

Ballymore Projects Limited

Directors' report and
financial statements

For the year ended 31 March 2007

Registered number 03449402



Ballymore Projects Limited

Directors' report and financial statements

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Ballymore Projects Limited

Directors and other information

Directors

A Covill (appointed 19 July 2006)
A Earl (appointed 19 July 2006)
B Fagan
R Hardy
S Gavin (appointed 19 July 2006)
A Kelly (appointed 19 July 2006)
S Mulryan
T Farrow
P Bacon (appointed 20 December 2006)
J Turner (appointed 19 July 2006)

Registered office

St Johns House
5 South Parade
Summertown
Oxford
OX2 7JL

Registered number

03449402

Secretary

B Fagan

Auditor

KPMG
Chartered Accountants
1 Stokes Place
St Stephen's Green
Dublin 2

Solicitors

Howard Kennedy
Harcourt House
19 Cavendish Square
London W1A 2AW

Ballymore Projects Limited

Directors' report

The directors present their report and audited financial statements for the year ended 31 March 2007

Principal activity

The principal activity of the company during the year was property development

Results and review of the business

A summary of the results of the trading for the year is given on page 8 of the financial statements The profit for the year was £60,209 (2006 £40,883)

Dividends

The directors do not recommend the payment of a dividend

Directors

The directors who held office during the year are listed on page 1 Mr A Laxman resigned as a director of the company on 9 January 2007

The following were appointed as directors of the company

A Covill	19 July 2006
A Earl	19 July 2006
S Gavin	19 July 2006
A Kelly	19 July 2006
J Turner	19 July 2006
Dr P Bacon	20 December 2006

The directors serving at the year end who held beneficial interests in the issued share capital of group companies were as follows -

Name of director		Ordinary shares	
		31 March 2007 €1 each	31 March 2006 €1 each
S Mulryan	Ballymore Properties (incorporated in Ireland)	12,935	12,935

Ballymore Projects Limited

Directors' report *(continued)*


Disclosure of information to auditor

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the company's auditor is unaware, and each director has taken all the steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information

Auditor

In accordance with Section 384 of the Companies Act 1985, a resolution for the reappointment of KPMG as auditor of the company is to be proposed at the forthcoming Annual General Meeting

On behalf of the board


Director

19 JUNE 2007

Ballymore Projects Limited

Statement of directors' responsibilities

The directors are responsible for preparing the directors' report and the financial statements in accordance with applicable law and regulations

Company law requires the directors to prepare financial statements for each financial period. Under that law the directors have elected to prepare the financial statements in accordance with UK Accounting Standards

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, and
- 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 that disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that its 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

The directors are also responsible for preparing a directors' report that complies with the Companies Act, 1985

On behalf of the board

Director

A handwritten signature in black ink, appearing to read 'J. J. J.', is written over the word 'Director'.



KPMG
Chartered Accountants
1 Stokes Place
St. Stephens Green
Dublin 2
Ireland

Independent auditor's report to the members of Ballymore Projects Limited

We have audited the financial statements of Ballymore Projects Limited for the year ended 31 March 2007 which comprise the profit and loss account, balance sheet and the related notes. 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 auditor's 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 auditor

As described in the statement of directors' responsibilities on page 4, the company's directors are responsible for the preparation of the financial statements in accordance with applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice).

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 if, in our opinion, the directors' report is not consistent with the financial statements, if 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 the directors' report and consider implications for our report if we become aware of any apparent misstatements within it.



Independent auditor's report to the members of Ballymore Projects Limited
(continued)

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 judgments 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.

Opinion

In our opinion the financial statements

- give a true and fair view, in accordance with UK Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 March 2007 and of its profit for the year then ended; and
- have been properly prepared in accordance with the Companies Act, 1985

Chartered Accountants
Registered Auditor

19 June 2007

Ballymore Projects Limited

Statement of accounting policies

for the year ended 31 March 2007

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

Basis of preparation of financial statements

The financial statements have been prepared in accordance with generally accepted accounting principles under the historical cost accounting convention and comply with financial reporting standards of the Accounting Standards Board

Turnover

Turnover is attributable to the principal activity of the company which is continuing and is earned entirely in the United Kingdom

Taxation

Taxation is provided on taxable profits arising at current rates

Deferred taxation is accounted for, without discounting, in respect of all timing differences between the treatment of certain items for taxation and accounting purposes which have arisen but not reversed by the balance sheet date except as otherwise required by FRS 19 'Deferred Tax' Provision is made at the tax rates which are expected to apply in the periods in which the timing differences reverse Deferred tax assets are recognised only to the extent that it is considered more likely than not they will be recovered

Ballymore Projects Limited

Profit and loss account for the year ended 31 March 2007

	<i>Notes</i>	Year ended 31 March 2007 £	Year ended 31 March 2006 £
Turnover – continuing operations	<i>1</i>	662,298	680,718
Cost of sales		-	-
		<hr/>	<hr/>
Gross profit		662,298	680,718
Administration expenses		(602,089)	(618,835)
		<hr/>	<hr/>
Operating profit – continuing operations	<i>2</i>	60,209	61,883
Interest payable and similar charges		-	-
		<hr/>	<hr/>
Profit on ordinary activities before taxation		60,209	61,883
Tax on profit on ordinary activities	<i>3</i>	-	(21,000)
		<hr/>	<hr/>
Profit on ordinary activities after taxation for the year	<i>8</i>	60,209	40,883
		<hr/>	<hr/>

