

SC 217616

Company Registration No. SC ~~211314~~

ALBANY VENTURES GP I LIMITED

Report and Accounts

Year ended 31 January 2009

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COMPANIES HOUSE

Albany Ventures GP 1 Limited

Report and Accounts Year ended 31 January 2009

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Albany Ventures GP 1 Limited

Report and Accounts Year ended 31 January 2009

Officers and Professional Advisers

Directors

Katherine Garrett-Cox
Raymond Abbott
David Deards
John Morrison

Secretary

Donald McPherson

Registered Office

64 Reform Street
Dundee
DD1 1TJ

Bankers

Bank of Scotland
The Mound
Edinburgh
EH1 1YZ

Solicitors

Dickson Minto WS
16 Charlotte Square
Edinburgh
EH2 4DF

Independent Auditors

KPMG Audit Plc
Chartered Accountants and Registered Auditor
Saltire Court
20 Castle Terrace
Edinburgh
EH1 2EG

Albany Ventures GP 1 Limited

Report and Accounts Year ended 31 January 2009

Directors' Report

Business review and activities

The Company is the General Partner to the following limited partnerships at the year end:

- The Albany 2001 Pledge Fund ("A2001PF") – a venture capital investment fund registered as a Limited Partnership in Scotland subject to a Partnership Agreement dated 5 and 6 June 2001 and as amended on 17 and 23 February 2004; and
- The Albany 2001 Pledge Fund Special LP ("A2001PFSLP") – a venture capital investment vehicle registered as a Limited Partnership in Scotland subject to a Partnership Agreement dated 5 and 6 June 2001 and as amended on 17 and 23 February 2004. A2001PFSLP is a partner in A2001PF;
- During the year, there were two additional partnerships which were terminated following the sale of their final investment. These partnerships were BLS Holdings Limited Partnership ("BLSH") and BLS Holdings Special LP ("BLSHSP"). Both were venture capital investment funds registered as Limited Partnerships in Scotland. BLSHSP was a partner in BLSH.

Under the terms of the Partnership Agreements, the Company, as General Partner, is responsible for carrying on the day to day management of the business activities of the respective partnerships referred to above unless it appoints a separate manager to manage the Partnerships to its exclusion. The Company in its capacity as General Partner is entitled to receive from each partnership referred to above a priority profit share ("PPS"). The PPS is calculated with reference to the total invested cost less disposal amounts or written off amounts of each partnership or an amount per day as stated in the Limited Partnership agreements.

The Company entered into an Investment Management Agreement with each of the above partnerships and Alliance Trust Equity Partners Limited (formerly Albany Venture Managers Limited), a fellow subsidiary undertaking. Under the terms of the Investment Management Agreement, Alliance Trust Equity Partners Limited has agreed to act as manager for each partnership to the exclusion of the Company in its role as General Partner to each partnership in consideration of the payment by the Company of an investment management fee.

Results and dividends

The results for the period are shown in the profit and loss account on page 7. The directors are satisfied with the result for the period. The directors have not recommended a dividend.

Auditor

KPMG Audit Plc has indicated its willingness to continue in office.

Directors

The directors who served during the period and to date are listed on page 1. In addition, Alan Harden was a director until his resignation on 29 August 2008.

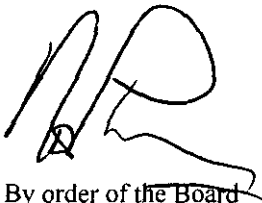
Albany Ventures GP 1 Limited

Report and Accounts Year ended 31 January 2009

Directors' Report

Disclosure of information to auditors

The directors who held office at the date of approval of this Directors' Report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditors are unaware; and each director has taken all the steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

A handwritten signature in black ink, appearing to be 'DM', written over a horizontal line.

By order of the Board
Donald McPherson
Secretary
Dundee
16 April 2009

Albany Ventures GP 1 Limited

Report and Accounts Year ended 31 January 2009

Statement of Directors' Responsibilities in respect of the Directors' Report and the Financial Statements

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 they have elected to prepare the financial statements in accordance with UK Accounting Standards (UK Generally Accepted Accounting Practice) 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 that period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and 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 proper accounting records that disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that its financial statements comply with the Companies Act 1985. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

Albany Ventures GP 1 Limited

Report and Accounts Year ended 31 January 2009

Report of the Independent Auditor

We have audited the financial statements of Albany Ventures GP 1 Limited for the period to 31 January 2009 which comprises the Profit and Loss Account, the Balance Sheet and the related notes. These financial statements have been prepared under the accounting policies set out therein.

