FINANCIAL STATEMENTS

FOR THE PERIOD ENDED
31st DECEMBER 2007

Company Registration Number 5158670

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31/10/2008 COMPANIES HOUSE

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FINANCIAL STATEMENTS

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OFFICERS AND PROFESSIONAL ADVISERS

The board of directors

I W Leith

M K Redman

R J Henstock

Company secretary

R A Watson

Registered office

5th Floor

42-44 Bishopsgate

London EC2N 4AH

Auditor

Brebners

Chartered Accountants & Registered Auditors The Quadrangle 180 Wardour Street

London W1F 8LB

Bankers

Barclays Bank plc PO Box 15163 50 Pall Mall London SW1Y 5AX

THE DIRECTORS' REPORT

PERIOD FROM 1st NOVEMBER 2006 TO 31st DECEMBER 2007

The directors present their report and the financial statements of the group for the period from 1st November 2006 to 31st December 2007

PRINCIPAL ACTIVITIES AND BUSINESS REVIEW

The company's principal activity is to seek new opportunities for buying and selling property or such other property transactions that appear profitable

RE-REGISTRATION AS A PRIVATE COMPANY

Following the passing of a special resolution by the members and in accordance with Section 53 of Companies Act 1985 the company re-registered as a private company on 11th March 2008. On the same date the company changed its name from Eurocash Group Plc to Eurokey Properties Limited.

RESULTS AND DIVIDENDS

The loss for the period amounted to £137,783 The directors have not recommended a dividend

DIRECTORS

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

I W Leith

M K Redman

R J Henstock

C J Hayton

I W Leith was appointed as a director on 8th November 2007

C J Hayton retired as a director on 30th January 2007

PRINCIPAL RISKS AND UNCERTAINTIES

The company will seek new opportunities for buying and selling property or such other property transactions that appear profitable. The ability to attract support funding and the strength of the UK economy will be major determining factors in the health of this market and these types of properties.

Following the sale of the principal operating subsidiary companies in the previous year, the company's and the group's assets and liabilities are predominantly in sterling and so the company has limited exposure to exchange rate risk

The board monitors credit risk by seeking regular information from the company's principal debtors and will act accordingly

The company's principal receivables carry interest at base rate and spare cash will normally be invested in readily accessible deposits bearing interest linked to base rates

The board monitors cash flow by regular reviews of the availability of cash resources and the timing of anticipated future cash flows and will act accordingly

POLICY ON THE PAYMENT OF CREDITORS

It is the company's policy to settle the terms of payment with suppliers when agreeing the terms of each transaction, and to ensure that those suppliers are made aware of these terms and to comply with such terms agreed

DISCLOSURE OF PAYMENT PRACTICE

In respect of the above policy the calculation of the average payment period is not appropriate to disclose the average payment period in accordance with CA 1985 Sch 7 para 12 as trade creditors relate to the provision of services included in the accounts in administrative expenses

THE DIRECTORS' REPORT (continued)

PERIOD FROM 1st NOVEMBER 2006 TO 31st DECEMBER 2007

DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Annual 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). The financial statements are required by law to give a true and fair view of the state of affairs of the company and the group and of the profit or loss of the group for that period. In preparing these 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 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 group will continue in business

The directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the group and enable them to ensure that the financial statements comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the group 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 group'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

During the year BDO Stoy Hayward LLP resigned as auditors and Brebners were appointed to fill the vacancy

A resolution to re-appoint Brebners as auditor for the ensuing year will be proposed at a general meeting in accordance with section 485 of the Companies Act 2006

Signed on behalf of the directors

MKRedman

Approved by the directors on 31 October 2008

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF EUROKEY PROPERTIES LIMITED (FORMERLY EUROCASH GROUP PLC)

PERIOD FROM 1st NOVEMBER 2006 TO 31st DECEMBER 2007

We have audited the group and parent company financial statements ("the financial statements") of Eurokey Properties Limited (formerly Eurocash Group Pic) for the period from 1st November 2006 to 31st December 2007 which comprise the Group Profit and Loss Account, Group Statement of Total Recognised Gains and Losses, Group Balance Sheet and Company Balance Sheet, Group Cash Flow Cash Flow Statement and the related notes These financial statements have been prepared on the basis of the accounting policies set out therein

This report is made solely to the company's shareholders, as a body, in accordance with Section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's shareholders 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 shareholders as a body, for our audit work, for this report, or for the opinions we have formed

RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITOR

The directors' responsibilities for preparing the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland)

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 whether in our opinion the information given in the Directors' Report is consistent with the financial statements.

