

REPORT OF THE DIRECTORS AND

AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 28 FEBRUARY 2007

REGISTERED NUMBER: 02767719 (England and Wales)

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THE BOARD'S STATEMENT FOR THE YEAR ENDED 28 FEBRUARY 2007

The year to February 2007 was a difficult one for the company but one the Board believes will prove transformational. The EBITDA before exceptional items fell from £466,335 to £(272,731). There are a number of reasons for this temporary setback which have now been addressed.

Considerable time was spent exploring a merger of the business with a similar sized operator. This was eventually not possible to achieve due to the performance of some of the Company's centres, particularly the new one in Victoria.

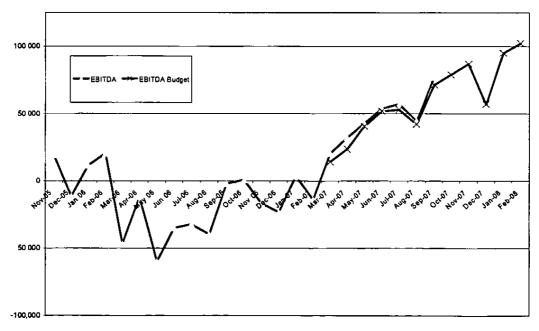
The move from the old Victoria premises to the new ones did not proceed as anticipated. The loss of customers during the move was exacerbated by a failure to secure new clients following the move. This was against a backdrop of a strong central London market for serviced offices and was therefore a significant reversal. The performance of this one centre fell short of expectations by £441,000 during the year.

The Board conducted a radical review of the business from the ground up and examined the options available for the business. As well as making changes in the principal failing centre, which is now making a profit, it was also decided to change the leadership of the business. The Board are pleased to welcome Steve Jude as Managing Director.

Following this appointment the operating structure of the business has been changed to make the organisation more responsive to customer requirements and to improve the sales capability. This resulted in redundancy and restructuring costs of £81,500 included in the costs for the year.

The review of the business has revealed exciting opportunities for the optimisation of the workstations on offer and their pricing. This increases the revenue earning potential of the estate considerably which is expected to begin enhancing revenues over the coming months. The current year has started well with the monthly EBITDA run rate increasing as shown in the graph below, running ahead of the budget. Occupancy income in August 2007 has also reached a record level.

Actual and Projected EBITDA



The Board would like to thank the Company's staff for their continued dedication and hard work looking after the Company's customers, who we also thank for their continued support

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 28 FEBRUARY 2007

The directors present their report with the financial statements of the company for the year ended 28 February 2007

PRINCIPAL ACTIVITY

The principal activity of the company in the year under review was that of property management and providing serviced office accommodation

REVIEW OF BUSINESS

The results for the year and financial position of the company are as shown in the annexed financial statements

DIVIDENDS

No dividends will be distributed for the year ended 28 February 2007

DIRECTORS

The directors shown below have held office during the whole of the period from 1 March 2006 to the date of this report

I H Read D M Joseph P C T Warner

Other changes in directors holding office are as follows

S P Jude was appointed as a director after 28 February 2007 but prior to the date of this report

STATEMENT OF DIRECTORS' RESPONSIBILITIES

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 United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). The financial statements are required by law to 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, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgements and estimates that are reasonable and prudent,
- 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 keeping 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 irregulanties.

The directors are also required to state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 28 FEBRUARY 2007

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 234ZA of the Companies Act 1985) of which the company's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information

AUDITORS

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

ON BEHALF OF THE BOARD

Date 26 Sptember 2007

REPORT OF THE INDEPENDENT AUDITORS TO THE SHAREHOLDERS OF CITIBASE PUBLIC LIMITED COMPANY

We have audited the financial statements of Citibase Public Limited Company for the year ended 28 February 2007 on pages seven to eighteen. These financial statements have been prepared under the accounting policies set out therein.

