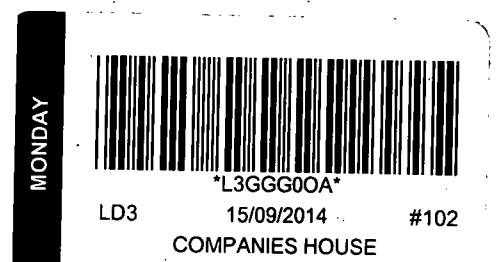


Financial Statements

Corob Mayfair Properties Limited

For the year ended 31 December 2013

Registered number: 05030453



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

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Directors' report

For the year ended 31 December 2013

The directors present their report and the financial statements for the year ended 31 December 2013.

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, FCCA

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.

Disclosure 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 relevant audit information and to establish that the company's auditor is aware of that information.

Directors' report

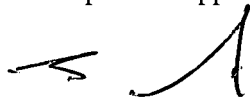
For the year ended 31 December 2013

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
Director

Date: 28 August 2014

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 2013, 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 Financial Reporting Council'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 2013 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

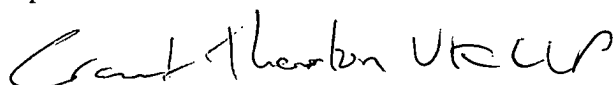
In our opinion the information given in the Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements.

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 from the requirement to prepare a strategic report.



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

Date: 28 August 2014

Profit and loss account

For the year ended 31 December 2013

	Note	2013 £	2012 £
Turnover	1	720,082	671,090
Cost of sales		<u>(148,114)</u>	<u>(272,659)</u>
Gross profit		571,968	398,431
Administrative expenses		(62,145)	(47,823)
Exceptional item	3	10,176,861	-
Total administrative expenses		<u>10,114,716</u>	<u>(47,823)</u>
Operating profit	2	10,686,684	350,608
Interest receivable and similar income		252	-
Interest payable and similar charges	5	<u>(295,386)</u>	<u>(370,482)</u>
Profit/(loss) on ordinary activities before taxation		10,391,550	(19,874)
Tax on profit/(loss) on ordinary activities	6	<u>-</u>	<u>-</u>
Profit/(loss) for the financial year		<u><u>10,391,550</u></u>	<u><u>(19,874)</u></u>

The notes on pages 8 to 14 form part of these financial statements.

All amounts are in respect of continuing operations.

Statement of total recognised gains and losses

For the year ended 31 December 2013

	Note	2013 £	2012 £
Profit/(loss) for the financial year		10,391,550	(19,874)
Unrealised surplus on revaluation of tangible fixed assets	6	<u>4,299,648</u>	<u>2,057,170</u>
Total recognised gains and losses relating to the year		<u>14,691,198</u>	<u>2,037,296</u>

The notes on pages 8 to 14 form part of these financial statements.

Balance sheet

As at 31 December 2013

	Note	£	2013 £	£	2012 £
Fixed assets					
Tangible assets	7		20,794,000		16,492,000
Investments	8		-		-
			<u>20,794,000</u>		<u>16,492,000</u>
Current assets					
Debtors	9	167,831		126,267	
Cash at bank		406,140		279,335	
		<u>573,971</u>		<u>405,602</u>	
Creditors: amounts falling due within one year	10	(9,054,017)		(19,274,846)	
Net current liabilities			<u>(8,480,046)</u>		<u>(18,869,244)</u>
Net assets/(liabilities)			<u>12,313,954</u>		<u>(2,377,244)</u>
Capital and reserves					
Called up share capital	13		1,200		1,200
Revaluation reserve	14		12,124,034		7,824,386
Profit and loss account	14		188,720		(10,202,830)
Shareholders' funds/(deficit)			<u>12,313,954</u>		<u>(2,377,244)</u>

The financial statements have been prepared in accordance with the special provisions applicable to small companies 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 by:



Mr S.J. Wiseman

Director

Date: 28 August 2014

Notes to the financial statements

For the year ended 31 December 2013

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 property and in accordance with the Financial Reporting Standard for Smaller Entities (effective April 2008).

1.2 Going concern

The company has net current liabilities as at 31 December 2013 of £8,480,046 (2012: £18,869,244). The company's immediate parent company, Corob Holdings Limited, has confirmed its intention to continue its support the company for a period of at least 12 months from the date of signing these financial statements and consequently the directors consider it appropriate to adopt the going concern basis in preparing these financial statements.

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 shorter of the lease period, and the period from lease commencement to the first rent review or break option. Any incentives for tenants to enter into a lease agreement are spread over the same period.

