

**Company Registration No: 266701**

**WEST REGISTER (REALISATIONS) LIMITED**

**DIRECTORS' REPORT AND FINANCIAL STATEMENTS**

**Period from 20 April 2004 to 31 December 2004**



**Group Secretariat  
The Royal Bank of Scotland Group plc  
42 St Andrew Square  
Edinburgh EH2 2YE  
Scotland**

# **WEST REGISTER (REALISATIONS) LIMITED**

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**WEST REGISTER (REALISATIONS) LIMITED**

**OFFICERS AND PROFESSIONAL ADVISERS**

**DIRECTORS:**

**Philip Andrew Carraro  
David Edmund Cartledge  
Mark Andrew Lambert  
Derek Stephen Sach  
Ernest Michael Sheavills**

**SECRETARY:**

**Mark Craig**

**REGISTERED OFFICE:**

**42 St Andrew Square  
Edinburgh EH2 2YE**

**AUDITORS:**

**Deloitte & Touche LLP  
London**

**Registered in Scotland.**

## **WEST REGISTER (REALISATIONS) LIMITED**

### **DIRECTORS' REPORT**

The directors present their report and the audited financial statements for the period from 20 April 2004 to 31 December 2004.

### **REGISTERED OFFICE**

The company was incorporated on 20 April 2004 with a registered office of 42 St Andrews Square, Edinburgh EH2 2YE.

### **ACTIVITIES AND BUSINESS REVIEW**

The company's principal activity is that of acquiring and developing property assets.

No interim dividend was paid during the year. The directors recommend that no dividend be paid and that the loss for the year of £44,002 is transferred to reserves.

The directors do not anticipate any material change in either the type or level of activities of the company.

### **SHARE CAPITAL**

The company was incorporated with an authorised share capital of 1000 ordinary shares of £1 each.

### **DIRECTORS AND SECRETARY**

The names of the present directors and Secretary are as listed on page 1.  
From 20 April 2004 to date the following changes have taken place:

<b>Directors</b>	<b>Appointed</b>	<b>Resigned</b>
Philip Andrew Carraro	20 April 2004	-
David Edmund Cartledge	20 April 2004	-
Rory Malcolm Cullinan	20 April 2004	21 July 2004
Mark Andrew Lambert	20 April 2004	-
Derek Stephen Sach	20 April 2004	-
Ernest Michael Sheavills	20 April 2004	-

#### **Secretary**

Mark Craig	20 April 2004
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### **DIRECTORS' RESPONSIBILITIES**

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 company as at the end of the financial year and of the profit or loss of the company for that year. In preparing the 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;
- applicable accounting standards have been followed; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act 1985. They are also responsible for the system of internal control, for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities. The directors confirm that these financial statements comply with the aforementioned requirements.

## WEST REGISTER (REALISATIONS) LIMITED

### DIRECTORS' REPORT (Continued)

#### DIRECTORS' INTERESTS

No director had an interest in the shares of the company.

The following directors were beneficially interested in the ordinary shares of The Royal Bank of Scotland Group plc:

	As at 20 April 2004*	As at 31 December 2004
P A Carraro	1,218	1,310
D E Cartledge	10,847	11,235
M A Lambert	654	676
D S Sach	90,770	90,924
E M Sheavills	14,923	15,635

Options to subscribe for ordinary shares of 25p each in The Royal Bank of Scotland Group plc granted to and exercised during the year by the following directors of the Company and connected persons are:

	As at 20 April 2004*	Granted during the year		Exercised During the Year		As at 31 December 2004
		Options	Price	Options	Price	
P A Carraro	27,397	-	-	-	-	27,397
D E Cartledge	4,421	-	-	-	-	4,421
M A Lambert	6,682	-	-	-	-	6,682
D S Sach	143,458	-	-	-	-	143,458
E M Sheavills	34,182	155	12.09	142	13.64	34,195

The following directors were beneficially interested in Non-Cumulative Dollar Preference Shares, Series G of The Royal Bank of Scotland Group plc:

	As at 20 April 2004*	As at 31 December 2004
P A Carraro	300	300

Other than the preference shares detailed above, none of the directors in office at 31 December 2004 held any interest in the share or loan capital of the company or any other group company.

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\* or date of appointment, if later

**DIRECTORS' REPORT (Continued)**

**ELECTIVE RESOLUTIONS**

The company has passed Elective Resolutions electing to dispense with the requirement to hold annual general meetings, lay accounts before a general meeting and reappointment of auditors annually.