This report is made solely to the company's members, as a body, in accordance with Section 235 of the Companies Act 1985. 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 auditors' 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

Respective responsibilities of directors and auditors

The directors' responsibilities for preparing the Annual Report and the financial statements in accordance with applicable law and United Kingdom Accounting Standards are set out on page three

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland)

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 to you whether in our opinion the information given in the Report of the Directors is consistent with the financial statements.

In addition, we report to you if, in our opinion, 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' remuneration and other transactions is not disclosed

We read other information contained in the Annual Report, and consider whether it is consistent with the audited financial statements. This other information comprises only the Report of the Directors and the The Board's Statement. We consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements. Our responsibilities do not extend to any other information.

Basis of audit 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 judgements 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.

REPORT OF THE INDEPENDENT AUDITORS TO THE SHAREHOLDERS OF CITIBASE PUBLIC LIMITED COMPANY

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 28 February 2007 and of its loss for the year then ended,
- the financial statements have been properly prepared in accordance with the Companies Act 1985, and
- the information given in the Report of the Directors is consistent with the financial statements

Wilkins Kennedy Chartered Accountants and Registered Auditor Gladstone House 77 - 79 High Street Egham, Surrey TW20 9HY

Willin Kennedy

Date 27th September 2007

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 28 FEBRUARY 2007

	Notes	2007 £	2006 £
TURNOVER	2	8,779,462	7,496,590
Administrative expenses		(9,346,712)	(7,430,271)
OPERATING (LOSS)/PROFIT	4	(567,250)	66,319
Interest receivable and similar income		30,188	36,694
		(537,062)	103,013
Interest payable and similar charges	6	(17,029)	(24,690)
(LOSS)/PROFIT ON ORDINARY ACT BEFORE TAXATION	IVITIES	(554,091)	78,323
Tax on (loss)/profit on ordinary activities	es 7	9,565	(27,088)
(LOSS)/PROFIT FOR THE FINANCIA AFTER TAXATION	L YEAR	(544,526)	51,235

CONTINUING OPERATIONS

None of the company's activities were acquired or discontinued during the current year or previous year

TOTAL RECOGNISED GAINS AND LOSSES

The company has no recognised gains or losses other than the loss for the current year and the profit for the previous year

BALANCE SHEET 28 FEBRUARY 2007

	Notes	2007 £	2006 £
FIXED ASSETS Tangible assets	8	1,945,184	1,841,080
CURRENT ASSETS Debtors Cash at bank	9	824,850 1,023,842	690,572 872,830
CREDITORS		1,848,692	1,563,402
Amounts falling due within one year	10	(3,487,139)	(2,505,655)
NET CURRENT LIABILITIES		(1,638,447)	(942,253)
TOTAL ASSETS LESS CURRENT LIABILITIES		306,737	898,827
CREDITORS Amounts falling due after more than o	one 11	(76,513)	(133,052)
PROVISIONS FOR LIABILITIES	15	(129,564)	(120,589)
NET ASSETS		100,660	645,186
CAPITAL AND RESERVES Called up share capital Share premium Profit and loss account	16 17 17	58,824 241,176 (199,340)	58,824 241,176 345,186
SHAREHOLDERS' FUNDS	20	100,660	645,186

The financial statements were approved by the Board of Directors on were signed on its behalf by

LETA Soptonios 2007 and

TH Read - Director

D M Joseph - Director

CASH FLOW STATEMENT FOR THE YEAR ENDED 28 FEBRUARY 2007

M. A. a.a.b. unflance	Notes	2007 £	2006 £
Net cash inflow from operating activities	1	614,673	373,808
Returns on investments and servicing of finance	2	13,159	10,704
Taxation		(18,540)	(24,819)
Capital expenditure	2	(398,623)	<u>(311,197</u>)
		210,669	48,496
Financing	2	_(59,657)	(61,112)
Increase/(Decrease) in cash in	the period	151,012	(12,616)
Reconciliation of net cash flooto movement in net funds	N 3		
Increase/(Decrease) in cash in t		151,012	(12,616)
from decrease in debt and lease financing	•	59,657	51,592
Change in net funds resulting from cash flows		210,669	38,976
Movement in net funds in the Net funds at 1 March	period	210,669 677,065	38,976 638,089
Net funds at 28 February		887,734	677,065

