

TRANSCOM PROPERTIES LIMITED
FINANCIAL STATEMENTS
28 FEBRUARY 2010



SLAVEN JEFFCOTE LLP
Chartered Certified Accountants & Statutory Auditor
1 Lumley Street
Mayfair
London
W1K 6TT

TRANSCOM PROPERTIES LIMITED

FINANCIAL STATEMENTS

YEAR ENDED 28 FEBRUARY 2010

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TRANSCOM PROPERTIES LIMITED
OFFICERS AND PROFESSIONAL ADVISERS

The board of directors	Lumley Management Limited J E Marchbanks
Company secretary	JD Secretariat Limited
Registered office	1 Lumley Street Mayfair London W1K 6TT
Auditor	Slaven Jeffcote LLP Chartered Certified Accountants & Statutory Auditor 1 Lumley Street Mayfair London W1K 6TT
Bankers	Barclays Bank Plc PO Box 493 Sir Frank Whittle Road Derby DE1 9UU

TRANSCOM PROPERTIES LIMITED

THE DIRECTORS' REPORT

YEAR ENDED 28 FEBRUARY 2010

The directors have pleasure in presenting their report and the financial statements of the company for the year ended 28 February 2010

PRINCIPAL ACTIVITIES

The principal activity of the company during the period was that of property investment

DIRECTORS

The directors who served the company during the year were as follows

Lumley Management Limited
J E Marchbanks

J E Marchbanks was appointed as a director on 23 November 2009

DIRECTORS' RESPONSIBILITIES

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 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,
- 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.

In so far as the directors are aware

- there is no relevant audit information of which the company's auditor is unaware, and
- the directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

AUDITOR

Slaven Jeffcote LLP are deemed to be re-appointed under section 487(2) of the Companies Act 2006

TRANSCOM PROPERTIES LIMITED

THE DIRECTORS' REPORT *(continued)*

YEAR ENDED 28 FEBRUARY 2010

SMALL COMPANY PROVISIONS

This report has been prepared in accordance with the special provisions for small companies under Part 15 of the Companies Act 2006

Registered office
1 Lumley Street
Mayfair
London
W1K 6TT

Signed by order of the directors



JD SECRETARIAT LIMITED
Company Secretary

Approved by the directors on 17/2/11 .

TRANSCOM PROPERTIES LIMITED
INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF
TRANSCOM PROPERTIES LIMITED
YEAR ENDED 28 FEBRUARY 2010

We have audited the financial statements of Transcom Properties Limited for the year ended 28 February 2010. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITOR

As explained more fully in the Directors' Responsibilities Statement set out on page 2, 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 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

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by directors, and the overall presentation of the financial statements.

TRANSCOM PROPERTIES LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF TRANSCOM PROPERTIES LIMITED *(continued)*

YEAR ENDED 28 FEBRUARY 2010

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 28 February 2010 and of its profit for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006

OPINION ON OTHER MATTERS 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

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

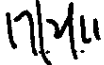
- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us, or
- the financial statements are not in agreement with the accounting records and returns, or
- certain disclosures of directors' remuneration specified by law 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 and the directors' report in accordance with the small companies regime.



N J PALING (Senior Statutory
Auditor)
For and on behalf of
SLAVEN JEFFCOTE LLP
Chartered Certified Accountants
& Statutory Auditor

1 Lumley Street
Mayfair
London

W1K 6TT



TRANSCOM PROPERTIES LIMITED

PROFIT AND LOSS ACCOUNT

YEAR ENDED 28 FEBRUARY 2010

	Note	2010 £	2009 £
TURNOVER		144,099	157,200
Administrative expenses		<u>72,815</u>	<u>112,331</u>
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		71,284	44,869
Tax on profit on ordinary activities	3	<u>20,288</u>	<u>14,026</u>
PROFIT FOR THE FINANCIAL YEAR		<u>50,996</u>	<u>30,843</u>

All of the activities of the company are classed as continuing

The company has no recognised gains or losses other than the results for the year as set out above

The notes on page 6 form part of these financial statements.

TRANSCOM PROPERTIES LIMITED

BALANCE SHEET

28 FEBRUARY 2010

	Note	2010 £	2009 £
FIXED ASSETS			
Tangible assets	4	871,017	889,954
CURRENT ASSETS			
Debtors	5	—	13,100
Cash at bank		47,710	21,864
		47,710	34,964
CREDITORS: Amounts falling due within one year	6	94,579	122,138
NET CURRENT LIABILITIES		(46,869)	(87,174)
TOTAL ASSETS LESS CURRENT LIABILITIES		824,148	802,780
CREDITORS: Amounts falling due after more than one year	7	730,318	759,946
		93,830	42,834
CAPITAL AND RESERVES			
Called-up equity share capital	9	100	100
Profit and loss account	10	93,730	42,734
SHAREHOLDERS' FUNDS	11	93,830	42,834

These financial statements have been prepared in accordance with the special provisions for small companies under Part 15 of the Companies Act 2006

These financial statements were approved by the directors and authorised for issue on 17/2/11, and are signed on their behalf by


J E MARCHBANKS

Company Registration Number: 5049664

The notes on page 7 form part of these financial statements.

