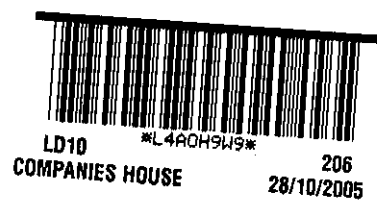


TRENPORT (PETERS VILLAGE) LIMITED
(Registered No. 4187596)

REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED

31 DECEMBER 2004



TRENPORT (PETERS VILLAGE) LIMITED

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TRENPORT (PETERS VILLAGE) LIMITED

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31 DECEMBER 2004

The Directors present their report and the audited financial statements for the year ended 31 December 2004.

Principal activity

The principal activity of the Company is property development.

Review of business and results

The results for the year are set out on page 3. The company made an operating profit, before finance charges, of £90,000 (2003: Nil).

The value of property, including work in progress, is carried in the financial statements at its cost of £6.37 million which includes £198,000 incurred in the year. The properties are valued by the directors at £10 million. Preparatory work is being carried out prior to making planning applications for future development.

Directors

The Directors of the Company during the period ended 31 December 2004 were:

Mr A.S. Barclay (Chairman)
Mr R.K. Mowatt
Mr A.J.T. Parson
Mr P.L. Peters
Mr M. Seal

The Directors do not have any interests required to be disclosed under Schedule 7 of the Companies Act 1985.

Proposed dividend

The Directors do not recommend the payment of a dividend for the year ended 31 December 2004 (2003: £Nil).

Statement of directors' responsibilities

The following statement, which should be read in conjunction with the Auditors' Report regarding the respective responsibilities of Directors and Auditors, set out on page 2, is made with a view to distinguishing for shareholders those respective responsibilities in relation to the Accounts.

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 reasonable and prudent.
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements.
- prepare the financial statements on a going concern basis unless it is inappropriate to presume that the company will continue in business.

The Directors confirm that they have complied with the above requirements in preparing the financial statements.

The Directors are responsible for keeping proper accounting records 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 Act 1985. 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.

Auditors

A resolution to reappoint PricewaterhouseCoopers LLP, as auditors to the company will be proposed at the annual general meeting.

By Order of the Board
For and on behalf of
BROOMFIELD SECRETARIAL SERVICES LIMITED
Company Secretary



Director

18th May 2005

TRENPORT (PETERS VILLAGE) LIMITED

INDEPENDENT AUDITORS REPORT TO THE MEMBERS OF TRENPORT (PETERS VILLAGE) LIMITED

We have audited the financial statements set out on pages 3 to 7 which comprise the profit and loss account, balance sheet and related notes which have been prepared under the historical cost convention and accounting policies set out in the statement of accounting policies on page 5.

Respective responsibilities of directors and auditors

The Directors responsibilities for preparing the annual report and the financial statements in accordance with applicable United Kingdom law and accounting standards are set out in the statement of directors' responsibilities on page 1.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards issued by the Auditing Practices Board. This report, including the opinion, has been prepared for and only for the company's members as a body in accordance with Section 235 of the Companies Act 1985 and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any purpose or to any other person to whom this report is shown or in whose hands it may come save where expressly agreed by our prior consent in writing.

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 transactions is not disclosed.

We read the other information contained in the annual report and consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements. The other information comprises only the directors' report.

Basis of audit opinion

We conducted our audit in accordance with 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 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 of the state of affairs of the Company at 31 December 2004 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

PricewaterhouseCoopers LLP
Chartered Accountants and Registered Auditors
LONDON 18 May 2005

For PricewaterhouseCoopers LLP

TRENPORT (PETERS VILLAGE) LIMITED

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2004

	<u>NOTES</u>	<u>2004</u> <u>£'000</u>	<u>2003</u> <u>£'000</u>
Turnover		90	-
Cost of sales		-	-
Gross profit		90	-
Administrative expenses		-	-
Operating profit on ordinary activities		90	-
Taxation on ordinary activities	2	-	-
Profit on ordinary activities after taxation		90	-

The Company has no recognised gains or losses other than the profit for this financial year. Accordingly a statement of total recognised gains and losses has not been prepared.

