

**GE Capital Corporation (Property  
Management) Limited**  
(formerly Shelfco (No. 1387) Limited)

**Directors' report and financial statements**  
For the 17 months ended 31 December 1998  
Registered number: 3406547



# GE Capital Corporation (Property Management) Limited (formerly Shelfco (No. 1387) Limited)

## Directors' report and financial statements

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# GE Capital Corporation (Property Management) Limited (formerly Shelfco (No. 1387) Limited)

## Directors' report

The directors present their report and audited financial statements for the 17 months ended 31 December 1998.

### Principal activities

The company was incorporated on 21 July 1997. On 27 November 1997 the company changed its name to GE Capital Corporation (Property Management) Limited.

The company's principal activity is providing management services relating to commercial real estate.

It is the intention of the directors to continue to expand the company's business in the future.

### Results and dividends

The company made a profit before tax during the 17 months ended 31 December 1998 of £147,868.

The directors do not recommend the payment of a dividend. The retained profit for the period of £98,611 was transferred to reserves.

### Year 2000

GE Capital Corporation (Property Management) Limited's computer systems are developed and maintained by related group companies where Year 2000 projects are being directed by multifunctional teams and led by senior management. GE Capital Corporation (Property Management) Limited pays for the delivery of these systems and does not expect that the consequences of any unsuccessful modification would have a material adverse effect on the company's financial position, results of operations or liquidity.

### Directors and directors' interests

The directors who held office during the period and after the period end were as follows:

Mikjon Limited	(appointed 21 July 1997, resigned 27 November 1997)
EPS Secretaries Limited	(appointed 21 July 1997, resigned 27 November 1997)
M Howard	(appointed 27 November 1997, resigned 4 August 1998)
R Powers	(appointed 27 November 1997, resigned 5 February 1998)
ED Williams	(appointed 27 November 1997)
M Collins	(appointed 26 January 1998)
R Levesque	(appointed 25 February 1998, resigned 18 May 1998)
D Thurgar	(appointed 14 May 1999)
V Beattie-Jones	(appointed 22 July 1999)
AM Bell	(appointed 23 September 1999)

Since the company meets the definition in s736 (2)(3) of the Companies Act 1985 of a wholly owned subsidiary of a body corporate incorporated outside Great Britain, the company has taken advantage of regulation 3 (1)(a) of Statutory Instrument 1985/802 exempting the company from the requirement to disclose directors' share interests and options in group companies.

**GE Capital Corporation (Property Management) Limited**  
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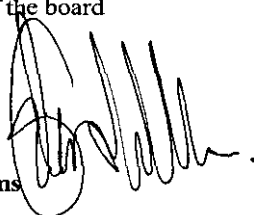
**Directors' report** *(continued)*

**Auditors**

KPMG Audit Plc were appointed as auditors of the company during the period. Pursuant to a shareholders' resolution, dated 22 April 1998, the company is not obliged to re-appoint auditors of the company annually and KPMG Audit Plc will continue in office.

By order of the board

**ED Williams**  
*Director*



Leconfield House  
Curton Street  
London  
W1Y 7FB

*26th October* 1999

# GE Capital Corporation (Property Management) Limited (formerly Shelfco (No. 1387) Limited)

## Statement of directors' responsibilities

Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company and of the profit or loss for that period. In preparing those 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;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- 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 have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

Report of the auditors, KPMG Audit Plc,  
to the members of GE Capital Corporation (Property Management) Limited  
(formerly Shelfco (No. 1387) Limited)

We have audited the financial statements on pages 5 to 9.

***Respective responsibilities of directors and auditors***

As described on page 3 the company's directors are responsible for the preparation of financial statements. It is our responsibility to form an independent opinion, based on our audit, on those statements and to report our opinion to you.

***Basis of opinion***

We conducted our audit in accordance with Auditing Standards 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 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 of the state of the company's affairs at 31 December 1998 and of its profit for the 17 month period then ended and have been properly prepared in accordance with the Companies Act 1985.

*KPMG Audit Plc*

**KPMG Audit Plc**  
*Chartered Accountants*  
*Registered Auditor*  
*London*

*26th October*

1999

# GE Capital Corporation (Property Management) Limited

(formerly Shelfco (No. 1387) Limited)

## Profit and loss account

*for the 17 months ended 31 December 1998*

	<i>Note</i>	<b>17 months ended 31 December 1998</b> £
<b>Turnover</b>	<i>1(c)</i>	<b>190,187</b>
Administration expenses		<b>(42,319)</b>
		<hr/>
<b>Profit on ordinary activities before taxation</b>	<i>2</i>	<b>147,868</b>
Tax on profit on ordinary activities	<i>5</i>	<b>(49,257)</b>
		<hr/>
<b>Retained profit for the financial period</b>		<b>98,611</b>
		<hr/>

The results in the above profit and loss account relate entirely to continuing operations.