TRANSCOM PROPERTIES LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 28 FEBRUARY 2010

1. ACCOUNTING POLICIES

Basis of accounting

The financial statements have been prepared under the historical cost convention, and in accordance with applicable UK accounting standards

The accounts have been prepared on a going concern basis dependant upon the continued support of its creditors

Cash flow statement

The directors have taken advantage of the exemption in Financial Reporting Standard No 1 (Revised 1996) from including a cash flow statement in the financial statements on the grounds that the company is small

Turnover

The turnover shown in the profit and loss account represents amounts invoiced during the year

Fixed assets

All fixed assets are initially recorded at cost

Depreciation

Depreciation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows

Freehold Property - 2% Straight line basis

TRANSCOM PROPERTIES LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 28 FEBRUARY 2010

1. ACCOUNTING POLICIES *(continued)*

Financial instruments

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as either financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

2. OPERATING PROFIT

Operating profit is stated after charging:

	2010 £	2009 £
Directors' remuneration	—	—
Depreciation of owned fixed assets	18,937	18,937
Auditor's fees	<u>1,750</u>	<u>1,750</u>

3. TAXATION ON ORDINARY ACTIVITIES

(a) Analysis of charge in the year

	2010 £	2009 £
Current tax		
UK Corporation tax based on the results for the year at 21% (2009 - 21%)	20,288	14,800
Over/under provision in prior year	<u>—</u>	<u>(774)</u>
Total current tax	<u>20,288</u>	<u>14,026</u>

(b) Factors affecting current tax charge

The tax assessed on the profit on ordinary activities for the year is higher than the standard rate of corporation tax in the UK of 21% (2009 - 21%)

	2010 £	2009 £
Profit on ordinary activities before taxation	<u>71,284</u>	<u>44,869</u>
Profit on ordinary activities by rate of tax	14,970	9,422
Expenses not deductible for tax purposes	1,401	1,401
Adjustments to tax charge in respect of previous periods	(60)	(774)
Depreciation in excess of capital allowances	<u>3,977</u>	<u>3,977</u>
Total current tax (note 3(a))	<u>20,288</u>	<u>14,026</u>

TRANSCOM PROPERTIES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 28 FEBRUARY 2010

4. TANGIBLE FIXED ASSETS

	Freehold Property £
COST	
At 1 March 2009 and 28 February 2010	<u>946,838</u>
DEPRECIATION	
At 1 March 2009	56,884
Charge for the year	<u>18,937</u>
At 28 February 2010	<u>75,821</u>
NET BOOK VALUE	
At 28 February 2010	<u>871,017</u>
At 28 February 2009	<u>889,954</u>

5. DEBTORS

	2010 £	2009 £
Trade debtors	<u>—</u>	<u>13,100</u>

6. CREDITORS: Amounts falling due within one year

	2010 £	2009 £
Bank loans	53,495	57,512
Corporation tax	20,348	14,800
Other creditors	20,736	49,826
	<u>94,579</u>	<u>122,138</u>

The following liabilities disclosed under creditors falling due within one year are secured by the company

	2010 £	2009 £
Bank loans	<u>53,495</u>	<u>57,512</u>

7. CREDITORS: Amounts falling due after more than one year

	2010 £	2009 £
Bank loans and overdrafts	637,264	666,892
Other creditors	93,054	93,054
	<u>730,318</u>	<u>759,946</u>

TRANSCOM PROPERTIES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 28 FEBRUARY 2010

7. CREDITORS: Amounts falling due after more than one year (continued)

The following liabilities disclosed under creditors falling due after more than one year are secured by the company

	2010 £	2009 £
Bank loans and overdrafts	<u>637,264</u>	<u>666,892</u>

8. RELATED PARTY TRANSACTIONS

In the opinion of the directors there is no one controlling party

During the period the company received rental income from the following related parties

	2010 £	2009 £
Ian Norton Lea International Limited	<u>157,200</u>	<u>125,200</u>
	<u>157,200</u>	<u>125,200</u>

The above companies are related through common ownership

9. SHARE CAPITAL

Authorised share capital:

	2010 £	2009 £
1,000 Ordinary shares of £1 each	<u>1,000</u>	<u>1,000</u>

Allotted, called up and fully paid:

	2010 No	£	2009 No	£
100 Ordinary shares of £1 each	<u>100</u>	<u>100</u>	<u>100</u>	<u>100</u>

10. PROFIT AND LOSS ACCOUNT

	2010 £	2009 £
Balance brought forward	42,734	11,891
Profit for the financial year	<u>50,996</u>	<u>30,843</u>
Balance carried forward	<u>93,730</u>	<u>42,734</u>

11. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	2010 £	2009 £
Profit for the financial year	50,996	30,843
Opening shareholders' funds	<u>42,834</u>	<u>11,991</u>
Closing shareholders' funds	<u>93,830</u>	<u>42,834</u>

TRANSCOM PROPERTIES LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 28 FEBRUARY 2010

12. ULTIMATE PARENT COMPANY

The ultimate parent undertaking of the company is Transcom Limited, a company incorporated in the Bahamas

TRANSCOM PROPERTIES LIMITED
MANAGEMENT INFORMATION
YEAR ENDED 28 FEBRUARY 2010

**The following page does not form part of the statutory financial statements
which are the subject of the independent auditor's report on pages 4 to 5**

TRANSCOM PROPERTIES LIMITED**DETAILED PROFIT AND LOSS ACCOUNT****YEAR ENDED 28 FEBRUARY 2010**

	2010	2009
	£	£
TURNOVER	144,099	157,200
OVERHEADS		
Management charges payable	27,859	35,310
Legal and professional fees	3,996	8,086
Accountancy fees	—	263
Auditors remuneration	1,750	1,750
Depreciation	18,937	18,937
Bank charges	439	69
Mortgage interest	19,834	47,916
	<u>72,815</u>	<u>112,331</u>
PROFIT ON ORDINARY ACTIVITIES	<u>71,284</u>	<u>44,869</u>