

Company Registration Number :

1466619

FGH (NEWCASTLE) LIMITED

Report and Accounts

31 March 2004



FGH (NEWCASTLE) LIMITED

DIRECTORS' REPORT

Directors : C M Turner
J L Elliott (resigned 30 September 2004)
P J Bushnell (resigned 30 September 2004)
M A Phayre-Mudge
Secretary : Henderson Secretarial Services Limited
Registered Office : 4 Broadgate, London EC2M 2DA

The directors present the report and the accounts for the year ended 31 March 2004.

Review of Business

The Company has been dormant throughout the financial year and has neither traded nor incurred any liabilities. Consequently it has made neither a profit nor a loss. The Company is an equal partner in a dormant partnership previously engaged in property development. The other party, New England Retail Properties Limited, is a fellow subsidiary undertaking of TR Property Investment Trust plc.

Directors

The directors of the Company during the year ended 31 March 2004 were those listed above. However, both Miss Elliott and Mr Bushnell resigned as directors of the Company on 30 September 2004.

No director had any interests in the share capital of the Company.

The interests of the directors in the share capital of TR Property Investment Trust plc, the ultimate holding company, at the beginning of the year and at the end of the year are shown below:

Ordinary Shares of 25p		
	1 April 2003	31 March 2004
C M Turner	285,026	296,026
P J Bushnell	8,510	8,510
J L Elliott	5,250	5,250
M A Phayre-Mudge	15,186	15,186

Elective Resolutions

The Company has passed elective resolutions pursuant to Sections 252, 366A and 386 of the Companies Act 1985 as amended ('the Act') to dispense with the holding of Annual General Meetings, the laying of the Annual Report and Accounts before general meetings and the obligation to appoint auditors annually. Any member of the Company, pursuant to Section 253(2) of the Act, may require the Report and Accounts to be laid before a general meeting by depositing a notice to that effect at the registered office of the Company not later than 28 days after the despatch of the Report and Accounts to members.

By order of the board


J S Ellman-Brown

For and on behalf of Henderson Secretarial Services Limited
Secretary

27 January 2005

FGH (NEWCASTLE) LIMITED

BALANCE SHEET at 31 March 2004

	<u>Note</u>	<u>2004</u> £	<u>2003</u> £
CURRENT ASSETS			
Debtors	3	4,574	4,574
Creditors	4	<u>(1,175)</u>	<u>(1,175)</u>
Net current assets		3,399	3,399
PROVISION FOR LIABILITIES AND CHARGES			
Interest in partnership	5	<u>(61,152)</u>	<u>(61,152)</u>
TOTAL NET ASSETS		<u>(57,753)</u>	<u>(57,753)</u>
CAPITAL AND RESERVES			
Called up share capital	6	2	2
Profit and loss account deficit		<u>(57,755)</u>	<u>(57,755)</u>
TOTAL EQUITY SHAREHOLDERS' DEFICIT		<u>(57,753)</u>	<u>(57,753)</u>

For the year ended 31 March 2004 the Company was entitled to exemption under section 249AA(1) of the Companies Act 1985.

No members have required the Company to obtain an audit of its accounts for the year in question in accordance with section 249B(2).

The directors acknowledge their responsibility for:

- a) Ensuring the Company keeps accounting records which comply with section 221;
- b) Preparing accounts which give a true and fair view of the state of affairs of the Company as at the end of its financial year, and of its profit and loss for the financial year in accordance with section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the Company.

These accounts were approved by the board on 27 January 2005.



C M Turner - Director

The notes on pages 3 to 4 form part of these accounts.

FGH (NEWCASTLE) LIMITED

NOTES TO THE ACCOUNTS

1. Basis of Accounting

The accounts have been prepared under the historical cost basis of accounting and in accordance with applicable accounting standards. The accounts have been prepared on a going concern basis as the parent undertaking has agreed to continue to provide sufficient financial support for the foreseeable future to enable the Company to discharge its obligations as and when they fall due.

2. Interests in Partnerships

The interest of the Company in partnerships holding development properties represents the amount of capital advanced by the Company to the partnership, attributable overheads and interest, together with provisions for the liabilities of the partnership. These associated undertakings are included in the accounts under the equity method of accounting.

3. Debtors

	<u>2004</u> £	<u>2003</u> £
Called-up share capital not paid	2	2
Amounts due from group undertakings	<u>4,572</u>	<u>4,572</u>
	<u>4,574</u>	<u>4,574</u>

4. Creditors - amounts falling due within one year

	<u>2004</u> £	<u>2003</u> £
Amounts due to group undertakings	<u>1,175</u>	<u>1,175</u>

FGH (NEWCASTLE) LIMITED

NOTES TO THE ACCOUNTS

5. Interest in Partnership

The Company is an equal partner in a partnership engaged in property development. The other partner is New England Retail Properties Limited, a fellow subsidiary of TR Property Investment Trust plc.

The Company's interest in the partnership is represented by :

	<u>2004</u>	<u>2003</u>
	£	£
Amounts owed to group undertakings	<u>(61,152)</u>	<u>(61,152)</u>

The Company is contingently liable for the liabilities of the partnership on a joint and several basis. The total amount of this contingent liability is £122,304 (2003: £122,304).

6. Called Up Share Capital

	<u>2004</u>	<u>2003</u>
	£	£
Authorised:		
100 Ordinary shares of £1 each	<u>100</u>	<u>100</u>
Allotted and called up		
2 Ordinary shares of £1 each	<u>2</u>	<u>2</u>

7. Parent Undertaking

The parent undertaking of the group undertakings for which group accounts are prepared and of which the Company is a member is TR Property Investment Trust plc, which is registered in England and Wales. Copies of the accounts of TR Property Investment Trust plc can be obtained from the Company Secretary, TR Property Investment Trust plc, 4 Broadgate, London EC2M 2DA.