

Registration number 5358018

**Grainger Equity Release Limited**  
**Directors' report and financial statements**  
**for the year ended 30 September 2006**

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## **Grainger Equity Release Limited**

### **Company information**

Directors	Andrew R Cunningham Rupert J Dickinson Peter Q P Couch Marie L Glanville
Secretary	Marie Glanville
Company number	5358018
Registered office	Citygate St James' Boulevard Newcastle Upon Tyne NE1 4JE
Independent auditors	PricewaterhouseCoopers LLP 89 Sandyford Road Newcastle Upon Tyne NE1 8HW
Business address	Citygate St James' Boulevard Newcastle Upon Tyne NE1 4JE
Bankers	Barclays Bank Plc Barclays House 71 Grey Street Newcastle Upon Tyne NE99 1JP
Solicitors	Dickinson Dees St Ann's Wharf 112 Quayside Newcastle Upon Tyne NE99 1SB

# **Grainger Equity Release Limited**

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**Grainger Equity Release Limited**  
**Directors' report**  
**for the year ended 30 September 2006**

The directors present their report and the audited financial statements for the year ended 30 September 2006

**Principal activity and review of the business**

The principal activity of the company is as an investor in companies whose principal activity is property investment

The directors anticipate that the company will continue to invest in property investment companies for the foreseeable future

**Results and dividends**

The results for the year are set out on page 5

The directors do not recommend payment of a final dividend (2005 £nil) Grainger plc has confirmed to the directors of the company that it will provide such financial support as shall enable the company to continue as a going concern for at least 12 months from the signing of these accounts

**Auditors and disclosure of information to auditors**

So far as each director is aware, there is no relevant audit information of which the company's auditors are unaware. Each director has taken all steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and establish that the company's auditors are aware of that information

**Directors and their interests**

The directors who served during the year are as stated below

Andrew R Cunningham

Rupert J Dickinson

Peter Q P Couch

Geoffrey J Davis

Resigned 02/11/2006

Marie L Glanville

The directors have no beneficial interest in the share capital of the company

The beneficial interests of the following directors in the shares of the ultimate holding company, Grainger plc (formerly Grainger Trust plc), are shown in the annual report of Grainger Trust plc

Andrew R Cunningham

Rupert J Dickinson

The beneficial interests of Peter Q P Couch in the shares of the ultimate holding company, Grainger plc (formerly Grainger trust plc), are shown in the annual report of Bridgewater Property Holdings Limited

The beneficial interests of the other directors in the shares of the ultimate holding company, Grainger plc (formerly Grainger Trust plc), are shown in the annual report of Northumberland and Durham Property Trust Limited

## **Grainger Equity Release Limited**

### **Directors' report for the year ended 30 September 2006**

#### **Statement of 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 the affairs of the company and of the profit or loss of the company for that year. In preparing these the directors are required to

- select suitable accounting policies and 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,
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business

The directors confirm that they have complied with the above requirements in preparing the financial statements

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. 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

#### **Independent auditors**

In accordance with Section 385 of the Companies Act 1985, a resolution proposing that PricewaterhouseCoopers LLP be reappointed as auditors of the company will be put to the Annual General Meeting

This report was approved by the Board on 14 May 2007 and signed on its behalf by

**Marie Glanville**  
**Secretary**

A handwritten signature in black ink, appearing to read 'M Glanville', with a large loop at the bottom.

## **Grainger Equity Release Limited**

### **Independent auditors' report to the members of Grainger Equity Release Limited**

We have audited the financial statements of Grainger Equity Release Limited for the year ended 30 September 2006 which comprise the profit and loss account, the balance sheet and the related notes. These financial statements have been prepared under the accounting policies set out therein.

#### **Respective responsibilities of directors and auditors**

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). This report, including the opinion, has been prepared for and only for the company's members as a body in accordance with Section 235 of the Companies Act 1985 and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

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 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.

## **Grainger Equity Release Limited**

### **Independent auditors' report to the members of Grainger Equity Release Limited**

#### **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 company's affairs as at 30 September 2006 and of its loss for the year 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

A handwritten signature in black ink, appearing to read 'PricewaterhouseCoopers' followed by a stylized 'UP' or similar initials.