NOTES TO THE CASH FLOW STATEMENT FOR THE YEAR ENDED 28 FEBRUARY 2007

1	RECONCILIATION OF OPERATING (LOSS)/PROFIT TO NET CASH INFLOW FROM OPERATING
	ACTIVITIES

	2007	2006
	£	£
Operating (loss)/profit	(567,250)	66,319
Depreciation charges	294,519	234,295
Increase in debtors	(115,738)	(51,800)
Increase in creditors	1,003,142	124,994
Net cash inflow from operating activities	614,673	373,808

2 ANALYSIS OF CASH FLOWS FOR HEADINGS NETTED IN THE CASH FLOW STATEMENT

	2007 £	2006 £
Returns on investments and servicing of finance interest received Interest paid Finance costs	30,188 (13,797) (3,232)	35,194 (15,452) (9,038)
Net cash inflow for returns on investments and servicing of finance	<u>13,159</u>	10,704
Capital expenditure Purchase of tangible fixed assets	(398,623)	(311,197)
Net cash outflow for capital expenditure	(398,623)	(311,197)
Financing		
Loan repayments in year Capital repayments in year	(48,079) <u>(11,578</u>)	(44,714) (16,398)
Net cash outflow from financing	(59,657)	(61,112)

NOTES TO THE CASH FLOW STATEMENT FOR THE YEAR ENDED 28 FEBRUARY 2007

3	ANALYSIS OF CHANGES IN NET FUNDS			
		At 1 3 06 £	Cash flow £	At 28 2.07 £
	Net cash Cash at bank	872,830	151,012	1,023,842
		872,830	151,012	1,023,842
	Debt			
	Hire purchase	(22,305)	11,578	(10,727)
	Debts falling due within one year	(50,197)	60	(50,137)
	Debts falling due after one year	(123,263)	48,019	_(75,244)
		(195,765)	_59,657	(136,108)
	Total	677,065	210,669	887,734

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 28 FEBRUARY 2007

1 ACCOUNTING POLICIES

Accounting convention

The financial statements have been prepared in accordance with applicable accounting standards and under the historical cost convention

Turnover

Turnover represents net invoiced sales of services, excluding value added tax

Tangible fixed assets

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life or, if held under a finance lease, over the lease term, whichever is the shorter

Improvements to property

- straight line over period of the lease

Fixtures and fittings

- 15% on reducing balance

Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date

Hire purchase and leasing commitments

Assets obtained under hire purchase contracts or finance leases are capitalised in the balance sheet. Those held under hire purchase contracts are depreciated over their estimated useful lives. Those held under finance leases are depreciated over their estimated useful lives or the lease term, whichever is the shorter.

The interest element of these obligations is charged to the profit and loss account over the relevant period. The capital element of the future payments is treated as a liability

2 TURNOVER

The turnover and loss (2006 - profit) before taxation are attributable to the one principal activity of the company

Management fee income from profit related management contracts included in the company's turnover is £137,545 (2006 - £354,129) and turnover relating to the company's own provision of serviced office accommodation is £8,641,917 (2006 - £7,142,461) The total turnover managed by the company is £9 56m (2006 - £9 52m)

3 STAFF COSTS

	2007	2006
	£	£
Wages and salaries	1,867,945	1,676,406
Social security costs	207,439	174,004
		
	2,075,384	1,850,410

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 28 FEBRUARY 2007

3	STAFF COSTS - continued		
	The average monthly number of employees during the year was as follows	2007	2006
	Directors Sales and administration	3 <u>86</u>	3 <u>69</u>
		89	72
4	OPERATING (LOSS)/PROFIT		
	The operating loss (2006 - operating profit) is stated after charging		
	Depreciation - owned assets	2007 £ 288,329	2006 £ 222,352
	Depreciation - assets on hire purchase contracts Auditors' remuneration	6,190 19,571	11,943 17,314
	Directors' emoluments	145,015	198,720

