The Premier Property Group Limited and Subsidiaries

Financial Statements for the year ended 31 January 2008 together with Directors' and Independent Auditor's Reports

Registered Number: SC139902

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COMPANIES HOUSE

Company information

Directors

Sir D E Murray I B Tudhope J R Davies A Glasgow L Higgins C J Mitchell

Secretary

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Registered Office

9 Charlotte Square

Edinburgh EH2 4DR

Bankers

Bank of Scotland The Mound Edinburgh EH1 1YZ

Solicitors

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Independent Auditor

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Report of the Directors

The directors present their report and the financial statements of The Premier Property Group Limited and Subsidiaries (the "Group") for the year ended 31 January 2008.

Principal activity and business review

The principal activity of the Group is the investment in and development of land and property within the UK for medium and long-term performance.

The Group experienced a more challenging year with the impact of tightening property and financial market conditions affecting trading results, particularly in the second half of the financial period. Group turnover and operating profit growth from the previous year was achieved from rental income and development property sales. Gains on sale of investment properties were also realised during the year but at a reduced level from the previous year. In addition, a combination of increased levels of debt funding and a higher interest rate environment resulted in an increase in interest costs. These factors contributed to a profit before tax of £5.5 million (2007 - £12.2 million).

The property portfolio continues to cover the main commercial sectors with a UK-wide geographical spread. Main property acquisitions in the year included an office/retail building in city centre Leeds; office space in Aberdeen; an office development in Southampton and an office building in Chertsey. In addition, development activity continued with significant projects in each of Edinburgh, Glasgow, London, Redhill, Milton Keynes and Normanton.

Main property disposals during the year included a completed office development near Southampton; two office investments in London; an office investment in Bracknell and an industrial site in Glasgow. At 31 January 2008, the book value of the Group's property holdings (including stocks) amounted to £640 million. Net assets at the year end amounted to £63.5 million.

The Group continued to pursue opportunities to source additional investment and development properties across the UK.

The Group monitors a wide range of performance measures. Key financial performance measures applied include operating profit, profit before tax, assets under management and return on capital employed. Non-financial performance measures include the achievement of various milestones with regard to planning consent status, investment property yields / voids as well as development activity status.

The main financial risk management objectives and policies are noted below.

Results and dividends

Trading results for the year and the Group's financial position at the end of the year are shown in the attached financial statements.

The directors have not recommended a dividend (2007 - [Nil).

Directors and their interests in the shares of the company

The directors who served The Premier Property Group Limited (the "Company") during the year were:

Sir D E Murray

I B Tudhope

J R Davies

A Glasgow

L Higgins

C J Mitchell

Sir A M M Grossart (resigned 1 February 2008)

At 31 January 2008, J R Davies held 4,156 (2007 – 4,156) ordinary shares in the Company. None of the other directors held any shares.

Report of the Directors (continued)

Financial risk management objectives and policies

The Group's operations expose it to a variety of financial risks that include the effects of credit risk, liquidity risk and interest rate risk. The Group has in place a risk management programme that seeks to limit the adverse effects on the financial performance of the Group.

Credit risk

The Group has implemented a policy that requires credit checks on prospective purchasers and tenants and regular monitoring of existing tenancies.

Liquidity risk

Operations are financed by a mixture of shareholders' funds and bank borrowings. The objective is to ensure a mix of funding methods offering flexibility and cost effectiveness to match the needs of the Group.

Interest rate risk

The Group's policy is to arrange core debt, bank loans and overdrafts, with a floating rate of interest plus an agreed margin to manage its exposure to interest rate movements on its bank borrowings. The Group uses interest rate swaps, caps and collars together with non-speculative hedging instruments to manage its exposure to interest rate movements on its bank borrowings.

Post balance sheet events

Events subsequent to the year end are disclosed in Note 25.

Statement of Directors' responsibilities

The directors are responsible for preparing the financial statements in accordance with applicable law and United Kingdom Generally Accepted Accounting Practice.

United Kingdom 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 Group and the Company and of the profit or loss of the Group for that year. In preparing those 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, 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 Group will continue in business.

The directors are responsible for keeping proper accounting records, for safeguarding the assets of the Group and for taking reasonable steps for the prevention and detection of fraud and other irregularities.

In so far as the directors are aware:

- there is no relevant audit information of which the Group'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.

Report of the Directors (continued)

Auditor

Grant Thornton UK LLP has expressed its willingness to continue in office and a resolution to reappoint Grant Thornton UK LLP as auditor will be proposed at the Annual General Meeting.

BY ORDER OF THE BOARD

Dan: dtome

D W M Horne Secretary

27 June 2008

Report of the Independent Auditor to the Members of The Premier Property Group Limited and Subsidiaries

We have audited the Group and Company financial statements (the "financial statements") of The Premier Property Group Limited for the year ended 31 January 2008 which comprise the principal accounting policies, the Group profit and loss account, the consolidated statement of total recognised gains and losses, the consolidated note of historical cost profit and losses, the Group and Company balance sheets, the consolidated cash flow statement and Notes 1 to 25. 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 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

The directors' responsibilities for preparing the Annual Report and the financial statements in accordance with United Kingdom law and 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).

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 other information contained in the Annual Report, and consider whether it is consistent with the audited financial statements. This other information comprises only the Directors' Report. 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 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 judgments made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the Group's and 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 Auditor to the Members of The Premier Property Group Limited and Subsidiaries (continued)

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 Group's and the Company's affairs as at 31 January 2008 and of the Group's profit 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.

