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COMPANY REGISTRATION NUMBER 90676

**MANTILLA LIMITED**  
**FINANCIAL STATEMENTS**  
**31 DECEMBER 2012**

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21/03/2014

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COMPANIES HOUSE

**COHEN ARNOLD**  
Chartered Accountants & Registered Auditor  
New Burlington House  
1075 Finchley Road  
LONDON  
NW11 0PU

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**MANTILLA LIMITED**  
**FINANCIAL STATEMENTS**  
**YEAR ENDED 31 DECEMBER 2012**

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**MANTILLA LIMITED**  
**OFFICERS AND PROFESSIONAL ADVISERS**

**THE BOARD OF DIRECTORS**

Ms C Woon  
Mr K Z Sheikh  
Mr D E Rico

**COMPANY SECRETARY**

Volaw Secretaries Limited

**REGISTERED OFFICE**

5th floor  
37 Esplanade  
St Helier  
Jersey  
JE1 2TR

**AUDITOR**

Cohen Arnold  
New Burlington House  
1075 Finchley Road  
London  
NW11 0PU

**MANTILLA LIMITED**  
**THE DIRECTORS' REPORT**  
**YEAR ENDED 31 DECEMBER 2012**

The Directors present their report and the financial statements of the Company for the year ended 31 December 2012

**PRINCIPAL ACTIVITIES**

The principal activities of the Company during the period were property management, letting of rental apartments and the operation of a health club and brasserie

**RESULTS AND DIVIDENDS**

The loss for the year amounted to £107,357 (2011 £913,500) The Directors have not recommended a dividend (2011 £Nil)

**PRINCIPAL RISKS AND UNCERTAINTIES**

It is the Company's policy that no trading in financial instruments shall be undertaken The Company is exposed to risks associated with the hotel and serviced apartments industry and detail of its mitigation approaches are as follows

**Industry risk**

Global economic downturn and changes in travel patterns and/or increases in terrorist activities may adversely affect sustained levels of occupancy and room rates as well as income from affiliated facilities provided

Although management continually seeks to identify risks at the earliest opportunity many of these risks are beyond the control of the Company

**Information technology risk**

The Company is reliant on certain technologies and systems in the operation of its business To minimise this risk the Company invests in appropriate IT systems to obtain as much operational reliability as possible

**Market value risk**

The value of the Company's leasehold improvements are determined by market forces outside of the Company's control, such as shifting yields, market rents and inflation

**FUTURE DEVELOPMENTS**

The Directors will continue to actively manage the letting of rental apartments and the Company's other operations with the aim of maximising rental income and long term capital appreciation

**DIRECTORS**

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

Mr K Z Sheikh  
Ms C Woon  
Mr D E Rico

The Directors have no interest in the Company

**MANTILLA LIMITED**  
**THE DIRECTORS' REPORT** *(continued)*  
**YEAR ENDED 31 DECEMBER 2012**

**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). The financial statements are required by law to give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for the year. 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,
- 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 (Jersey) Law 1991. 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.

**DISCLOSURE OF INFORMATION TO THE AUDITORS**


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**

Cohen Arnold has been appointed as auditor and has indicated their willingness to continue in office.

Signed on behalf of the directors

  
**Ms C Woon**  
Director

Approved by the directors on 7 February 2014

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF  
MANTILLA LIMITED**

**YEAR ENDED 31 DECEMBER 2012**

We have audited the financial statements of Mantilla Limited for the year ended 31 December 2012 which comprise the Profit and Loss Account, Balance Sheet, Cash Flow Statement and related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards.