5 EXCEPTIONAL ITEMS

During the year ended 2006, the site formerly managed at Victoria was sold by the landlord. During the sale agreement a discrepancy was identified in how the calculation of the management fees had been made in the early years of the management contract. As a result, Citibase Pic had to make a settlement payment of £117,369 following negotiations with the outgoing landlord. The company also incurred professional fees of £18,225 in investigating the cause and the outcome of the discrepancy.

in addition to this, following the sale of the Victoria site, an alternative site was acquired, and in addition to the capital cost recognised in improvements to the property, the company has also incurred expenditure of £30,127 in repairs to the new site

This total exceptional item of £165,721 was included in the profit and loss account in 2006

6 INTEREST PAYABLE AND SIMILAR CHARGES

	2007	2006
	£	£
Bank interest	2,442	-
Bank loan interest	11,355	15,652
Finance interest	3,232	9,038
	17,029	24,690

All of the above interest was in relation to liabilities falling due within five years

NOTES TO THE FINANCIAL STATEMENTS - continued FOR THE YEAR ENDED 28 FEBRUARY 2007

7 TAXATION

Utilisation of losses

Current tax (credit)/charge

Analysis of the tax (credit)/charge The tax (credit)/charge on the loss on ordinary activities for the year w	as as follows	
The tank (every) and go an analysis and year in	2007 £	2006 £
Current tax UK corporation tax UK corporation tax prior year	- (<u>18,540</u>)	18,540
Total current tax	(18,540)	18,540
Deferred tax	8,975	8,548
Tax on (loss)/profit on ordinary activities	<u>(9,565</u>)	27,088
Factors affecting the tax (credit)/charge The tax assessed for the year is higher than the standard rate of difference is explained below	corporation tax in	the UK The
	2007 £	2006 £
(Loss)/profit on ordinary activities before tax	(554,091)	78,323
(Loss)/profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 19% (2006 - 19%)	(105,277)	14,881
Effects of Disallowed expenses Reversal of accelerated capital allowances		678 2,981

86,737

(18,540)

18,540

8	TANGIBLE FIXED ASSETS	Improvements to property £	Fixtures and fittings £	Totals £
	COST At 1 March 2006 Additions	1,374,316 270,235	2,076,756 128,388	3,451,072 398,623
	At 28 February 2007	1,644,551	2,205,144	3,849,695
	DEPRECIATION At 1 March 2006 Charge for year	392,731 149,247	1,217,261 145,272	1,609,992 294,519
	At 28 February 2007	541,978	1,362,533	1,904,511
	NET BOOK VALUE At 28 February 2007	1,102,573	842,611	1,945,184
	At 28 February 2006	981,585	859,495	1,841,080
	Fixed assets, included in the above, which are held under	r hire purchase c	ontracts are a	s follows Fixtures and fittings £
	COST At 1 March 2006			111,304
	Transfer to ownership			<u>(81,851</u>)
	At 28 February 2007			29,453
	DEPRECIATION At 1 March 2006 Charge for year Transfer to ownership			51,273 6,190 (45,351)
	At 28 February 2007			12,112
	NET BOOK VALUE At 28 February 2007			17,341
	At 28 February 2006			60,031