**AUDITORS**

Deloitte and Touche LLP were appointed as first auditors of the company on 22 April 2004. Deloitte and Touche have expressed *their willingness to continue in office as auditors.*

Approved by the Board of Directors  
and signed on behalf of the Board

A handwritten signature in black ink, appearing to read 'Mark Lambert', written in a cursive style.

Mark Lambert  
Director

Date: 4 JULY 2005

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF WEST REGISTER (REALISATIONS) LIMITED**

We have audited the financial statements of West Register (Realisations) Limited for the period from 20 April 2004 to 31 December 2004 which comprise the profit and loss account, the balance sheet and the related notes 1 to 10. 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 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 described in the statement of directors' responsibilities, the company's directors are responsible for the preparation of the financial statements in accordance with applicable United Kingdom law and accounting standards. Our responsibility is to audit the financial statements in accordance with relevant United Kingdom legal and regulatory requirements and auditing standards.

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 if, in our opinion, the directors' report is not consistent with the financial statements, if 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 transactions with the company is not disclosed.

We read the directors' report for the above year and consider the implications for our report if we become aware of any apparent misstatements.

**Basis of audit opinion**

We conducted our audit in accordance with United Kingdom auditing standards 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 judgements 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.

**Opinion**

In our opinion the financial statements give a true and fair view of the state of the company's affairs as at 31 December 2004 and of its results for the period from 20 April 2004 to 31 December 2004 then ended and have been properly prepared in accordance with the Companies Act 1985.

*Deloitte + Touche LLP*

Deloitte & Touche LLP  
Chartered Accountants and Registered Auditors  
London

*4 July 2005*

**WEST REGISTER (REALISATIONS) LIMITED****PROFIT AND LOSS ACCOUNT**

Period from 20 April 2004 to 31 December 2004

	Notes	Period ended 31 December 2004 £
<b>TURNOVER</b>	1	42,899
Administrative expenses		(57,572)
<b>OPERATING LOSS</b>		<u>(14,673)</u>
<b>LOSS ON ORDINARY ACTIVITIES BEFORE INTEREST</b>	2	(14,673)
Interest payable and similar charges	3	(48,186)
<b>LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION</b>		<u>(62,859)</u>
Tax credit on loss on ordinary activities	4	18,857
<b>LOSS ON ORDINARY ACTIVITIES AFTER TAXATION</b>		<u>(44,002)</u>
<b>Retained loss for the period</b>		<u><u>(44,002)</u></u>

All items on the profit and loss account derive from continuing activities.

There are no recognised gains or losses in the current period other than those disclosed above. Accordingly no statement of total recognised gains or losses is presented.



**WEST REGISTER (REALISATIONS) LIMITED**

**BALANCE SHEET**

**31 December 2004**

	Notes	2004 £
<b>CURRENT ASSETS</b>		
Long term contract balances		2,190,940
Debtors	5	<u>334,100</u>
		<u>2,525,040</u>
<b>CREDITORS: amounts falling due Within one year</b>		
Creditors	6	<u>(2,569,040)</u>
<b>NET CURRENT LIABILITIES</b>		<u>(44,000)</u>
<b>NET LIABILITIES</b>		<u>(44,000)</u>
<b>SHARE CAPITAL AND RESERVES</b>		
Share Capital	7	2
Profit and loss account	8	<u>(44,002)</u>
<b>EQUITY SHAREHOLDERS' DEFICIT</b>		<u>(44,000)</u>

These financial statements were approved by the Board of Directors on **4 JULY** 2005.

Signed on behalf of the Board of Directors



Mark Lambert  
Director

Date: **4 JULY 2005**

## **WEST REGISTER (REALISATIONS) LIMITED**

### **NOTES TO THE ACCOUNTS**

**For the period from 20 April 2004 to 31 December 2004**

#### **1. ACCOUNTING POLICIES**

The accounts have been prepared in accordance with applicable United Kingdom law and accounting standards.

##### **Basis of preparation**

The accounts are prepared under the historical cost convention and in compliance with the Companies Act 1985.

##### **Taxation**

Provision is made for taxation at current enacted rates on taxable profits taking into account relief for overseas taxation where appropriate. Timing differences arise where gains and losses are accounted for in different years for financial reporting purposes and for taxation purposes. Deferred taxation is accounted for in full for all such timing differences, except in relation to revaluations of fixed assets where there is no commitment to dispose of the asset, gains on sales of fixed assets that are rolled over into replacement assets, and the remittance of overseas earnings. Deferred tax assets are only recognised to the extent that it is regarded more likely than not to that they will be recovered. Deferred tax amounts are not discounted.

