



Sabadell International Equity Ltd

## **INFORME DE GESTION CORRESPONDIENTE A CIERRE DE 30 DE JUNIO DE 2010**

En los primeros seis meses del ejercicio 2010 la Sociedad Sabadell Internacional Equity, Ltd. no ha realizado ninguna emisión de Participaciones Preferentes.

La sociedad tiene garantizadas las emisiones que realiza por su accionista único BANCO SABADELL, S.A.

### **a) Cuenta de Pérdidas y Ganancias**

El Resultado del primer semestre del ejercicio 2010 ha sido de 22,682 euros de pérdidas.

Los ingresos financieros de la Sociedad durante el primer semestre han ascendido a 5,640,000 euros. Los gastos financieros se han cifrado en 5,640,000 euros. Los gastos generales ascendieron a los 12,339 euros, y los gastos de auditorías a 10,343 euros.

Debido a su actividad, la Sociedad no incurre en gastos relativos al medio ambiente.

La Sociedad tampoco incurre en gastos de personal ya que no dispone de plantilla. La gestión de las Sociedades se realiza por personal externo de Maples & Calder.

### **b) Distribución de Resultados**

El resultado negativo de 22,682 euros se cargará a las reservas de la Sociedad.

### **c) Acciones propias en cartera y de la sociedad dominante**

La Sociedad no ha realizado durante los primeros seis meses del ejercicio 2010 adquisiciones ni enajenaciones de sus propias acciones o de la sociedad dominante, Banco Sabadell, S.A.

### **d) Investigación y desarrollo**

Durante el presente ejercicio, la Sociedad no ha incurrido en ningún gasto por Investigación y Desarrollo.

### **e) Acontecimientos de importancia ocurridos con posterioridad al cierre del ejercicio**

Desde el 31 de Diciembre de 2009 hasta la fecha de cierre de 30 de Junio de 2010, no han sucedido hechos significativos que afecten la imagen de la Sociedad.

### **f) Perspectivas para el ejercicio 2010**

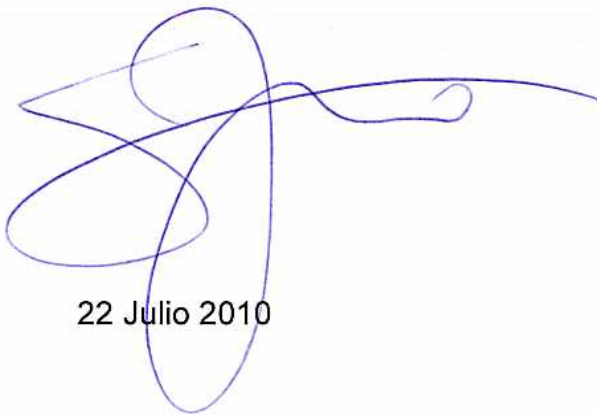
En el ejercicio 2010 la Sociedad mantendrá su objeto social y se prevé una evolución de las actividades de la sociedad de forma similar a la desarrollada en el ejercicio 2009.

**g) Aprobación del Consejo de Administración**

Informe de Gestión de la Sociedad correspondiente al primer semestre de 2010 que formula el Consejo de Administración de Sabadell Internacional Equity, Ltd., en su sesión celebrada el día 22 de Julio de 2010.

Don Sergio Palavecino Tomé, actuando como Director de la Sociedad Sabadell Internacional Equity, Ltd., y en representación del Consejo de Administración de dicha sociedad, firma el presente informe de gestión.

**Sergio Palavecino Tomé**  
Director



22 Julio 2010

**SABADELL INTERNATIONAL EQUITY LTD.**

**FINANCIAL STATEMENTS**

**June 30, 2010**



**SABADELL INTERNATIONAL EQUITY LTD.**

**STATEMENT OF FINANCIAL POSITION**

(Expressed in Euros)