This report is made solely to the Company's members, as a body, in accordance with Article 113A of the Companies (Jersey) Law 1991. 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 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 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 Statement of Directors' Responsibilities set out on page 2, the directors are responsible for the preparation of financial statements which give a true and fair view. Our responsibility is to audit, and express an opinion on, 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 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. In addition, we read all the financial and non-financial information in the Directors' Report to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

**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 2012 and of its loss for the year then ended,
- have been properly prepared in accordance with UK Accounting Standards
- have been properly prepared in accordance with the requirements of the Companies (Jersey) Law 1991

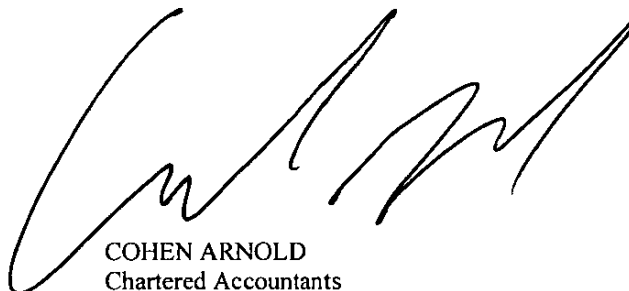
**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF  
MANTILLA LIMITED *(continued)***

**YEAR ENDED 31 DECEMBER 2012**

**Matters on which we are required to report by exception**

We have nothing to report in respect of the following matters where the Companies (Jersey) Law 1991 requires us to report to you if, in our opinion

- adequate accounting records have not been kept by the Company, or
- returns adequate for our audit have not been received from branches not visited by us, or
- the Company financial statements are not in agreement with the accounting records and returns, or
- we have not received all the information and explanations we require for our audit



COHEN ARNOLD  
Chartered Accountants  
& Registered Auditor

New Burlington House  
1075 Finchley Road  
LONDON  
NW11 0PU

10<sup>th</sup> February 2014

**MANTILLA LIMITED**  
**PROFIT AND LOSS ACCOUNT**  
**YEAR ENDED 31 DECEMBER 2012**

	Note	2012 £	2011 £
<b>TURNOVER</b>	<b>3</b>	<b>12,792,901</b>	<b>11,434,232</b>
Cost of Sales		<u>11,897,969</u>	<u>11,421,519</u>
<b>GROSS PROFIT</b>		<b>894,932</b>	<b>12,713</b>
Administrative Expenses		<u>1,002,289</u>	<u>926,213</u>
<b>LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION</b>	<b>4</b>	<b>(107,357)</b>	<b>(913,500)</b>
Tax on Loss on Ordinary Activities	<b>6</b>	<u>—</u>	<u>—</u>
<b>LOSS FOR THE FINANCIAL YEAR</b>		<b><u>(107,357)</u></b>	<b><u>(913,500)</u></b>

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 pages 9 to 16 form part of these financial statements



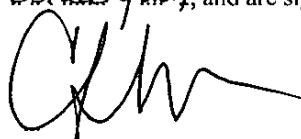
**MANTILLA LIMITED**

**BALANCE SHEET**

**31 DECEMBER 2012**

	Note	2012 £	2011 £
<b>FIXED ASSETS</b>			
Tangible Assets	7	<u>10,537,813</u>	<u>10,546,256</u>
<b>CURRENT ASSETS</b>			
Stocks	8	12,399	11,860
Debtors	9	83,756,695	5,546,340
Cash at Bank and in Hand		<u>2,147,908</u>	<u>2,989,359</u>
		<b>85,917,002</b>	<b>8,547,559</b>
<b>CREDITORS: Amounts falling due within one year</b>	10	<u>2,542,526</u>	<u>3,176,434</u>
<b>NET CURRENT ASSETS</b>		<b>83,374,476</b>	<b>5,371,125</b>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<b>93,912,289</b>	<b>15,917,381</b>
<b>CREDITORS: Amounts falling due after more than one year</b>	11	<u>92,490,501</u>	<u>14,388,236</u>
		<b>1,421,788</b>	<b>1,529,145</b>
<b>CAPITAL AND RESERVES</b>			
Share Capital	14	30,000,110	30,000,110
Profit and Loss Account	15	<u>(28,578,322)</u>	<u>(28,470,965)</u>
<b>SHAREHOLDERS' FUNDS</b>	16	<b>1,421,788</b>	<b>1,529,145</b>

