

DUELGUIDE (BLOOMSBURY) LIMITED

FINANCIAL STATEMENTS

31 DECEMBER 2006



DUELGUIDE (BLOOMSBURY) LIMITED

DIRECTORS AND ADVISERS

Directors

RA McDiven
JE McGivern
SAJ Nahum
MR Turner

Secretary

E L Services Limited

Registered Office

25 Harley Street
London
W1G 9BR

Registered Auditors

KPMG LLP
8 Salisbury Square
London
EC4Y 8BB

DUELGUIDE (BLOOMSBURY) LIMITED

DIRECTORS' REPORT

The directors present their report and financial statements for the year ended 31 December 2006

Principal activity

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

Review of business

The directors have reviewed the activities of the company for the reporting period and the position as at 31 December 2006 and consider them to be satisfactory

Results and Dividend

The results for the year are shown in the profit and loss account on page 5. The retained loss for the year of £12 (2005 – profit of £113,911) has been transferred to reserves

The directors do not recommend the payment of a dividend (2005 - nil)

Directors and directors' interests

The directors who held office during the year were as follows

RA McDiven	
SAJ Nahum	
MR Turner	
KM Pedersen	(resigned 26 January 2006)
JE McGivern	(appointed 26 January 2006)

None of the directors had any interest in the share capital of the company or any other company within the DGL Acquisitions Limited group

Disclosure of information to auditors

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 auditors are unaware, and each director has taken all the steps that he/ she ought to have taken as a director to make himself/ herself aware of any relevant audit information and to establish that the Company's auditors are aware of that information

Auditors

The auditors, KPMG LLP, will continue in office as the company has passed an elective resolution to dispense with their annual re-appointment

By order of the board



JE McGivern
Director

20 August 2007

DUELGUIDE (BLOOMSBURY) LIMITED

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE DIRECTORS' REPORT AND THE FINANCIAL STATEMENTS

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 year. Under that law they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice)

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 judgments and estimates that are reasonable and prudent,
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements, 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

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF DUELGUIDE (BLOOMSBURY) LIMITED

We have audited the financial statements of Duelguide (Bloomsbury) Limited for the year ended 31 December 2006 which comprise the Profit and Loss Account, the 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 auditors

The directors' responsibilities for preparing the financial statements in accordance with applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities on page 3.

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 Directors' Report 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 the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it.

Basis of audit opinion

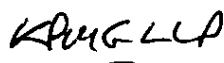
We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the 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 December 2006 and of its loss for the year then ended, and
- have been properly prepared in accordance with the Companies Act 1985, and
- the information given in the Directors' Report is consistent with the financial statements.



KPMG LLP
Chartered Accountants
Registered Auditor
London

21 August 2007

DUELGUIDE (BLOOMSBURY) LIMITED

**PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 DECEMBER 2006**

	Notes	2006 £	2005 £
Administrative expenses	2	(12)	(11)
Net interest receivable	3	-	113,922
(Loss)/profit on ordinary activities before taxation		(12)	113,911
Taxation	4	-	-
(Loss)/profit for the year		(12)	113,911

The above results relate entirely to continuing operations

There is no material difference between the result as disclosed in the profit and loss account and the retained (loss)/profit for the year stated above and their historical equivalents

DUELGUIDE (BLOOMSBURY) LIMITED

**BALANCE SHEET
AS AT 31 DECEMBER 2006**

	Notes	2006 £	2005 £
Fixed assets			
Investments	5	20,700,000	20,700,000
Current assets			
Debtors	6	2,700,814	2,700,814
Cash at bank		-	14,001
		2,700,814	2,714,815
Current liabilities			
Creditors	7	(67,030)	(81,019)
Net current assets		2,633,784	2,633,796
Net assets		23,333,784	23,333,796
Capital and reserves			
Called up share capital	8	23,000,000	23,000,000
Profit and loss account	9	333,784	333,796
Equity shareholders' funds	10	23,333,784	23,333,796

Approved by the board of directors on 20 August 2007 and signed on its behalf by



JE McGivern
Director

DUELGUIDE (BLOOMSBURY) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2006

1 ACCOUNTING POLICIES

Basis of accounting

The financial statements have been prepared in accordance with applicable accounting standards and under historical cost accounting rules, as modified for the revaluation of land and buildings