In addition we report to you if, in our opinion, 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 other transactions is not disclosed

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it

BASIS OF AUDIT OPINION

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) 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 group's and 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.

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF EUROKEY PROPERTIES LIMITED (FORMERLY EUROCASH GROUP PLC) (continued)

PERIOD FROM 1st NOVEMBER 2006 TO 31st DECEMBER 2007

OPINION

In our opinion

the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the group's and the parent company's affairs as at 31st December 2007 and of the group's loss for the period then ended,

the financial statements have been properly prepared in accordance with the Companies Act 1985, and

the information given in the Directors' Report is consistent with the financial statements

BREBNERS

Chartered Accountants & Registered Auditors

The Quadrangle 180 Wardour Street London W1F 8LB

31/10/2008

GROUP PROFIT AND LOSS ACCOUNT

PERIOD FROM 1st NOVEMBER 2006 TO 31st DECEMBER 2007

		Period from 1 Nov 06 to 31 Dec 07	Year to 31 Oct 06
GROUP TURNOVER	Note 2	£ -	£ 2,171,117
Administrative expenses		139,425	3,579,201
OPERATING LOSS	3	(139,425)	(1,408,084)
Profit/(loss) on sale of subsidiary undertakings		-	582,690
		(139,425)	(825,394)
Interest receivable Interest payable and similar charges	6 7	1,642 -	35,274 (2,927)
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATIO	N	(137,783)	(793,047)
Tax on loss on ordinary activities	8	-	-
LOSS FOR THE FINANCIAL PERIOD	9	(137,783)	(793,047)

All of the activities of the group are classed as continuing

The company has taken advantage of section 230 of the Companies Act 1985 not to publish its own Profit and Loss Account

GROUP STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES

	Period from 1 Nov 06 to 31 Dec 07	Year to 31 Oct 06
	£	£
Loss for the financial period		
attributable to the shareholders	(137,783)	(793,047)
Currency translation differences on foreign currency net		
investments	(10,486)	186,238
Total gains and losses recognised since the last annual report	(148,269)	(606,809)
3	` <u></u> '	

GROUP BALANCE SHEET

31st DECEMBER 2007

		31 Dec	07	31 Oct 0)6
	Note	£	£	£	£
FIXED ASSETS					
Investments	10		50,000		50,000
CURRENT ASSETS					
Debtors	11	405,000		540,000	
Cash at bank		53,117		61,609	
		458,117		601,609	
CREDITORS Amounts falling due					
within one year	12	479,320		129,141	
NET CURRENT (LIABILITIES)/ASSET	s		(21,203)		472,468
TOTAL ASSETS LESS CURRENT LIA	BILITIES		28,797		522,468
CREDITORS Amounts falling due					
after more than one year	13		_		345,402
•			20 707		177,066
			28,797		177,000
CAPITAL AND RESERVES					
Called-up equity share capital	15		162,839		162,839
Profit and loss account	16		(134,042)		14,227
SHAREHOLDERS' FUNDS	18		28,797		177,066

These financial statements were approved by the directors and authorised for issue on 31-10-0%, and are signed on their behalf by

M K Redman Director

BALANCE SHEET

31st DECEMBER 2007

		31 Dec		31 Oct 0	
	Note	£	£	£	£
FIXED ASSETS					
Investments	10		234,593		234,593
CURRENT ASSETS					
Debtors	11	<u></u>		135,000	
Cash at bank	• •	51,660		60,000	
				405.000	
		51,660		195,000	
CREDITORS. Amounts falling due	40	000 750		00 004	
within one year	12	266,750		86,804	
NET CURRENT (LIABILITIES)/ASSET	ΓS		(215,090)		108,196
TOTAL ASSETS LESS CURRENT LIA	ABILITIES		19,503		342,789
CREDITORS Amounts falling due					
after more than one year	13		_		165,723
aiter more than one year	15				
			19,503		177,066
CAPITAL AND RESERVES					
Called-up equity share capital	15		162,839		162,839
Profit and loss account	16		(143,336)		14,227
			40.503		177,066
SHAREHOLDERS' FUNDS			19,503		177,000