9	DEBTORS AMOUNTS FALLING DUE WITHIN ONE YEAR	2007	2006
	Tanda dahtara	£	£ 171,632
	Trade debtors Other debtors	115,522 1,108	25,667
	Corporation Tax recoverable Accrued income	18,540 173,956	97,723
	Prepayments	<u>515,724</u>	395,550
		824,850	690,572
10	CREDITORS AMOUNTS FALLING DUE WITHIN ONE YEAR		
		2007 £	2006 £
	Bank loans and overdrafts (see note 12)	50,137	50,197
	Hire purchase contracts (see note 13) Trade creditors	9,458 1,233,179	12,516 731,624
	Deposits	1,496,494	1,057,364
	Corporation tax Other taxes and social	-	18,540
	security	168,966	135,974
	Other creditors Deferred income	2,980 28,215	- 17,017
	Accrued expenses	497,710	482,423
		3,487,139	2,505,655
11	CREDITORS AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR		
11		2007	2006
11	YEAR Bank loans (see note 12)	£ 75,244	£ 123,263
11	YEAR	£	£
11	YEAR Bank loans (see note 12)	£ 75,244	£ 123,263
11	YEAR Bank loans (see note 12)	£ 75,244 1,269	£ 123,263 9,789
	YEAR Bank loans (see note 12) Hire purchase contracts (see note 13)	£ 75,244 1,269	£ 123,263 9,789
	Pank loans (see note 12) Hire purchase contracts (see note 13) LOANS	£ 75,244 1,269 76,513	£ 123,263 9,789 133,052
	Bank loans (see note 12) Hire purchase contracts (see note 13) LOANS An analysis of the maturity of loans is given below	£ 75,244 1,269	£ 123,263 9,789
	Pank loans (see note 12) Hire purchase contracts (see note 13) LOANS	£ 75,244 1,269 76,513	£ 123,263 9,789 133,052
	Pank loans (see note 12) Hire purchase contracts (see note 13) LOANS An analysis of the maturity of loans is given below Amounts falling due within one year or on demand	£ 75,244 1,269 76,513	£ 123,263 9,789 133,052
	Bank loans (see note 12) Hire purchase contracts (see note 13) LOANS An analysis of the maturity of loans is given below Amounts falling due within one year or on demand Bank loans Amounts falling due between one and two years	£ 75,244 1,269 76,513 2007 £ 50,137	£ 123,263 9,789 133,052
	Bank loans (see note 12) Hire purchase contracts (see note 13) LOANS An analysis of the maturity of loans is given below Amounts falling due within one year or on demand Bank loans	£ 75,244 1,269 76,513	£ 123,263 9,789 133,052

12	LOANS - continued			
		2007 £	2006 £	
	Amounts falling due between two and five years Bank loans - 2-5 years	23,507	69,803	
13	OBLIGATIONS UNDER HIRE PURCHASE CONTRACTS AND LEASES	Hire purchase contracts 2007 2006		
	Net obligations repayable	£	£	
	Within one year Between one and five years	9,458 1,269	12,516 9,789	
		10,727	22,305	
	The following operating lease payments are committed to be paid within one year			
		Land and buildings		
	France	2007 £	2006 £	
	Expiring Between one and five years In more than five years	558,000 1,554,409	<u> </u>	
		2,112,409		
14	SECURED DEBTS			
	The following secured debts are included within creditors			
	Bank loans Hire purchase contracts	2007 £ 125,381 10,727	2006 £ 173,460 	
		136,108	195,765	
	The bank loan is secured by a debenture over the assets of the company			
15	PROVISIONS FOR LIABILITIES	2007	2006	
	Deferred tax	£ 129,564	£ 120,589	

15	PROVISIONS	FOR LIABILITIES - continued				
					Deferred tax £	
	Balance at 1 i	March 2006 apıtal allowances			120,589 8,975	
	Balance at 28	February 2007			129,564	
16	CALLED UP SHARE CAPITAL					
	Authorised, allotted, issued and fully paid Number Class Nominal		2007	2006 £		
	58,824	Ordinary	value £1	£ 58,824	58,824	
17	RESERVES		Profit and loss account £	Share premium £	Totals £	
	At 1 March 20 Deficit for the		345,186 (544,526)	241,176	586,362 (544,526)	
	At 28 Februar	y 2007	<u>(199,340</u>)	241,176	41,836	
18	RELATED PA	ARTY DISCLOSURES				
	- £260,000), a	a company in				
19	ULTIMATE C	ONTROLLING PARTY				
	The company	has no ultimate controlling party				
20	RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS 2007 £					
	(Loss)/Profit f	or the financial year		<u>(544,526</u>)	£ 51,235	
		on)/addition to shareholders' funds eholders' funds		(544,526) 645,186	51,235 593,951	
	Closing shar	reholders' funds		100,660	645,186	