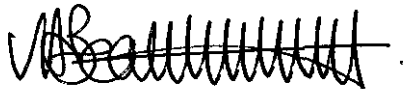
The company has no recognised gains or losses other than these dealt with in the profit and loss account above and therefore no separate statement of total recognised gains and losses has been presented.

**GE Capital Corporation (Property Management) Limited**  
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**Balance sheet**  
*at 31 December 1998*

	<i>Note</i>	<b>1998</b> <b>£</b>
<b>Current assets</b>		
Debtors	6	45,347
Cash at bank and in hand		133,814
		<hr/>
		179,161
<b>Creditors: amounts falling due within one year</b>	7	(80,549)
		<hr/>
<b>Net assets</b>		<b>98,612</b>
		<hr/> <hr/>
<b>Capital and reserves</b>		
Share capital	8	1
Profit and loss account	9	98,611
		<hr/>
<b>Shareholders' funds</b>	9	<b>98,612</b>
		<hr/> <hr/>

These financial statements were approved by the board of directors on *26th October* 1999  
and were signed on its behalf by:



**V Beattie-Jones**  
*Company Secretary*

# GE Capital Corporation (Property Management) Limited

(formerly Shelfco (No. 1387) Limited)

## Notes

*(forming part of the financial statements)*

### 1. Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the company's financial statements.

#### *(a) Basis of preparation*

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

#### *(b) Cash flow statement*

Under FRSI (revised 1996) the company is exempt from the requirement to prepare a cash flow statement. Exemption is on the grounds that it is a wholly owned subsidiary undertaking and its cash flows appear in a consolidated cash flow statement of the ultimate parent company's financial statements which are available to the public.

#### *(c) Turnover*

Turnover represents the value of management services fees invoiced to customers, excluding value added tax.

#### *(d) Taxation*

The charge for taxation is based on the profit for the period and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes. Provision is made for deferred tax only to the extent it is probable an actual liability will crystallise.

#### *(e) Transactions with related parties*

The company, as a wholly owned subsidiary undertaking of General Electric Company, has taken advantage of an exemption contained in FRS 8, "Related Party Disclosure", in preparing its accounts. This exemption allows the company not to disclose details of transactions with other group companies or investees of the group qualifying as related parties, as the consolidated accounts of General Electric Company in which the company is included are available to the public.

### 2. Profit on ordinary activities before taxation

Audit fees for the company are borne by GE Capital Corporation (Funding) Limited.

### 3. Directors' remuneration

No directors received any remuneration in respect of services to the company during the period.

# GE Capital Corporation (Property Management) Limited (formerly Shelfco (No. 1387) Limited)

## Notes (continued)

### 4. Staff

The company had no employees during the period.

### 5. Tax on profit on ordinary activities

	1998 £
UK Corporation tax at 31% on the profit for the period on ordinary activities	49,257

### 6. Debtors

	1998 £
Trade debtors	45,347

### 7. Creditors: amounts falling due after more than one year

	1998 £
Amounts due to group undertakings	31,292
Corporation tax	49,257
	80,549

### 8. Share capital

	1998 £
<i>Authorised:</i> 1,000 ordinary shares of £1 each	1,000
<i>Allotted, called up and fully paid:</i> 1 ordinary share of £1	1

### 9. Reconciliation of movements in shareholders' funds

	Called up Share capital £	Profit and loss account £	Shareholders' Funds 1998 £
New share capital issue	1	-	1
Profit for the period	-	98,611	98,611
<b>At end of the period</b>	<b>1</b>	<b>98,611</b>	<b>98,612</b>

# GE Capital Corporation (Property Management) Limited

(formerly Shelfco (No. 1387) Limited)

## Notes

*(continued)*

### **10. Parent undertakings**

The company's immediate parent company is GE Capital Corporation (Holdings), a company registered in England and Wales.

The largest group in which the results of the company are consolidated is that headed by the company's ultimate holding company, General Electric Company, a company incorporated in the United States of America. The consolidated accounts of General Electric Company are available to the public and may be obtained from 3135 Easton Turnpike, Fairfield, Connecticut, 06431, USA.

The smallest group in which the results of the company are consolidated is that headed by IGE USA Investments, a company registered in England and Wales. The consolidated accounts of this company are available to the public and may be obtained from 3<sup>rd</sup> Floor, 1 Tevelyan Square, Boar Lane, Leeds LS1 6HP.