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 Report and financial statements in accordance with applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities on page 4.

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 the other information contained in the Report and Financial Statements. 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 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.

Albany Ventures GP 1 Limited

Report and Accounts Year ended 31 January 2009

Report of the Independent Auditor

Opinion

In our opinion:

- the financial statements give a true and fair view, in accordance with UK Generally Accepted Accounting Practice, of the state of the Company's affairs as at 31 January 2008 and of its loss for the period 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.

KPMG Audit Plc

KPMG Audit Plc
Chartered Accountants
Registered Auditor
Saltire Court
Edinburgh
EH1 2EG
16 April 2009

Albany Ventures GP 1 Limited

Profit and Loss Account Year ended 31 January 2009

	Notes	31 January 2009 £	31 January 2008 £
Turnover	2	-	30,988
Cost of sales		-	(30,988)
		<hr/>	<hr/>
Gross profit		-	-
Other operating expenses	3	-	(30)
		<hr/>	<hr/>
Operating loss		-	(30)
Loss on investment	6	(101)	
Interest receivable		2	8
		<hr/>	<hr/>
Loss on ordinary activities before taxation		(99)	(22)
Tax on profit on ordinary activities	5	-	-
		<hr/>	<hr/>
Retained loss for the financial period	10	(99)	(22)
		<hr/>	<hr/>

All of the activities of the Company are classified as continuing.

The Company has no recognised gains or losses other than the results for the period as set out above.

The notes on pages 9 to 12 form part of these accounts.

Albany Ventures GP 1 Limited

Balance Sheet As at 31 January 2009

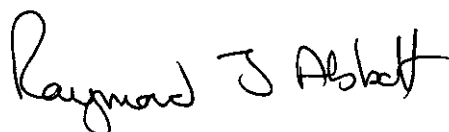
	Notes	31 January 2009 £	31 January 2008 £
Fixed assets			
Investments	6	2	103
Current assets			
Debtors	7	73	73
Cash at bank		45	43
		<u>118</u>	<u>116</u>
Creditors: amounts falling due within one year	8	<u>(23)</u>	<u>(23)</u>
Net current assets		<u>95</u>	<u>93</u>
Net assets		<u>97</u>	<u>196</u>
Capital and reserves			
Called up share capital	9	1	1
Profit and loss account	10	96	195
Equity shareholders' funds	10	<u>97</u>	<u>196</u>

The notes on pages 9 to 12 form part of these accounts.

These financial statements on pages 7 to 12 were approved by the Board on 16 April 2009 and were signed on its behalf by:



Katherine Garrett-Cox, Director



Raymond Abbott, Director

Albany Ventures GP 1 Limited

Notes to the Financial Statements

Year ended 31 January 2009

1. ACCOUNTING POLICIES

The principal accounting policies are summarised below. They have been applied consistently throughout the period and the preceding year.

Basis of preparation

The financial statements have been prepared under the historical cost convention and in accordance with applicable United Kingdom accounting standards.

Investments

Investments, representing capital contributions in Limited Partnerships, are included at cost.

Turnover

Turnover during the prior period comprised the Company's share of profits from the underlying fund. As Albany Ventures GP1 Limited was the General Partner of BLS Holdings Partnership, under the Limited Partnership Agreement it received a first charge on net income and capital gains of the fund. This annual profit share was equivalent to 1.25% of the aggregate commitments of the partnership ("the General Partner's Share"). If net income and capital gains less capital losses in any accounting period are less than the General Partner's Share, the deficiency is paid as an interest free loan, which is recoverable only against future allocations of net income and capital gains. The Company is entitled to this share quarterly in advance. As these advances are not repayable under the terms of the Limited Partnership Agreement, the advances are recognised when they are earned. Albany Ventures GP1 Limited was also the General Partner of BLS Holdings Special LP ("BLS Special"). Albany Ventures GP1 Limited is also the General Partner of The Albany 2001 Pledge Fund LP ("Pledge Fund") and The Albany 2001 Pledge Fund Special LP ("Pledge Special"). In the agreements with each of these limited partnerships the General Partner is also entitled to an annual profit share. On the Pledge Special it is equivalent to £1 per day whilst the Pledge Fund. However, the two Special partnerships have no net income from which to pay this amount to the General Partner and are unlikely to be able to do so before they wind-up. As a result the turnover which has been accruing in relation to these partnerships has been fully provided for and as such has no impact on the Company's turnover. The Pledge Fund's remaining investment had been written down so its fee had stopped accruing.