These financial statements were approved by the directors and authorised for issue on 31-10-0%, and are signed on their behalf by

M K Redman Director

GROUP CASH FLOW STATEMENT

		1st Nov 06 to Dec 07 £	Year to 3 £	1st Oct 06 £
NET CASH INFLOW FROM OPERATING ACTIVIT	IES	(10,134)		217,893
RETURNS ON INVESTMENTS AND SERVICING OF FINANCE Interest received Interest paid	1,642		35,274 (2,122)	
Interest paid Interest element of HP and finance leases	-		(805)	
NET CASH INFLOW FROM RETURNS ON INVESTMENTS AND SERVICING OF FINANCE		1,642		32,347
TAXATION		-		-
CAPITAL EXPENDITURE Payments to acquire tangible fixed assets			(62,824)	
NET CASH (OUTFLOW) FROM CAPITAL EXPEND	DITURE	-		(62,824)
ACQUISITIONS AND DISPOSALS Proceeds from disposal of subsidiary companies Cash balances of companies sold	•		60,000 (1,470,446)	
NET CASH (OUTFLOW) FROM ACQUISITIONS AND DISPOSALS		<u>·</u>		(1,410,446)
CASH INFLOW/ (OUTFLOW) BEFORE FINANCING	G	(8,492)		(1,223,030)
FINANCING Capital element of hire purchase and finance lease			(2,431)	
NET CASH (OUTFLOW) FROM FINANCING				(2,431)
INCREASE/ (DECREASE) IN CASH		(8,492)		(1,225,461)

GROUP CASH FLOW STATEMENT (continued)

RECONCILIATION OF OPERATING LOSS TO NET CASH INFLOW FROM OPERATING ACTIVITIES Operating profit / (loss) Depreciation Amortisation of goodwill Exchange translation differences (Increase)/decrease in debtors Increase/(decrease) in creditors Net cash inflow from operating activities	Penod from 1 31st D		Year to 3 ⁻	1st Oct 06 £ (1,407,970) 59,593 3,434 186,238 (16,699) 1,393,297 217,893
RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN NET DEBT				
	Period from 1			
	31st D		Year to 31	
	£	£	£	£
Increase/ (Decrease) in cash in the period Cash inflow in respect of HP and finance leases	(8,492) -		(1,225,461) 2,431	
-		(8,492)		(1 222 020)
Reduction in finance leases on sale of subsidiary companie	s	(0,492)		(1,223,030) 1,755
Change in net debt		(8,492)		(1,221,275)
Net debt at 1st November 2006		61,609		1,282,884
Net debt at 31st December 2007		53,117		61,609
ANALYSIS OF CHANGES IN NET DEBT				
	At 1st Nov	Cashflows	Non - Cash Movements	At 31st Dec
	2006 £	£	£	2007 £
Net cash Own cash in hand and at bank	61,609	(8,492)	<u> </u>	53,117
=				
Debt due usthin 1 year				
Debt due within 1 year Debt due after 1 year	-	-	-	•
Hire purchase and finance lease agreements	•	-	•	•
<u> </u>				
=	·			
Net debt	61,609	(8,492)		53,117
		(0,402)		

NOTES TO THE FINANCIAL STATEMENTS

PERIOD FROM 1st NOVEMBER 2006 TO 31st DECEMBER 2007

1 ACCOUNTING POLICIES

Basis of accounting

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

The financial statements incorporate the results for the 14 month period to 31st December 2007. The comparatives shown represent the 12 month period to 31st October 2006.

Basis of consolidation

The consolidated financial statements incorporate the financial statements of the company and all group undertakings. These are adjusted, where appropriate, to conform to group accounting policies. Acquisitions are accounted for under the acquisition method and goodwill on consolidation is capitalised and written off over five years from the year of acquisition. The results of companies acquired or disposed of are included in the group profit and loss account after or up to the date that control passes respectively. As a consolidated group profit and loss account is published, a separate profit and loss account for the parent company is omitted from the group financial statements by virtue of section 230 of the Companies Act 1985.