	<u>June 30</u> <u>2009</u>	<u>December 31,</u> <u>2009</u>
<b>ASSETS</b>		
Cash at bank (Note 4)	61,945	82,541
Certificates of deposit (Note 4)	<u>250,000,000</u>	<u>250,000,000</u>
Total assets	<u>€250,061,945</u>	<u>€250,077,205</u>
<b>LIABILITIES AND SHAREHOLDER'S EQUITY</b>		
<b>Liabilities</b>		
Accounts payable and accrued liabilities	29,288	27,202
Series A preference shares (Note 3)	<u>250,000,000</u>	<u>250,000,000</u>
Total liabilities	<u>250,029,288</u>	<u>250,027,202</u>
<b>SHAREHOLDER'S EQUITY</b>		
Share capital (Note 5)	857	857
Retained earnings	<u>31,800</u>	<u>54,482</u>
Total shareholder's equity	<u>32,657</u>	<u>55,339</u>
Total liabilities and shareholder's equity	<u>€250,061,945</u>	<u>€250,082,541</u>

Approved for issuance on behalf of Sabadell International Equity Ltd.'s Board of Directors by:

  
.....  
Director

22 July 2010  
.....  
Date

The accompanying notes are an integral part of these financial statements.

**SABADELL INTERNATIONAL EQUITY LTD.**

**STATEMENT OF COMPREHENSIVE LOSS**

(Expressed in Euros)

	<u>June 30</u> <u>2010</u>	<u>December 31,</u> <u>2009</u>
<b>Revenues</b>		
Interest income (Note 4)	<u>5,640,000</u>	<u>11,455,400</u>
Total revenues	<u>5,640,000</u>	<u>11,455,400</u>
 <b>EXPENSES</b>		
Preference shares dividends (Note 3)	5,640,000	11,415,000
Audit fees	10,343	10,793
Other general and administrative expenses	<u>12,339</u>	<u>30,542</u>
Total expenses	<u>5,662,682</u>	<u>11,456,335</u>
 <b>Net loss</b>	<u>( 22,682)</u>	<u>( 935)</u>
 Other comprehensive income:	<u>          -</u>	<u>          -</u>
 <b>Total comprehensive loss for the period/year</b>	<b>€ (<u>22,682</u>)</b>	<b>€ (<u>935</u>)</b>

The accompanying notes are an integral part of these financial statements.



**SABADELL INTERNATIONAL EQUITY LTD.**

**STATEMENT OF CHANGES IN SHAREHOLDER'S EQUITY**

(Expressed in Euros)

	<u>Share capital</u>	<u>Retained earnings</u>	<u>Total</u>
Balance at December 31, 2008	857	55,417	56,274
Total comprehensive loss for the year	<u>-</u>	<u>( 935)</u>	<u>( 935)</u>
Balance at December 31, 2009	857	54,482	55,339
Total comprehensive loss for the period	<u>-</u>	<u>( 22,682)</u>	<u>( 22,682)</u>
Balance at June 30, 2010	€ <u>857</u>	€ <u>31,800</u>	€ <u>32,657</u>

The accompanying notes are an integral part of these financial statements.

**SABADELL INTERNATIONAL EQUITY LTD.**

**STATEMENT OF CASH FLOWS**

(Expressed in Euros)

	<u>June 30</u> <u>2010</u>	<u>December 31,</u> <u>2009</u>
<b>Cash flows from operating activities</b>		
Net loss	( 22,682)	( 935)
Adjustments to reconcile net loss to net cash used in operating activities:		
Increase in accounts payable and accrued liabilities	<u>2,086</u>	<u>6,271</u>
Net cash (used in)/provided by operating activities	<u>(20,596)</u>	<u>5,336</u>
<b>Net (decrease)/ increase in cash and cash equivalents during the period/year</b>	(20,596)	5,336
<b>Cash and Cash Equivalents, at the beginning of the year</b>	<u>82,541</u>	<u>82,541</u>
<b>Cash and cash equivalents end of period/year</b>	€ <u>61,945</u>	€ <u>77,205</u>
 Net cash used in operating activities includes:		
Preference shares dividends paid	€ 5,640,000	€ 11,415,000
Interest received	€ 5,640,000	€ 11,455,400

The accompanying notes are an integral part of these financial statements.



**SABADELL INTERNATIONAL EQUITY LTD.**

**NOTES TO BI-ANNUAL FINANCIAL STATEMENTS**

**JUNE 30, 2010**

**1. Incorporation and activity**

Sabadell International Equity Ltd. (the "Company") was incorporated as an exempted company under the laws of the Cayman Islands on May 26, 1998. The registered office of the Company is P.O. Box 309, Ugland House, George Town, Grand Cayman. The Company, a wholly owned subsidiary of Banco de Sabadell, S.A. a financial institution incorporated in Spain (the "Parent"), was established to issue Preference Shares, the proceeds of which would be placed with the Parent and used for general funding purposes. The Company has no employees.