GRANT THORNTON UK LLP REGISTERED AUDITOR

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CHARTERED ACCOUNTANTS GLASGOW

27 June 2008

Consolidated Profit and Loss Account

	Notes	2008 £'000	2008 £'000	2007 £000	2007 £'000
Turnover: Group and share of joint ventures Less share of joint ventures' turnover		78,601 (4,455)		82,324 (11,538)	
Group turnover Cost of sales	1	-	74,146 (38,221)		70,786 (42,670)
Gross profit Other operating expenses	2	-	35,925 (9,874)	-	28,116 (8,660)
Operating profit Share of operating (loss)/profit in joint			26,051		19,456
ventures		-	(393)		2,135
Total operating profit Loss on sale of investments			25,658		21,591
- Group - Joint ventures		(291) (57)	(348)	-	_
Gains on sale of fixed assets - Group - Joint ventures		5,112 501	5,613	7,649	7,649
Profit on ordinary activities before interest and taxation			30,923		29,240
Investment income Interest payable and similar charges	3		504		308
- Group - Joint ventures	4 4	(25,749) (219)	(25,968)	(17,118) (181)	(17,299)
Profit on ordinary activities before taxation	5		5,459		12,249
Tax on profit on ordinary activities - Group - Joint ventures	7 7	(3,409)	(3,391)	(3,159) (614)	(3,773)
Profit on ordinary activities after taxation		·	2,068		8,476
Minority interests	18		(1,008)		(1,562)
Profit for the financial year	17	- -	1,060	=	6,914

The current and prior year results have been derived wholly from continuing operations.

The accompanying notes form part of these financial statements.

8,565

2,875

Consolidated Statement of Total Recognised Gains and Losses

		2008 £'000	2007 £'000
Profit for the financial year		1,060	6,914
Unrealised surplus on revaluation of investment properties	_	-	3,382
Total recognised gains for the year	=	1,060	10,296
Consolidated Note of Historical Cos	t Profit and	Losses	
	Notes	2008 £'000	2007 £'000
Reported profit on ordinary activities before taxation		5,459	12,249
Realisation of property revaluation gains of prior years	17	1,815	
Historical cost profit on ordinary activities before taxation		· · · · · · · · · · · · · · · · · · ·	1,651
institution of profit on ordinary account to the contract of t	=	7,274	1,651

interests

Consolidated Balance Sheet

	Notes	2008 £'000	2008 £'000	2007 £'000	2007 £'000
Fixed assets					
Intangible assets	8		790		987
Tangible assets	9		389,733		468,440
Investments in joint ventures					
- Share of gross assets		12,058		11,447	
- Share of gross liabilities	_	(9,926)	_	(9,165)	
	10		2,132		2,282
			392,655		471,709
Current assets			•		
Stocks	11		250,558		87,579
Debtors					
- due within one year	12		24,464		16,460
- due after more than one year	12		1,858		3,228
Cash at bank and in hand			508		160
			277,388		107,427
Creditors: amounts falling due			,		,
within one year	13		(104,760)		(136,886)
Net current assets/(liabilities)			<u>172,628</u>		(29,459)
Total assets less current liabilities			565,283		442,250
Creditors: amounts falling due after					
more than one year	14		(501,167)		(379,880)
Provisions for liabilities and charges	15		(643)		(602)
Net assets			63,473		61,768
Capital and reserves					
Called-up share capital	16		2,368		3,368
Capital redemption reserve	17		7,600		6,600
Revaluation reserve	17		2,478		4,293
Profit and loss account	17		36,490		34,269
Shareholders' funds	19		48,936		48,530
Minority interests	18		14,537		13,238
minority interests	10				10,000
Total capital employed			63,473		61,768

These financial statements were approved by the Board of Directors on 27 June 2008 and are signed on their behalf

1 Both ...

The accompanying notes form part of these financial statements.

Balance Sheet

	Notes	2008 £'000	2007 £'000
Fixed assets Tangible assets	9	229	314
Investments	10	10,037	9,851
		10,266	10,165
Current assets			
Debtors	12	4 202	4,727
- due within one year	12 12	4,292 16,858	18,228
- due after more than one year Cash at bank and in hand	12	4,256	2,242
	-	25,406	25,197
Creditors: amounts falling due within one year	13	(10,982)	(8,808)
Net current assets		14,424	16,389
Total assets less current liabilities		24,690	26,554
Creditors: amounts falling due after more than one year	14	(2,250)	(2,503)
Net assets	=	22,440	24,051
Capital and reserves			
Called-up share capital	16	2,368	3,368
Capital redemption reserve	17	7,600	6,600
Profit and loss account	17	12,472	14,083
Shareholders' funds	19	22,440	24,051

These financial statements were approved by the Board of Directors on 27 June 2008 and are signed on their behalf by:

Sir D E Murray Murray Director

I B Tudhope

17/2h

The accompanying notes form part of these financial statements.

Consolidated Cash Flow Statement

	Notes	2008 £'000	2007 £'000
Cash (outflow)/inflow from operating activities	20(a)	(25,433)	14,834
Returns on investments and servicing of finance	20(b)	(25,133)	(21,471)
Taxation	20(c)	(5)	-
Capital expenditure and financial investment	20(d)	(28,190)	(70,865)
Acquisitions and disposals	20(e)	-	(120,657)
Cash outflow before financing		(78,761)	(198,159)
Financing	20(f)	123,774	171,411
Increase/(decrease) in cash in the year		45,013	(26,748)
Reconciliation of net cash inflow/(outflow) to movements in net debt			
debt .		2008 £'000	2007 £000
Increase/(decrease) in cash in the year		45,013	(26,748)
Cash inflow from movements in debt financing		(123,774)	(171,411)
Movement in net debt in year		(78,761)	(198,159)
Net debt at start of year		(493,570)	(295,411)
Net debt at end of year	20(g)	(572,331)	(493,570)

Statement of Accounting Policies

The principal accounting policies, which have been applied consistently throughout the current and prior year are:

(a) Basis of accounting

The financial statements have been prepared under the historical cost convention, modified to include the revaluation of certain fixed assets and in accordance with applicable United Kingdom accounting standards, unless otherwise stated.

