

TOPPLAN ESTATES LTD.

ABBREVIATED
DIRECTORS REPORT
AND
ACCOUNTS

for the year ended

30 September 2004



SIMON TESLER & ASSOCIATES

Chartered Accountants
Registered Auditors

149 Albion Road
London N16 9JU

TOPPLAN ESTATES LTD.

Company No. 2418899

DIRECTORS:-

J. Freifeld
I. Pels

SECRETARY:-

I. Pels

REGISTERED OFFICE:-

1033a Finchley Road,
London NW11 7ES

REPORTING ACCOUNTANTS:-

Simon Tesler & Associates
Chartered Accountants
149 Albion Road
London N16 9JU

TOPPLAN ESTATES LTD.
ABBREVIATED BALANCE SHEET

30 September 2004

| | Notes | £ | <u>2004</u> | £ | £ | <u>2003</u> | £ |
|---|-------|------------------|------------------|-----|------------------|------------------|-----|
| FIXED ASSETS | | | | | | | |
| Tangible Assets | (3) | | 6,830,460 | | | 2,969,460 | |
| Investments | | | | 100 | | | 100 |
| CURRENT ASSETS | | | | | | | |
| Debtors | (6) | 142,090 | | | 142,090 | | |
| Cash at Bank and in Hand | | <u>1,085</u> | | | <u>1,629</u> | | |
| | | 143,175 | | | 143,719 | | |
| CREDITORS: Amounts falling due within one year | (7) | <u>(897,255)</u> | | | <u>(319,283)</u> | | |
| NET CURRENT ASSETS (LIABILITIES) | | | <u>(754,080)</u> | | | <u>(175,564)</u> | |
| TOTAL ASSETS less CURRENT LIABILITIES | | | 6,076,480 | | | 2,793,996 | |
| CREDITORS: Amounts falling due after more than one year | (8) | | (6,530,089) | | | (2,877,700) | |
| Provision liabilities and charges | | | <u>—</u> | | | <u>—</u> | |
| Net Assets | | | <u>(453,609)</u> | | | <u>(83,704)</u> | |
| CAPITAL AND RESERVES | | | | | | | |
| Called up Share Capital | (4) | | 100 | | | 100 | |
| Profit and Loss Account | | | (453,709) | | | (83,804) | |
| Capital Reserve | | | <u>—</u> | | | <u>—</u> | |
| Revaluation Reserve | | | <u>—</u> | | | <u>—</u> | |
| Shareholders Fund - All Equity | | | <u>(453,609)</u> | | | <u>(83,704)</u> | |

The immediately following page forms an integral part of this Balance Sheet.

.....continued from Page 2

The Directors consider that the company is entitled to exemption from the requirement to have an audit under the provisions of Section 249A(1) of the Companies Act 1985.

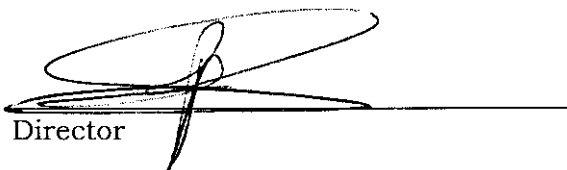
Shareholders holding 10% or more of the nominal value of the company's issued share capital have not issued a notice requiring an audit.

The Directors acknowledge their responsibilities for ensuring that the company keeps accounting records which comply with Section 221 of the Companies Act 1985, and for preparing accounts which give a true and fair view of the state of affairs of the company as at 30 September 2004 and of its results for the year then ended in accordance with the requirements of Section 226, and which otherwise comply with the requirements of the Act relating to the accounts so far as applicable to the company.

In preparing these abbreviated accounts the directors have taken advantage of the exemptions conferred by Part III of Schedule 8 to the Companies Act 1985, and have done so on the grounds that, in their opinion, the company is entitled to the exemptions as a small company.

The directors have taken advantage, in the preparation of the annual accounts, of the exemptions available under Part I of Schedule 8 to the Companies Act 1985 on the grounds that the company qualifies as a small company by virtue of Section 247 of the Companies Act 1985.

These accounts were approved by the Board of Directors on 23 March 2005 and signed on its behalf.


Director

The notes on pages 3 to 5 form part of these accounts.

TOPPLAN ESTATES LTD.
NOTES TO THE ABBREVIATED ACCOUNTS
(Forming part of the Accounts)

1. ACCOUNTING POLICIES

The following accounting policies have been used consistently in the preparation of the Company's Accounts:

1.1 BASIS OF ACCOUNTING

The Accounts have been prepared under the historical cost convention and in accordance with applicable Accounting Standards.

