpreted in accordance therewith.

Directors' report (continued)

for the year ended 31 December 2017

Auditor

Pursuant to Section 487 of the Companies Act 2006, the Auditor will be deemed to be reappointed and Deloitte LLP will therefore continue in office.

Approved by the Board and signed on its behalf by:



M B Kenny

Director

Registered Office
210 Pentonville Road
London
N1 9JY
United Kingdom

29 March 2018

Statement of Directors' responsibilities

for the year ended 31 December 2017

The Directors are responsible for preparing the Annual 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 (IFRS) as adopted by the European Union (EU) and applicable law.

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 of the Company for that period. In preparing these financial statements, International Accounting Standard 1 requires that directors:

- properly select and apply accounting policies;
- present information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information;
- provide additional disclosures when compliance with the specific requirements in IFRSs are insufficient to enable users to understand the impact of particular transactions, other events and conditions on the entity's financial position and financial performance; and
- make an assessment of the Company's ability to continue as a going concern.

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.

The Directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website. Legislation in the UK governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

The Company's annual financial statements were approved by the Board of Directors on 29 March 2018 and signed on their behalf by:



M B Kenny
Director

Registered Office
210 Pentonville Road
London
N1 9JY
United Kingdom

Independent Auditor's report to the Members of Eversholt Rail (380) Limited
for the year ended 31 December 2017

Report on the audit of the financial statements

Opinion

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2017 and of its results for the year then ended;
- have been properly prepared in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union and IFRSs as issued by the International Accounting Standards Board (IASB); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements of Eversholt Rail (380) Limited (the 'Company') which comprise:

- the Income statement;
- the Statement of comprehensive income;
- the Statement of financial position;
- the Statement of cash flows;
- the Statement of changes in equity; and
- the related notes 1 to 13.

The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the European Union.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report.

We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of matter – Financial statements prepared other than on a going concern basis

We draw attention to note 2.3 in the financial statements, which indicates that the financial statements have been prepared on a basis other than that of a going concern. Our opinion is not modified in respect of this matter.

Other information

The Directors are responsible for the other information. The other information comprises the information included in the Annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

Independent Auditor's report to the Members of Eversholt Rail (380) Limited (continued)

for the year ended 31 December 2017

Other information (continued)

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in respect of these matters.

Responsibilities of directors

As explained more fully in the Directors' responsibilities statement, the Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Use of our report

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.

Report on other legal and regulatory requirements

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Strategic report and the Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic report and the Directors' report have been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified any material misstatements in the Strategic report or the Directors' report.

**Independent Auditor's report to the Members of Eversholt Rail (380) Limited
(continued)**

for the year ended 31 December 2017

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required to report in respect of the following matters 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.

We have nothing to report in respect of these matters.



Makhan Chahal ACA (Senior Statutory Auditor)
for and on behalf of Deloitte LLP
Statutory Auditor
London

29th March 2018

Income statement

for the year ended 31 December 2017

	Note	2017 £	2016 £
Revenue			
Cost of sales		-	-
Gross profit		-	-
Finance expense		-	-
Administrative expense	4	-	-
Profit before tax		-	-
Income tax credit		-	-
Profit for the year		-	-

The Company did not trade during the years ended 31 December 2017 and 31 December 2016 and therefore recorded no profit or loss in these years.

The notes on pages 13 to 17 form an integral part of these financial statements.

Statement of comprehensive income

for the year ended 31 December 2017

There has been no comprehensive income or expense for the year (2016: £nil) other than the profit for the year.

Statement of financial position

as at 31 December 2017

	Note	2017 £	2016 £
Assets			
Current assets			
Loan receivable	7	2	2
Total assets		<u>2</u>	<u>2</u>
Liabilities and equity			
Total liabilities		-	-
Equity			
Share capital	8	2	2
Retained earnings		-	-
Total equity		<u>2</u>	<u>2</u>
Total equity and liabilities		<u>2</u>	<u>2</u>

The notes on pages 13 to 17 form an integral part of these financial statements.

