

WESTFERRY CIRCUS PROPERTIES (B2) LIMITED
Registered Number: 5438008

DIRECTORS' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2009



WESTFERRY CIRCUS PROPERTIES (B2) LIMITED

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WESTFERRY CIRCUS PROPERTIES (B2) LIMITED

THE DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2009

The directors present their report with the audited financial statements for the year ended 31 December 2009. This report has been prepared in accordance with the special provisions relating to small companies under section 415A of the Companies Act 2006.

BUSINESS REVIEW AND PRINCIPAL ACTIVITIES

The company is a wholly owned subsidiary of Canary Wharf Group plc and its ultimate parent undertaking is Songbird Estates plc.

The principal activity of the company is property investment.

On 30 September 2009, the company's parent undertaking agreed to settle the company's intra-group indebtedness. As a result the company has recorded a capital contribution of £339,037, which has been taken directly to reserves.

The balance sheet shows the company's financial position at the year end and indicates that net assets were £1 (2008 liabilities of £339,036).

There have been no significant events since the balance sheet date.

DIVIDENDS AND RESERVES

The company did not record any profits or losses during the year or the prior year and no dividends have been paid or proposed.

GOING CONCERN

The company's business activities, together with the factors likely to affect its future development, performance and position, are set out in this Directors' Report. The finances of the company and its liquidity position and borrowings are, where appropriate, also described in this report.

The company is in a net asset position at the year end. In addition, as a member of the Canary Wharf Group, the company has access to considerable resources.

Having made the requisite enquiries, the directors have a reasonable expectation that the company will have adequate resources to continue its operations for the foreseeable future. Accordingly they continue to adopt the going concern basis in preparing the financial statements.

DIRECTORS

The directors of the company throughout the year ended 31 December 2009 were

A P Anderson II

G Iacobescu

R J J Lyons

The company provides an indemnity to all directors (to the extent permitted by law) in respect of liabilities incurred as a result of their office. The company also has in place liability insurance covering the directors and officers of the company. Both the indemnity and insurance were in force during the year ended 31 December 2009 and at the time of the approval of this Directors' Report. Neither the indemnity nor the insurance provide cover in the event that the director is proven to have acted dishonestly or fraudulently.

WESTFERRY CIRCUS PROPERTIES (B2) LIMITED

THE DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2009

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

Each director holding office at the date of this report has taken all the steps that he ought to have taken as a director in order to make himself aware of relevant audit information and to establish that the company's auditors are aware of that information. As far as the directors are aware, there is no relevant audit information of which the company's auditors are unaware.

This confirmation is given and should be interpreted in accordance with the provisions of Section 418(2) of the Companies Act 2006.

BY ORDER OF THE BOARD



J R Garwood

Company Secretary

12 August 2010

Registered office
30th Floor
One Canada Square
Canary Wharf
London
E14 5AB

Registered Number 5438008

WESTFERRY CIRCUS PROPERTIES (B2) LIMITED

STATEMENT OF THE DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE FINANCIAL STATEMENTS

The directors are responsible for preparing the 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 judgements and estimates that are reasonable and prudent,
- state whether applicable accounting standards have been followed, 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 that 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.

WESTFERRY CIRCUS PROPERTIES (B2) LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF WESTFERRY CIRCUS PROPERTIES (B2) LIMITED

We have audited the financial statements of Westferry Circus Properties (B2) Limited for the year ended 31 December 2009 which comprise the Balance Sheet and the related Notes 1 to 8. 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).

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 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 members, as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

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 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 the directors, and the overall presentation of the financial statements.

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 2009 and of its result 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.

WESTFERRY CIRCUS PROPERTIES (B2) LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF WESTFERRY CIRCUS PROPERTIES (B2) 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 take advantage of the small companies exemption in preparing the directors' report



Richard Muschamp (Senior Statutory Auditor)
for and on behalf of Deloitte LLP
Chartered Accountants and Statutory Auditors
London, UK

12 August 2010

WESTFERRY CIRCUS PROPERTIES (B2) LIMITED

BALANCE SHEET AS AT 31 DECEMBER 2009

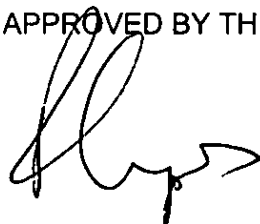
	Note	31 December 2009 £	31 December 2008 £
CURRENT ASSETS			
Debtors	3	1	1
CREDITORS: Amounts falling due within one year	4	–	(339,037)
NET CURRENT ASSETS/(LIABILITIES)		1	(339,036)
TOTAL ASSETS LESS CURRENT LIABILITIES		1	(339,036)
NET ASSETS/(LIABILITIES)		1	(339,036)
CAPITAL AND RESERVES			
Called-up share capital	5	1	1
Capital reserve	6	339,037	–
Profit and loss account	6	(339,037)	(339,037)
SHAREHOLDERS' FUNDS/(DEFICIT)	7	1	(339,036)