**PricewaterhouseCoopers LLP**  
**Chartered Accountants & Registered Auditors**  
**Newcastle Upon Tyne**  
**14 May 2007**

# Grainger Equity Release Limited

## Profit and loss account for the year ended 30 September 2006

		Year ended 30/09/06 £	Period ended 30/09/05 £
Administrative expenses		(1,076,935)	(16,872)
<b>Loss on ordinary activities before taxation</b>	<b>2</b>	(1,076,935)	(16,872)
Tax on loss on ordinary activities	<b>3</b>	323,081	-
<b>Loss on ordinary activities after taxation</b>		(753,854)	(16,872)
<b>Loss for the year</b>		(753,854)	(16,872)
Accumulated loss brought forward		(16,872)	-
<b>Accumulated loss carried forward</b>		<u>(770,726)</u>	<u>(16,872)</u>

All amounts relate to continuing operations

There are no recognised gains or losses other than the loss for the above two financial periods and therefore no separate statement of total recognised gains and losses has been presented

There is no difference between the loss on ordinary activities before taxation and the loss for the financial periods stated above, and their historical cost equivalents

The notes on pages 7 to 12 form an integral part of these financial statements.

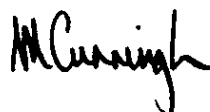


# Grainger Equity Release Limited

## Balance sheet as at 30 September 2006

		30/09/06		30/09/05	
	Notes	£	£	£	£
<b>Fixed assets</b>					
Investments	4		4		4
<b>Current assets</b>					
Debtors	5	-		1,076,935	
		-		1,076,935	
<b>Creditors: amounts falling due within one year</b>	6	(770,729)		(1,093,810)	
<b>Net current liabilities</b>			(770,729)		(16,875)
<b>Net liabilities</b>			(770,725)		(16,871)
<b>Capital and reserves</b>					
Called up equity share capital	7		1		1
Profit and loss account			(770,726)		(16,872)
<b>Equity shareholders' deficit</b>	8		(770,725)		(16,871)

The financial statements were approved by the Board on 14 May 2007 and signed on its behalf by



**Andrew R Cunningham**  
**Director**

The notes on pages 7 to 12 form an integral part of these financial statements.

## **Grainger Equity Release Limited**

### **Notes to the financial statements for the year ended 30 September 2006**

#### **1. Statement of accounting policies**

The financial statements have been prepared in accordance with applicable Accounting Standards in the United Kingdom. A summary of the more important accounting policies, which have been applied consistently, is set out below.

##### **1.1. Accounting convention and going concern basis**

These financial statements are prepared on the going concern basis under the historical cost convention, and in accordance with the Companies Act 1985 and applicable accounting standards in the United Kingdom which have been applied consistently throughout the year.

Grainger plc has confirmed to the directors of the company that it will provide such financial support as shall enable the company to continue as a going concern for at least 12 months from the signing of these accounts.

The company has consistently applied all relevant accounting standards.

##### **1.2. Cash flow statement**

The company is a wholly owned subsidiary of Grainger plc and the cash flows of the company are included in the consolidated cash flow statement of Grainger plc. Consequently, the company is exempt under the terms of Financial Reporting Standard No 1 (Revised 1996) from preparing a cash flow statement.

##### **1.3. Investments**

Fixed asset investments are stated at cost less provision for diminution in value.

##### **1.4. 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.

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.

## **Grainger Equity Release Limited**

### **Notes to the financial statements for the year ended 30 September 2006**

#### **1.5. Group accounts**

The financial statements contain information about Grainger Equity Release Limited as an individual company and do not contain consolidated financial information as the parent of a group. The company is exempt under section 228 of the Companies Act 1985 from the requirement to prepare consolidated financial statements as it and its subsidiary undertakings are included by full consolidation in the consolidated financial statements of the ultimate parent company, Grainger plc, a company registered in England and Wales.

#### **2. Loss on ordinary activities before taxation**

	<b>2006</b>	<b>2005</b>
	<b>£</b>	<b>£</b>
Loss on ordinary activities before taxation is stated after charging		
Auditors' remuneration	<u>400</u>	<u>400</u>

There are no persons holding service contracts with the company. None of the directors received any remuneration from the company during the year.