The accounts have been prepared in accordance with the special provisions applicable to companies subject to the small companies regime.

The financial statements were approved by the Board of Directors and authorised for issue on 29 March 2018. They were signed on its behalf by:



A J Wesson
Director

Company registration number: 01139640

Statement of cash flows

for the year ended 31 December 2017

	2017 £	2016 £
Cash flow from operating activities		
Profit before tax	-	-
Net cash generated by operating activities	-	-
Cash flow from investing activities	-	-
Net cash generated by investing activities	-	-
Cash flow from financing activities		
Movement in working capital loan with Eversholt Rail Limited	-	3,437,838
Dividends paid	-	(3,437,838)
Net cash utilised in financing activities	-	-
Net movement in cash and cash equivalents	-	-
Cash and cash equivalents at beginning of the year	-	-
Cash and cash equivalents at end of the year	-	-

Statement of changes in equity

for the year ended 31 December 2017

	<i>Note</i>	Share capital £	Retained earnings £	Total equity £
Balance at 1 January 2016	8	2	3,437,838	3,437,840
Total comprehensive income		-	-	-
Dividends paid		-	(3,437,838)	(3,437,838)
Balance at 31 December 2016		2	-	2
Total comprehensive income		-	-	-
Balance at 31 December 2017		2	-	2

Dividends per share paid during the year is £nil (2016: £1,718,919) per share.

Notes to the annual financial statements

for the year ended 31 December 2017

1 General Information

Eversholt Rail (380) Limited (the "Company") is a private company incorporated and domiciled in England and Wales and is limited by shares (see note 8).

The registered office of the Company is 210 Pentonville Road, London N1 9JY, United Kingdom.

2 Basis of Preparation

These financial statements are presented in £.

2.1 Compliance with International Financial Reporting Standards

The financial statements of Eversholt Rail (380) Limited have been prepared on the realisable value basis. These financial statements have been prepared in accordance with International Financial Reporting Standards ('IFRSs') as issued by the International Accounting Standards Board ('IASB') and as endorsed by the European Union ('EU'). EU-endorsed IFRSs may differ from IFRSs as issued by the IASB if, at this point in time, new or amended IFRSs have not been endorsed by the EU. At 31 December 2017, there were no unendorsed standards effective for the year ended 31 December 2017 affecting these financial statements, and there was no difference between IFRSs endorsed by the EU and IFRSs issued by the IASB in terms of their application to the Company. Accordingly, the financial statements of the Company for the year ended 31 December 2017 are prepared in accordance with IFRSs as issued by the IASB and endorsed by the EU.

IFRSs comprise accounting standards issued by the IASB and its predecessor body as well as interpretations issued by the IFRS Interpretations Committee and its predecessor body.

2.2 Standards and Interpretations issued by the IASB

During the year, the Company adopted a number of interpretations and amendments to standards which had an insignificant effect on the financial statements. At 31 December 2017, a number of standards and amendments to standards have been issued by the IASB, which are not effective for the Company's financial statements as at 31 December 2017. The following Adopted IFRSs have been issued but have not been applied by the Company in these financial statements. Their adoption does not have a material effect on the financial statements unless otherwise indicated.

- IFRIC 22 Foreign Currency Transactions and Advance Consideration (mandatory for periods beginning on or after 1 January 2018).
- IFRS 9 Financial Instruments (mandatory for periods beginning on or after 1 January 2018).
- IFRS 15 Revenue from Contracts with Customers (mandatory for periods beginning on or after 1 January 2018).
- IFRS 16 Leases (mandatory for periods beginning on or after 1 January 2019).

2.3 Going concern

Following the transfer of trade and assets of the Company on 31 December 2015 to another group undertaking, Eversholt Leasing Limited (formerly trading as European Rail Finance (GB) Limited), the Company ceases to be a going concern. As such the financial statements have been prepared on a basis other than going concern as required by IAS1 'Presentation of Financial Statements'.

