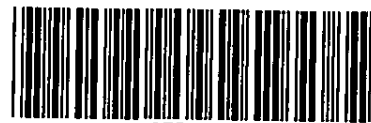


Financial Statements

Corob Mayfair Properties Limited

For the year ended 31 December 2012

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COMPANIES HOUSE

Registered number: 05030453

Corob Mayfair Properties Limited

Company Information

Directors	Mr F Cook Mr S J Wiseman Mr J G Radford, FCCA
Company secretary	Mr J G Radford, FCCA
Registered number	05030453
Registered office	62 Grosvenor Street London W1K 3JF
Independent auditor	Grant Thornton UK LLP Chartered Accountants & Statutory Auditor Grant Thornton House Melton Street Euston Square London NW1 2EP

Corob Mayfair Properties Limited

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Directors' report

For the year ended 31 December 2012

The directors present their report and the financial statements for the year ended 31 December 2012

Directors' responsibilities statement

The directors are responsible for preparing the Directors' report and the financial statements in accordance with applicable law and regulations

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they 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 these financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgments and accounting estimates that are reasonable and prudent,
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements,
- 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 adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. 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.

Principal activities

The principal activity of the company during the year was property investment.

Directors

The directors who served during the year were

Mr F Cook
Mr S J Wiseman
Mr J G Radford

Provision of information to auditor

Each of the persons who are directors at the time when this Directors' report is approved has confirmed that

- so far as that director is aware, there is no relevant audit information of which the company's auditor is unaware, and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of any information needed by the company's auditor in connection with preparing its report and to establish that the company's auditor is aware of that information.

Corob Mayfair Properties Limited

Directors' report

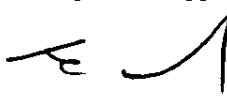
For the year ended 31 December 2012

Auditor

Under section 487(2) of the Companies Act 2006, Grant Thornton UK LLP will be deemed to have been reappointed as auditor 28 days after these financial statements were sent to members or 28 days after the latest date prescribed for filing the accounts with the registrar, whichever is earlier

In preparing this report, the directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006

This report was approved by the board and signed on its behalf



Mr J.G. Radford, FCCA
Secretary

Date 29 August 2013



Independent auditor's report to the members of Corob Mayfair Properties Limited

We have audited the financial statements of Corob Mayfair Properties Limited for the year ended 31 December 2012, which comprise the Profit and loss account, the Statement of total recognised gains and losses, the Balance sheet and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and the Financial Reporting Standard for Smaller Entities (effective April 2008) (United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities).

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. 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 Auditor's 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 and 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 auditor

As explained more fully in the Directors' responsibilities statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's (APB's) Ethical Standards for Auditors.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the Auditing Practices Board's website at www.frc.org.uk/apb/scope/private.cfm.

Opinion on financial statements

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 31 December 2012 and of its result for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities, and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements.



Independent auditor's report to the members of Corob Mayfair Properties Limited

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us, or
- the financial statements are not in agreement with the accounting records and returns, or
- certain disclosures of directors' remuneration specified by law are not made, or
- we have not received all the information and explanations we require for our audit, or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption in preparing the Directors' report

A handwritten signature in black ink that reads "James Moss".

James Moss (Senior statutory auditor)
for and on behalf of
Grant Thornton UK LLP
Chartered Accountants
Statutory Auditor
London

Date

29 August 2013

Corob Mayfair Properties Limited

Profit and loss account

For the year ended 31 December 2012

	Note	2012 £	2011 £
Turnover	1	671,090	692,756
Cost of sales		(272,659)	(119,857)
Gross profit		398,431	572,899
Administrative expenses		(47,823)	(189,620)
Operating profit	2	350,608	383,279
Interest payable and similar charges	4	(370,482)	(371,495)
(Loss)/profit on ordinary activities before taxation		(19,874)	11,784
Tax on (loss)/profit on ordinary activities	5	-	-
(Loss)/profit for the financial year		(19,874)	11,784

The notes on pages 8 to 15 form part of these financial statements

All amounts are in respect of continuing operations

Corob Mayfair Properties Limited

Statement of total recognised gains and losses

For the year ended 31 December 2012

	Note	2012 £	2011 £
(Loss)/profit for the financial year		(19,874)	11,784
Unrealised surplus on revaluation of tangible fixed assets	6	<u>2,057,170</u>	<u>3,564,000</u>
Total recognised gains and losses relating to the year		<u>2,037,296</u>	<u>3,575,784</u>

The notes on pages 8 to 15 form part of these financial statements

Balance sheet

As at 31 December 2012

	Note	£	2012 £	£	2011 £
Fixed assets					
Tangible assets	6		16,492,000		14,407,000
Investments	7		-		10,000
			<u>16,492,000</u>		<u>14,417,000</u>
Current assets					
Debtors	8	126,267		46,925	
Cash at bank		279,335		408,607	
		<u>405,602</u>		<u>455,532</u>	
Creditors , amounts falling due within one year	9	(19,274,846)		(19,287,072)	
Net current liabilities			<u>(18,869,244)</u>		<u>(18,831,540)</u>
Net liabilities			<u>(2,377,244)</u>		<u>(4,414,540)</u>
Capital and reserves					
Called up share capital	12		1,200		1,200
Revaluation reserve	13		7,824,386		5,767,216
Profit and loss account	13		<u>(10,202,830)</u>		<u>(10,182,956)</u>
Shareholders' deficit			<u>(2,377,244)</u>		<u>(4,414,540)</u>

