COMPANY NUMBER 1460104

SILVERGRAD LIMITED

FINANCIAL STATEMENTS YEAR ENDED 30TH SEPTEMBER 2006

CROUCH CHAPMAN Chartered Accountants 62 Wilson Street London EC2A 2BU





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# FINANCIAL STATEMENTS FOR THE YEAR ENDED 30TH SEPTEMBER 2006

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### COMPANY INFORMATION AS AT 30TH SEPTEMBER 2006

**DIRECTORS** 

A J Langton

M Curle (appointed 24th July 2007)

**SECRETARY** 

R E Attwell

REGISTERED OFFICE

62 Wilson Street

London EC2A 2BU

REGISTERED NUMBER

1460104

**AUDITORS** 

Crouch Chapman

Chartered Accountants

62 Wilson Street

London EC2A 2BU

### REPORT OF THE DIRECTORS

The directors present their annual report with the audited financial statements of the company for the year ended 30th September 2006

#### PRINCIPAL ACTIVITIES

The principal activity of the company is property holding and renting part of its portfolio to other members of the Aylesford Holdings Limited group of companies

#### **DIRECTORS**

The directors in office in the year and their beneficial interests in the company at the balance sheet date and the beginning of the year are as follows

Ordinary Shares of £1 Each 30 September 2005

A J LANGTON M CURLE (appointed 24th July 2007)

The company is a wholly-owned subsidiary of Aylesford Holdings Limited. The directors have no beneficial interest in the shares of that company

#### DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the annual return 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 United Kingdom Accountancy Standards and applicable law. The financial statements are required to give a true and fair view of the state of affairs of the company as at the end of the financial year and of the profit or loss of the company for that period. In preparing those financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- · make judgments and estimates that are reasonable and prudent,
- comply with applicable Accounting Standards, subject to any material departures disclosed and explained in the financial statements, and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business

The directors are responsible for maintaining proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act 1985. 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.

### REPORT OF THE DIRECTORS

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### STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by S 234ZA of the Companies Act 1985) of which the company's auditors are unaware, and the directors have taken all steps that he ought to have taken as a 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

### **CLOSE COMPANY**

The company is a close company, as defined by the Income and Corporation Taxes Act 1988

### **AUDITORS**

The auditors, Messrs Crouch Chapman, will be proposed for re-appointment in accordance with Section 385 of the Companies Act 1985

### SMALL COMPANIES EXEMPTION

In preparing this report, the directors have taken advantage of the special provisions of Part VII of the Companies Act 1985 relating to small companies

62 Wilson Street London EC2A 2BU

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THE BOARD

R E ATTWELL Secretary

### INDEPENDENT AUDITORS' REPORT

### TO THE SHAREHOLDERS OF SILVERGRAD LIMITED

We have audited the financial statements of Aylesford & Co (Estate Agents) Limited for the year ended 30th September 2006 on pages 5 to 10. These financial statements have been prepared under the historical cost convention and the accounting policies set out on page 7.

### Respective Responsibilities of Directors and Auditors

The directors' responsibilities for preparing the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland). This report, including the opinion, has been prepared for and only for the company's members as a body in accordance with Section 235 of the Companies Act 1985 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 save where expressly agreed by our prior consent in writing

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report if, in our opinion, the directors' report is consistent with the financial statements, if the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remunerations and transactions with the company is not disclosed.

We read the directors' report and consider the implications for our report if we become aware of any apparent misstatements within it

#### Basis of Opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgments made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

#### **Opinion**

In our opinion

- the financial statements give a true and fair view in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 30th September 2006 and of its profit or loss for the year then ended,
- the financial statements have been properly prepared in accordance with the Companies Act 1985.

• the information in the directors' report is consistent with the financial statements

62 Wilson Street London EC2A 2BU

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Chartered Accountents
Registered Auditors

### PROFIT AND LOSS ACCOUNT YEAR ENDED 30TH SEPTEMBER 2006

	Notes	2006 £	2005 £
TURNOVER	1	76,999	76,999
Administrative expenses		(1,656)	(923)
OPERATING PROFIT	2	75,343	76,076
Tax on profit on ordinary activities	3	(22,751)	(18,695)
PROFIT FOR THE FINANCIAL YEAR		52,592	57,381
PROFIT AND LOSS ACCOUNT BROUGHT FORWARD		654,476	597,095
PROFIT AND LOSS ACCOUNT CARRIED FORWARD		707,068	654,476

# **CONTINUING OPERATIONS**

None of the company's activities were acquired or discontinued during the above two financial years

### TOTAL RECOGNISED GAINS AND LOSSES

The company has no recognised gains or losses other than the profit or loss for the above two financial years