Taxation

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax 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.

Cash flow

The directors have taken advantage of the exemption in Financial Reporting Standard No 1 (revised) from including a cash flow statement in the financial statements on the grounds that the company is a 100% owned subsidiary and is included within the consolidated financial statements of its ultimate parent undertaking.

Albany Ventures GP 1 Limited

Notes to the Financial Statements Year ended 31 January 2009

2. TURNOVER

The turnover and profit before tax are attributable to the principal activity of the company in its role as General Partner of the BLS Holdings Limited Partnership, exclusive of VAT, all of which arises in the United Kingdom.

3. OTHER OPERATING EXPENSES

	Year to 31 January 2009 £	16 months to 31 January 2008 £
Administrative expenses	101	30
	<u> </u>	<u> </u>

Audit fees are borne by the parent company Alliance Trust Equity Partners (Holdings) Limited.

4. EMPLOYEE INFORMATION

On 31 January 2007 all employees became employees of Alliance Trust Services Limited, a group company. Alliance Trust Equity Partners (Holdings) Limited, the Company's parent, pays a recharge to Alliance Trust Services Limited in respect of the staff costs. As at 31 January 2009, Alliance Trust Services Limited employed 266 (282) full time and 25 (18) part time staff, excluding directors. Therefore no figure is disclosed for the number of staff employed by the Company.

5. TAX ON ORDINARY ACTIVITIES

(a) Analysis of charge in the period:

	Year to 31 January 2009 £	16 months to 31 January 2008 £
Current tax:		
In respect of the period		
UK Corporation tax based on the results for the period	-	(7)
Group relief received	-	7
	<u> </u>	<u> </u>
Total current tax charge	-	-
	<u> </u>	<u> </u>

Albany Ventures GP 1 Limited

Notes to the Financial Statements Year ended 31 January 2009

(b) Factors affecting current tax charge

	Year to 31 January 2009 £	16 months to 31 January 2008 £
Loss on ordinary activities before taxation	(99)	(22)
UK Corporation tax payable at 20.8% (19.84%)	(20)	(7)
Current period group relief at nil cost	-	7
Expenses not allowable for tax	21	-
Utilisation of losses	(1)	-
Total current tax charge (note 6(a))	-	-

6. INVESTMENTS

	£
Cost at 31 January 2008	103
Written off during year (partnership dissolved)	(101)
Cost at 31 January 2009	2

Investments represent capital contributions by the Company in the following limited partnerships:-

- The Albany 2001 Pledge Fund £1
- The Albany 2001 Pledge Fund Special LP £1

7. DEBTORS

	31 January 2009 £	31 January 2008 £
Other debtors	73	73

8. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	31 January 2009 £	31 January 2008 £
Other Creditors	23	23

Albany Ventures GP 1 Limited

Notes to the Financial Statements Year ended 31 January 2009

9. SHARE CAPITAL

	31 January 2009 £	31 January 2008 £
Authorised:		
100 ordinary shares of £1 each	100	100
	<hr/>	<hr/>
Allotted, called up & fully paid:		
1 ordinary share of £1 each	1	1
	<hr/>	<hr/>

10. RECONCILIATION OF MOVEMENT IN EQUITY SHAREHOLDERS' FUNDS

	Share Capital	Profit & Loss Account	Total
	£	£	£
At 31 January 2008	1	195	196
Profit for the period	-	(99)	(99)
	<hr/>	<hr/>	<hr/>
At 31 January 2009	1	96	97
	<hr/>	<hr/>	<hr/>

11. RELATED PARTY TRANSACTIONS

As a wholly owned subsidiary of Alliance Trust PLC the Company is exempt from the requirements of FRS 8 to disclose transactions with other members of the group.