These financial statements were approved by the directors and authorised for issue on ~~7 February 2014~~ and are signed on their behalf by



**MS CWOON**

Company Registration Number 90676

The notes on pages 9 to 16 form part of these financial statements

**MANTILLA LIMITED**  
**CASH FLOW STATEMENT**  
**YEAR ENDED 31 DECEMBER 2012**

	Note	2012 £	2011 £
<b>NET CASH (OUTFLOW)/INFLOW FROM OPERATING ACTIVITIES</b>	<b>17</b>	<b>(990,729)</b>	<b>323,719</b>
<b>CAPITAL EXPENDITURE AND FINANCIAL INVESTMENT</b>	<b>17</b>	<b>(311,225)</b>	<b>(1,192,054)</b>
<b>CASH OUTFLOW BEFORE FINANCING</b>		<b>(1,301,954)</b>	<b>(868,335)</b>
<b>FINANCING</b>	<b>17</b>	<b>460,503</b>	<b>597,497</b>
<b>DECREASE IN CASH</b>	<b>17</b>	<b>(841,451)</b>	<b>(270,838)</b>

The notes on pages 9 to 16 form part of these financial statements

## 1. ACCOUNTING POLICIES

**MANTILLA LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**YEAR ENDED 31 DECEMBER 2012**

**1. ACCOUNTING POLICIES** *(continued)*

**Stocks**

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items

**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

**Financial instruments**

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as 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

**Taxation**

The Company is liable to United Kingdom corporation tax by virtue of its permanent establishment in the UK

Under Article 123 of the Income Tax (Jersey) Law 1961, as amended, the Company is considered resident on the island of Jersey and consequently is taxable in Jersey. Profits are subject to tax at a rate of nil%

**2. COUNTRY OF INCORPORATION**

Mantilla Limited is incorporated in the island of Jersey

**3. TURNOVER**

The turnover and loss before tax are attributable to the one principal activity of the company. An analysis of turnover is given below

	2012	2011
	£	£
United Kingdom	<u>12,792,901</u>	<u>11,434,232</u>

Included in the turnover detailed above is £122,400 (2011: £122,400) received as a management fee from Westbrook Dolphin Square Residential 1 Ltd through Westbrook Dolphin Square Residential 612 Ltd inclusive. All the above mentioned companies are fellow affiliated undertakings

**MANTILLA LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**YEAR ENDED 31 DECEMBER 2012**

**4. OPERATING LOSS**

Operating loss is stated after charging

	2012	2011
	£	£
Depreciation of owned fixed assets	319,668	401,330
Auditor's remuneration		
- as auditor	8,400	9,000
Operating lease costs		
-Land & Buildings	6,408,799	6,408,799
- Other	<u>94,804</u>	<u>26,543</u>

**5. PARTICULARS OF EMPLOYEES**

The aggregate payroll costs of the above were

	2012	2011
	£	£
Wages and salaries	3,171,812	2,815,949
Social security costs	299,990	278,621
Other pension costs	60,026	53,042
	<u>3,531,828</u>	<u>3,147,611</u>

The average number of staff employed by the company during the financial year amounted to

	2012	2011
	No	No
Number of administrative staff	6	8
Number of rental apartment and health club staff	91	72
Number of maintenance staff	38	37
	<u>135</u>	<u>117</u>

Payroll costs in relation to 44 (2011 37) members of staff amounting to £1,232,187 (2011 £1,132,069), detailed above, are recoverable via service charge reallocation and are not ultimately borne by the Company

**6. TAX**

**Analysis of charge in the year**

	2012	2011
	£	£
Current tax		
UK Corporation Tax based on the results for the year	-	-
Tax on loss on ordinary activities	<u>-</u>	<u>-</u>

The Company has tax losses carried forward. Deferred tax assets of £4,085,816 (2011 £4,458,581) have not been recognised because it is not probable that taxable income will be available to utilise these losses in the foreseeable future.

Under Article 123 of the Income Tax (Jersey) Law 1961, as amended, the Company is considered resident on the island of Jersey and consequently is taxable in Jersey. Profits are subject to tax at a rate of nil%.