As provided by section 230 of the Companies Act 1985, no profit or loss account is presented for the Company. The Company's loss for the financial year, determined in accordance with the Act, was £957,000 (2007 – profit £461,000).

(b) Basis of consolidation

The consolidated financial statements include the results of the Company and all of its subsidiary undertakings drawn up to 31 January 2008.

The acquisition method of accounting has been adopted. Under this method, the results of subsidiary undertakings acquired or disposed of in the year are included in the consolidated profit and loss account up to the date on which control passed.

(c) Intangible assets - goodwill

Goodwill arising on the acquisition of subsidiary undertakings and businesses (representing the excess of the fair value of the consideration given over the fair value of the identifiable assets and liabilities acquired) is capitalised and amortised on a straight line basis over an appropriate period depending upon the circumstances of the acquired company, but not greater than twenty years. Goodwill in respect of joint ventures is also amortised on a straight line basis over an appropriate period but not greater than twenty years.

Any excess of the aggregate of the fair value of the identifiable assets and liabilities acquired over the fair value of the consideration given (negative goodwill) is included in the balance sheet and is credited to the profit and loss account in the periods in which the acquired non-monetary assets are recovered through depreciation or sale. Negative goodwill in excess of the fair values of non-monetary assets acquired is credited to the profit and loss account in the periods expected to benefit.

Goodwill arising on acquisitions in the year ended 30 April 1998 and earlier periods was written off to reserves in accordance with accounting standards then in force. As permitted by the current accounting standard the goodwill previously written off to reserves has not been reinstated in the balance sheet. On disposal of a previously acquired property interest, the attributable amount of goodwill previously written off to reserves is included in determining the profit or loss on disposal.

(d) Investments

In the Company's financial statements, investments in subsidiary undertakings are stated at cost less provision for impairment.

Statement of Accounting Policies (continued)

(e) Tangible fixed assets

In accordance with SSAP 19, investment properties are revalued annually. Surpluses or deficits on individual properties are transferred to the revaluation reserve, unless a deficit (or its reversal) is expected to be permanent and is in excess of any previously recognised surplus over cost related to the same property, in which case it is charged (or credited) to the profit and loss account. Depreciation is not provided in respect of freehold investment properties or leasehold investment properties where the unexpired term of the lease is more than 20 years. The directors consider that this accounting policy, which represents a departure from the Companies Act, is necessary to provide a true and fair view.

Development properties are those properties in respect of which construction and development have not been completed at the balance sheet date, and are reflected at cost, including an allocation of overheads and interest charges on external borrowings which are related to the properties, where recoverability is reasonably certain. In the opinion of the directors, the residual value of those development properties currently being operated for business purposes is sufficient to eliminate the requirement for depreciation. Provisions are made against the carrying value of development properties when the directors consider book value to exceed recoverable value. The directors consider that these policies are necessary to provide a true and fair view.

Development properties are classified within tangible fixed assets or stocks according to the specific disposal or realisation strategy for each property with all properties held for both development and resale treated as stock.

Where there is a fundamental change in the nature of an investment property such as commencement of development activity it will be classified as a development property within tangible fixed assets or transferred to stocks in line with the above criteria.

Other fixed assets are shown at cost net of depreciation and any provision for impairment. Depreciation is provided at rates calculated to write off the cost, less estimated residual value, of each asset on a straight-line basis over its expected useful life, as follows:

Plant, equipment and vehicles

3-5 years

Residual value is calculated on prices prevailing at the date of acquisition.

(f) Stocks and work in progress

Development properties held for development and resale are valued at the lower of the cost and net realisable value. Land held for development, including land in the course of development until legal completion of sale, is valued at cost. Work in progress on development properties is valued at the cost of labour and materials plus interest incurred on borrowings for development expenditure until the date of practical completion.

(g) Capitalised interest

Interest is capitalised from the point at which development expenditure is incurred until the date of practical completion, except where there is a substantial delay between acquisition and commencement of physical construction, where capitalisation will commence at the latter point. Where properties are held for redevelopment, interest is capitalised from the point redevelopment commences.

Statement of Accounting Policies (continued)

(h) Associates and joint ventures

In the Group financial statements, investments in associates and joint ventures are accounted for using the gross equity method. The consolidated profit and loss account includes the Group's share of associates' and joint ventures' profits less losses, while the Group's share of the net assets of the associates and joint ventures is shown in the consolidated balance sheet.

Goodwill arising on the acquisition of associates and joint ventures is accounted for in accordance with the policy set out above. Any unamortised balance of goodwill is included in the carrying value of the investment in associates and joint ventures.

(i) Taxation

Current tax, including UK corporation tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

The taxation liabilities of certain group undertakings are reduced wholly or in part by the surrender of losses by fellow group undertakings. The tax benefits arising from group relief are normally recognised in the financial statements of the surrendering undertakings.

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 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 Group undertakings taxable profits and their 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.

A net deferred tax asset is regarded as recoverable and therefore recognised only when, on the basis of all available evidence, it can be regarded as 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 not recognised when fixed assets are revalued unless by the balance sheet date there is a binding agreement to sell the revalued assets and the gain or loss expected to arise on sale has been recognised in the financial statements. Neither is deferred tax recognised when fixed assets are sold and it is more likely than not that the taxable gain will be rolled over, being charged to tax only if and when the replacement assets are sold.

