

Registration Number 3872177

Brooks Properties (UK) Limited

Abridged Accounts

for the year ended 30th June 2005



Brooks Properties (UK) Limited

Company Information

Directors	Aidan Brooks Joseph Brooks
Company Number	3872177
Registered Office	8 Baker Street Mayfair London W1U 3LL
Auditors	O'Donovan Caulfield Lavin 1 Mount Kennett Place Henry Street Limerick Republic of Ireland
Solicitors	Holmes O'Malley Sexton Pery Square Limerick Republic of Ireland

Brooks Properties (UK) Limited

Contents

	Page
Auditors' Report pursuant to Paragraph 24 of Schedule 8 to the Companies Act 1985	1
Auditors' Report	2
Statement of Directors' Responsibilities	3
Abridged Balance Sheet	4
Notes to the Financial Statements	5 - 6

Brooks Properties (UK) Limited

**Auditors' Report to the Directors of Brooks Properties (UK) Limited
pursuant to Paragraph 24 of Schedule 8 to the Companies Act 1985**

'We have examined :

- (i) The abridged financial statements for the year ended 30 June 2005 on pages 4 to 6 which the directors of 50 Grosvenor Street propose to annex to the Annual Return of the company ; and
- (ii) *The financial statements to be laid before the Annual General Meeting which form the basis for those abridged financial statements.*

Respective responsibilities of Directors and auditors

The directors are responsible for preparing the abbreviated accounts in accordance with schedule 8 to the Companies Act 1985. It is our responsibility to form an independent opinion as to the company's entitlement to the exemptions claimed in the Balance Sheet and whether the abbreviated accounts have been properly prepared in accordance with that schedule.

Basis of Opinion

We have carried out the procedures we considered necessary to confirm, by reference to the audited financial statements, that the company is entitled to the exemptions and that the abbreviated accounts have been properly prepared from those financial statements. The scope of our work for the purpose of this report does not include examining or dealing with events after the date on our report on the full financial statements.

Opinion

In our opinion the directors are entitled under Section 246 (5) and 246 (6) of the Companies Act, 1985 to the exemptions conferred therein, in respect of the year ended 30 June 2005 and the abbreviated accounts on pages 4 to 6 have been properly prepared in accordance with the Companies Act, 1985.

Other information

On 21st July 2005 , we reported as auditors to Brooks Properties (UK) Limited, to the members on the financial statements prepared under section 226 of the Companies Act 1985 for the year ended 30th June 2005 and a copy of our report is contained on Page 2.


O'Donovan Caulfield Lavin

Chartered Accountants and
Registered Auditors
1 Mount Kennett Place
Henry Street
Limerick

Date : 21 July 2005

Brooks Properties (UK) Limited

Auditors' Report to the Shareholders of Brooks Properties (UK) Limited

We have audited the financial statements on pages 4 to 7 which have been prepared under the historical cost convention and the accounting policies set out on page 6

Respective responsibilities of directors and auditors

As described on page 1 the company's directors are responsible for the preparation of financial statements, which are required to be prepared in accordance with applicable United Kingdom law and accounting standards. 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 United Kingdom 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 the financial statements, and 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 as at the 30 June 2005 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Acts 1985.


O'Donovan Caulfield Lavin

Chartered Accountants and
Registered Auditors
1 Mount Kennett Place
Henry Street
Limerick
Republic of Ireland

Date: 21 July 2005

Brooks Properties (UK) Limited

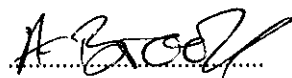
Statement of Directors' responsibilities for the shareholders' financial statements

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 of the company for that period. In preparing those financial statements, the directors are required to :

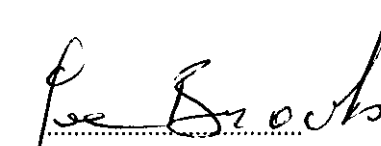
- select suitable accounting policies and then apply them consistently
- make judgements and estimates that are responsible and prudent
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The Directors are responsible for keeping proper books of account 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 Acts, 1985 and the European Communities (Companies : Group Accounts) Regulations, 1992. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

On Behalf of the Board



Aidan Brooks
Director


Joseph Brooks
Director

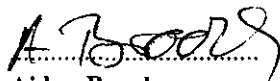
Brooks Properties (UK) Limited

**Abridged Balance Sheet
as at 30th June 2005**

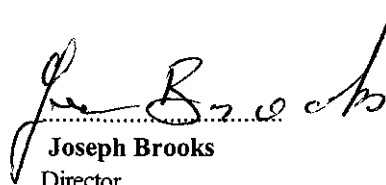
	Notes	2005 Stg£	2004 Stg£
Current Assets			
Debtors	2	100	100
Net Current Assets		<u>100</u>	<u>100</u>
Capital and Reserves			
Called up share capital	3	<u>100</u>	<u>100</u>
Equity Shareholders' Funds		<u>100</u>	<u>100</u>

We have relied on specified exemptions contained in Sections 246 and 247 of the Companies Act, 1985 on the grounds that the company is entitled to the benefit of those exemptions as a small company.

The financial statements were approved by the Board on 21 July 2005 and signed on its behalf by



Aidan Brooks
Director



Joseph Brooks
Director

**Notes to the Abridged Financial Statements
for the year ended 30 June 2005**

1. Accounting Policies

1.1. Accounting convention

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

The company is not required to produce a cashflow statement as it meets the criteria for a small company.

2. Debtors

	2005	2004
	Stg£	Stg£
Amounts owed by group undertakings	100	100

3. Share capital

	2005	2004
	Stg£	Stg£
Authorised equity		
100 Ordinary shares of £1 each	100	100
Allotted, called up and fully paid		
100 Ordinary shares of £1 each	100	100

4. Ultimate parent undertaking

The company's ultimate parent undertaking and controlling entity is A Brooks Properties Ltd, an Irish limited company.

**Notes to the Abridged Financial Statements
for the year ended 30 June 2005**

..... continued

5. Related party transactions

The following are deemed to be related parties on the basis that they are under common control :

A Brooks Properties Limited (a related company)
Aidan Brooks (director and secretary)
Joe Brooks (director)

The following balances are due from/(to) these related parties at the year end.

	2005	2004
	Stg£	Stg£
A Brooks Properties Limited	100	100

The directors who served during the year and their interests in the ultimate parent undertaking, A Brooks Properties Ltd, are as stated below:

	2005	2004
Aidan Brooks	99	99
Joseph Brooks	1	1

6. Approval of financial statements

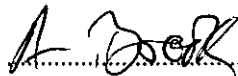
The financial statements were approved by the Board on 21 July 2005 and signed on its behalf by the Directors.

Brooks Properties (UK) Limited

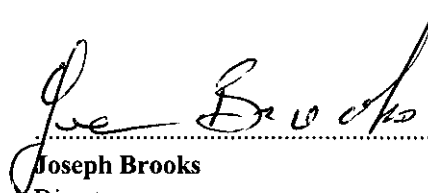
Directors' Declaration on the Abridged Accounts

We hereby certify:

- (1). That the attached balance sheet is a true copy of the Balance sheet of Brooks Properties (UK) Limited drawn up in accordance with Section 246 and Section 247 of the Companies Act 1985 in respect of the year ended 30th June 2005.
- (2). That the special auditors report is a true copy of the special auditors report of Brooks Properties (UK) Limited require by Paragraph 24 of Schedule 8 of the Companies Act 1985 in respect of the year ended 30th June 2005.



Aidan Brooks
Director



Joseph Brooks
Director