Turnover

The turnover shown in the profit and loss account represents amounts receivable for services provided during the period, exclusive of Value Added Tax

Goodwill

Positive purchased goodwill arising on acquisitions is capitalised, classified as an asset on the Balance Sheet and amortised over its estimated useful life up to a maximum of 20 years. This length of time is presumed to be the maximum useful life of purchased goodwill because it is difficult to make projections beyond this period. Goodwill is reviewed for impairment at the end of the first full financial year following each acquisition and subsequently as and when necessary if circumstances emerge that indicate that the carrying value may not be recoverable.

Amortisation

Amortisation 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

10 to 20 years

Hire purchase agreements

Assets held under hire purchase agreements are capitalised and disclosed under tangible fixed assets at their fair value. The capital element of the future payments is treated as a liability and the interest is charged to the group profit and loss account on a straight line basis.

Finance lease agreements

Where the company enters into a lease which entails taking substantially all the risks and rewards of ownership of an asset, the lease is treated as a finance lease. The asset is recorded in the balance sheet as a tangible fixed asset and is depreciated in accordance with the above depreciation policies. Future instalments under such leases, net of finance charges, are included within creditors. Rentals payable are apportioned between the finance element, which is charged to the group profit and loss account on a straight line basis, and the capital element which reduces the outstanding obligation for future instalments.

NOTES TO THE FINANCIAL STATEMENTS

PERIOD FROM 1st NOVEMBER 2006 TO 31st DECEMBER 2007

1. ACCOUNTING POLICIES (continued)

Operating lease agreements

Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged against profits on a straight line basis over the period of the lease

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 ansing 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

Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of the transaction. Exchange differences are taken into account in arriving at the operating profit.

2 TURNOVER

The turnover and loss before tax are attributable to the one principal activity of the group

An analysis of turnover is given below

	Period from	
	1 Nov 06 to	Year to
	31 Dec 07	31 Oct 06
	£	£
United Kingdom	-	781,602
Europe	-	1,346,093
Rest of world	•	43,422
		
	•	2,171,117

NOTES TO THE FINANCIAL STATEMENTS

PERIOD FROM 1st NOVEMBER 2006 TO 31st DECEMBER 2007

3. OPERATING LOSS

Operating loss is stated after charging/(crediting)

	Period from 1 Nov 06 to 31 Dec 07 £	Year to 31 Oct 06 £
Amortisation	_	3,670
Depreciation of owned fixed assets	-	55,026
Depreciation of assets held under finance lease agreements Auditor's remuneration	-	4,567
- as auditor	2.500	22,250
- for other services Operating lease costs	_	20,000
Other	-	57,698
Net profit on foreign currency translation	(37,069)	(49,572)

Operating lease costs as shown in the note above are incurred in relation to land and buildings

4 PARTICULARS OF EMPLOYEES

The average number of staff employed by the group during the financial period amounted to

	Period from	
	1 Nov 06 to	Year to
	31 Dec 07	31 Oct 06
	No	No
Management and administration	<u></u>	23
Sales and client management	_	16
Processing and retrievals	_	27
Consulting	<u>-</u>	9
		
	_	75
		
The aggregate payroll costs of the above were	e	
	Period from	
	1 Nov 06 to	Year to
	31 Dec 07	31 Oct 06
	£	£
Wages and salanes	16,450	1,664,852
Social security costs	-	190,322
	16,450	1,855,174

