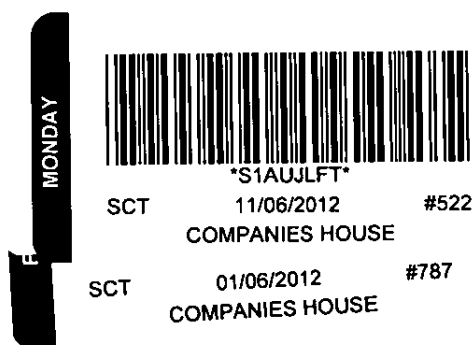


Vico Estate & Development Co. Limited

Reports and Financial Statements for the year ended 30 June 2011

Company Registration No. 50590



VICO ESTATE & DEVELOPMENT CO. LIMITED

**REPORTS AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2011**

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VICO ESTATE & DEVELOPMENT CO. LIMITED

DIRECTORS AND OTHER INFORMATION

DIRECTORS

Charles J. Carvill (Chairman)
Thomas Carvill
Michael Carvill
Colin Taylor

SECRETARY

Thomas Carvill

INDEPENDENT AUDITORS

Deloitte & Touche
Chartered Accountants & Registered Auditors
Deloitte & Touche House
Earlsfort Terrace
Dublin 2

SOLICITORS

MacRoberts LLP
Capella
60 York Street
Glasgow
G2 8JX

REGISTERED OFFICE

150 West George St
Glasgow
G2 2HG

BANKERS

Northern Bank Limited
Donegall Square North
Belfast
BT1 6JS

VICO ESTATE & DEVELOPMENT CO. LIMITED

DIRECTORS' REPORT

The directors submit their annual report, together with the audited financial statements, for the year ended 30 June 2011.

ACTIVITIES

The principal activity of the company in the year under review was the holding of financial assets.

RESULTS AND DIVIDENDS

The company disposed of its financial assets during the year resulting in a profit of £14,151 (2010: £Nil). The directors do not recommend the payment of a dividend (2010: £Nil).

BUSINESS RISKS AND UNCERTAINTIES

The directors are of the view that there are no business risks facing the company at present as the company is dormant.

FUTURE DEVELOPMENTS

There are no plans to change the current level of activity of the company.

DIRECTORS

The present membership of the Board is set out on page 2. There were no changes during the year.

DIRECTORS' AND SECRETARY'S INTERESTS

None of the directors or secretary who held office on 30 June 2011 had an interest in the share capital of the company at 30 June 2011 or 1 July 2010.

The interests of the directors and secretary who held office on 30 June 2011 in the share capital of Vico Properties plc, the ultimate parent undertaking, at 30 June 2011 and 1 July 2010 were as follows:

	Number of Ordinary Shares of Stg10p each	
	2011	2010
Charles J. Carvill	907,849	336,420
Thomas Carvill	328,410	328,410
Michael Carvill	732,915	732,915
Colin Taylor	237,242	237,242
	<hr/>	<hr/>

VICO ESTATE & DEVELOPMENT CO. LIMITED

DIRECTORS' REPORT (CONTINUED)

AUDITORS

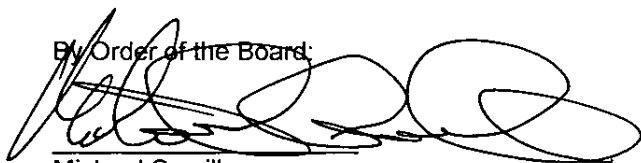
Each of the persons who is a director at the date of approval of this report confirms that:

- (1) so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware; and
- (2) the director has taken all the steps that he/she ought to have taken as a director in order to make himself/herself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

Pursuant to s386 Companies Act 1985, an elective resolution was passed dispensing with the requirement to appoint auditors annually. This election was in force immediately before 1 October 2007. Therefore, Deloitte & Touche are deemed to continue as auditors. The company also resolved that while this election is in force the remuneration of the auditors will be fixed by the directors.

By Order of the Board:

A large, stylized handwritten signature in black ink, appearing to be 'Michael Carvill', written over a horizontal line.

Michael Carvill
Secretary

Date

VICO ESTATE & DEVELOPMENT CO. LIMITED

STATEMENT OF 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). 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 policies and then apply them consistently;
- make judgments and accounting 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; 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 adequate accounting records that are sufficient to show and explain the company's transactions and 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.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF VICO ESTATE & DEVELOPMENT CO. LIMITED

We have audited the financial statements of Vico Estate & Development Co. Limited for the year ended 30 June 2011 which comprise the Profit and Loss account, the Balance Sheet, the Statement of Total Recognised Gains and Losses, the Statement of Accounting Policies and the related notes 1 to 10. 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 Statement of Directors' Responsibilities, 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 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 (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 30 June 2011 and of its profit 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 matter 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.

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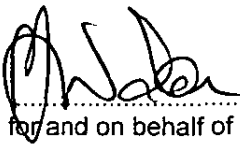
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INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF VICO ESTATE & DEVELOPMENT CO. LIMITED

Matters on which we are required to report by exception

We have nothing to report 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.



..... (Senior Statutory Auditor)
for and on behalf of Deloitte & Touche
Chartered Accountants and Statutory Auditor
Dublin
Ireland

Date: 31/5/12

VICO ESTATE & DEVELOPMENT CO. LIMITED

STATEMENT OF ACCOUNTING POLICIES

The significant accounting policies adopted by the company are as follows:

BASIS OF PREPARATION

The financial statements have been prepared in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

ACCOUNTING CONVENTION

The financial statements are prepared under the historical cost convention except for the revaluations of certain financial assets.

FINANCIAL ASSETS

Investments in listed securities are stated at the lower of cost and market value.

