

COMPANY REGISTRATION NUMBER 5234274

CHANCERYGATE (COWLEY) LIMITED
FINANCIAL STATEMENTS
31 MARCH 2005



CHANCERYGATE (COWLEY) LIMITED

FINANCIAL STATEMENTS

PERIOD FROM 17 SEPTEMBER 2004 TO 31 MARCH 2005

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CHANCERYGATE (COWLEY) LIMITED

OFFICERS AND PROFESSIONAL ADVISERS

The board of directors

NG McNair Scott
PM Brown
JC Inwood
JS Pitman
PAT Jenkins
AW Johnson

Company secretary

Helical Registrars Limited

Registered office

11-15 Farm Street
London
W1J 5RS

Auditors

Grant Thornton UK LLP
Chartered Accountants
& Registered Auditors
Grant Thornton House
Melton Street
Euston Square
London
NW1 2EP

CHANCERYGATE (COWLEY) LIMITED

THE DIRECTORS' REPORT

PERIOD FROM 17 SEPTEMBER 2004 TO 31 MARCH 2005

The directors present their report and the financial statements of the company for the period from 17 September 2004 to 31 March 2005.

Principal activities and business review

The principal activity of the company during the period was investing in commercial properties.

The directors consider the future activity of the company to be comparable to the current period.

Incorporation

The company was incorporated on 17 September 2004 and commenced trading on 20 September 2004.

Results and dividends

The trading results for the period, and the company's financial position at the end of the period are shown in the attached financial statements.

The directors have not recommended a dividend.

Directors

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

NG McNair Scott	(Appointed 21 September 2004)
PM Brown	(Appointed 20 September 2004)
JC Inwood	(Appointed 20 September 2004)
JS Pitman	(Appointed 20 September 2004)
PAT Jenkins	(Appointed 20 September 2004)
AW Johnson	(Appointed 20 September 2004)

No director had, during or at the end of the period, any interest in the shares of the company.

The beneficial and other interests of the directors in the ordinary shares of the ultimate parent undertaking, Helical Bar plc, are shown in that company's financial statements except for:

	2005
JC Inwood	4,343
JS Pitman	12,768

No director had, during or at the end of the period, any material interest in a contract which was significant in relation to the company's business.

CHANCERYGATE (COWLEY) LIMITED

THE DIRECTORS' REPORT *(continued)*

PERIOD FROM 17 SEPTEMBER 2004 TO 31 MARCH 2005

Issue of Shares

1 share at £1.00 was issued on incorporation of the company.

Directors' responsibilities

Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company at the end of the period and of the profit or loss for the period then ended. In preparing those financial statements, the directors are required to:

select suitable accounting policies, as described on pages 8 to 9, and then apply them consistently;

make judgements and estimates that are reasonable and prudent;

state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements; and

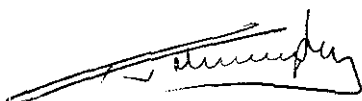
prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

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

Auditors

Grant Thornton were appointed as auditors during the period to fill a casual vacancy in accordance with section 388(1) of the Companies Act 1985.

By order of the Board



HELICAL REGISTRARS LIMITED
Company Secretary

Approved by the directors on 24 November 2005

**REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF
CHANCERYGATE (COWLEY) LIMITED**

We have audited the financial statements of Chancerygate (Cowley) Limited for the period from 17 September 2004 to 31 March 2005 which comprise the principal accounting policies, the profit and loss account, the balance sheet and notes 1 to 15. These financial statements have been prepared under the accounting policies set out therein.

This report is made solely to the company's members, 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 members those matters we are required to state to them in an auditors' 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 auditors

The directors' responsibilities for preparing the directors' report and the financial statements in accordance with United Kingdom law and accounting standards 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 United Kingdom auditing standards.

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 if, in our opinion, the director's report is not consistent with the financial statements, if 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 transactions with the company is not disclosed.

We read other information contained in the directors' report and consider whether it is consistent with the audited financial statements. We consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements. Our responsibilities do not extend to any other information.

Basis of opinion

We conducted our audit in accordance with United Kingdom auditing standards 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 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.

**REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF
CHANCERYGATE (COWLEY) LIMITED**

Opinion

In our opinion the financial statements give a true and fair view of the state of the company's affairs as at 31 March 2005 and of its loss for the period then ended, and have been properly prepared in accordance with the Companies Act 1985.

Grant Thornton UK LLP

Grant Thornton UK LLP
REGISTERED AUDITORS
CHARTERED ACCOUNTANTS

LONDON

24 November 2005

CHANCERYGATE (COWLEY) LIMITED

PROFIT AND LOSS ACCOUNT

PERIOD FROM 17 SEPTEMBER 2004 TO 31 MARCH 2005

	Note	Period from 17 Sep 04 to 31 Mar 05 £
Turnover	2	—
Cost of sales		(12,414)
Gross loss		<u>(12,414)</u>
Administrative expenses	3	—
Operating loss		<u>(12,414)</u>
Interest payable and similar charges	4	(40,187)
Loss on ordinary activities before taxation		<u>(52,601)</u>
Tax on loss on ordinary activities	5	—
Loss for the financial period	13	<u><u>(52,601)</u></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 period as set out above.

The notes on pages 8 to 11 form part of these financial statements.