1.2 INVESTMENT IN LAND

Investment in land is included in the balance sheet at historical cost.

1.3 DEPRECIATION & GENERAL ASSET POLICIES

In accordance with Statement of Standard Accounting Practice No. 19, no depreciation or amortisation is provided in respect of Freehold investment properties nor on Leasehold investment properties having an unexpired term of more than twenty years.

This departure from the requirements of the Companies Act 1985, for all properties to be depreciated, is necessary, as the Directors consider that this Accounting Policy results in the Accounts giving a true and fair view.

Leases having an unexpired term of less than twenty years are amortised evenly over the remaining period of the lease.

Low value items of furniture and fittings are written off in the year in which they are acquired.

Motor Vehicles and Fixtures and Fittings are depreciated so as to write off their respective costs over their estimated useful lives at the rate of 25% by the reducing balance method.

1.4 CASH FLOW STATEMENT

The Company is exempted from the requirement to prepare a Cash Flow Statement (in accordance with Financial Reporting Standard No. 1) on the basis of its being a "small company" as defined by Section 247 Companies Act 1985.

1.5 DEFERRED TAXATION

Provision is made for deferred taxation, using the liability method, on all material timing differences to the extent that it is probable that the liability will crystallise.

2. FORMAT OF ACCOUNTS

The Accounts are presented in accordance with the format prescribed by Schedule 4 Companies Act 1985 with suitable adaptation thereof which the Directors consider to be appropriate having regard to the nature of the company's activities.

TOPPLAN ESTATES LTD.
NOTES TO THE ABBREVIATED ACCOUNTS (Continued)

3. TANGIBLE FIXED ASSETS

| | <u>Freehold Land</u> |
|--------------------------|----------------------|
| | £ |
| <u>Cost or Valuation</u> | |
| At Beginning of Year | 2,969,460 |
| Additions | 3,861,000 |
| Cost of Disposal | — |
| <u>Net Book Value</u> | |
| At 30 September 2004 | <u>6,830,460</u> |
| At 30 September 2003 | <u>2,969,460</u> |

In accordance with the Company's stated accounting policy (see note 1.3) no depreciation have been provided in respect of freehold land or long-leasehold properties which are held for investment purposes.

4. CALLED UP SHARE CAPITAL

| | <u>2004</u> | <u>2003</u> |
|-------------------------------|--------------|--------------|
| <u>Authorised:</u> | | |
| Ordinary Shares of £1 each | <u>1,000</u> | <u>1,000</u> |
| <u>Issued and fully paid:</u> | | |
| Ordinary Shares of £1 each | 100 | 100 |

5. TURNOVER AND NET RENTAL INCOME

The turnover of the company is represented by Rents and Charges Received in respect of its Investment Properties.

6. DEBTORS

There are no debtors that fall due after more than one year.

7. CREDITORS: Amounts falling due within one year

Bank Loans and Overdrafts

TOPPLAN ESTATES LTD.
NOTES TO THE ABBREVIATED ACCOUNTS (Continued)

| | <u>2004</u> | <u>2003</u> |
|--|-------------|-------------|
| 8. <u>CREDITORS: Amounts falling due after more than one year</u> | | |
| Bank Loan | 6,530,089 | 2,877,700 |
| Other Creditors | — | — |
| 9. <u>CONTINGENT LIABILITIES</u> | | |
| The company had no contingent liabilities outstanding at the year end. | | |
| 10. <u>CAPITAL COMMITMENTS</u> | | |
| At the year end the company had no capital commitments outstanding. | | |
| 11. <u>OTHER COMMITMENTS</u> | | |
| At the year end the company had no annual commitments outstanding. | | |
| 12. <u>POST BALANCE SHEET EVENTS</u> | | |
| No relevant events occurred of any material nature which effect the company's financial position at year end. | | |
| 13. <u>RELATED PARTIES TRANSACTIONS</u> | | |
| The company did not enter into any business transactions with its directors, or related parties. | | |
| 14. <u>EXCEPTIONAL ITEM</u> | NIL | NIL |
| 15. <u>ULTIMATE OWNERSHIP</u> | | |
| The company is a wholly owned subsidiary of Finespray Ltd., a company with charitable objects incorporated in England. | | |
| 16. <u>UNQUOTED INVESTMENTS</u> | | |
| Unquoted investments at Cost | 100 | 100 |
| Whole of the issued shares capital of Eurodale Ltd., an investment company incorporated in the United Kingdom. | | |