TAXATION

Current tax is provided on the company's taxable profits at amounts expected to be paid or recovered using the tax rates and laws that have been enacted or substantially enacted by the balance sheet date.

Deferred taxation is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax assets are recognised only to the extent that they are regarded as recoverable.

VICO ESTATE & DEVELOPMENT CO. LIMITED

PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 30 JUNE 2011

	<i>Notes</i>	2011 £	2010 £
TURNOVER		24,876	-
Cost of sales		(10,725)	-
GROSS PROFIT		14,151	-
Administrative expenses		-	-
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		14,151	-
Taxation	<i>1</i>	-	-
PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION	<i>7</i>	14,151	-

VICO ESTATE & DEVELOPMENT CO. LIMITED

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES
FOR THE YEAR ENDED 30 JUNE 2011

	2011 £	2010 £
Profit for the financial year	14,151	-
Transfer on disposal of financial assets	(2,550)	-
Unrealised loss on revaluation of financial assets	-	(5,412)
Total recognised gains and losses for the year	<u>11,601</u>	<u>(5,412)</u>

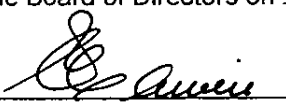
VICO ESTATE & DEVELOPMENT CO. LIMITED


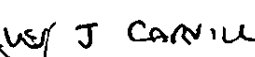
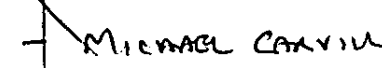
BALANCE SHEET AS AT 30 JUNE 2011

Company Registration Number: 50590

	Notes	2011 £	2010 £
FIXED ASSETS			
Financial assets	2	-	13,275
CURRENT ASSETS			
Debtors	3	133,946	118,917
Cash at bank		-	12
		<u>133,946</u>	<u>118,929</u>
CREDITORS: (Amounts falling due within one year)	4	-	(9,859)
NET CURRENT ASSETS		<u>133,946</u>	<u>109,070</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>133,946</u>	<u>122,345</u>
NET ASSETS		<u>133,946</u>	<u>122,345</u>
CAPITAL AND RESERVES			
Called-up share capital	5	120,000	120,000
Revaluation reserve	6	-	2,550
Profit and loss account		13,946	(205)
SHAREHOLDERS' FUNDS	7	<u>133,946</u>	<u>122,345</u>

The financial statements of Vico Estates & Development Co. Limited, registered number 50590, were approved by the Board of Directors on and signed on its behalf by:


 Director


 - CHARLES J. CARNILL
 - MICHAEL CARNILL

30TH MAY 2012

VICO ESTATE & DEVELOPMENT CO. LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2011

1. TAXATION	2011	2010
	£	£
Taxation charge	-	-
Factors affecting tax charge for the year:		
Result on ordinary activities before taxation	(14,151)	-
Tax at 28% (2010: 28%)	3,962	-
Non-taxable activity	(3,962)	-
	-	-
2. FINANCIAL ASSETS	2011	2010
	£	£
Quoted shares	-	13,275
The market value of quoted shares at 30 June 2010 was £13,275. These shares were sold in the current year.		
3. DEBTORS: (Amounts falling due within one year)	2011	2010
	£	£
Amounts due from group companies	133,946	118,917
4. CREDITORS: (Amounts falling due within one year)	2011	2010
	£	£
Amounts due to group companies	-	9,859
5. CALLED-UP SHARE CAPITAL	2011	2010
	£	£
Authorised, allotted, called-up and fully paid:		
100,000 Ordinary shares of £1 each	100,000	100,000
20,000 Convertible preferred ordinary shares of £1 each	20,000	20,000
	120,000	120,000

VICO ESTATE & DEVELOPMENT CO. LIMITED**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2011 (CONTINUED)**

6. REVALUATION RESERVE	2011	2010
	£	£
Opening balance	2,550	7,962
Loss on revaluation of financial assets	-	(5,412)
Transfer on disposal of financial assets	(2,550)	-
Closing balance	-	2,550

7. RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS	2011	2010
	£	£
Profit for the financial year	14,151	-
Transfer on disposal of financial assets	(2,550)	-
Loss on revaluation of financial assets	-	(5,412)
Net increase/(decrease) in shareholders' funds	11,601	(5,412)
Opening shareholders' funds	122,345	127,757
Closing shareholders' funds	133,946	122,345

8. GROUP MEMBERSHIP

In the opinion of the directors, the company's parent undertaking is Vico Investments Limited, a company incorporated in the Republic of Ireland. The parent undertaking is exempt from the requirement to prepare consolidated financial statements in accordance with Regulation 7 of the European Communities (Companies: Group Accounts) Regulations, 1992.

The company's ultimate parent undertaking is Vico Properties plc, a company incorporated in Northern Ireland. The parent undertaking of the largest and smallest group which includes the company and for which group financial statements are prepared, is Vico Properties plc.

Copies of the group financial statements of Vico Properties plc are available from:

Companies House
Second Floor
The Linenhall
32 -38 Linenhall Street
Belfast
BT2 8BG

9. CASH FLOW STATEMENT

In accordance with Financial Reporting Standard 1 "Cash Flow Statements", a cash flow statement has not been prepared for the company as the cash flows of the group are disclosed in the consolidated financial statements of the ultimate parent undertaking.

VICO ESTATE & DEVELOPMENT CO. LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2011 (CONTINUED)**

10 RELATED PARTY TRANSACTIONS

The company is a 75% subsidiary of Vico Investments Limited, while the remaining 25% is held by its ultimate holding company, Vico Properties plc. The company has availed of the exemption under Financial Reporting Standard 8 "Related Party Disclosures" which permits subsidiaries 100% of whose voting rights are controlled within the group, not to disclose transactions with other wholly owned entities of the group.