CHANCERYGATE (COWLEY) LIMITED

BALANCE SHEET

31 MARCH 2005

	Note	31 Mar 05 £
Current assets		
Stocks	6	3,455,800
Cash at bank		5,912
		<u>3,461,712</u>
Creditors: Amounts falling due within one year	7	<u>889,312</u>
Net current assets		<u>2,572,400</u>
Total assets less current liabilities		<u>2,572,400</u>
Creditors: Amounts falling due after more than one year	8	<u>2,625,000</u>
		<u>(52,600)</u>
Capital and reserves		
Called-up equity share capital	12	1
Profit and loss account	13	(52,601)
Deficiency	14	<u>(52,600)</u>

These financial statements were approved by the directors on the 24 November 2005 and are signed on their behalf by:



NG McNAIR SCOTT

Director

The notes on pages 8 to 11 form part of these financial statements.

CHANCERYGATE (COWLEY) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

PERIOD FROM 17 SEPTEMBER 2004 TO 31 MARCH 2005

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 principal accounting policies of the company are set out below.

Cash flow statement

The directors have taken advantage of the exemption in Financial Reporting Standard No 1 (revised) from including a cash flow statement in the financial statements on the grounds that the company is wholly owned and its parent publishes a consolidated cash flow statement.

Investment properties

Completed investment properties are included in the balance sheet at current market value. Any surplus arising is credited to the revaluation reserve, and deficits are netted off against the remaining balance on the reserve. In accordance with the Statement of Standard Accounting Practice No. 19, investment properties are not depreciated but are valued by an external valuer at least every three years. In years when an external valuation is not commissioned, a valuation is undertaken by a suitably qualified member of staff.

This policy represents a departure from statutory accounting principles, which require depreciation to be provided on all fixed assets. The directors consider that this policy is necessary in order that the financial statements may give a true and fair view because current values and changes in current values are of prime importance rather than the calculation of systematic annual depreciation. Depreciation is only one of many factors reflected in the annual valuation and its effect cannot be quantified.

Stocks

Stocks are stated at the lower of cost and net realisable value. Long-term contract balances included in stock are stated at cost, after provision has been made for any foreseeable losses and the deduction of applicable payments on account.

CHANCERYGATE (COWLEY) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

PERIOD FROM 17 SEPTEMBER 2004 TO 31 MARCH 2005

1. Accounting policies *(continued)*

Deferred taxation

In accordance with FRS19 the Company makes full provision for timing differences which are primarily in respect of capital allowances on plant and machinery and industrial buildings allowances.

Deferred tax assets and liabilities provided for under FRS19 are discounted to reflect the time value of money between the balance sheet date and the dates that it is estimated that the underlying timing differences will reverse. Following the sale of a property, any deferred tax provisions not required will be released to the profit and loss account.

Deferred tax assets are recognised only when recovery of those assets is reasonably certain. No deferred tax liability is recognised in respect of the revaluation surplus on investment properties in accordance with FRS19.

2. Turnover

There was no trading activity during the period.

3. Administrative expenses

No staff other than directors were employed during the period. The directors received no emoluments for the period.

Auditors remuneration is borne by the ultimate parent undertaking.

4. Interest payable and similar charges

	Period from 17 Sep 04 to 31 Mar 05 £
Interest payable on bank borrowing	21,099
Other similar charges	19,088
	<u>40,187</u>

5. Tax on loss on ordinary activities

There is no tax charge in the current period due to there being no taxable profit.

CHANCERYGATE (COWLEY) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

PERIOD FROM 17 SEPTEMBER 2004 TO 31 MARCH 2005

6. Stocks

	31 Mar 05
	£
Stock	<u>3,455,800</u>

Properties are secured against bank borrowings of group undertakings.

7. Creditors: Amounts falling due within one year

	31 Mar 05
	£
Amounts owed to group undertakings	698,236
Other creditors	169,977
Accruals and deferred income	<u>21,099</u>
	<u>889,312</u>

The amounts owed to group undertakings are interest free with no formal terms for repayment. These amounts are repayable on demand.

8. Creditors: Amounts falling due after more than one year

	31 Mar 05
	£
Bank loan	<u>2,625,000</u>

9. Contingencies

The company had no contingent liabilities at 31 March 2005.

10. Capital commitments

The company had no capital commitments at 31 March 2005.

11. Related party transactions

The company is a wholly owned subsidiary of Helical Bar plc, it is exempt from the requirement of Financial Reporting Standard 8 to disclose transactions with other members of the Helical Bar plc group.

No transactions with related parties were undertaken such as are required to be disclosed under Financial Reporting Standard 8.

CHANCERYGATE (COWLEY) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

PERIOD FROM 17 SEPTEMBER 2004 TO 31 MARCH 2005

12. Share capital

Authorised share capital:

	31 Mar 05
	£
100 Ordinary shares of £1 each	<u>100</u>

Allotted, called up and fully paid:

	No	£
Ordinary share of £1 each	<u>1</u>	<u>1</u>

13. Reserves

	Profit and loss account
	£
Loss for the period	<u>(52,601)</u>
Balance carried forward	<u>(52,601)</u>

14. Reconciliation of movements in shareholders' funds

	31 Mar 05
	£
Loss for the period	(52,601)
New equity share capital subscribed	<u>1</u>
Net reduction to funds	(52,600)
Closing shareholders' equity deficit	<u>(52,600)</u>

15. Ultimate parent company

The ultimate parent undertaking and controlling related party of this company is Helical Bar plc, which is registered in England and Wales. The largest and smallest group of undertakings for which group accounts have been drawn up is that headed by Helical Bar plc.

The company is a subsidiary of Helical Bar plc and has been included in the consolidated accounts of that company. Copies of the parent undertaking's accounts can be obtained from the registered office at 11-15 Farm Street, London W1J 5RS.