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 is measured on a non-discounted basis.

(j) Turnover and revenue recognition

Group turnover was generated wholly within the United Kingdom and is net of VAT and intra group transactions. Rental and management fee income is recognised as it is earned. Income from the sale of development properties is recognised when the transaction is complete.

(k) Pensions

The Company participates in the Murray International Holdings Limited ("MIH") retirement benefits schemes which are defined contribution and defined benefit in nature. Details are disclosed in Note 6.

Further details on the MIH schemes are contained in that company's financial statements.

Statement of Accounting Policies (continued)

(l) Leases

Assets held under leases, which confer rights and obligations similar to those attached to owned assets, are capitalised as tangible fixed assets and are depreciated over the shorter of the lease term and estimated useful life. The capital elements of future finance lease obligations are recorded as liabilities, while the interest elements are charged to the profit and loss account over the period of the agreement to produce a constant rate of charge on the balance of capital repayments outstanding.

Rentals under operating leases are charged on a straight-line basis over the lease term, even if payments are not made on such a basis.

(m) Share-based payment

The Group has applied the requirements of FRS 20.

The Group issues share options in the form of equity-settled share-based payments to certain employees (including directors). Equity-settled share-based payments are measured at fair value (excluding the effect of non market-based vesting conditions) at the date of grant. The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the Group's estimate of shares that will eventually vest and adjusted for the effect of non market-based vesting conditions.

Fair value is measured by use of the Black-Scholes pricing model. The expected life used in the model has been adjusted, based on management's best estimate, for the effects of non-transferrability and exercise restrictions.

Notes to the Financial Statements

1 Group turnover

Segmental information:

Segmental information:		
	2008 £'000	2007 £'000
Property sales Rental income Management fees Other income	44,097 28,871 1,093 85	42,549 27,312 925
	74,146	70,786
2 Other operating expenses		
Other operating expenses comprise:		
	2008 £'000	2007 £'000
Administrative expenses Permanent diminutions in development properties	9,874	7,512 1,148
	9,874	8,660
3 Investment income		
The following are included in investment income:		
	2008 £¹000	2007 £¹000
Interest receivable on loans to joint ventures Other interest receivable	365 139	252 56
	504	308

4 Interest payable and similar charges

The following are included in interest payable and similar charges:

2008	2007
£'000	£000
34,168	21,882
975	975
15	2
219	181
35,377	23,040
(2,909)	(3,772)
(6,500)	(1,969)
25,968	17,299
	£'000 34,168 975 15 219 35,377 (2,909) (6,500)

The cumulative interest capitalised is shown in Notes 9 and 11.

5 Profit on ordinary activities before taxation

The profit on ordinary activities before taxation is stated after charging:

	2008	2007
	£'000	\mathcal{L}_{000}
Auditor's remuneration for audit services	49	45
Depreciation of tangible fixed assets:		
- owned	155	165
- held under finance lease agreements	11	11
Amortisation of goodwill	197	144
Amortisation of goodwill in joint venture investments	-	312
Management fees	550	533
Operating lease rentals		
- plant, equipment and vehicles	35	35
- land and buildings	193	96
5		

6 Staff costs

Particulars of employees (including executive directors) are shown below:

Employee costs during the year amounted to:

	2008	2007
	€'000	£'000
Wages and salaries	3,676	3,443
Social security costs	405	408
Pension costs	277	262
	4,358	4,113
The average monthly number of persons employed by the Group during the year wa	as as follows: 2008 Number	2007 Number
Administration	34	30
Directors' remuneration:		
The remuneration of the directors was as follows:		
	2008	2007
	€,000	£'000
Emoluments	1,779	1,569
Pension contributions	190	168
Fees paid to third parties in respect of directors' services	62	52
	2,031	1,789

The aggregate emoluments of the highest paid director during the year were £731,000 (2007 - £686,000) including pension contributions of £108,000 (2007 - £108,000).

6 Staff costs (continued)

Directors' pensions:

The number of directors who were members of pension schemes was as follows:

	2008 Number	2007 Number
Defined benefit schemes Money purchase schemes	4 1	4 1
	5	5

The Company participates in the Murray International Holdings Limited Staff Pension and Life Assurance Plan pension scheme. This is a defined benefit multi-employer scheme, the assets and liabilities of which are held independently from Murray International Holdings Limited. The Company is unable to identify its share of the underlying assets and liabilities of the scheme and accordingly accounts for the scheme as if it were a defined contribution scheme.

Contributions to the defined benefit scheme, determined in consultation with a qualified actuary on the basis of triennial valuations, for the year to 31 January 2008 were £140,000 (2007 - £154,000). The combined contribution rate during the year ended 31 January 2008 was 21% comprising 13% employer contributions and 8% employee contributions. These contribution rates were introduced on 31 March 2006, prior to which date the combined contribution rate was 15%, comprising 10% employer contributions and 5% employee contributions.

The most recent valuation of the scheme at 1 October 2006 indicated that the scheme was adequately funded in accordance with the valuation requirements of the Statutory Funding Objective.

The Company also participates in the Murray International Holdings Limited Group Personal Pension Plan. This is a defined contribution multi-employer scheme with regard to certain employees under which the benefits are restricted to the funds available. The assets of the scheme are held independently by insurance companies. All contributions are charged to the profit and loss account in the month in which they are incurred. Contributions to the scheme in the year to 31 January 2008 were £29,000 (2007 - £Nil).

Contributions to the money purchase scheme for the year to 31 January 2008 were £108,000 (2007 - £108,000).