**2. Significant accounting policies**

***Use of estimates***

The financial statements are prepared in accordance with International Financial Reporting Standards ("IFRS"). IFRS requires management to make estimates and assumptions that affect the application of policies and the reported amounts of assets, liabilities, income and expense. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

***Basis of accounting***

The measurement currency of the bi-annual financial statements is the Euros and not the local currency of the Cayman Islands reflecting the fact that the majority of the Preference shares are issued and redeemed in Euros and distributions to investors are also made in Euros .

The bi-annual financial statements are prepared on a fair value basis for financial assets and liabilities at fair value through profit or loss and derivative financial instruments. Other financial assets and liabilities and non-financial assets and liabilities are stated at amortised cost or redemption amount which is considered to approximate fair value due to the short-term nature of these assets and liabilities.

***Foreign currency transactions***

As a wholly owned subsidiary of the parent the bi-annual financial statements of the Company have been presented in Euros. Consequently, Euro is the Company's presentational and functional currency. The majority of the Company's transactions are denominated in Euros. Transactions denominated in a foreign currency are translated at rates of exchange prevailing on the date of the transaction. Monetary assets and liabilities that are denominated in foreign currencies are translated at the rates of exchange prevailing at the balance sheet date. Any resulting exchange gain or loss is recorded in the Statement of Income.



**SABADELL INTERNATIONAL EQUITY LTD.**

**NOTES TO BI –ANNUAL FINANCIAL STATEMENTS**

**JUNE 30, 2010**

**2. Significant accounting policies (continued)**

***Financial instruments***

*Classification*

The category of financial assets and financial liabilities at fair value through profit or loss comprises financial instruments held-to-maturity . These include amounts due under credit facility agreements and forward contracts.

Financial assets that are classified as loans and receivables include cash and cash equivalents, interest receivable and amounts due from Banco de Sabadell S.A..

Financial liabilities that are not at fair value through profit or loss include performance fee payable, investment management fee payable, administration fee payable and other accounts payable and accrued expenses.

*Measurement*

Financial instruments are measured at fair value (transaction price) plus, in case of a financial asset or financial liability not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition or issue of the financial asset or financial liability. Transaction costs on financial assets and financial liabilities at fair value through profit or loss are expensed immediately.

Subsequent to initial recognition, all instruments classified at fair value through profit or loss are measured at fair value with changes in their fair value recognised in the income statement.

Financial assets classified as loans and receivables are carried at amortised cost using the effective interest rate method, less impairment losses, if any.

Financial liabilities, other than those at fair value through profit or loss, are measured at amortised cost using the effective interest rate.

*Cash and cash equivalents*

Cash and cash equivalents consist of cash balances on deposit with international financial institutions with maturities of three months or less (see note 6).



**SABADELL INTERNATIONAL EQUITY LTD.**  
**NOTES TO BI – ANNUAL FINANCIAL STATEMENTS**

**JUNE 30, 2010**

**2. Significant accounting policies (continued)**

***Financial instruments (continued)***

***Certificates of deposit***

Certificates of deposit represent term cash deposits held with the Parent. These instruments are classified as held-to-maturity and are stated at amortized cost; any difference between the original proceeds and the redemption value is recognized in the statement of income using the effective interest rate method.

***Expenses***

All expenses are recognised in the Income Statement on the accrual basis except for transaction costs incurred on the acquisition of an investment, which are included within the cost of that investment. Transaction costs incurred on the disposal of investments are deducted from the proceeds on sale. Issue expenses are deferred and amortised, using the effective interest rate method.

***Preference shares***

Preference shares, which carry a non-discretionary mandatory coupon, are classified as financial liabilities. The dividends on the shares are recognized in the income statement as an expense using the effective interest rate method.

***Taxation***

The Cayman Islands does not currently levy taxes on income, profit, capital or capital gains and the Company has been granted an exemption until July 7, 2018 on any such taxes which might be introduced. The Company intends to conduct its affairs so as not to be liable to taxation in any other jurisdiction. Accordingly, no provision for taxes has been made in the bi-annual financial statements. Depending upon the tax status of the Company's shareholder, the tax effect of the Company's activities may accrue to the shareholder.