NOTES TO THE FINANCIAL STATEMENTS

5.	DIRECTORS' EMOLUMENTS		<u> </u>
	The directors' aggregate emoluments in respect of qual	lifying services were	
		Period from 1 Nov 06 to 31 Dec 07	Year to 31 Oct 06 £
	Emoluments receivable	16,450	322,787
	Emoluments of highest paid director:		
		Period from 1 Nov 06 to 31 Dec 07 £	Year to 31 Oct 06 £
	Total emoluments (excluding pension contributions)	<u></u>	138,691
6.	INTEREST RECEIVABLE		
		Period from 1 Nov 06 to 31 Dec 07	Year to 31 Oct 06
	Bank interest receivable	£ 1,642	£ 3 <u>5,274</u>
7.	INTEREST PAYABLE AND SIMILAR CHARGES		
		Period from 1 Nov 06 to 31 Dec 07	Year to 31 Oct 06 £
	Interest on bank loans and overdrafts Interest on other loans Interest on HP and finance lease interest	~ _ - -	412 1,710 805
			2,927

NOTES TO THE FINANCIAL STATEMENTS

PERIOD FROM 1st NOVEMBER 2006 TO 31st DECEMBER 2007

8 TAXATION ON ORDINARY ACTIVITIES

Factors affecting current tax charge

The tax assessed on the loss on ordinary activities for the period is higher than the standard rate of corporation tax in the UK of 19 74% (2006 - 30%)

	Period from 1 Nov 06 to 31 Dec 07 £	Year to 31 Oct 06 £
Loss on ordinary activities before taxation	(137,783)	(793,047)
Loss on ordinary activities multiplied by the standard	j	
rate of corporation tax	(27,198)	(237,881)
Expenses not deductible for tax purposes	22,953	(383,901)
Capital allowances in excess of depreciation	-	(14,778)
Goodwill amortisation	-	439,075
Utilisation of losses	-	(187,098)
Chargeable gain	-	44,700
Losses carned forward	4,245	339,883
Total current tax	-	-

Factors that may affect future tax charges

As at 31st December 2007 the group and company had losses available to carry forward of £47,055 (2006 £25,341)

9. LOSS ATTRIBUTABLE TO THE MEMBERS

The loss of the Company for the period was £(157,563) (2006 - £(2,045,715))

10. INVESTMENTS

Group	Unquoted shares
COST	£
At 1st November 2006 and 31st December 2007	50,000
NET BOOK VALUE At 31st December 2007	50,000
At 31st October 2006	50,000

NOTES TO THE FINANCIAL STATEMENTS

PERIOD FROM 1st NOVEMBER 2006 TO 31st DECEMBER 2007

Company			ι	Shares in subsidiary indertakings £
COST At 1st November 2006 and 31st December	2007			234,593
NET BOOK VALUE At 31st December 2007				234,593
At 31st October 2006				234,593
The company holds more than 20% of the I	ssued share capit	al of the cor	npanies listed b	elow
		Propo	ortion	
	Share Hold			of business
Eurocash Inc	Ordinary Share \$0		100% Hold	ding company
The subsidiary undertaking is registered accounts	ın Delaware, Us	SA and is	ncluded in the	consolidated
DEBTORS				
	Group		Comp	any
	31 Dec 07 £	31 Oct 06 £	31 Dec 07 £	31 Oct 06 £
Other debtors	405,000	540,000		135,000
CREDITORS. Amounts falling due within	one year			
	Group		Comp	any
	31 Dec 07	31 Oct 06	31 Dec 07	31 Oct 06
Trade creditors	£ 2,474	£	£ 2,474	£
Amounts owed to group undertakings	_, · ·	_	45,000	45,000
Other creditors	474,346	129,141	216,776	41,804
Accruals and deferred income	2,500		2,500	
	479,320	129,141	266,750	86,804
CREDITORS: Amounts falling due after more than one year				
	Group		Comp	anv
	31 Dec 07	31 Oct 06	31 Dec 07	31 Oct 06
Otto and a second second	£	£	£	£
Other creditors		345,402		165,723

11.

12.

13

NOTES TO THE FINANCIAL STATEMENTS

PERIOD FROM 1st NOVEMBER 2006 TO 31st DECEMBER 2007

14. RELATED PARTY TRANSACTIONS

Control

Control vests with the parent undertaking as shown in note 19 to the accounts. No entity is in a position of ultimate control.