# Grainger Equity Release Limited

## Notes to the financial statements for the year ended 30 September 2006

### 3. Tax on loss on ordinary activities

Analysis of credit in period	2006 £	2005 £
<b>Current tax</b>		
UK corporation tax	(323,081)	-
Total current tax credit	<u>(323,081)</u>	<u>-</u>

#### Factors affecting tax credit for the period

There is no difference between the tax assessed for the year and the standard rate of corporation tax in the UK (30 per cent)

	2006 £	2005 £
Loss on ordinary activities before taxation	<u>(1,076,935)</u>	<u>(16,872)</u>
Loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 30% (30 September 2005 30%)	(323,081)	(5,062)
<b>Effects of:</b>		
Expenses not deductible for tax purposes	-	5,062
Current tax credit for the period	<u>(323,081)</u>	<u>-</u>

There is no unprovided deferred tax liability or unrecognised deferred tax asset in these financial statements

#### Factors that may affect future tax charges

There are no factors that are expected to significantly affect the taxation charge in future years

# Grainger Equity Release Limited

## Notes to the financial statements for the year ended 30 September 2006

### 4. Fixed asset investments

	£
<b>Cost</b>	
At 1 October 2005	
At 30 September 2006	4
<b>Net book values</b>	
At 30 September 2006	4
At 30 September 2005	4

Fixed asset investments represent shares in subsidiary undertakings, see note 4.1

### 4.1. Principal interests of the company

All companies are incorporated in England & Wales unless otherwise indicated

Company	Nature of business	Proportion of ordinary shares held
<b>Subsidiary undertaking</b>		
Grainger Homesafe (No 1) Limited	Dormant	100%
Grainger Homesafe (No 2) Limited	Dormant	100%
Grainger Equity Release Investment Properties Limited	Property Investment	100%
Grainger Equity Release Management Limited	Property Management	100%

5. Debtors	30/09/06 £	30/09/05 £
Other debtors	-	1,076,935
	<u>          </u>	<u>          </u>
<b>6. Creditors: amounts falling due within one year</b>	<b>30/09/06 £</b>	<b>30/09/05 £</b>
Amounts owed to group undertakings	770,729	1,093,810
	<u>          </u>	<u>          </u>

# Grainger Equity Release Limited

## Notes to the financial statements for the year ended 30 September 2006

<b>7. Called up equity share capital</b>	<b>30/09/06</b>	<b>30/09/05</b>
	<b>£</b>	<b>£</b>
<b>Authorised</b>		
100 Ordinary shares of 100p each	<u>100</u>	<u>100</u>
<b>Allotted, called up and fully paid</b>		
1 Ordinary share of 100p each	<u>1</u>	<u>1</u>
<b>8. Reconciliation of movements in equity shareholders' deficit</b>	<b>30/09/06</b>	<b>30/09/05</b>
	<b>£</b>	<b>£</b>
Loss for the period	(753,854)	(16,872)
Net proceeds of equity share issue	<u>-</u>	<u>1</u>
Net increase in shareholders' deficit	(753,854)	(16,871)
Opening equity shareholders' deficit	<u>(16,871)</u>	<u>-</u>
Closing equity shareholders' deficit	<u>(770,725)</u>	<u>(16,871)</u>

### 9. Related party disclosures

The company has taken advantage of the exemption available under Financial Reporting Standard No 8 and has not disclosed transactions with companies that are part of the Grainger plc group

### 10. Ultimate parent undertaking

The directors regard Grainger plc, a company registered in England and Wales, as the ultimate parent undertaking and the ultimate controlling party, being the parent undertaking of the smallest and largest group to consolidate these financial statements. Copies of the parent's consolidated financial statements may be obtained from The Secretary, Grainger plc, Citygate, St James' Boulevard, Newcastle upon Tyne, NE1 4JE

Grainger plc has confirmed to the directors of the company that it will provide such financial support as shall enable the company to continue as a going concern for at least 12 months from the signing of these accounts

**Grainger Equity Release Limited**

**Notes to the financial statements  
for the year ended 30 September 2006**

**11. Controlling interest**

Northumberland and Durham Property Trust Limited is the immediate controlling party and parent company by virtue of its 100% shareholding in the company. Copies of the parent's financial statements may be obtained from Companies House.