Investment in subsidiary undertakings

The company's investments in subsidiary undertakings are stated at cost or, where the directors consider an impairment in value has taken place, at that lower valuation

Taxation

The charge for taxation is based on the results for the year 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 on all timing differences that have originated but not reversed at the balance sheet date, where an event has occurred that results in an obligation to pay more or less tax in the future, except that

- (i) provision is not made in respect of property revaluation surpluses unless an unconditional sales agreement has been signed and rollover relief is not available to cover any gain arising, and
- (ii) deferred tax assets are recognised only to the extent that it is more likely than not that there will be suitable taxable profits from which the future reversal of the relevant timing differences can be deducted

Deferred tax is measured on a non discounted basis at the tax rates which apply at the balance sheet date

Cashflow statement

A consolidated cashflow statement is published in the group accounts of DGL Acquisitions Limited, the ultimate holding company. The company is exempt under Financial Reporting Standard No 1 from publishing its own cashflow statement

Related party transactions

As the company is a wholly owned subsidiary of DGL Acquisitions Limited, the company has taken advantage of the exemption contained in FRS 8 and has therefore not disclosed transactions or balances with entities which form part of the group (or investees of the group qualifying as related parties). The consolidated financial statements of DGL Acquisitions Limited, within which this company is included, can be obtained from the address given in note 11

2 ADMINISTRATIVE EXPENSES

	2006 £	2005 £
Other expenses	12	11
	<u> </u>	<u> </u>

None of the directors received any remuneration from the company during the year (2005 - £nil)

The company has no employees

Audit fees are paid by Duelguide Management Services Limited and accounted for on a group basis

DUELGUIDE (BLOOMSBURY) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2006 (continued)**

3	NET INTEREST RECEIVABLE	2006 £	2005 £
	Interest receivable from group undertakings	<u>-</u>	<u>113,922</u>
4	TAXATION	2005 £	2005 £
	Analysis of tax charge for the year		
	(Loss)/profit on ordinary activities before tax	<u>(12)</u>	<u>113,911</u>
	(Loss)/profit on ordinary activities multiplied by standard rate of corporation tax in UK of 30 per cent (2005 - 30 per cent)	<u>(4)</u>	<u>34,173</u>
	Effects of Transfer/(receipt) of losses from other group companies for which no compensation will be received/paid	<u>4</u>	<u>(34,173)</u>
	Tax charge on ordinary activities	<u>-</u>	<u>-</u>
5	FIXED ASSETS INVESTMENTS	2006 £	2005 £
	Investment in subsidiary undertaking	<u>20,700,00</u>	<u>20,700,00</u>
	The investment in subsidiary undertaking represents an investment in a wholly owned subsidiary, Duelguide (Woburn Place) Limited, a property investment company registered in England and Wales		
6	DEBTORS	2006 £	2005 £
	Amount due from group undertakings	<u>2,700,814</u>	<u>2,700,814</u>
7	CREDITORS: amounts falling due within one year	2006 £	2005 £
	Bank overdraft	<u>3</u>	<u>-</u>
	Amount due to group undertakings	<u>67,027</u>	<u>81,019</u>
		<u>67,030</u>	<u>81,019</u>

DUELGUIDE (BLOOMSBURY) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2006 (continued)

8	CALLED UP EQUITY SHARE CAPITAL	Authorised £	Allotted, called up and fully paid £
	Ordinary shares of £1 each	23,000,000	23,000,000

There were no changes during the year in either the authorised or called up share capital

9	PROFIT AND LOSS ACCOUNT	2006 £	2005 £
	At 1 January	333,796	219,885
	(Loss)/profit for the year	(12)	113,911
	At 31 December	333,784	333,796

10	RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS FUNDS	2006 £	2005 £
	At 1 January	23,333,796	23,219,885
	(Loss)/profit for the year	(12)	113,911
	At 31 December	23,333,784	23,333,796

11 HOLDING COMPANIES

The immediate holding and controlling company is Duelguide Holdings Limited and the ultimate holding and controlling company is DGL Acquisitions Limited. Both companies are registered in England and Wales and the accounts of that ultimate holding company, which is both the largest and smallest group in which these results of the company are consolidated, are available from 40 Berkeley Square, London, W1J 5AL.