Notes to the annual financial statements (continued)

for the year ended 31 December 2017

3 Summary of significant accounting policies

The principal accounting policies adopted are set out below and have been applied consistently to all periods presented in these financial statements.

3.1 Income tax

Income tax comprises current and deferred tax and is recognised in the Income statement.

Current tax is the tax expected to be payable on the taxable profit for the period, calculated using tax rates enacted or substantively enacted by the end of the reporting period and any adjustment to tax payable in respect of previous years.

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the Statement of financial position and the amounts attributed to such assets and liabilities for tax purposes. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which deductible temporary differences can be utilised.

Deferred tax is calculated using the tax rates expected to apply in the periods in which the assets will be realised or the liabilities settled, based on tax rates and laws enacted, or substantively enacted, by the end of the reporting period.

3.2 Financial instruments

Financial assets and financial liabilities are recognised in the Company's Statement of financial position when the Company becomes a party to the contractual provisions of the instrument.

3.2.1 Financial assets

Financial assets are classified into the following specified categories: financial assets at 'fair value through profit or loss' (FVTPL); 'held to maturity investments'; 'available for sale (AFS) financial assets' and 'loans and receivables'. The classification depends on the nature and purpose of the financial assets and is determined at the time of initial recognition. The Company holds the following classes of financial assets:

3.2.1.1 Loans and receivables

Loans and receivables include receivables originated by the Company which are not classified either as held for trading or designated at fair value. Loans and receivables are recognised when cash is advanced to borrowers. They are derecognised when either borrowers repay their obligations, or the loans are sold or written off, or substantially all the risks and rewards of ownership are transferred. They are initially recorded at fair value plus any directly attributable transaction costs and are subsequently measured at amortised cost using the effective interest rate method, less impairment losses.

3.2.1.2 Cash and cash equivalents

For the purpose of the Statement of cash flows, cash and cash equivalents include highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of change in value. Such investments are normally those with less than three months' maturity from the date of acquisition, and include cash.

3.3 Statement of cash flows

The Statement of cash flows has been prepared on the basis that, with the exception of tax related transactions which are classified under 'Operating activities', movements in intercompany transactions are shown under the heading of 'Financing activities'. Such movements arise ultimately from the Company's financing activities, through which the Company will acquire resources intended to generate future income and cash flows.

Notes to the annual financial statements (continued)

for the year ended 31 December 2017

3 Summary of significant accounting policies (continued)

3.4 Share capital

Shares are classified as equity when there is no contractual obligation to transfer cash or other financial assets.

Dividends payable in relation to equity shares are recognised as a liability in the period in which they are declared.

3.5 Use of judgements, estimates and assumptions

In the application of the Company's accounting policies, management are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from those estimates.

There are no accounting policies that are deemed critical to the Company's results and financial position, in terms of materiality of the items to which the policy is applied, which involve a high degree of judgement and estimation. There are no sources of estimation uncertainty that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

4 Administrative expense

The Company has no employees and hence no staff costs (2016: nil).

Audit fees of £4,000 were borne by another group entity (2016: £4,000).

5 Directors' emoluments

The Directors have been paid by another group undertaking, Eversholt Rail Limited (formerly trading as Eversholt Rail (UK) Limited). No specific charge has been made to the Company in this regard.

6 Dividends

For the year ended 31 December 2017 a dividend of £nil was paid to Eversholt Rail Holdings (UK) Limited (2016: £3,437,838).

7 Loan Receivable

	2017 £	2016 £
Eversholt Rail Limited	2	2

The loan stands at £2 at 31 December 2017 and is receivable on demand. The loan is interest free.

8 Share capital

	2017 £	2016 £
Authorised, allotted, called up and fully paid		
2 Ordinary shares of £1 each	2	2

The holders of ordinary shares are entitled to attend and vote at general meetings and receive dividends as and when declared.

Notes to the annual financial statements (continued)

for the year ended 31 December 2017

9 Capital commitments

At the reporting date, the Company had not entered into any contractual commitments for the acquisition of property, plant and equipment.