Sir D E Murray, as a director of the ultimate holding company (Note 23), was remunerated by Murray Group Holdings Limited, a fellow subsidiary undertaking of the ultimate holding company and his remuneration is disclosed in that company's financial statements. It is not considered practicable to apportion this remuneration to reflect services provided to the Company or Group.

The fees paid to third parties in respect of directors' services represent payments in respect of a non-executive director.

7 Tax on profit on ordinary activities

The tax charge comprises:

	2008 £'000	2007 £'000
Current tax	3 250	2.460
UK corporation tax	3,372	3,160
Adjustment in respect of prior years	(4)	19
Total current tax	3,368	3,179
Deferred tax: Origination and reversal of timing differences - current year - prior year Effect of tax rate change on opening balance	74 9 (42)	(10) (10)
Total deferred tax	41	(20)
Total tax charge on profit on ordinary activities	3,409	3,159
Attributable to joint ventures	(18)	614
	3,391	3,773

The difference between the total current tax shown above and the amount calculated by applying the standard rate of UK corporation tax to the profit before tax is as follows:

	2008 £'000	2007 £'000
Profit on ordinary activities before tax (excluding joint ventures)	5,627	10,295
Tax on profit on ordinary activities at standard UK corporation tax rate of 30% (2007 – 30%)	1,688	3,089
Effects of: Non-taxable income Non-deductible expense Capital gains Utilisation of tax losses Depreciation in excess of capital allowances Capital allowances in excess of depreciation Adjustment in respect of prior year Unrelieved tax losses and other deductions Short term timing differences	(78) (1,300) 3,205 (93) 7 (90) (4) (11) 44	(2,181) 240 2,002 (1) 3 17 19 (2) (7)
Current tax charge for year	3,368	3,179

The Group earns its profits in the UK, therefore the tax rate used for tax on profit on ordinary activities is the standard rate for UK corporation tax, currently 30% (2007 - 30%).

8 Intangible fixed assets

Group:	Goodwill £'000
Cost: At 31 January 2007 and 31 January 2008	2,069
Amortisation: At 31 January 2007 Charge for the year	1,082 197
At 31 January 2008	1,279
Net book value: At 31 January 2008	790
At 31 January 2007	987

9 Tangible fixed assets

The following are included in the net book value of tangible fixed assets:

	Group 2008 £'000	Company 2008 £'000	Group 2007 £000	Company 2007 £000
Investment properties Development properties Plant, equipment and vehicles	313,867 75,420 446	229	324,514 143,475 451	314
	389,733	229	468,440	314

9 Tangible fixed assets (continued)

The movements in the year for the Group were as follows:

	Investment properties £'000	Development properties £'000	Plant, equipment and vehicles £'000	Total £'000
Cost or valuation:				
At 31 January 2007	324,514	143,475	815	468,804
Additions	11,530	43,119	161	54,810
Disposals	(21,024)	=	(4)	(21,028)
Transferred to work in progress	(1,153)	(111,174)	÷	(112,327)
At 31 January 2008	313,867	75,420	972	390,259
Depreciation:				
At 31 January 2007	=	-	364	364
Charge for the year	-	_	166	166
Disposals	-	-	(4)	(4)
At 31 January 2008	-	-	526	526
Net book value:				
At 31 January 2008	313,867	75,420	446	389,733
At 31 January 2007	324,514	143,475	451	468,440

Freehold and leasehold investment properties were valued on an open market, existing-use basis, by the directors as at 31 January 2008. The valuations were undertaken by an officer of the Company who is a qualified chartered surveyor. The valuation was made in full compliance with the RICS Appraisal and Valuation Manual. In addition, the Group policy is for all properties to be externally valued on acquisition and on a regular cycle thereafter.

The historic cost of investment properties at the year end was £309,328,000 (2007 - £316,518,000). If the revalued properties were sold at their book values, a charge to corporation tax of £1,271,000 would arise, which has not been provided in the financial statements.

In accordance with SSAP 19, the investment properties are not depreciated. It is not possible to quantify the depreciation which would otherwise have been charged.

Cumulative interest included in the cost of development properties, after adjustments for transfers to work in progress during the year, amounted to £3,940,000 (2007 - £4,736,000).

The net book value of assets held under finance lease agreements was £23,000 (2007 - £34,000).

9 Tangible fixed assets (continued)

The movements in the year for the Company were as follows:

	Plant, equipment and vehicles £'000
Cost:	
At 31 January 2007	710
Additions	20
Disposals	(4)
At 31 January 2008	726
Depreciation:	
At 31 January 2007	396
Charge for the year	105
Disposals	(4)
At 31 January 2008	497
Net book value:	
At 31 January 2008	229
At 31 January 2007	314

The net book value of assets held under finance lease agreements was £23,000 (2007 - £34,000).

10 Fixed asset investments

The following are included in the net book value of fixed asset investments:

	Group 2008 £'000	Company 2008 £'000	Group 2007 £'000	Company 2007 £'000
Investments in subsidiary undertakings	-	8,370	-	8,184
Investments in joint ventures	2,132	1,667	2,282	1,667
	2,132	10,037	2,282	9,851

10 Fixed asset investments (continued)

The movements in investments in joint ventures for the Group in the year were as follows:

	PPG (Lothian) 2008 ₤	Other 2008 £	Total 2008 £
Net book value:	2.064	218	2,282
At 31 January 2007 Share of profit/(loss) for the year	147	(297)	(150)
At 31 January 2008	2,211	(79)	2,132

Principal trading subsidiary undertakings at 31 January 2008 were:

	Principal activity	Holding
PPG Developments Limited	Property investment and development	100%
PPG (Edinburgh) Limited	Property investment and development	100%
PPG Lightning Limited	Property development	100%
PPG Residential Limited	Property development	100%*
PPG Bracknell Limited	Property development	100%
PPG Cumberland Place Limited	Property development	100%
PPG Limited	Property development	100%
PPG Lime Street Limited	Property development	100%
PPG RH Limited	Property development	95%
PPG Southern Limited	Property investment and development	95%
PPG Land Limited	Property investment and development	92.5%
PPG Land Normanton Limited	Property development	92.5%*†
Brogue Properties Limited	Property development	77.5%
PPG Metro Limited	Property investment and development	52.5%
PPG Metro Franborough Limited	Property development	52.5%*
PPG Metro Greenock Limited	Property investment	52.5%*
PPG Metro 39 Limited	Property development	52.5%*
PPG Metro 500 Limited	Property investment	52.5%*
PPG Metro Mansfield Limited	Property investment	52.5%*
Eleven Haymarket Limited	Property development	52.5%*†
PPG Metro Grosvenor Limited	Property investment	52.5%*
PPG Metro Apex Limited	Property investment	52.5%*

Unit trust holding at 31 January 2008 was:

Plumtree Court Unit Trust Property investment 52.5%*Q

10 Fixed asset investments (continued)

Principal joint venture undertakings at 31 January 2008 were:

	Principal activity	Holding
PPG (Lothian) Limited	Property investment and development	50%
Premier Burrell Limited	Property development	47.5%*
Applecross Properties (Craighall) Limited	Property development	47.5%*
Bretton Street Developments Limited	Property development	46.25%*†

All holdings in subsidiary undertakings and joint ventures relate to the percentage of ordinary share capital held by the Company.

Unless noted otherwise all subsidiary, unit trust and joint venture undertakings are registered in Scotland.

- * Held indirectly through subsidiary undertakings
- † Registered in England
- Ω Registered in Jersey

Investments in joint ventures comprise:

	Group 2008 £'000	Company 2008 £'000	Group 2007 £'000	Company 2007 £'000
Cost of investment		1,667	2 202	1,667
Share of net assets	2,132		2,282	-
	2,132	1,667	2,282	1,667

11 Stocks

The following is included in the net book value of stocks:

	Group 2008 £'000	Group 2007 £'000
Work in progress	250,558	87,579

Cumulative interest included in the cost of work in progress, after adjustments for sales and transfers from fixed assets during the year, amounted to £11,327,000 (2007 - £2,461,000).

12 Debtors

The following are included in the net book value of debtors:

	Group 2008 £'000	Company 2008 £'000	Group 2007 £000	Company 2007 £'000
Amounts falling due within one year:				
Trade debtors Amounts falling due from other group	7,483	-	1,544	2
undertakings (Note 23)	4,603	3,745	1,776	1,968
Amounts due from joint ventures	6,475	· -	4,751	-
Other debtors	1,628	-	4,509	2,519
VAT	1,216	22	2,091	59
Prepayments and accrued income	3,059	525	1,789	1 79
• •	24,464	4,292	16,460	4,727
Amounts falling due after more than one year:				
Amounts due from other group		15,000	3,228	18,228
undertakings (Note 23)	1.050		3,220	10,220
Amounts due from joint ventures	1,858	1,858		
	1,858	16,858	3,228	18,228
	26,322	21,150	19,688	22,955

Company:

Within amounts due from other Group undertakings after more than one year is a balance of £15,000,000 which earns interest at a commercial rate and is repayable in one instalment by 31 July 2009.

13 Creditors: amounts falling due within one year

The following are included in creditors falling due within one year:

	Group	Company	Group	Company
	2008	2008	2007	2007
	£'000	£'000	£,000	£,000
Bank loans and overdrafts (secured)	71,669	2,500	113,834	-
Obligations under finance lease agreements	3	3	16	16
Trade creditors	1,300	17	256	19
Amounts due to other group				
undertakings (Note 23)	6,253	5,223	5,722	7,022
Corporation tax payable	4	_	3	-
VAT	1,550	-	298	-
Other taxes and social security	79	77	70	70
Other creditors	2,407	171	858	162
Accruals and deferred income	21,495	2,991	15,829	1,519
	104,760	10,982	136,886	8,808

Bank overdrafts are secured by bonds and floating charges and debentures over the assets of the Company and its subsidiary undertakings and in certain cases by cross guarantees. In addition, certain properties are subject to standard securities or fixed charges.

The bank loan of £2,500,000 at 31 January 2008 is secured by bond and floating charges and debentures over the assets of the Company and of its subsidiary undertakings and by standard securities or fixed charges over certain properties. The loan is repayable in one instalment by 31 January 2009. It bears interest at commercial rates.

14 Creditors: amounts falling due after more than one year

The following are included in creditors falling due after more than one year:

	Group 2008 £'000	Company 2008 £'000	Group 2007 £'000	Company 2007 £'000
Bank loans (secured) Term loans (secured)	2,250 483,917	2,250	2,500 362,377	2,500
Interest bearing loan notes 2000/2009 issued by related parties	15,000	-	15,000	-
Obligations under finance lease agreements	-	-	3	3
	501,167	2,250	379,880	2,503

14 Creditors: amounts falling due after more than one year (continued)

The Company bank loan of £2,250,000 at 31 January 2008 is secured by bond and floating charges and debentures over the assets of the Company and of its subsidiary undertakings and by standard securities or fixed charges over certain properties. The loan is repayable in one instalment by 15 June 2010 or earlier dependent on the disposal of certain properties. It bears interest at commercial rates.

The Group term loans of £483,917,000 at 31 January 2008 are all secured by bonds and floating charges and debentures over the assets of the relevant companies and by standard securities or fixed charges over certain properties. Each of the loans is repayable in one instalment, ranging from 31 July 2009 to 10 January 2011, or earlier dependent on the disposal of certain properties. The loans bear interest at commercial rates.