Raymond Abbott and John Morrison, directors of the Company, are limited partners in The Albany 2001 Pledge Fund Special LP. The Company acts as the General Partner to The Albany 2001 Pledge Fund Special LP.

12. ULTIMATE PARENT UNDERTAKING

The ultimate parent company is Alliance Trust PLC. The consolidated accounts of Alliance Trust PLC which include the results of Albany Ventures GP 1 Limited are available from its Registered Office at Meadow House, 64 Reform Street, Dundee DD1 1TJ or online at www.alliancetrust.co.uk.

Company Registration No. SL005576

**ALLIANCE TRUST REAL ESTATE
PARTNERS (LP)**

Report and Accounts

Year ended 31 January 2009

	SCT	25/06/2009	712
COMPANIES HOUSE			

Alliance Trust Real Estate Partners (LP)

Report and Accounts Year ended 31 January 2009

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Alliance Trust Real Estate Partners (LP)

Report and Accounts Year ended 31 January 2009

Registered Office and Professional Advisers

Registered Office

64 Reform Street
Dundee
DD1 1TJ

Independent Auditors

KPMG Audit Plc
Chartered Accountants and Registered Auditor
Saltire Court
20 Castle Terrace
Edinburgh
EH1 2EG

Alliance Trust Real Estate Partners (LP)

Report and Accounts Year ended 31 January 2009

General Partner's Report

The General Partner presents its report together with the accounts of the Partnership for the year to 31 January 2009.

Registration

Alliance Trust Real Estate Partners (LP) was registered as a limited partnership in Scotland under the Limited Partnerships Act 1907 on 29 October 2005.

Principal activity

The principal activity of the Partnership is to invest in Real Estate. The General Partner is Alliance Trust Real Estate Partners (GP) Limited, who is also the manager.

Results

The results for the year to 31 January 2009 are shown in the profit and loss account on page 5.

General Partner's responsibilities in respect of the accounts

The Partnership Agreement requires the General Partner to prepare and approve accounts of the Partnership in respect of each accounting period in accordance with generally accepted accounting practice in the United Kingdom and the Partnership Agreement. In pursuance of this requirement, the General Partner has adopted the policy that the accounts should be prepared in accordance with generally accepted accounting principles and show a true and fair view of the profit or loss of the Partnership for the period and of the state of the Partnership's affairs at the end of the period.

In preparing the accounts for the year to 31 January 2009, the General Partner has been required, inter alia, to select suitable accounting policies and then apply them consistently, to make judgments and estimates that are reasonable and prudent and prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Partnership will continue in business.

The General Partner accepts responsibility for keeping accounting records which are sufficient to show and explain the Partnership's transactions and are such to disclose with reasonable accuracy, at any time, the financial position of the Partnership and to enable it to ensure that the accounts comply with the Partnership Agreement. It also accepts responsibility for safeguarding the assets of the Partnership and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Disclosure of information to auditors

The General Partner at the date of approval of this General Partner's report confirms that, so far as it is aware, there is no relevant audit information of which the Partnership's auditors are unaware; and the General Partner has taken all the steps that it ought to have taken as a General Partner to make itself aware of any relevant audit information and to establish that the Partnership's auditors are aware of that information.

Approved by the General Partner on 16 April 2009.



Katherine Garrett-Cox

Director of Alliance Trust Real Estate Partners (GP) Limited as General Partner of Alliance Trust Real Estate Partners

Alliance Trust Real Estate Partners (LP)

Report and Accounts Year ended 31 January 2009

Report of the Independent Auditor

We have audited the accounts of Alliance Trust Real Estate Partners (LP) for the year to 31 January 2009 which comprises the Profit and Loss Account, the Statement of Total Recognised Gains and Losses, the Balance Sheet, the Reconciliation of Movement in Partners' Funds and the related notes. These accounts have been prepared under the accounting policies set out therein.