**MANTILLA LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**YEAR ENDED 31 DECEMBER 2012**

**6 TAX (continued)**

**Factors affecting current tax charge**

	Year to 31 Dec 11 £	Year to 31 Dec 11 £
Loss on ordinary activities before taxation	(107,357)	(913,500)
Explained by		
Loss on ordinary activities at the rate of 24.5% (2011: 26.5%)	(26,302)	(242,078)
Expenditure not deductible for tax purposes	78,319	106,352
Unrelieved tax losses carried forward	(41,293)	147,488
Annual Investment Allowance claimed in the year	(10,724)	(11,762)
Total current tax	-	-

**7. TANGIBLE FIXED ASSETS**

	Leasehold Improvements £	Equipment £	Total £
<b>COST</b>			
At 1 January 2012	9,342,265	4,748,995	14,091,260
Additions	236,544	74,681	311,225
<b>At 31 December 2012</b>	<b>9,578,809</b>	<b>4,823,676</b>	<b>14,402,485</b>
<b>DEPRECIATION</b>			
At 1 January 2012	-	3,545,004	3,545,004
Charge for the year	-	319,668	319,668
<b>At 31 December 2012</b>	<b>-</b>	<b>3,864,672</b>	<b>3,864,672</b>
<b>NET BOOK VALUE</b>			
<b>At 31 December 2012</b>	<b>9,578,809</b>	<b>959,004</b>	<b>10,537,813</b>
At 31 December 2011	9,342,265	1,203,991	10,546,256

The leasehold investment property was valued internally by the directors as at 31 December 2012. During the year the Directors received two professional valuations in respect of the entire Dolphin Square Portfolio, one from Knight Frank LLP (£317.5 million) and the other from CBRE Limited (£350 million).

The Company and its fellow affiliated undertakings own a long term (greater than 20 years) leasehold interest in the Dolphin Square Portfolio. The Directors valued the leasehold property on the basis of market value in accordance with the Practice Statements in the Appraisal and Valuation Manual of The Royal Institution of Chartered Surveyors (RICS).

The Directors' valuation of the entire Dolphin Square Portfolio amounted to £324 million. The Directors believe that the carrying value of the Leasehold Improvements held by Mantilla Limited represents their 'in use' value and should remain in the books at cost.

**MANTILLA LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**YEAR ENDED 31 DECEMBER 2012**

**8. STOCKS**

	<b>2012</b>	<b>2011</b>
	<b>£</b>	<b>£</b>
Stock	<u><b>12,399</b></u>	<u><b>11,860</b></u>

**9. DEBTORS**

	<b>2012</b>	<b>2011</b>
	<b>£</b>	<b>£</b>
Trade debtors	<b>647,839</b>	348,327
Amounts owed by affiliated undertakings	<b>75,041,597</b>	38,839
WB Dolphin Square L L C	<b>7,575,370</b>	4,933,608
Other debtors	<b>4,265</b>	2,179
Prepayments and accrued income	<b>487,624</b>	223,387
	<u><b>83,756,695</b></u>	<u><b>5,546,340</b></u>

Amounts owed by affiliated undertakings relate to monies due from Tannenberg Limited and 612 Companies, being Westbrook Dolphin Square Residential 1 Limited through to Westbrook Dolphin Square Residential 612 Limited inclusive Tannenberg Limited and all 612 companies are fellow affiliated undertakings The amounts due from Tannenberg Ltd (£41,597) are interest free and repayable on 16 April 2017

The amounts due from 612 Companies, being Westbrook Dolphin Square Residential 1 Limited through to Westbrook Dolphin Square Residential 612 Limited inclusive (£75 million) are subject to interest of 8% per annum and are repayable on 17 December 2017

The debtors above include the following amounts falling due after more than one year

