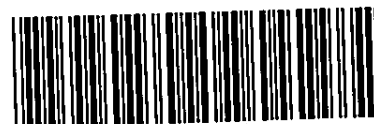


**Brooks Properties (UK) Limited**

**Directors' Report and Financial Statements**

**For the year ended 30 June 2009**

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# **Brooks Properties (UK) Limited**

## **Financial statements for the year ended 30 June 2009**

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## **Brooks Properties (UK) Limited**

### **Directors and other information**

#### **Directors**

Aidan Brooks  
Joseph Brooks

#### **Secretary**

Aidan Brooks

#### **Registered office**

55 Baker Street  
Mayfair  
London  
W1U 7EU

#### **Company number**

3872177

#### **Business address**

55 Baker Street  
Mayfair  
London  
W1U 7EU

#### **Auditors**

BDO  
Registered Auditors  
Four Michael Street  
Limerick

#### **Solicitors**

Holmes O' Malley Sexton  
Bishopsgate  
Henry Street  
Limerick

## **Brooks Properties (UK) Limited**

### **Directors' Report**

The directors present the audited financial statements of Brooks Properties (UK) Limited ("the company") for the year ended 30 June 2009

### **Principal activity and business review and business review (including principal risks and uncertainties)**

The company was incorporated on 5 November 1999. The company has not traded since incorporation.

### **Directors and secretary and their interests**

The directors or secretary who held office at 30 June 2009 had no beneficial interest in the company or fellow group companies other than those shown below in the shares of the parent company, Brooks Properties International (2008: A Brooks Properties).

	<b>Brooks Properties International 30 June 2009 No</b>	<b>A Brooks Properties Ordinary shares 30 June 2008 No</b>
Aidan Brooks	<b>99</b>	99
Joseph Brooks	<b>1*</b>	1*

\* Held as trustee on behalf of Aidan Brooks

### **Post balance sheet events**

There have been no significant events affecting the operations of the company subsequent to the balance sheet date.

### **Statement of directors' responsibilities**

The directors are responsible for preparing the directors' report and financial statements in accordance with the 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 Generally Accepted Accounting Practice in the UK, comprising applicable law and the accounting standards issued by the Accounting Standards Board and promulgated by the Institute of Chartered Accountants in the UK.

The financial statements are required by law to give a true and fair view of the state of affairs of the company and of its profit or loss for that period.

## **Brooks Properties (UK) Limited**

### **Directors' Report**

In preparing each of the financial statements, the directors are required to

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

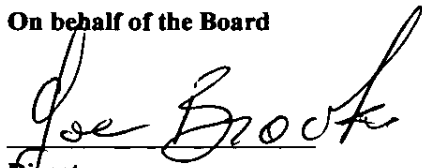
The directors are responsible for keeping proper books of account that disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that its financial statements comply with the Companies Act, 1985. They are also responsible for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

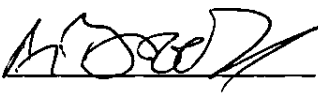
The directors are also responsible for preparing a directors' report that complies with the requirements of the Companies Acts, 1985.

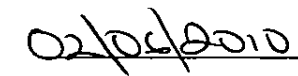
### **Auditor**

In accordance with Section 384 of the Companies Act 1985, the auditor, BDO, Registered Auditors, who were appointed during 2009, have expressed their willingness to continue in office.

**On behalf of the Board**

  
\_\_\_\_\_  
**Director**

  
\_\_\_\_\_  
**Director**

  
\_\_\_\_\_  
**Date**

**Independent Auditors' report to the members of Brooks Properties (UK) Limited**

We have audited the financial statements on pages 6 to 12 which comprise the Profit and Loss Account, the Balance Sheet and the related notes. These financial statements have been prepared under the historical cost convention and in accordance with the accounting policies set out on page 8.

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 auditors' 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'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 United Kingdom Accounting Standards (United Kingdom 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 judgements 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 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 misstatements, 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.