The financial statements have been prepared in accordance with the special provisions relating to companies subject to the small companies regime within Part 15 of the Companies Act 2006 and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008)

The financial statements were approved and authorised for issue by the board and were signed on its behalf on

29 August 2013

J. Wiseman

Mr S J Wiseman
 Director

Notes to the financial statements

For the year ended 31 December 2012

1. Accounting policies

1.1 Basis of preparation of financial statements.

The financial statements have been prepared under the historical cost convention as modified by the revaluation of freehold properties and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008)

1.2 Consolidation

In the opinion of the directors, the company and its subsidiary undertakings comprise a small group. The company has therefore taken advantage of the exemption provided by Section 398 of the Companies Act 2006 not to prepare group accounts.

1.3 Cash flow

The financial statements do not include a Cash flow statement because the company, as a small reporting entity, is exempt from the requirement to prepare such a statement under the Financial Reporting Standard for Smaller Entities (effective April 2008)

1.4 Turnover

Rental income is recognised on a receivable basis over the lesser of the lease period, and the period from lease commencement to the first rent review or break option. Any incentives for lessees to enter into a lease agreement are spread over the same period.

Revenue arising from the sale of properties is recognised on legal completion, and when any conditions present have been fully satisfied.

All property income was derived from property situated in the United Kingdom.

1.5 Investment properties

In accordance with the Financial Reporting Standards for Smaller Entities (effective April 2008), the value of the investment property is to be reviewed periodically and any material surplus or deficit transferred to a revaluation reserve. No depreciation is provided in respect of freehold investment properties. Where a deficit, or its reversal, arising from the revaluation of an investment property is expected to be permanent, it is charged to the profit and loss account. Other revaluations are recognised in the statement of total recognised gains and losses. The directors consider that this accounting policy results in the accounts giving a true and fair view. Depreciation is only one of many factors reflected in a valuation and the amount which might otherwise have been shown cannot be separately identified or quantified.

Notes to the financial statements

For the year ended 31 December 2012

1. Accounting policies (continued)

1.6 Deferred taxation

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more tax, with the following exceptions

Provision is made for tax on gains arising from the revaluation (and similar fair value adjustments) of fixed assets, and gains on disposal of fixed assets that have been rolled over into replacement assets, only to the extent that, at the balance sheet date, there is a binding agreement to dispose of the assets concerned. However, no provision is made where, on the basis of all available evidence at the balance sheet date, it is more likely than not that the taxable gain will be rolled over into replacement assets and charged to tax only where the replacement assets are sold.

Deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date.

1.7 Financial instruments

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the entity after deducting all of its financial liabilities.

Where the contractual obligations of financial instruments (including share capital) are equivalent to a similar debt instrument, those financial instruments are classed as financial liabilities. Financial liabilities are presented as such in the balance sheet. Finance costs and gains or losses relating to financial liabilities are included in the profit and loss account. Finance costs are calculated so as to produce a constant rate of return on the outstanding liability.

Where the contractual terms of share capital do not have any terms meeting the definition of a financial liability then this is classed as an equity instrument. Dividends and distributions relating to equity instruments are debited direct to equity.

1.8 Investments

Investments in subsidiary undertakings are held at cost less provision for impairment.

1.9 Foreign currencies

Monetary assets and liabilities denominated in foreign currencies are translated into sterling at rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate ruling on the date of the transaction. Exchange gains and losses are recognised in the Profit and loss account.

Notes to the financial statements

For the year ended 31 December 2012

1. Accounting policies (continued)

1 10 Going concern

The company has net current liabilities as at 31 December 2012 of £18,869,244 (2011 £18,831,540). Corob Holdings Limited has confirmed its intention to support the company for a period, of at least 12 months from the date of signing these financial statements, should such need arise.

2. Operating (loss)/profit

The operating (loss)/profit is stated after charging

	2012 £	2011 £
Auditors' fees	9,000	9,000
Net movements in provision against amounts due from subsidiary company	8,578	151,412

3. Remuneration

Remuneration in respect of directors was as follows

	2012 £	2011 £
Aggregate emoluments	10,000	10,000

4. Interest payable

	2012 £	2011 £
On loans from related undertakings	370,482	371,495

5. Taxation

	2012 £	2011 £
UK corporation tax charge on profit for the year	-	-

Notes to the financial statements

For the year ended 31 December 2012

6. Tangible fixed assets

	Freehold property £
Cost or valuation	
At 1 January 2012	14,407,000
Additions	27,830
Revaluation surplus	2,057,170
At 31 December 2012	<u>16,492,000</u>
Depreciation	
At 1 January 2012 and 31 December 2012	<u>-</u>
Net book value	
At 31 December 2012	<u>16,492,000</u>
At 31 December 2011	<u>14,407,000</u>