The interest bearing loan notes 2000/2009 are unsecured and bear interest at a commercial rate. The loan notes are repayable in one instalment by 31 July 2009.

The Company and certain subsidiary undertakings have entered into financial instruments to manage interest rate risk arising from borrowings (Note 21(d)). The Group does not enter into financial instruments for speculative purposes.

Borrowings are repayable as follows:

	Group 2008 £'000	Company 2008 £'000	Group 2007 £'000	Company 2007 £'000
Bank and term loans:				
Between one and two years	385,921	-	-	-
Between two and five years	100,246	2,250	364,877	2,500
	486,167	2,250	364,877	2,500
Interest bearing loan notes:				
Between one and two years	15,000	-	-	-
Between two and five years	-	-	15,000	
	15,000	-	15,000	-
Obligation under finance lease agreements:				
Between one and two years	-	-	3	3
Total borrowings:				
Between one and two years	400,921	-	3	3
Between two and five years	100,246	2,250	379,877	2,500
	501,167	2,250	379,880	2,503
		-		

The borrowings payable on demand or within one year are disclosed in Note 13.

15 Provisions for liabilities and charges

Deferred taxation has been provided to the extent that the Directors have concluded, on the basis of reasonable assumptions and the intentions of management, that it is probable that the liability will be realised. There was no deferred tax provision in the Company at 31 January 2008 (2007 - £Nil).

	Group 2008 £'000	Group 2007 £'000
Deferred taxation	643	602
The movement on net deferred tax during the year was:	2008 £'000	
At 31 January 2007	602	
Charged to profit and loss account (Note 7)	41	
At 31 January 2008	643	
Deferred taxation provided was:		
Accelerated capital allowances	Amounts provided 2008 £'000 618 32	Amounts Provided 2007 £'000 618 (9)
Other timing differences Losses carried forward	(7) 643	(7) 602
16 Called up share capital		
Authorised share capital:		
North arrived.	2008 £'000	2007 £'000
Authorised: 1,586,049 ordinary shares of 10p each (2007 - 1,510,000)	159	151
9,828,027 cumulative redeemable preference ("CRP") shares of £1 each	9,828	9,828
	9,987	9,979

16 Called up share capital (continued)

2008 £'000	2007 £000
2,000	2,000
140	140
2,228	3,228
2,368	3,368
	£'000 140 2,228

During the year the Company redeemed 1,000,000 £1 CRP shares at par and accordingly increased the capital redemption reserve by £1,000,000. The terms of the residual 2,228,027 CRP shares are such that the redemption is solely at the discretion of the Company. The CRP shares carry no right to a dividend.

17 Reserves

The movements in the year were as follows:

	Capital redemption £'000	Revaluation reserve	Profit and loss account £'000
Group:	~	~	
Balance at 31 January 2007 Profit for the financial year Realisation of surplus on property disposal Redemption of CRP shares Credit in respect of share based payments	6,600 - - 1,000 -	4,293 (1,815) - -	34,269 1,060 1,815 (1,000) 346
Balance at 31 January 2008	7,600	2,478	36,490
Company:		Capital redemption reserve	Profit and loss account
		6.600	14.092
Balance at 31 January 2007 Loss for the financial year Redemption of CRP shares Credit in respect of share based payments		6,600 - 1,000	14,083 (957) (1,000) 346
Balance at 31 January 2008		7,600	12,472

17 Reserves (continued)

The Company operates an unapproved share option scheme. Options are exercisable at a prescribed price and can be exercised after an average vesting period of one year. All options, on exercise, are settled by the delivery of shares and expire if they remain unexercised after a period of 10 years.

FRS 20 requires that an amount is included in the profit and loss account as an expense that represents a fair value of these options. During the year share option expenses totalling £346,000 were recognised in respect of options granted.

Details of the number of share options and the weighted average exercise price ("WAEP") of options outstanding during the year are as follows:

	Number	WAEP
Outstanding at the beginning of the year Granted during the year	87,897 97,022	£10.84 £53.55
Outstanding at the end of the year	184,919	£33.25

There were no share options exercised, forfeited or which expired during the year.

The Black Scholes model was adopted for the share option valuation and no prior year adjustment has been made under this method. The inputs to the Black Scholes model were as follows:

Weighted average share price	£36.40
Weighted average exercise price	£33.25
Expected volatility	23%
Expected life	10 years
Risk free rate of return	4.7%

18 Minority interests

The movements in the year were as follows:

	Minority interests £'000
Group:	
Balance at 31 January 2007	13,238
Share of profit on ordinary activities after taxation	1,008
Minorities issued	291
Balance at 31 January 2008	14,537

UK corporation tax paid

Notes to the Financial Statements (continued)