Related Party Transactions

Amounts due to and from group undertakings at 31st December 2007 are aggregated as permitted by FRS 8 and shown separately in debtors and creditors

In accordance with FRS 8, the company has taken exemption not to disclose transactions in the year between group undertakings where 90% or more of the voting rights are controlled within the group and the consolidated financial statements in which Eurokey Properties Limited is included are publicly available

Included within other debtors is an amount of £405,000 (2006 £405,000) owed by Eurocash Holdings Limited, a company in which M K Redman, a director, has a beneficial interest

Included with trade creditors is an amount of £2,474 (2006 £nil) owed to Londonwall Securities Limited, for the services of R J Henstock, a director Total fees charged during the year amounted to £16,450 (2006 £nil)

Included within other creditors is an amount of £459,528 (2006 £459,148) owed to Eurocash Corporation Limited, which is 90% owned by Eurocash Holdings Limited

During the year fees of £nil (2006 £128,333) and £nil (2006 £8,250) were charged by Focus Management Services Limited, a company in which M K Redman, a director, has a material interest, for the services of M K Redman and the use of a motor vehicle, respectively

15. SHARE CAPITAL

Authorised share capital:

	31 Dec 07	31 Oct 06
50,000,000 Ordinary shares of £0 01 each	£ 500,000	£ 500,000

Allotted, called up and fully paid:

	31 Dec 07		31 Oct 06	
Ordinary shares of £0 01 each	No	£	No	£
	1 <u>6,</u> 283,946	162,839	1 <u>6,283,946</u>	162,839

(606,809)

783,875

177,066

(148, 269)

177,066

28,797

EUROKEY PROPERTIES LIMITED (FORMERLY EUROCASH GROUP PLC)

NOTES TO THE FINANCIAL STATEMENTS

PERIOD FROM 1st NOVEMBER 2006 TO 31st DECEMBER 2007

16	RESERVES		
	Group		Profit and loss account £
	Balance brought forward Loss for the period Exchange differences		14,227 (137,783) (10,486)
	Balance carried forward		(134,042)
	Company		Profit and loss account £
	Balance brought forward Loss for the period		14,227 (157,563)
	Balance carried forward		(143,336)
17.	MERGER RESERVE		
	Group		
		2007 £	2006 £
	Balance brought forward Transfer to profit and loss reserve	-	2,939,828 (2,939,828)
	Balance carned forward		
	Company		
		2007 £	2006 £
	Balance brought forward Transfer to profit and loss reserve	<u>-</u>	2,059,972 (2,059,972)
	Balance carned forward		
	The merger reserve arose on the acquisition of Eurocash Inc in 2004. In 2006 the principal operating companies of the Eurocash Inc. group were disposed of, therefore the merger reserve was treated as realised and transferred to the profit and loss account.		
18	RECONCILIATION OF MOVEMENTS IN SHAF	REHOLDERS' FUNDS	
		31 Dec 07 £	31 Oct 06 £
	Loss for the financial period Transfer from merger reserve	(137,783)	(793,047) 2,939,828
	Exchange differences Other	(10,486) 	186,238 (2,939,828)

Net reduction to shareholders' funds

Opening shareholders' funds

Closing shareholders' funds

NOTES TO THE FINANCIAL STATEMENTS

PERIOD FROM 1st NOVEMBER 2006 TO 31st DECEMBER 2007

19. POST BALANCE SHEET EVENT

On 8th January 2008 Viatrade Pic made an offer for the entire share capital of the company on the basis of one share in Viatrade Pic for every twenty eight shares in the company

On 9th January 2008 Viatrade Pic had received irrevocable agreements to acquire in excess of 90% of the shares of the company. From this date the directors consider Viatrade Pic to be the immediate and ultimate parent undertaking.

EUROKEY PROPERTIES LIMITED

RESOLUTIONS

that the company's financial statements for the period ended 31st **RESOLVED**

> December 2007 be and are hereby approved and that the balance sheet at that date be signed on behalf of the board by

Mr MK Redman

that the directors' report for the period ended 31st December **RESOLVED**

2007 be and is hereby approved and that it be signed on behalf

of the board by Mr M K Redman

RESOLVED that the letter of representation addressed to the company's

auditors, Brebners, referring to the financial statements for the period ended 31st December 2007 be and is hereby approved,

and that it be signed on behalf of the board by Mr. M.K. Redman

Dated this 3111 day of October 2008

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RJ Henstock

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