A valuation of the company's freehold property was carried out as at 31 December 2012 by Mr T Shillinglaw, a Member of the Royal Institution of Chartered Surveyors and an employee of Corob Holdings Limited, a related party

This valuation is approved by the directors and is based on open market value

Investment properties are let to tenants under operating lease agreements

If the freehold property had not been included at valuation, they would have been included under the historical cost convention at a cost of £8,639,784 (2011 £8,639,784) less accumulated depreciation of £nil (2011 £nil)

Notes to the financial statements

For the year ended 31 December 2012

7. Fixed asset investments

	Investments in subsidiary companies £
Cost or valuation	
At 1 January 2012 and 31 December 2012	10,000
Impairment	
At 1 January 2012	-
Charge for the year	10,000
At 31 December 2012	10,000
Net book value	
At 31 December 2012	-
At 31 December 2011	10,000

The company owns 100% of the issued ordinary share capital of Corob International Limited, registered in England. A provision of £10,000 has been put against the investment in Corob International Limited in the year, as it is not expected that the value of the investment is recoverable.

Shareholders' deficit

	2012 £	2011 £
Corob International Limited	(9,592,780)	(9,974,459)

Profit/(loss) for the year

	2012 £	2011 £
Corob International Limited	381,678	(225,397)

Under the provision of section 400 of the Companies Act 2006 the company is exempt from preparing consolidated accounts on the basis that it constitutes a small group, and has not done so, therefore the accounts show information about the company as an individual entity.

8. Debtors

	2012 £	2011 £
Other debtors	126,267	46,925

Notes to the financial statements

For the year ended 31 December 2012

8. Debtors (continued)

9. Creditors: amounts falling due within one year

	2012	2011
	£	£
Amounts owed to group undertakings	-	10,000
Amounts owed to related undertakings	18,660,245	18,650,794
Social security and other taxes	22,795	24,750
Other creditors	591,806	601,528
	<u>19,274,846</u>	<u>19,287,072</u>

10. Deferred taxation

Should the company's property be sold at the valuation shown, a liability to corporation tax of £1,575,131 (2011 £1,190,849) would arise. No provision for deferred tax has been recognised as there is no binding agreement for to sell this property at year end.

Notes to the financial statements

For the year ended 31 December 2012

11. Related party transactions

Charterhouse Square Finance Company Limited

The company has received a loan from Charterhouse Square Finance Company Limited. Charterhouse Square Finance Company Limited is a related party by virtue of Corob Holdings Limited's 40% ownership of Corob Mayfair Properties Limited. Interest was payable at a rate equivalent to 1.5% above the National Westminster Bank plc base rate.

Commissions were payable to Charterhouse Square Finance Company Limited for the management and letting of properties held by Corob Mayfair Properties Limited.

The balance due to Charterhouse Square Finance Company Limited, and the interest and management commissions payable during the year, were as follows:

	2012 £	2011 £
Balance due at year end	13,426,761	13,417,310
Interest paid	265,812	266,316
Management commissions payable	64,005	68,761

Corob Holdings Limited

The company has received a loan from an undertaking, Corob Holdings Limited, which holds a participating interest in the company. Interest is payable at a rate equivalent to 1.5% above the National Westminster Bank plc base rate.

The balance due at the beginning and end of the year, and the interest payable during the year, was as follows:

	2012 £	2011 £
Balance due at year end	5,233,484	5,233,484
Interest payable	104,670	105,179

Corob International Limited

The Company has a loan with its subsidiary Corob International Limited. The balance due at the beginning, and end of the year, and the bad debt provision booked on this balance was as follows:

	2012 £	2011 £
Balance due at year end	9,592,708	9,974,459
Bad debt provision	(9,592,708)	(9,974,459)

Notes to the financial statements

For the year ended 31 December 2012

12. Share capital

	2012 £	2011 £
Allotted, called up and fully paid		
1,200 Ordinary shares shares of £1 each	1,200	1,200
Share Capital remains unpaid at the year end (2010 unpaid)		

13. Reserves

	Revaluation reserve £	Profit and loss account £
At 1 January 2012	5,767,216	(10,182,956)
Loss for the year		(19,874)
Surplus on revaluation of freehold property	2,057,170	
At 31 December 2012	7,824,386	(10,202,830)

14. Contingent liabilities

National Westminster Bank plc hold a charge against the company's freehold property in support of a loan facility granted to Corob Holdings Limited. The balance outstanding on the loan at 31 December 2012 was £1,000 (2011 £1,000)

15. Capital commitments

The directors have confirmed that there were no capital commitments at 31 December 2012 or 31 December 2011

16. Post balance sheet events

In August 2013, the company was subject to a restructuring to eliminate intercompany debts relating to monies advanced to Corob International Limited

The balance due from Corob International Limited was released and in consideration part of the balance owed by the company to Corob Holdings Limited was novated to Corob International Limited

Following the restructuring, the immediate parent undertaking is Corob Mayfair Holdings Limited

17. Ultimate parent company

The company has no controlling party