The company recorded neither a profit nor a loss during the year ended 31 December 2009 or the year ended 31 December 2008 and hence no profit and loss account is presented

There were no other recognised gains or losses for the year ended 31 December 2009 or the year ended 31 December 2008 and hence no statement of total recognised gains and losses is presented

The Notes on pages 7 to 9 form an integral part of these financial statements

APPROVED BY THE BOARD ON 12 AUGUST 2010 AND SIGNED ON ITS BEHALF BY



R J J LYONS
DIRECTOR

WESTFERRY CIRCUS PROPERTIES (B2) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2009

1. PRINCIPAL ACCOUNTING POLICIES

A summary of the principal accounting policies of the company, all of which have been applied consistently throughout the year and the preceding year, is set out below

Accounting convention

The financial statements have been prepared under the historical cost convention and in accordance with applicable United Kingdom accounting standards. The financial statements have been prepared on the going concern basis as described in the Directors' Report.

In accordance with the provisions of FRS 1 (Revised) the company is exempt from the requirements to prepare a cash flow statement, as it is a wholly-owned subsidiary of Canary Wharf Group plc, which has prepared a consolidated cash flow statement.

Trade and other debtors

Debtors are recognised initially at fair value. A provision for impairment is established where there is objective evidence that the company will not be able to collect all amounts due according to the original terms of the debtor concerned.

2. PROFIT AND LOSS ACCOUNT

None of the directors received any emoluments in respect of their services to the company during the year or the prior year.

No staff were employed by the company during the year or the prior year.

Auditors' remuneration of £500 (2008: £500) for the audit of the company has been borne by another group undertaking.

3. DEBTORS

	31 December 2009 £	31 December 2008 £
Amount owed by parent undertaking	<u>1</u>	<u>1</u>

WESTFERRY CIRCUS PROPERTIES (B2) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2009

4. CREDITORS: Amounts falling due within one year

	31 December 2009 £	31 December 2008 £
Amount owed to parent undertaking	–	3,086
Amount owed to fellow subsidiary undertaking	–	335,951
	<u>–</u>	<u>339,037</u>

On 30 September 2009, the company's parent undertaking agreed to settle the company's intra-group indebtedness. As a result the company has recorded a capital contribution of £339,037, which has been taken directly to reserves.

5. CALLED-UP SHARE CAPITAL

Authorised share capital:

	31 December 2009 £	31 December 2008 £
20,000,000 Ordinary shares of £1 each	<u>20,000,000</u>	<u>20,000,000</u>

Allotted, called up and fully paid:

	31 December 2009 £	31 December 2008 £
1 Ordinary share of £1	<u>1</u>	<u>1</u>

6. RESERVES

	Capital reserve	Profit and loss account	Total
	£	£	£
At 1 January 2009	–	(339,037)	(339,037)
Waiver of intra-group creditor	339,037	–	339,037
At 31 December 2009	<u>339,037</u>	<u>(339,037)</u>	<u>–</u>

7. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS/(DEFICIT)

	31 December 2009 £	31 December 2008 £
Opening shareholders' deficit	(339,036)	(339,036)
Waiver of intra-group creditor	339,037	–
Closing shareholders' funds/(deficit)	<u>1</u>	<u>(339,036)</u>

WESTFERRY CIRCUS PROPERTIES (B2) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2009

8 ULTIMATE PARENT UNDERTAKING AND RELATED PARTY TRANSACTIONS

The company's immediate parent undertaking is Canary Wharf Management (B1/B2) Limited

As at 31 December 2009, the smallest group of which the company is a member and for which group financial statements are drawn up is the consolidated financial statements of Canary Wharf Group plc. The largest group of which the company is a member for which group financial statements are drawn up is the consolidated financial statements of Songbird Estates plc, the ultimate parent undertaking and controlling party. Copies of the financial statements of both companies may be obtained from the Company Secretary, One Canada Square, Canary Wharf, London E14 5AB.

The directors have taken advantage of the exemption in paragraph 3(c) of FRS 8 allowing the company not to disclose related party transactions with respect to other group companies.