##### **Turnover**

Turnover consists of rental receivable on an accrual basis under operating leases, exclusive of value added tax. The turnover of the Company arises in the United Kingdom.

##### **Profit recognition**

Profit on the sale of development properties is not taken until the substantial completion of each development phase. Profit is stated after the provision for known losses and contingencies.

##### **Accounting for contracts**

Long term contract balances represent costs incurred on specific development property contracts, net of amounts transferred to cost of sales in respect of work recorded as turnover and less foreseeable losses. No profit is recognised until the contract has advanced to a stage where the total profit can be assessed with reasonable certainty. Income arising from settlement of contract claims is recorded when final negotiations have been completed and the amount of settlement is considered to be collectable. Full provision is made for any foreseeable losses.

##### **Cash Flow Statement**

The Company is a wholly owned subsidiary of The Royal Bank of Scotland Plc and the cash flows of the Company are included in the consolidated group cash flow statement of The Royal Bank of Scotland Group plc, the Company's ultimate parent undertaking. Consequently the Company is exempt under terms of Financial Reporting Standard No 1 from publishing a cash flow statement.

##### **Related party transactions**

The company is exempt from the requirement of Financial Reporting Standard 8 'Related Party Disclosures' to disclose transactions and balances with other subsidiaries or investees of the group as its results are included in the Consolidated Financial Statements of The Royal Bank of Scotland Group plc.

# WEST REGISTER (REALISATIONS) LIMITED

## NOTES TO THE ACCOUNTS

For the period from 20 April 2004 to 31 December 2004

### 2. LOSS ON ORDINARY ACTIVITIES BEFORE INTEREST

Loss on ordinary activities before interest is stated after charging:

	Period ended 31 December 2004 £
Auditors' remuneration – audit	2,000

The directors received no emoluments for their services to the Company during the period. The Company had no employees during the current period.

### 3. INTEREST PAYABLE AND SIMILAR CHARGES

Interest payable and similar charges relate to transactions with the parent company.

### 4. TAX CHARGE ON LOSS ON ORDINARY ACTIVITIES

	Period ended 31 December 2004 £
Current taxation:	
UK Corporation tax credit for the period at 30%	18,857
Deferred taxation:	
Origination and reversal of timing differences	-
	<u>18,857</u>

### 5. DEBTORS

	2004 £
Trade debtors	38,163
Other debtors	295,937
	<u>334,100</u>

### 6. CREDITORS

	2004 £
Other Creditors	38,822
Amount due to parent undertaking	2,530,218
	<u>2,569,040</u>

## WEST REGISTER (REALISATIONS) LIMITED

### NOTES TO THE ACCOUNTS

For the period from 20 April 2004 to 31 December 2004

#### 7. SHARE CAPITAL

	2004 £
<b>Authorised:</b>	
1,000 ordinary shares of £1 each	1,000
<b>Called up, allotted and fully paid:</b>	
2 ordinary shares of £1 each	2

#### 8. COMBINED STATEMENT OF MOVEMENTS IN SHAREHOLDERS' FUNDS AND STATEMENT OF RECONCILIATION OF SHAREHOLDERS' FUNDS

	Issued share capital £	Profit and loss account £	2004 TOTAL £
At beginning of the year	2	-	2
Loss attributable to members of the Company	-	(44,002)	(44,002)
At the end of the year	2	(44,002)	(44,000)

#### 9. IMMEDIATE AND ULTIMATE PARENT COMPANY

The company's immediate parent and smallest subgroup into which the company is consolidated is The Royal Bank of Scotland plc, a company incorporated in Great Britain and registered in Scotland. Copies of the consolidated financial statements for this subgroup can be obtained from The Royal Bank of Scotland Group plc, 42 St Andrew Square, Edinburgh, EH2 2YE.

The company's ultimate holding company, ultimate controlling party, and the parent of the largest group into which the company is consolidated is The Royal Bank of Scotland Group plc which is incorporated in Great Britain and registered in Scotland. Financial statements for The Royal Bank of Scotland Group plc can be obtained from The Royal Bank of Scotland Group plc, 42 St Andrew Square, Edinburgh, EH2 2YE.

#### 10. RELATED PARTY TRANSACTIONS

The company is exempt from the requirement of Financial Reporting Standard 8 'Related Party Disclosures' to disclose transactions and balances with other subsidiaries or investees of The Royal Bank of Scotland Group plc as the company's results are included in the consolidated financial statements of The Royal Bank of Scotland Group plc.