

BELGRAVIA ACQUISITIONS LIMITED

FINANCIAL STATEMENTS

31 DECEMBER 2011

Registered in England and Wales · 2887301

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BELGRAVIA ACQUISITIONS LIMITED

DIRECTORS' REPORT

The directors present their report together with unaudited financial statements for the year ended 31 December 2011

Principal activity

The company's activity is to act as a holding company

Results and dividends

The company has not traded during the year and there has been no income or expenditure (2010 – nil)

During the year the company paid no dividends (2010 - nil)

Directors

The directors who held office during the year were as follows

M R Turner
P C O'Driscoll
J L Tuckey
J G Draper

Auditors

The company is dormant within the meaning of section 480 of the Companies Act, 2006 and is entitled to exemption from the obligation to appoint auditors. No members have required the company to obtain an audit of its accounts for the period in question in accordance with section 476

By order of the board



P C O'Driscoll
Director

30 August 2012

BELGRAVIA ACQUISITIONS LIMITED**BALANCE SHEET
AS AT 31 DECEMBER 2011**

	Notes	2011 £	2010 £
Fixed assets			
Investments	3	<u>43,561,586</u>	<u>43,561,586</u>
Current liabilities			
Creditors	4	<u>(39,780,138)</u>	<u>(39,780,138)</u>
Net current liabilities		<u>(39,780,138)</u>	<u>(39,780,138)</u>
Net assets		<u>3,781,448</u>	<u>3,781,448</u>
Capital and reserves			
Called up share capital	5	1,000	1,000
Profit and loss account	6	<u>3,780,448</u>	<u>3,780,448</u>
Equity shareholders' funds	7	<u>3,781,448</u>	<u>3,781,448</u>

The company has not traded in the period and accordingly it has made neither a profit nor a loss. No profit and loss account has been prepared.

- (a) For the year ended 31 December 2011 the company was entitled to exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies
- (b) The directors acknowledge their responsibilities for
- (i) The members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476, and
- (ii) The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts

Approved by the board of directors on ~~30~~ August 2012 and signed on its behalf by



P C O'Driscoll
Director

Registered in England and Wales 2887301

The notes on pages 3 to 5 form part of these financial statements

BELGRAVIA ACQUISITIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2011

1 ACCOUNTING POLICIES

Basis of accounting

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

Going concern

The Company is dependent for its working capital on funds provided to it by other group companies. Another group company has provided the Company with an undertaking that for at least twelve months from the date of approval of these financial statements, it will continue to make available such funds as are needed by the Company and in particular will not seek repayment of the amounts currently made available. This should enable the Company to continue in operational existence for the foreseeable future by meeting its liabilities as they fall due for repayment. As with any company placing reliance on other group entities for financial support, the Directors acknowledge that there can be no certainty that support will continue although, at the date of approval of these financial statements, they have no reason to believe that it will not do so. Based on this undertaking, the Directors believe that it remains appropriate to prepare the financial statements on a going concern basis. The financial statements do not include any adjustments that would result from the basis of preparation being inappropriate.

Fixed asset investments

Fixed asset investments are stated in the balance sheet at cost less a provision if, in the opinion of the directors, there has been a permanent diminution in value.

2 PROFIT AND LOSS ACCOUNT

No profit and loss account is presented as the company did not trade during the year.

3 FIXED ASSETS - INVESTMENTS

	Subsidiary undertakings £
Cost	
At 1 January and 31 December 2011– Belgravia Property Limited	<u>43,561,586</u>

The company holds 32,000 ordinary shares which represent 100 percent of the issued share capital of Belgravia Property Company Limited, a company registered in England and Wales.

BELGRAVIA ACQUISITIONS LIMITED**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2011 (continued)**

4	CREDITORS - amounts falling due within one year	2011	2010
		£	£
	Related party	4,761,530	4,761,530
	Group undertakings	35,018,608	35,018,608
		<u>39,780,138</u>	<u>39,780,138</u>
5	CALLED UP SHARE CAPITAL		Authorised, allotted and fully paid
	Ordinary shares of £1 each		£ 1,000
6	PROFIT AND LOSS ACCOUNT	2011	2010
		£	£
	At 1 January	3,780,448	3,780,448
	Profit for the year	-	-
	At 31 December	<u>3,780,448</u>	<u>3,780,448</u>
7	RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS	2011	2010
		£	£
	At 1 January	3,781,448	3,781,448
	Profit for the year	-	-
	At 31 December	<u>3,781,448</u>	<u>3,781,448</u>

BELGRAVIA ACQUISITIONS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2011 (continued)

8	RELATED AND GROUP PARTIES		2011	2010
	Balance Sheet		£	£
	<u>Related Party</u>			
	R & M Holdings (UK) Limited	Creditor Holding company	<u>4,761,530</u>	<u>4,761,530</u>
	<u>Group Parties</u>			
	Belgravía Property Company Limited	Creditor Subsidiary	<u>35,018,608</u>	<u>35,018,608</u>

9 HOLDING COMPANY

The ultimate UK controlling company is R&M Holdings (UK) Limited

On 4 February 2011, R & M Holdings (UK) Limited was fully acquired by R&M Investments (BVI) Ltd, incorporated in the British Virgin Islands and is ultimately owned by Brookfield Asset Management Inc, registered in Canada as to 50% and Landal Worldwide Corp , registered in the British Virgin Islands as to 50%