The company had no recognised gains or losses in the year or in the preceding financial year other than those dealt with in the profit and loss account

Ballymore Projects Limited

Balance sheet as at 31 March 2007

	Notes	31 March 2007 £	31 March 2006 £
Current assets			
Debtors	5	287,679	247,702
Creditors: amounts falling due within one year	6	(30,000)	(50,232)
		<hr/>	<hr/>
Net current assets		257,679	197,470
		<hr/>	<hr/>
Total assets less current liabilities		257,679	197,470
		<hr/>	<hr/>
Net assets		257,679	197,470
		<hr/>	<hr/>
Capital and reserves			
Called up share capital	7	2	2
Profit and loss account	8	257,677	197,468
		<hr/>	<hr/>
Shareholders' funds	9	257,679	197,470
		<hr/>	<hr/>

These financial statements were approved by the board of directors on 19 JUNE 2007 and were signed on its behalf by


Director

Ballymore Projects Limited

Notes

forming part of the financial statements

1 Turnover

Year ended 31 March 2007 £	Year ended 31 March 2006 £
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Turnover is analysed as follows

Sundry income	662,298	680,718
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2 Operating profit

Year ended 31 March 2007 £	Year ended 31 March 2006 £
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Operating profit is stated after charging

Auditor's remuneration

Director's remuneration

-	-
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Audit fees are discharged by another group company

3 Taxation

Year ended 31 March 2007 £	Year ended 31 March 2006 £
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Corporation tax	-	21,000
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The current tax charge for the year differs from the standard rate of corporation tax (30%) The differences are explained below

	2007 £	2006 £
Current tax reconciliation		
Profit on ordinary activities before tax	60,209	61,883
Current tax at 30%	18,063	18,565
Expenses not deductible for tax purposes	1,141	2,435
Group relief	(19,204)	-
Total current tax charge	-	21,000

Ballymore Projects Limited

Notes (continued)

4 Staff numbers and costs

The average number of employees employed within the company including executive directors, during the year was nil (2006 3)

	2007	2006
Administration	-	3

The aggregate payroll costs of employees were

	2007 £	2006 £
Wages and salaries	-	539,100
Social security costs	-	67,437
	-	606,537

The employees previously employed by Ballymore Projects Limited were transferred to the Ballymore Properties payroll in April 2006

5 Debtors	2007 £	2006 £
Amount owed by group undertakings	287,679	247,702
6 Creditors: amounts falling due within one year	2007 £	2006 £
Other creditors including tax and social welfare	30,000	50,232
7 Share capital	2007 £	2006 £
<i>Authorised</i> 1,000 ordinary shares of £1 each	1,000	1,000
<i>Allotted, called up and fully paid</i> 2 ordinary shares of £1 each	2	2

Ballymore Projects Limited

Notes (continued)

8 Reconciliation of profit and loss account	2007	2006
	£	£
Profit and loss account at the beginning of the year	197,468	156,585
Profit for the year	60,209	40,883
	<hr/>	<hr/>
Profit and loss account at end of the year	257,677	197,468
	<hr/>	<hr/>
9 Reconciliation of movement in shareholders' funds	2007	2006
	£	£
Shareholders' funds at 1 April 2006	197,470	156,587
Profit for the year	60,209	40,883
	<hr/>	<hr/>
Shareholders' funds at 31 March 2007	257,679	197,470
	<hr/>	<hr/>

10 Related parties and control

The company is a subsidiary of Ballymore Properties Limited, a company incorporated in England and Wales. That company's parent is Ballymore Limited, a company incorporated in England and Wales, whose parent is Ballymore Properties Holdings Limited, a company incorporated in England and Wales. The company's ultimate parent company is Ballymore Properties, a company incorporated in the Republic of Ireland. The company was controlled throughout the period by Mr S Mulryan.

The largest group in which the results of the company and its subsidiary undertakings are consolidated is that headed by Ballymore Properties.

The smallest group in which the results of the company and its subsidiary undertakings are consolidated is that headed by Ballymore Properties Holdings Limited. The consolidated financial statements of Ballymore Properties Holdings Limited are available from the company's registered office which is St Johns House, 5 South Parade, Summertown, Oxford, OX2 7JL.

The company has availed of the exemption available in FRS 8 – *Related Party Disclosures*, from disclosing transactions with Ballymore Properties Holdings Limited and its subsidiary companies.

Ballymore Projects Limited

Notes *(continued)*

11 Cash flow statement

A separate cash flow statement has not been prepared under FRS 1 - *Cash Flow Statements*, as a consolidated cash flow statement has been prepared and included in the consolidated financial statements of Ballymore Properties Holdings Limited and its subsidiaries

12 Post balance sheet events

There are no significant post balance sheet events which would materially affect the financial statements

13 Approval of financial statements

The directors approved the financial statements on 19 June 2007