

TM Property Service Limited

**Report and Abbreviated Financial
Statements**

Year Ended

31 December 2004



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COMPANIES HOUSE 28/10/2005



BDO Stoy Hayward
Chartered Accountants

TM Property Service Limited

Report and financial statements for the year ended 31 December 2004

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Directors and other company details

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Directors

S Foster
M Williams
R Scarff
H Hill
I Laing
A Strivens

Secretary and registered office

A Strivens, Ailesbury Court, High Street, Marlborough, Wilts. SN8 1AA

Company number

3775703

Auditors

BDO Stoy Hayward LLP, 8 Baker Street, London, W1U 3LL.

TM Property Service Limited

Report of the independent auditors

Independent auditors' report to TM Property Service Limited under section 247B of the Companies Act 1985

We have examined the abbreviated financial statements of TM Property Service Limited for the year ended 31 December 2004 on pages 2 to 5 together with the financial statements of the company for the year ended 31 December 2004 prepared under section 226 of the Companies Act 1985.

Respective responsibilities of directors and auditors

The directors are responsible for preparing the abbreviated financial statements in accordance with section 246 of the Companies Act 1985. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated financial statements prepared in accordance with sections 246(5) and (6) of the Act to the Registrar of Companies and whether the financial statements to be delivered are properly prepared in accordance with those provisions and to report our opinion to you.

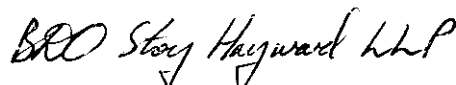
Our report has been prepared pursuant to the requirements of the Companies Act 1985 and for no other purpose. No person is entitled to rely on this report unless such a person is a person entitled to rely upon this report by virtue of and for the purpose of the Companies Act 1985 or has been expressly authorised to do so by our prior written consent. Save as above, we do not accept responsibility for this report to any other person or for any other purpose and we hereby expressly disclaim any and all such liability.

Basis of opinion

We have carried out the procedures we consider necessary to confirm, by reference to the financial statements, that the company is entitled to deliver abbreviated financial statements and that the abbreviated financial statements to be delivered are properly prepared. The scope of our work for the purpose of this report did not include examining or dealing with events after the date of our report on the full financial statements.

Opinion

In our opinion the company is entitled to deliver abbreviated financial statements prepared in accordance with sections 246(5) and (6) of the Companies Act 1985 and the abbreviated financial statements on pages 2 to 5 are properly prepared in accordance with those provisions.



BDO STOY HAYWARD LLP

*Chartered Accountants
and Registered Auditors
London*

20 October 2005

TM Property Service Limited

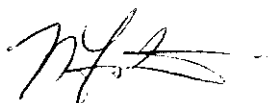
Balance sheet at 31 December 2004

	Note	2004 £	2004 £	2003 £	2003 £
Fixed assets					
Tangible assets	2		636,861		818,277
Current assets					
Debtors		933,990		556,470	
Cash at bank and in hand		1,189,463		372,559	
		<u>2,123,453</u>		<u>929,029</u>	
Creditors: amounts falling due within one year		<u>1,572,322</u>		<u>922,089</u>	
Net current assets			<u>551,131</u>		<u>6,940</u>
Total assets less current liabilities			<u>1,187,992</u>		<u>825,217</u>
Creditors: amounts falling due after more than one year	3		<u>(1,144,852)</u>		<u>(1,080,565)</u>
Net assets/(liabilities)			<u>43,140</u>		<u>(255,348)</u>
Capital and reserves					
Called up share capital	4		5,912,641		5,912,641
Share premium account			3,996,322		3,996,322
Profit and loss account			(9,865,823)		(9,590,573)
Employee benefit trust share reserve			-		(573,738)
Shareholders' funds/(deficit) - equity			<u>43,140</u>		<u>(255,348)</u>

These financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

The financial statements were approved by the Board on 19 October 2005.

S Foster
Director



The notes on pages 3 to 6 form part of these financial statements

1 Accounting policies

The financial statements have been prepared on a going concern basis under the historical cost convention. The principal accounting policies applied during the year are as follows:

Turnover

Turnover represents sales to outside customers at invoiced amounts less value added tax.