This report is made solely to the partners, as a body, in accordance with the terms of our engagement. Our audit work has been undertaken so that we might state to the partners those matters we have been engaged to state to them in this 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 partners, as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

As described in the Statement of Partners' Responsibilities on page 2, the partners are responsible for the preparation of the accounts in accordance with the Partnership Agreement dated 27 October 2005 which requires them to be prepared in accordance with UK Accounting Standards (UK Generally Accepted Accounting Practice).

Our responsibility is to audit the accounts having regard to International Standards on Auditing (UK and Ireland) and our profession's ethical guidance.

We report to you our opinion as to whether the accounts give a true and fair view and are properly prepared in accordance with the Partnership Agreement dated 27 October 2005. We also report to you if, in our opinion, the General Partner's report is not consistent with the accounts, if the partnership has not kept proper accounting records, or if we have not received all the information and explanations we require for our audit.

We read the other information contained in the Report and Financial Statements. 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 accounts. It also includes an assessment of the significant estimates and judgments made by the General Partner in the preparation of the accounts, and of whether the accounting policies are appropriate to the partnership'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 accounts 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 accounts.

Alliance Trust Real Estate Partners (LP)

Report and Accounts Year ended 31 January 2009

Report of the Independent Auditor

Opinion

In our opinion:

- the financial statements give a true and fair view, in accordance with UK Generally Accepted Accounting Practice, of the state of the partnership's affairs as at 31 January 2009 and of its profit for the year then ended;
- the financial statements have been properly prepared in accordance with the Partnership Agreement dated 27 October 2005; and
- the information given in the General Partner's report is consistent with the financial statements.

KPMG Audit Plc

KPMG Audit Plc
Chartered Accountants
Registered Auditor
Saltire Court
Edinburgh
EH1 2EG
16 April 2009

Alliance Trust Real Estate Partners (LP)

Profit and Loss Account Year ended 31 January 2009

	Notes	31 January 2009 £	31 January 2008 £
Income			
Rentals received		4,052,447	3,844,989
Interest received		66,809	46,815
Lease renunciation		-	125,000
Other income		10,951	-
		<u>4,130,207</u>	<u>4,016,804</u>
Expenses			
Administrative expenses		(156,389)	(116,332)
		<u>3,973,818</u>	<u>3,900,472</u>
Profit for the year		<u>3,973,818</u>	<u>3,900,472</u>
Amount transferred to Partners' accounts		<u>3,973,818</u>	<u>3,900,472</u>
Transfer to Limited Partners			
Capital accounts	6	<u>3,973,818</u>	<u>3,900,472</u>

Statement of total recognised gains and losses Year ended 31 January 2009

	31 January 2009 £	31 January 2008 £
Profit for the year	3,973,818	3,900,472
(Deficit) on revaluation of properties	(23,832,083)	(11,470,860)
Total recognised gains and losses	<u>(19,858,265)</u>	<u>(7,570,388)</u>

All amounts are in respect of continuing operations.

The notes on pages 8 to 10 form part of these accounts.

Alliance Trust Real Estate Partners (LP)

Balance Sheet As at 31 January 2009

	Notes	31 January 2009 £	31 January 2008 £
Fixed Asset Investments	3	56,335,000	80,100,000
Current Assets			
Other debtors	4	117,660	448,867
Cash at bank		565,120	248,637
		<u>682,780</u>	<u>697,504</u>
Creditors: Amounts falling due in less than one year	5	(680,393)	(615,266)
Net current assets		<u>2,387</u>	<u>82,238</u>
Net Assets		<u>56,337,387</u>	<u>80,182,238</u>
Limited Partners' accounts			
Capital contribution accounts	6	108	108
Loan	6	91,261,510	91,274,278
Revaluation reserve	6	(34,924,231)	(11,092,148)
Partners' funds		<u>56,337,387</u>	<u>80,182,238</u>

The notes on pages 8 to 10 form part of these accounts.

Approved by the General Partner on 16 April 2009.



Katherine Garrett-Cox



David Deards

Directors of Alliance Trust Real Estate Partners (GP) Limited as General Partner of Alliance Trust Real Estate Partners (LP).

