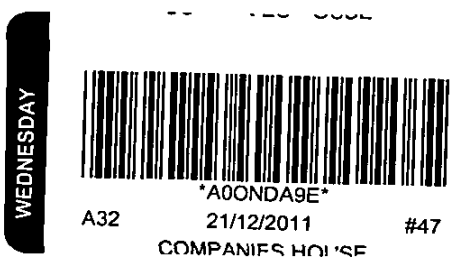


RMS 16 Limited

Report and Balance Sheet

31 March 2011



DIRECTORS' REPORT

For the year ended 31 March 2011

The Directors present their report and the unaudited financial statements for the year ended 31 March 2011

Principal activities

RMS 16 Limited (the "Company") is a holding Company. The principal activity of the subsidiaries of the Company is the investment in mortgage loans secured by first and second charges over properties within the United Kingdom.

Business review

The company has been dormant throughout the current and prior periods.

Directors' interests

The Directors who held office during the year and subsequently were as follows -

Capita Trust Corporate Limited
Capita Trust Corporate Services Limited
Derek Lloyd (Resigned 15 December 2011)
Anant Patel (Resigned 15 December 2011)
Sean Martin (Appointed 15 December 2011)

None of the Directors had any interests in the shares of the Company. None of the Directors had any interest either during or at the end of the year in any material contract or arrangement with the Company.

Events occurring after the balance sheet date

On 13 June 2011, a call option to wind up one of the Company's subsidiaries, Residential Mortgage Securities 16 plc, was exercised and as a result all associated assets and liabilities were settled. The subsidiary retains the necessary funds to pay for future costs associated with winding down and liquidation.

The Directors confirm that there are no other significant events occurring after the balance sheet date, up to the date of this report, which would meet the criteria to be disclosed or adjusted in the financial statements for the year ended 31 March 2011, other than the exercise of the call option disclosed above.

Approved by the Board of Directors and signed on behalf of the Board



Sue Lawrence

Capita Trust Corporate Services Limited

Director

Date 21 December 2011

RMS 16 Limited
BALANCE SHEET
As at 31 March 2011

Company Number: 04810536

	Notes	31 March 2011 £	31 March 2010 £
NON CURRENT ASSETS			
Investments	4	12,531	12,531
CURRENT ASSETS			
Debtors	5	-	-
		12,531	12,531
CURRENT LIABILITIES			
Creditors amounts falling due within one year	6	(12,531)	(12,531)
NET ASSETS		-	-
CAPITAL AND RESERVES			
Called up share capital	7	-	-
EQUITY SHAREHOLDERS' FUNDS		-	-

The notes to the balance sheet form an integral part of these accounts

For the year ended 31 March 2011 the Company was entitled to exemption from the audit of accounts under section 480(1)a of the Companies Act 2006

Members have not required the Company to obtain an audit in accordance with section 476(1) of the Companies Act 2006

The directors acknowledge their responsibility for

- 1 ensuring the Company keeps accounting records which comply with section 386, and
- 2 preparing accounts which give a true and fair view of the state of affairs of the Company as at the end of the financial year, and of its profit or loss for the financial year, in accordance with the requirements of section 393, and which otherwise comply with the requirement of the Companies Act relating to accounts, so far as applicable to the Company

Approved by the Board of Directors and signed on their behalf by



Sue Lawrence

Capita Trust Corporate Services Limited

Director

Date 21 December 2011

NOTES TO THE BALANCE SHEET

For the year ended 31 March 2011

1. ACCOUNTING POLICIES

Basis of presentation

The financial statements have been prepared under the historical cost convention and in accordance with United Kingdom Generally Accepted Accounting Practice

2. PROFIT AND LOSS ACCOUNT

The Directors' emoluments have been borne by a fellow group undertaking in the current and prior year. The Directorship is split between Investec plc and Capita Trust Company Limited and their various subsidiaries as disclosed in the Directors' Report. The directors employed by Investec plc were remunerated as directors or employees of Investec plc and its subsidiaries ('the Group') in respect of their services to the Group as a whole, and they do not believe that any of their remuneration relates to their services to the company in the current or prior year. Capita Trust Company Limited, who are the appointed corporate service provider, charge an annual fee of £1,500 for their role as company secretary and £2,000 for their role as directors. It is considered that there is no appropriate basis on which they can apportion the fee between their various subsidiaries.

The Company has not traded and has made neither profit nor loss nor any other recognised gains or losses during the current or preceding financial years and consequently there is no result to report.

There were no other items of expenditure requiring disclosure.

The Company has no employees (2010 – nil).

3. CASH FLOW STATEMENT

During the financial year there were no company cash flows. Consequently no cash flow statement has been prepared.

4. INVESTMENT IN SUBSIDIARIES

	31 March 2011	31 March 2010
	£	£
Residential Mortgage Securities 16 plc	12,501	12,501
RMS 16 Options Limited	30	30
	<u>12,531</u>	<u>12,531</u>

The issued share capital of Residential Mortgage Securities 16 Plc, consists of 50,000 £1 ordinary shares. At incorporation, 49,998 ordinary shares were called at 25p each and 2 ordinary shares were called at £1 each. The issued share capital of RMS 16 Options Limited consists of 30 £1 ordinary shares fully called up. Please refer to the table below for further details.

Company	Principal Activity	Total issued shares	% Paid	% Held
Residential Mortgage Securities 16 plc	Investment in residential loans	a) 49,998 partly paid b) 2 fully paid	25% 100%	100% 100%
RMS 16 Options Limited	Hold options in the above company	a) 30 fully paid	100%	100%

NOTES TO THE BALANCE SHEET
For the year ended 31 March 2011

5. DEBTORS

	31 March 2011	31 March 2010
	£	£
Amounts owed by shareholders	<u>1</u>	<u>1</u>
	<u>1</u>	<u>1</u>

6. CREDITORS

	31 March 2011	31 March 2010
	£'000	£'000
Amounts due to Group Companies	<u>12,531</u>	<u>12,531</u>
	<u>12,531</u>	<u>12,531</u>

7. SHARE CAPITAL

	31 March 2011	31 March 2010
	£	£
Authorised		
100 ordinary shares of £1 each	<u>100</u>	<u>100</u>
Called up and allotted		
1 ordinary share of £1 each	<u>1</u>	<u>1</u>
	<u>1</u>	<u>1</u>

NOTES TO THE BALANCE SHEET

For the year ended 31 March 2011

8. PARENT UNDERTAKING

The Company's immediate parent company is Capita Trust Nominees No 1 Limited, a company registered in England and Wales

The entire share capital of RMS 16 Limited is held by Capita Trust Nominees No 1 Limited, under the terms of a trust primarily for the benefit of the creditors of RMS 16 Limited or, if none, ultimately for charitable purposes. Capita Trust Nominees No 1 Limited is a subsidiary of Capita Group plc, a company incorporated in Great Britain

The Company's operations are managed on a group basis by Investec plc, which retains an interest in the cash flows and profits of the Company

The ultimate parent company and controlling party is Investec plc, a company registered in England and Wales. Investec plc is the only group into which the Company's results are consolidated

The consolidated accounts are available to the public from Investec plc at 2 Gresham Street, London EC2V 7QP