Depreciation

Depreciation is provided on tangible fixed assets to write off the cost or valuation, less estimated residual values, over their estimated useful lives on a straight line basis at the following principal rates per annum:

Operating licences	- over the life of the assets
Computer equipment	- 33⅓%
Computer software	- Over a 3 to 7 year period

Deferred taxation

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date except that the recognition of deferred tax assets is limited to the extent that the company anticipates to make sufficient taxable profits in the future to absorb the reversal of the underlying timing differences.

Deferred tax balances are not discounted.

Research and development

Expenditure on pure and applied research is charged to the profit and loss account in the year in which it is incurred.

Development costs are also charged to the profit and loss account in the year of expenditure, unless individual projects satisfy all of the following criteria:

- the project is clearly defined and related expenditure is separately identifiable;
- the project is technically feasible and commercially viable;
- current and future costs are expected to be exceeded by future sales; and
- adequate resources exist for the project to be completed.

In such circumstances the costs are carried forward and amortised over the period the company expects to benefit from the expenditure. Development costs comprising computer software are included in fixed assets.

TM Property Service Limited

Notes forming part of the financial statements for the year ended 31 December 2004 (Continued)

1 Accounting policies (Continued)

Leased assets

Assets acquired under finance leases are capitalised and written off over the shorter of their useful lives and the terms of the lease. The interest element of the lease charges is apportioned over the period of the lease on the basis of the rate implicit in the lease. Operating lease rentals are charged to the profit and loss account in the year to which they relate.

Pension costs

The company contributes an amount based on the basic salary of each staff members to a private pension of their choice. These amounts are charged to the profit and loss account as incurred.

Employee benefit trust

The company is deemed to have control over the assets, liabilities, income and costs of its Employee Benefit Trust ("EBT") and therefore the assets and liabilities of the EBT are recognised as assets and liabilities of the company. The cost of the company's shares held by the EBT is deducted from shareholders' funds.

During the year, the acquisition of the Company by TMG Holdings Limited resulted in the EBT surrendering its shares in TM Property Service Limited in exchange for those in TMG Holdings Limited. Accordingly, the company no longer includes these shares as a reduction in shareholders' funds.

2 Fixed assets

£

Cost

At 1 January 2004	1,513,297
Additions	20,421
Disposals	(10,000)

At 31 December 2004	1,523,718
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Depreciation

At 1 January 2004	695,020
Provided in the year	201,837
Disposals	(10,000)

At 31 December 2004	886,857
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Net book value

At 31 December 2004	636,861
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At 31 December 2003	818,277
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TM Property Service Limited

Notes forming part of the financial statements for the year ended 31 December 2004 (Continued)

3 Creditors: amounts falling due after more than one year

The amounts shown as creditors falling due after more than one year are secured on the assets of the company.

4 Share capital

	Authorised			
	2004	2003	2004	2003
	Number	Number	£	£
Ordinary shares of £1 each	10,795,836	10,795,836	10,795,836	10,795,836
Deferred shares of £1 each	1,704,164	1,704,164	1,704,164	1,704,164
	<u>12,500,000</u>	<u>12,500,000</u>	<u>12,500,000</u>	<u>12,500,000</u>
	Allotted and called up			
	2004	2003	2004	2003
	Number	Number	£	£
Ordinary shares of £1 each	4,208,477	4,208,477	4,208,477	4,208,477
Deferred shares of £1 each	1,704,164	1,704,164	1,704,164	1,704,164
	<u>5,912,641</u>	<u>5,912,641</u>	<u>5,912,641</u>	<u>5,912,641</u>

Under the terms of an agreement between the company and its major shareholder, Balanus Limited (formerly Countrywide Assured Group plc), on the listing or sale of the company, Balanus Limited can require additional shares to be issued to it at par value, the number of which is dependent on the valuation of the company at certain future dates.

5 Post balance sheet events

On 1 January 2005 the company sold its business, except for the part related exclusively to its national Land Information Service licence, to Search Choice Limited, a fellow subsidiary of TMG Holdings Limited for a consideration of £92,206.

6 Ultimate parent undertaking

At 31 December 2004 the company's immediate and ultimate parent undertaking was TMG Holdings Limited, a company registered in England and Wales.