10 Risk management

Exposure to residual value risk, capital risk, credit risk, liquidity risk and market risk arises in the normal course of the Company's business. The policies for managing all risks which are significant, together with the quantitative disclosures not already included elsewhere in the financial statements are described in this note.

Sources of estimation uncertainty that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are disclosed in note 3.5.

Residual value risk

Following the transfer of the assets of the Company on 31 December 2015 to another group undertaking, Eversholt Rail Leasing Limited, the Company has no residual value risk.

Capital risk management

The Company is not subject to any externally imposed capital requirements.

Credit risk management

Credit risk is the risk of financial loss if a customer or counterparty fails to meet its obligations under a contract. Following the transfer of trade to another group undertaking, Eversholt Rail Leasing Limited, the Company has no credit risk.

Liquidity risk management

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company monitors its cash flow requirements on a daily basis and compares expected cash flow obligations with expected cash flow receipts to ensure they are appropriately aligned. The Company will borrow funds to meet any shortfall. Conversely, the Company lends any surplus funds to other group entities.

The Company's assets, net of deferred tax, are funded principally by borrowings from other group entities.

Undiscounted cash flows from the Company's assets and liabilities are analysed below by their contractual due date:

	Carrying value £	Total undiscounted cash flows £	On demand £	Due within 1 year £	Due between 1-5 years £	Due after 5 years £
31 December 2017						
Financial assets						
Loans and receivables						
- Loan receivable	2	2	2	-	-	-
Total financial instruments	2	2	2	-	-	-

	Carrying value £	Total undiscounted cash flows £	Due on demand £	Due within 1 year £	Due between 1-5 years £	Due after 5 years £
31 December 2016						
Financial assets						
Loans and receivables						
- Loan receivable	2	2	2	-	-	-
Total financial instruments	2	2	2	-	-	-

Notes to the annual financial statements (continued)

for the year ended 31 December 2017

10 Risk management (continued)

Liquidity risk management

There are no material differences between the carrying value and the fair value of other financial assets and liabilities as at 31 December 2017 (2016: nil).

Market risk management

The Company is not exposed to foreign exchange risk on its financial assets or financial liabilities.

11 Related-party transactions

11.1 Identity of related parties

The Company has a related party relationship with its directors (refer page 3) and with other entities in the Eversholt UK Rails Group, namely:

- Eversholt UK Rails Limited
- Eversholt UK Rails (Holding) Limited
- European Rail Finance Holdings Limited
- European Rail Finance Limited
- Eversholt Rail Leasing Limited (formerly trading as European Rail Finance (GB) Limited)
- Eversholt Funding plc
- Eversholt Investment Limited
- Eversholt Rail Holdings (UK) Limited
- Eversholt Finance Holdings Limited
- Eversholt Rail Limited (formerly trading as Eversholt Rail (UK) Limited)
- Eversholt Depot Finance Limited (formerly trading as Eversholt Depot Finance (UK) Limited)
- Eversholt Rail (365) Limited
- European Rail Finance (2) Limited

The ultimate parent undertaking (which is the ultimate controlling party) is CK Hutchison Holdings Limited, incorporated in Cayman Islands. The parent undertaking of the largest and smallest group of undertakings for which group financial statements are drawn up and of which the Company is a member is CK Hutchison Holdings Limited. The immediate holding company is Eversholt Rail Holdings (UK) Limited. The results of the Company are included in the Group financial statements of CK Hutchison Holdings Limited.

Copies of the Group financial statements of CK Hutchison Holding Limited may be obtained from the following address (the registered office of the ultimate parent undertaking):

PO Box 309
Ugland House
Grand Cayman
KY1-1104
Cayman Islands

11.2 Transactions with related parties

During the year the Company had no transactions with related parties (2016: £nil).

12 Contingent liabilities

There were no contingent liabilities for the Company at 31 December 2017 (2016: nil).

13 Subsequent events

There are no subsequent events requiring disclosure in these financial statements.