**SABADELL INTERNATIONAL EQUITY LTD.**

**NOTES TO BI – ANNUAL FINANCIAL STATEMENTS**

**JUNE 30, 2010**

**3. Preference shares**

On March 30, 1999, the Company issued 500,000, Series A Non-Cumulative Guaranteed Non Voting Euro Preference Shares ("Series A Euro Preference Shares"), with a nominal value of €500 per share, in accordance with the terms and conditions set out in the Articles of Association of the Company and the Prospectus related to the issue of the Series A Euro Preference Shares.

The dividend payment dates are set at March 31, June 30, September 30 and December 31 in each year or the next Business Day (as defined in the Articles of Association of the Company) should any such date not fall on a Business Day.

The dividend rate is usually set at European Inter-bank Offering Rate (EURIBOR) plus 0.20 percent per annum. On March 24, 2009 a director's resolution was passed where a floor rate of 4.5% p.a. was set on preference share dividends for the period April 1, 2009 to March 31, 2011. The dividend rate fluctuated between 4.753% and 4.500% p.a. between January 1, 2009 and December 31, 2009.

The payment of accrued but unpaid dividends (whether or not declared) and payments on liquidation of the Company or redemption of the Series A Euro Preference Shares are guaranteed by the Parent subject to certain terms and conditions set out in the guarantee executed by the Parent and in the offering particulars.

The Series A Euro Preference Shares will be redeemable in whole or in part at the option of the Company subject to prior consent of the Bank of Spain at any moment after 5 years from the Issue Date upon not less than 30 nor more than 60 days notice to the holders thereof (which notice shall be irrevocable). Holders of Series A Euro Preference Shares have no rights of redemption.

**4. Related party transactions and significant agreements and transactions with affiliates**

Cash accounts and certificates of deposit are held with the Parent. The cash accounts are held on normal commercial terms and conditions. The subordinated certificates of deposit are equivalent to the fully paid value of the Series A Euro Preference Shares and are due to mature on March 31, 2011 (2009: March 31, 2010). Interest is to be paid at 4.500% p.a. for the period March 31, 2010 to March 31, 2011 (2009: period ended March 31, 2009 to March 31, 2010 p.a.: 4.500%). Payment dates are in line with the dividend payment dates of the Series A Euro Preference Shares. The certificates of deposit are subordinated liabilities of the Parent subject to the terms and conditions of the amended deposit agreement between the Company and Banco de Sabadell S.A.

**5. Share capital**

The Company's authorised capital consists of 50,000 ordinary shares of US\$1 each, of which 1,000 ordinary shares have been issued, fully paid and outstanding at June 30, 2010 (2009: 1,000 shares).



**SABADELL INTERNATIONAL EQUITY LTD.**

**NOTES TO BI –ANNUAL FINANCIAL STATEMENTS**

**JUNE 30, 2010**

**Share capital (continued)**

The Company's authorised capital also consists of 500,000, Series A Non-Cumulative Guaranteed Non Voting Euro Preference Shares ("Series A Euro Preference Shares"), with a nominal value of €500 per share. The preference shares have been presented as financial liabilities on the balance sheet.

**FINANCIAL INSTRUMENTS AND ASSOCIATED RISKS**

The nature and extent of the financial instruments outstanding at the balance sheet date and the risk management policies employed by the certificates of deposit are discussed below:

**Market risk**

Market risk is the risk that the fair value of future cash flows of financial instruments will fluctuate due to changes in market variables such as interest rates, foreign exchange rates and equity prices

**Credit risk**

Financial assets which potentially expose the Company to a concentration of credit risk consist of cash accounts, certificates of deposit and interest receivable. The Company places all funds with the Parent company (refer to Note 4).

**Liquidity risk**

Liquidity risk is the risk that the Company will be unable to meet its payment obligations when they fall due under normal circumstances. The Company seeks to minimize risk and expect low volatility by investing mainly in fixed income and money market securities using the passive strategy of buying a certificates of deposit and holding it until maturity. The intention is not active trading for better returns, but to look for deposit with maturities or durations that match the Company's liabilities

**Interest rate risk**

The Company is not exposed to significant interest rate risk as its certificates of deposit attract rates determined by reference to the dividend rates on the Series A Euro Preference Shares (refer to Note 3 and Note 4).

**Fair values**

At June 30, 2010, the carrying amounts of the Company's financial assets and liabilities approximated their fair value.

**Subsequent Events**

There are no subsequent events to report.