There is no difference between the profit for the year and its historical cost equivalent

TRENPORT (PETERS VILLAGE) LIMITED

BALANCE SHEET AS AT 31 DECEMBER 2004

	<u>NOTES</u>	<u>2004</u> <u>£'000</u>	<u>2003</u> <u>£'000</u>
CURRENT ASSETS			
Stock	3	6,367	6,169
CREDITORS: amounts falling due within one year	4	<u>(4)</u>	<u>-</u>
NET CURRENT ASSETS		6,363	6,169
CREDITORS: amount falling due after more than one year	5	<u>(6,273)</u>	<u>(6,169)</u>
NET ASSETS		<u>90</u>	<u>-</u>
CAPITAL AND RESERVES			
Called up share capital	7	-	-
Profit and loss account	8	<u>90</u>	<u>-</u>
EQUITY SHAREHOLDERS' FUNDS		<u>90</u>	<u>-</u>

The financial statements on pages 3 and 7 were approved by the board on 18 May 2005 and signed on its behalf by:



Director



Director

TRENPORT (PETERS VILLAGE) LIMITED

PRINCIPAL ACCOUNTING POLICIES

a) Basis of accounting

The accounts are prepared in accordance with applicable Accounting Standards under the historical cost convention. The more important accounting policies of the Company which have been applied consistently with the prior year are set out below.

The Company has taken advantage of the exemption from preparing a cash flow statement conferred by Financial Reporting Standard No.1 (Revised) on the grounds that the Company is a wholly owned subsidiary of a parent undertaking registered in England and Wales whose consolidated financial statements are publicly available.

b) Turnover

Turnover, which excluded value added tax, represents sales of residential and commercial land and buildings.

c) Stocks

Land held for development and construction work in progress are valued at the lower of cost and net realisable value. Cost includes appropriate overheads.

d) Deferred taxation

Deferred tax is accounted for on an undiscounted basis at expected tax rates on all differences arising from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in the financial statements. A deferred tax asset is only recognised when it is more than likely than not that the asset will be recoverable in the foreseeable future out of suitable taxable profits from which the underlying timing differences can be deducted.

TRENPORT (PETERS VILLAGE) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2004

1. DIRECTORS

None of the Directors received any emoluments during the period for their services to the Company.

2. TAXATION ON ORDINARY ACTIVITIES

The tax assessed for the period is lower than the standard rate applied in the UK (30%). The differences are explained below:

	<u>2004</u> £'000	<u>2003</u> £'000
Profit on ordinary activities	90	-
Profit on ordinary activities multiplied by the standard rate in the UK of 30% (2003: 30%)	27	-
Effects of: Group relief	<u>(27)</u>	<u>-</u>
Current tax charge	<u>-</u>	<u>-</u>

3. STOCK

	<u>2004</u> £'000	<u>2003</u> £'000
Land held for development	<u>6,367</u>	<u>6,169</u>

The land is secured against a loan to the company's parent company of £15,953,000 (2003: £20,451,000)

4. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	<u>2004</u> £'000	<u>2003</u> £'000
Other payables	<u>4</u>	<u>-</u>

5. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	<u>2004</u> £'000	<u>2003</u> £'000
Amount owed to parent undertaking	<u>6,273</u>	<u>6,169</u>

The loan is interest free and has no fixed terms of repayment

TRENPORT (PETERS VILLAGE) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2004 (continued)

6. DEFERRED TAX

There is no potential deferred tax asset or liability as at 31 December 2004 (2003: nil).

7. SHARE CAPITAL

Authorised shares

	<u>2004</u> <u>£'000</u>	<u>2003</u> <u>£'000</u>
100 Ordinary Shares of £1 each	<u>1,000</u>	<u>1,000</u>
Issued, called up and fully paid:		
Ordinary shares of £1 each	<u>1</u>	<u>1</u>

8. PROFIT AND LOSS ACCOUNT

	<u>2004</u> <u>£'000</u>	<u>2003</u> <u>£'000</u>
At 1 January	-	-
Profit for the year	<u>90</u>	<u>-</u>
At 31 December	<u>90</u>	<u>-</u>

9. PARENT COMPANY

The immediate holding company is Trenport Investments Limited, a company incorporated in England and Wales, which the directors regard as being controlled by the Trustees of the David and Frederick Barclay Family Settlements.