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

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

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 2013

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 2013

2. Operating profit

The operating profit is stated after charging:

	2013	2012
	£	£
Auditor's remuneration	9,000	9,000
Net movements in provision against amounts due from subsidiary company (excluding exceptional noted below)	-	8,578

3. Exceptional items

	2013	2012
	£	£
Exceptional item - reversal of provision against amount due from subsidiaries	10,176,861	-

The company was party to a group reorganisation in August 2013 further to which certain intercompany balances with related companies were converted into loan notes and the company became a subsidiary of Corob Mayfair Holdings Limited. The company's interests in the share capital of its subsidiary companies, Corob International Limited and Corob Florida Limited, were transferred to Corob Holdings Limited.

The company's loan note balance of £10,176,861 due from Corob International Limited, which was fully provided for, was settled by Corob International Limited assuming Corob Mayfair Properties Limited's obligation of equivalent value in respect of loan notes issued to Corob Holdings Limited.

4. Directors' remuneration

Remuneration in respect of directors was as follows:

	2013	2012
	£	£
Aggregate remuneration	10,000	10,000

5. Interest payable

	2013	2012
	£	£
On loans from related undertakings	295,386	370,482

Notes to the financial statements

For the year ended 31 December 2013

6. Taxation

	2013	2012
	£	£
UK corporation tax charge on profit for the year	-	-

7. Tangible fixed assets

	Freehold property £
Cost or valuation	
At 1 January 2013	16,492,000
Additions	2,352
Revaluation	4,299,648
At 31 December 2013	20,794,000
Depreciation	
At 1 January 2013 and 31 December 2013	-
Net book value	
At 31 December 2013	20,794,000
At 31 December 2012	16,492,000

A valuation of the company's freehold property was carried out as at 31 December 2013 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, would have been included under the historical cost convention at a cost of £8,642,136 (2012: £8,639,784) less accumulated depreciation of £nil (2012: £nil).

Notes to the financial statements

For the year ended 31 December 2013

8. Fixed asset investments

	Fixed asset investments £
Cost or valuation	
At 1 January 2013	10,000
Disposals	(10,000)
At 31 December 2013	-
Impairment	
At 1 January 2013	10,000
Impairment on disposals	(10,000)
At 31 December 2013	-
Net book value	
At 31 December 2013	-
At 31 December 2012	-

The company's disposal of the investment was part of a group reorganisation in August 2013. Please see note 3 for further details.

9. Debtors

	2013 £	2012 £
Other debtors	167,831	126,267

10. Creditors: amounts falling due within one year

	2013 £	2012 £
Amounts owed to related parties - loan notes	8,424,383	-
Amounts owed to related undertakings	-	18,660,245
Other taxation and social security	36,851	22,795
Other creditors	592,783	591,806
	9,054,017	19,274,846

The company was part of a group reorganisation in August 2013. Please see note 3 for further details.

Notes to the financial statements

For the year ended 31 December 2013

11. Deferred taxation

Should the company's property be sold at the valuation shown, a liability to corporation tax of £2,214,694 (2012: £1,575,131) would arise. No provision for deferred tax has been recognised as there is no binding agreement to sell this property.

12. 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% interest of Corob Mayfair Properties Limited and ownership of Charterhouse Square Finance Company Limited being a fellow subsidiary. 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:

	2013 £	2012 £
Balance due at year end	8,424,384	13,426,761
Interest paid	240,290	265,812
Management commissions payable	135,406	64,005

Corob Holdings Limited

The company has received a loan from a related 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, were as follows:

	2013 £	2012 £
Balance due at year end	-	5,233,484
Interest payable	65,096	104,670

Notes to the financial statements

For the year ended 31 December 2013

Corob International Limited

The company had an amount owing from Corob International Limited, a subsidiary, until August 2013. As part of a group restructuring exercise the loan and the provision placed against it have been released. Differences in the sterling amount relate to foreign exchange variances, as the loan was denominated in US dollars.

	2013 £	2012 £
Balance due at year end	-	9,592,708
Bad debt release /(provision)	-	(9,592,708)
Release of provision	10,176,861	-

13. Share capital

	2013 £	2012 £
Allotted, called up and fully paid		
1,200 Ordinary shares shares of £1 each	1,200	1,200

14. Reserves

	Revaluation reserve £	Profit and loss account £
At 1 January 2013	7,824,386	(10,202,830)
Profit for the financial year		10,391,550
Surplus on revaluation of freehold property	4,299,648	
At 31 December 2013	12,124,034	188,720

15. 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 2013 was £4,301,000 (2012: £1,000)

16. Capital commitments

There were no capital commitments at 31 December 2013 or 31 December 2012.

17. Ultimate parent company

The company has no overall controlling party.