Alliance Trust Real Estate Partners (LP)

Reconciliation of Movement in Partners' Funds Year ended 31 January 2009

	Notes	31 January 2009 £	31 January 2008 £
Partners' funds at 1 February		80,182,238	67,374,946
Profit for the year		3,973,818	3,900,472
Drawdown of Limited Partners' Loans		67,083	24,775,398
Income withdrawn by Limited Partners		(4,053,669)	(4,397,718)
(Deficit) on revaluation of properties		(23,832,083)	(11,470,860)
Partners' funds at 31 January		<u>56,337,387</u>	<u>80,182,238</u>

The notes on pages 8 and 9 form part of these accounts.

Alliance Trust Real Estate Partners (LP)

Notes to the Financial Statements Year ended 31 January 2009

1. PARTNERSHIP AGREEMENT

Alliance Trust Real Estate Partners was registered as a limited partnership in Scotland under the Limited Partnerships Act 1907 on 29 October 2005. The General Partner is Alliance Trust Real Estate Partners (GP) Limited. The Founder Partners were Alliance Trust PLC and The Second Alliance Trust PLC which merged on 21 June 2006. The operation of the Partnership is governed by the Partnership Agreement dated 27 October 2005.

2. ACCOUNTING POLICIES

The principal accounting policies are summarised below. They have been applied consistently throughout the period and the preceding year.

Basis of preparation of accounts

The accounts have been prepared in accordance with applicable UK accounting standards, with the Partnership Agreement and on a going concern basis.

Valuation of investments

Investments are valued by the General Partner following the general principles set out below:

Investment properties have been valued at market value in accordance with the appropriate sections of the RICS Appraisal and Valuation Standards.

Income and expenses

All income and expenses are accounted for on an accruals basis. Rental income received in advance is deferred and credited to the Profit and Loss account on a daily basis over the rental period.

The cost of lease incentives are recognised as a reduction in income and are allocated over the lease term on a straight line basis.

Service charges, receivable from tenants in relation to expenses originally incurred by the Company, are grossed up as income and expenses in the profit and loss account.

Taxation

As a partnership, taxable income and chargeable gains and losses are passed through to the individual partners. Accordingly, no provision for taxation is made in these accounts.

3. FIXED ASSET INVESTMENTS

	2009 £	2008 £
Valuation at 1 February 2008	80,100,000	67,145,000
Additions	67,083	24,425,860
Revaluation	(23,832,083)	(11,470,860)
	<hr/>	<hr/>
Valuation at 31 January 2009	56,335,000	80,100,000
	<hr/>	<hr/>

Alliance Trust Real Estate Partners (LP)

Notes to the Financial Statements

Year ended 31 January 2009

DTZ Tie Leung valued the properties as at 31 December 2008 on a market value basis in accordance with the RICS Appraisal and Valuation Standards. DTZ Tie Leung have confirmed that in their opinion the valuation as at 31 January 2009 is unchanged from this figure.

4. OTHER DEBTORS

	2009 £	2008 £
Due from partners	67,183	366,737
Sundry debtors	18,306	14,586
Prepayments	32,171	67,544
	<u>117,660</u>	<u>448,867</u>

5. CREDITORS: AMOUNTS FALLING DUE IN LESS THAN ONE YEAR

	2009 £	2008 £
Trade creditors	20,426	19,760
Deferred income	409,495	423,160
Accruals	65,252	3,700
VAT payable	185,220	168,646
	<u>680,393</u>	<u>615,266</u>

6. PARTNERS FUNDS

	Capital contribution account £	Loan account £	Revaluation reserve £	Total £
As at 1 February 2008	108	91,274,278	(11,092,148)	80,182,238
Loan drawdown	-	67,083	-	67,083
Profits allocated to partners	-	3,973,818	-	3,973,818
Deficit on revaluation reserve	-	-	(23,832,083)	(23,832,083)
Profits withdrawn	-	(4,053,669)	-	(4,053,669)
As at 31 January 2009	<u>108</u>	<u>91,261,510</u>	<u>(34,924,231)</u>	<u>56,337,387</u>

Alliance Trust Real Estate Partners (LP)

Notes to the Financial Statements **Year ended 31 January 2009**

Capital Contributions analysed as follows

General Partner – Alliance Trust Real Estate Partners (GP)	100
Limited partner – Alliance Trust PLC	8
	<hr/>
	108
	<hr/> <hr/>