Beaux Lane House  
Mercer Street Lower  
Dublin 2

Lindsay House  
10 Callender Street  
Belfast BT1 5BN

Robert Adams  
Maunice Carr  
Michael Costello  
John Gilmore Gavin  
Jim Hamilton  
Diarmuid Hendrick

Gerard Holliday  
Paul Keenan  
Neil Kelly  
Brian McGann  
Stephen McGivern

Colm Nagle  
Paul Nestor  
John O'Callaghan  
Louis O'Neill  
Frank Sheedy

Peter Carroll  
Eddie Doyle  
Stewart Dunne  
Ivor Feenick  
Alan Flynn  
David Giles  
Derry Gray

Denis Herlihy  
Ciaran Medlar  
David McCormick  
Michelle O'Keefe  
Peter O'Neill  
Noel Taylor

Chartered Accountants

**Independent Auditors' report to the members of Brooks Properties (UK) Limited - continued****Opinion**

In our opinion

The financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 30 June 2009 and of its profit for the year then ended,

The financial statements have been properly prepared in accordance with the Companies Act 1985

The information given in the Directors' report is consistent with the financial statements



**Diarmuid Hendrick**  
**(for and on behalf of BDO, Registered Auditors)**  
**Four Michael Street**  
**Limerick**

Date: 02/08/2010

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Chartered Accountants

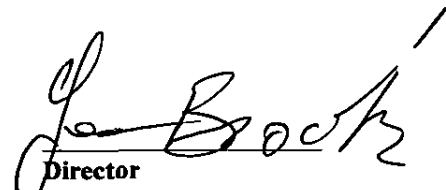
**Brooks Properties (UK) Limited**

**Profit and loss account for the year ended 30 June 2009**

The company has not traded during the financial year or the previous financial year and has received no income and incurred no expenditure. Consequently, during this year the company made neither a profit nor a loss. Additionally, the company has no other gains and losses nor any cash flows during the year.

**On behalf of the Board**

  
Director

  
Director



**Brooks Properties (UK) Limited**

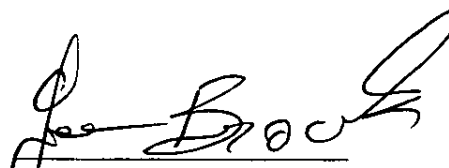
**Balance sheet as at 30 June 2009**

	Notes	2009 £	2008 £
<b>Current assets</b>			
Debtors	3	<u>100</u>	<u>100</u>
<b>Capital and reserves</b>			
Called up share capital	4	100	100
Profit and loss account		-	-
Shareholders' funds	5	<u>100</u>	<u>100</u>

The accompanying notes form an integral part of the balance sheet

**On behalf of the Board**

\_\_\_\_\_  
**Director**

  
\_\_\_\_\_  
**Director**

## **Brooks Properties (UK) Limited**

### **Notes to the financial statements for the year ended 30 June 2009**

#### **1 Accounting policies**

##### **1.1. Basis of accounting**

The financial statements are prepared in accordance with the generally accepted accounting principles under the historical cost convention and comply with financial reporting standards of the Accounting Standards Board, as promulgated by the Institute of Chartered Accountants in the UK

##### **1.2. Cash flow statement**

The company is exempt from the requirements of FRS 1 "Cash Flow Statements" to include a cash flow statement as part of its financial statements as the company qualifies as a small company as defined by the Companies Act, 1985

##### **1.3. Ownership and operations**

At 30 June 2009 the company's immediate and ultimate parent is A Brooks Properties, a privately owned company incorporated in Republic of Ireland, which is controlled by Mr Aidan Brooks. The company did not trade during the year.

In September 2008 following a reorganisation of the group, the company's ultimate parent company changed to Brooks Properties International, an unlimited company incorporated in the Republic of Ireland. Brooks Properties International is controlled by Aidan Brooks.

#### **2. Statutory and other information**

The company had no employees during the year. No directors' emoluments were paid during the year or were payable at 30 June 2009. Auditor's remuneration is borne by the parent company.

<b>3. Debtors</b>	<b>2009</b>	<b>2008</b>
	<b>£</b>	<b>£</b>
Amounts owed by A Brooks Properties (parent)	<u><b>100</b></u>	<u><b>100</b></u>
<b>4. Share capital</b>	<b>2009</b>	<b>2008</b>
	<b>£</b>	<b>£</b>
<b>Authorised share capital</b>		
1,000,000 Ordinary Shares of £1 each	<u><b>1,000,000</b></u>	<u><b>1,000,000</b></u>
<b><i>Allotted, called up and fully paid equity:</i></b>		
100 Ordinary Shares of £1 each	<u><b>100</b></u>	<u><b>100</b></u>

**Brooks Properties (UK) Limited**

**Notes to the financial statements for the year ended 30 June 2009**

5. Reconciliation of movements on shareholders' funds	2009	2008
	£	£
Opening and closing shareholders' funds	<u>100</u>	<u>100</u>

**6. Approval of financial statements**

The financial statements were approved by the directors on 02/06/2010