	<b>2012</b>	<b>2011</b>
	<b>£</b>	<b>£</b>
Amounts owed by affiliated undertakings	<b>75,041,597</b>	38,839
WB Dolphin Square L L C	<b>7,575,370</b>	4,933,608
	<u><b>82,616,967</b></u>	<u><b>4,972,447</b></u>

**10. CREDITORS. Amounts falling due within one year**

	<b>2012</b>	<b>2011</b>
	<b>£</b>	<b>£</b>
Trade creditors	<b>477,424</b>	1,232,848
Other taxation and social security	<b>237,543</b>	160,255
Other creditors	<b>1,543,943</b>	1,491,640
Accruals and deferred income	<b>283,616</b>	291,691
	<u><b>2,542,526</b></u>	<u><b>3,176,434</b></u>

Bank balances totalling £1,390,594 (2011 £1,507,378) held in the name of the Company are subject to trust in favour of creditors included above

**MANTILLA LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**YEAR ENDED 31 DECEMBER 2012**

**11 CREDITORS: Amounts falling due after more than one year**

	2012 £	2011 £
Amounts owed to affiliated undertakings	17,490,501	14,388,236
Unsecured subordinated loan notes	75,000,000	—
	<u>92,490,501</u>	<u>14,388,236</u>

Amounts owed to affiliated undertakings represent monies due to Westbrook Dolphin Square Residential 1 Ltd through Westbrook Dolphin Square Residential 612 Ltd inclusive. These balances are interest free and repayable on 16th April 2017.

On 17 December 2012 the Company issued 7,500 £1,000 interest bearing unsecured subordinated loan notes and up to £500,000,000 unsecured PIK (payment in kind) notes. These notes were fully subscribed for by WB Dolphin Square L L C. After the balance sheet date the loan notes in issue were listed on the Cayman Island Stock Exchange.

**12 COMMITMENTS UNDER OPERATING LEASES**

At 31 December 2012 the company had aggregate annual commitments under non-cancellable operating leases as set out below:

<b>Land &amp; Buildings</b>	2012	2011
Operating leases which expire	£	£
Within one year	408,799	408,799
After more than 5 years	6,000,000	6,000,000
Total annual commitments at 31 December	<u>6,408,799</u>	<u>6,408,799</u>

**13. RELATED PARTY TRANSACTIONS**

£6,000,000 (2011: £6,000,000) per annum rent is payable to Westbrook Dolphin Square Residential 1 Ltd through Westbrook Dolphin Square Residential 612 Ltd inclusive and £408,799 (2011: £408,799) per annum rent is payable to Westbrook Dolphin Square Limited, all the companies mentioned being fellow affiliated undertakings. The company is currently in negotiations concerning the rent reviews provided for by the leases. The Directors are of the opinion that the outcome of the rent reviews will not have a material impact on the current rent being charged.

On 17 December 2012 the Company and its affiliated undertakings secured a term loan facility of £230 million with Wells Fargo Bank N A (London Branch). £13.9 million (facility B) remains undrawn. The facility is for a five year term (maturing on 17 December 2017) with two 1 year extension rights. The interest rate is LIBOR plus a 3.4% margin. An interest rate cap has been procured fixing the interest cost for the term of the loan at 2.0%. The company has provided a joint and several guarantee together with affiliated undertakings in respect of overall bank borrowings.



**MANTILLA LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**YEAR ENDED 31 DECEMBER 2012**

**14 SHARE CAPITAL**

**Allotted, called up and fully paid:**

	<b>2012</b>		<b>2011</b>	
	<b>No</b>	<b>£</b>	<b>No</b>	<b>£</b>
100 Ordinary voting shares of £0.10 each	100	10	100	10
300,001,000 Ordinary non-voting shares of £0.10 each	300,001,000	30,000,100	300,001,000	30,000,100
	<u>300,001,100</u>	<u>30,000,110</u>	<u>300,001,100</u>	<u>30,000,110</u>

**15. PROFIT AND LOSS ACCOUNT**

	<b>2012</b>	<b>2011</b>
	<b>£</b>	<b>£</b>
Balance brought forward	(28,470,965)	(27,557,465)
Loss for the financial year	(107,357)	(913,500)
Balance carried forward	<u>(28,578,322)</u>	<u>(28,470,965)</u>