The notes on pages 7 to 10 form part of these financial statements

### BALANCE SHEET 30TH SEPTEMBER 2006

			2006		2005
	Notes	£	£	£	£
FIXED ASSETS Tangible assets	4		544,692		544,692
CURRENT ASSETS Debtors Cash at bank	5	605,404 44		544,613 44	
		605,448		544,657	
CREDITORS Amounts falling due within one year	6	(23,503)		(15,304)	
NET CURRENT ASSETS		<del>.</del>	581,945		529,353
NET ASSETS			1,126,637		1,074,045
CAPITAL AND RESERVES Called up share capital Revaluation reserve Profit and loss account	7 8		200 419,369 707,068		200 419,369 654,476
SHAREHOLDERS' FUNDS	9		1,126,637		1,074,045

The financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies

DIRECTOR

Approved by the Board on 30 July 2007

The notes on pages 7 to 10 form part of these financial statements

### NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 30TH SEPTEMBER 2006

#### 1 ACCOUNTING POLICIES

The financial statements have been prepared under the historical cost convention modified to include the revaluation of freehold land and buildings and are in accordance with applicable accounting standards

#### Cash Flow

The financial statements do not include a cash flow statement because the company, as a small reporting entity, is exempt from the requirement to prepare such a statement under Financial Reporting Standard 1 "Cash Flow Statements"

#### Turnover

Turnover represents the total invoice value, excluding value added tax of services rendered during the year

### Related Party Transactions

The company has taken advantage of the exemption available under Financial Reporting Standard number 8, not to disclose material transactions with related parties

#### Freehold Property

The freehold property is maintained as a matter of company policy by a programme of repair and refurbishment such that the residual value is at least equal to the book value. Having regard to this, it is the opinion of the director that depreciation of the property as required by the Companies Act 1985 and Financial Reporting Standard 15, would not be material.

The transitional arrangements set out in Financial Reporting Standard 15 have been adopted and therefore the company does not continually relvalue the freehold property. The Freehold property is subject to an annual impairment review under Financial Reporting Standard 11. No impairment has been thought to have occurred in each of these financial periods.

### **Deferred Taxation**

Deferred tax is provided using the full provision method. Deferred tax is recognised in respect of all timing differences which have originated but not reversed at the balance sheet date. It is the company's policy not to discount deferred tax to reflect the time value of money.

### Foreign Currency Transactions

Trading activities denominated in foreign currencies are recorded in sterling at the exchange rates arising at the date of the transaction. Monetary assets or liabilities denominated in foreign currencies are translated into sterling at 30th September rate of exchange. Currency gains or losses arising from translation are included in the profit and loss account.

# NOTES TO THE FINANCIAL STATEMENTS

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2	OPERATING PROFIT	2006 £	2005 £
	Operating profit is stated after charging Auditors' remuneration	900	850 —
3	TAX ON PROFIT ON ORDINARY ACTIVITIES	2006 £	2005 £
	The taxation charge comprises UK corporation tax at 30% (2005 19%) Underprovision in prior year	22,603 148	14,454 4,241
		22,751	18,695
	Factors Affecting Tax Charge For The Year	2006 £	2005 £
	The tax assessed for the year is at the standard rate of corporation tax in the UK		
	Profit on ordinary activities before taxation	75,343 ———	76,076 ——
	Corporation tax payable at 30% (2005 19%)	22,603 ———	14,454
4	TANGIBLE FIXED ASSETS		Freehold Property
	COST AND VALUATION At 1st October 2005		£ 544,692
	At 30th September 2006		544,692
	The freehold property is represented by		2006 £
	Cost Valuation 1985 Valuation 1989 Addition 2005		63,749 239,369 180,000 61,574 544,692
			<del></del>

No provision has been made in the financial statements for depreciation of the freehold

# NOTES TO THE FINANCIAL STATEMENTS

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5	DEBTORS	2006 £	2005 £
	Amounts owed by group undertakings Other debtors	602,856 2,548	542,065 2,548
		605,404	544,613
6	CREDITORS  Amounts falling due within one year Corporation tax Accruals and deferred income	2006 £ 22,603 900  23,503	2005 £ 14,454 850 ———————————————————————————————————
7	SHARE CAPITAL  Authorised, allotted, called up and fully paid Equity interests 100 ordinary shares of £1 each 100 deferred shares of £1 each	2006 £ 100 100	2005 £ 100 100
8	REVALUATION RESERVE	200	200
-	Balance at 1st October 2005 and 30th September 2006	£ 419,369	£ 419,369

# NOTES TO THE FINANCIAL STATEMENTS

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9	RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS	2006 £	2005 £
	Profit for the financial year Opening shareholders' funds	52,592 1,074,045	57,381 1,016,664
	Closing shareholders' funds	1,126,637	1,074,045
	Represented by Equity interests	1,126,637	1,074,045

# 10 ULTIMATE PARENT COMPANY

The holding company is Aylesford Holdings Limited, a company registered in England and Wales The ultimate holding company is Aylesford International Holdings SA, a company registered in British Virgin Islands