19 Reconciliation of movements in shareholders' funds

	Group 2008 £'000	Company 2008 £'000	Group 2007 £000	Company 2007 £000
Profit/(loss) for the financial year	1,060	(957)	6,914	461
Surplus on property revaluations	-		3,382	
Redemption of CRP shares	(1,000)	(1,000)	(3,300)	(3,300)
Minority interest share of surplus on property revaluations	_	_	(1,606)	_
Other movements	_	-	23	_
Credit in respect of share based payments	346	346	-	-
Net addition to shareholders' funds	406	(1,611)	5,413	(2,839)
Opening shareholders' funds	48,530	24,051	43,117	26,890
Closing shareholders' funds	48,936	22,440	48,530	24,051
20 Notes to the consolidated cash flow (a) Reconciliation of operating profit to operating		ws		
			2008	2007
			£,000	\mathcal{L}^{000}
Operating profit			26,051	19,456
Depreciation charges			166	176
Goodwill amortisation charges impacting operating	g profit		198	364 1,148
Permanent diminution in development properties (Increase)/decrease in stocks			(40,453)	(11,084)
(Increase)/decrease in debtors			(7,526)	1,604
(Decrease)/increase in creditors			(4,215)	3,170
Movement in respect of share based payments			346	
Net cash (outflow)/inflow from operating activitie	s		(25,433)	14,834
(b) Returns on investment and servicing of	finance			
			2008	2007
			£' 000	£'000
Interest received			396	597
Interest paid			(25,529)	(21,485)
Dividends paid to minority interests			-	(1,949)
Dividends received from joint ventures			_	1,366
Net cash outflow			(25,133)	(21,471)
(a) Taxation				
(c) Taxation			2000	2007
			2008 £'000	2007 £000
			%	2000
			/F\	

20 Notes to the consolidated cash flow statement (continued)

(d) Capital expenditure and financial investment

(*)				
			2008	2007
			£'000	\mathcal{L}_{000}
Purchase of tangible fixed assets			(54,325)	(106,348)
Sale of tangible fixed assets			26,135	34,977
Repayment of joint venture loans			´ -	506
Net cash outflow			(28,190)	(70,865)
(e) Acquisitions and disposals	•			
			2008	2007
			€'000	£'000
Purchase of unit trust			-	(120,657)
Net cash outflow			-	(120,657)
(f) Financing				
			2008	2007
			£'000	£000
Increase in term loans			123,790	171,427
Repayment of finance lease obligations			(16)	(16)
Net cash inflow			123,774	171,411
(g) Analysis and reconciliation of net	debt			
	At 31 January		Non-cash	At 31 January
	2007	Cash flow	Movements	2008
	£'000	£000	£'000	£'000
Cash at bank and in hand	160	348	-	508
Bank overdrafts and debt within 1 year	(113,834)	44,665	(2,500)	(71,669)
	(113,674)	45,013	(2,500)	(71,161)
Debt due after more than one year	(379,877)	(123,790)	2,500	(501,167)
Finance lease obligations	(19)	16		(3)
Total	(493,570)	(78,761)		(572,331)
				

21 Guarantees and other financial commitments

(a) Capital commitments

Capital commitments contracted but not provided at 31 January 2008 totalled £45,636,000 (2007 -£41,306,000).

(b) Contingent liabilities

The Company has guaranteed bank borrowings of the Company, certain of its subsidiary undertakings and fellow subsidiary undertakings by cross guarantees. The total contingency at 31 January 2008 amounted to £387,267,999 (2007 - £254,842,000).

(c) VAT

The Company is registered for VAT purposes in a group of undertakings which share a common registration number. As a result, it has jointly guaranteed the VAT liability of that group of companies and failure by other members of that group of companies to meet their VAT liabilities would give rise to additional liabilities for the Company. The Directors are of the opinion that no additional liability is likely to arise.

(d) Fair values

The Group holds derivative financial instruments to manage interest rate risks. The total debt subject to interest rate derivative instruments at 31 January 2008 amounts to £200,000,000 (2007 - £105,000,000) with the fair value of these instruments amounting to a liability of £7,315,000 (2007 - liability of £418,000). The fair value of these instruments has been significantly impacted by the volatility of LIBOR in the financial year. At 23 June 2008 the total debt subject to interest rate derivative instruments amounts to £170,000,000 with the fair value of these instruments amounting to a liability of £722,000.

(e) Operating lease commitments

Annual commitments under non-cancellable operating leases for the Group are as follows:

	Land &		Land &	
	Buildings	Other	Buildings	Other
	2008	2008	2007	2007
	£'000	£' 000	£,000	£'000
Group:				
Expiry within two to five years	297	41	264	35

22 Related party transactions

The Company has taken advantage of the exemption available under FRS 8 not to disclose transactions with group undertakings and fellow group undertakings of the ultimate holding company where 90% or more of the voting rights are controlled by the ultimate holding company.

The amounts due to and from other group undertakings at 31 January 2008 are shown in Notes 12 and 13.

During the year the Group traded with Bretton Street Developments Limited, Premier Burrell Limited, PPG (Lothian) Limited and Applecross Properties (Craighall) Limited as joint venture undertakings of the Group. The main transactions during the year were as follows:

- (a) The Group made loans to joint ventures of £1,403,000 (2006 received repayments of £108,000). The balance due from joint ventures is £5,889,000 (2007 £4,486,000).
- (b) The Group received interest at commercial rates on loans to joint ventures. Interest receivable was £365,000 (2007 £302,000). At 31 January 2008 interest due from joint ventures was £179,000 (2007 £119,000).
- (c) The Group charged fees to joint ventures of £185,000 (2007 £301,000) with a balance due at 31 January 2008 of £100,000 (2007 £146,000).

23 Ultimate holding company

The immediate parent company is Murray Group Holdings Limited and the ultimate holding company is Murray International Holdings Limited, both of which are registered in Scotland.

The largest and smallest group in which the results of the Company are consolidated is that headed by the ultimate holding company whose principal place of business is at 9 Charlotte Square, Edinburgh, EH2 4DR. Copies of Murray International Holdings Limited financial statements are available from the above address.

24 Ultimate control

Sir D E Murray, a director of the ultimate holding company (Note 23) and members of his close family control the Group and the Company as a result of controlling directly or indirectly 81% of the issued share capital of the ultimate holding company.

25 Post balance sheet events

Subsequent to the year end, the Group entered into the following significant transactions:

- the disposal of a development property for a total consideration of £19,200,000.
- the acquisition of a development property for a total consideration of £6,200,000.