**16. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS**

	<b>2012</b>	<b>2011</b>
	<b>£</b>	<b>£</b>
Loss for the financial year	(107,357)	(913,500)
Opening shareholders' funds	1,529,145	2,442,645
Closing shareholders' funds	<u>1,421,788</u>	<u>1,529,145</u>

**17. NOTES TO THE CASH FLOW STATEMENT**

**RECONCILIATION OF OPERATING LOSS TO NET CASH OUTFLOW FROM OPERATING ACTIVITIES**

	<b>2012</b>	<b>2011</b>
	<b>£</b>	<b>£</b>
Operating Loss	(107,357)	(913,500)
Depreciation	319,668	401,330
Increase in Stocks	(539)	(834)
(Increase)/Decrease in Debtors	(322,018)	186,325
(Decrease)/Increase in Creditors	(880,483)	650,398
Net cash (outflow)/inflow from operating activities	<u>(990,729)</u>	<u>323,719</u>

**CAPITAL EXPENDITURE**

	<b>2012</b>	<b>2011</b>
	<b>£</b>	<b>£</b>
Payments to Acquire Tangible Fixed Assets	(311,225)	(1,192,054)
Net cash outflow from capital expenditure	<u>(311,225)</u>	<u>(1,192,054)</u>

**MANTILLA LIMITED**  
**NOTES TO THE FINANCIAL STATEMENTS**  
**YEAR ENDED 31 DECEMBER 2012**

**17. NOTES TO THE CASH FLOW STATEMENT** *(continued)*

**FINANCING**

	2012 £	2011 £
Repayment of Long-Term Amounts Owed to Affiliated Undertakings	3,102,265	5,039,982
New Long term loan to affiliated undertakings	(75,000,000)	–
Unsecured subordinated loan notes	75,000,000	–
Movement on WB Dolphin Square L L C loan	(2,641,762)	(4,442,485)
Net cash inflow from financing	<u>460,503</u>	<u>597,497</u>

**RECONCILIATION OF NET CASH FLOW TO MOVEMENT IN NET DEBT**

	2012 £	2011 £
Decrease in Cash in the Period	(841,451)	(270,838)
Net Cash Inflow from Long-Term Amounts Owed to affiliated Undertakings	(3,102,265)	(5,039,982)
Net Cash Outflow from Other Long-Term Creditors	<u>2,641,762</u>	<u>4,442,485</u>
	<u>(460,503)</u>	<u>(597,497)</u>
Change in Net Debt	(1,301,954)	(868,335)
Net debt at 1 January	(6,465,269)	(5,596,934)
Net debt at 31 December	<u>(7,767,223)</u>	<u>(6,465,269)</u>

**ANALYSIS OF CHANGES IN NET DEBT**

	At 1 Jan 2012 £	Cash flows £	At 31 Dec 2012 £
Net Cash			
Cash in Hand and at Bank	<u>2,989,359</u>	(841,451)	<u>2,147,908</u>
Debt			
Long-Term Amounts Owed to affiliated Undertakings	(14,388,236)	(3,102,265)	(17,490,501)
Unsecured subordinated loan notes	–	(75,000,000)	(75,000,000)
WB Dolphin Square L L C loan	4,933,608	2,641,762	7,575,370
Long term loan to affiliated undertakings	–	75,000,000	75,000,000
	<u>(9,454,628)</u>	<u>(460,503)</u>	<u>(9,915,131)</u>
Net debt	<u>(6,465,269)</u>	<u>(1,301,954)</u>	<u>(7,767,223)</u>

**19. OWNERSHIP AND CONTROL**

Dolphin Square Holdings Limited, a company incorporated in Jersey, owns 50% of the voting shares in issue WB Dolphin Square L L C, a company incorporated in Delaware, USA, owns the remaining 50% of the voting shares, as well as 100% of the non-voting ordinary shares in issue