

Edinburgh Quay (Four) Limited

Directors' Report and Financial Statements

For the 10 month period ending 31 December 2005

Registered Number SC280667



Directors' Report and Financial Statements

Contents

| | |
|---|---|
| Directors' Report | 1 |
| Statement of directors' responsibilities in respect of the Directors' Report and the financial statements | 2 |
| Independent Auditors' Report to the members of Edinburgh Quay (Four) Limited | 3 |
| Profit and loss account | 4 |
| Balance sheet | 5 |
| Notes | 6 |

Directors' Report

The Directors have pleasure in presenting their annual report and audited financial statements for the 10 month period to 31 December 2005

Principal activities

The company did not trade during the period

Business review

The company was incorporated on 25th February 2005

Proposed dividend

The directors do not recommend the payment of a dividend

Directors

The Directors of the company during the period were

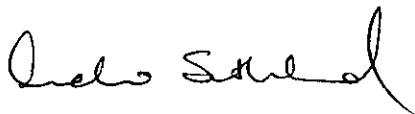
| | |
|----------------------|---|
| A Sutherland | (Appointed 14 March 2005) |
| P H Miller | (Appointed 14 March 2005 Resigned 1 June 2006) |
| Vinidex Services Ltd | (Appointed 25 February 2005 Resigned 14 March 2005) |
| Vindex Ltd | (Appointed 25 February 2005 Resigned 14 March 2005) |
| S Dunlop | (Appointed 15 March 2006) |
| O Elmi | (Appointed 1 June 2006) |
| P Grant | (Appointed 1 June 2006) |
| J McLellen Wallace | (Appointed 1 June 2006) |
| J Jackson | (Appointed alternate director 1 June 2006) |
| M Wood | (Appointed alternate director 1 June 2006) |

None of the Directors had any interest in the share capital of the company

Auditors

KPMG LLP were appointed as first auditors by the directors. In accordance with section 384 of the Companies Act 1985, a resolution for the reappointment of KPMG LLP as auditors of the company is to be proposed at the forthcoming Annual General Meeting

On behalf of the Board



**A Sutherland
Director**

30 October 2006

Edinburgh

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.

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.

Independent Auditors' Report to the members of Edinburgh Quay (Four) Limited

We have audited the financial statements of Edinburgh Quay (Four) Limited for the 10 month period ended 31 December 2005 which comprise 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

As described in the Statement of Directors' Responsibilities on page 3, the company's directors are responsible for the preparation of the financial statements in accordance with applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice).

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 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 other transactions is not disclosed.

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it.

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.

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 December 2005 and of its result for the 10 month period from 25 February (date of incorporation) to 31 December 2005, and
- have been properly prepared in accordance with the Companies Act 1985

KPMG LLP

KPMG LLP
Chartered Accountants
Registered Auditor
Edinburgh

30 October 2006

Profit and loss account

The company had no transactions during the period and has made neither a profit nor a loss. No profit or loss account has therefore been prepared.

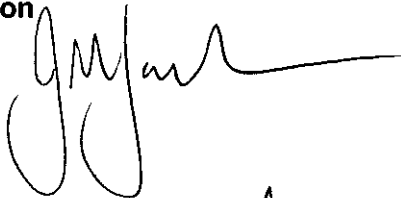
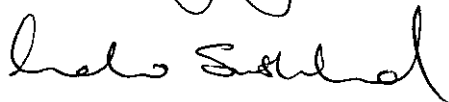
Balance sheet

As at 31 December 2005

| | <i>Note</i> | 2005 £ |
|-----------------------------|-------------|-------------------|
| Current assets | | |
| Debtors | 3 | 2 |
| | | <hr/> |
| Net assets | | 2 |
| | | <hr/> |
| Capital and reserves | | |
| Called up share capital | 4 | 2 |
| | | <hr/> |
| Shareholders' funds | 5 | 2 |
| | | <hr/> |

The financial statements were approved by the board of directors on 30 October 2006

Julie Jackson
Director

Andrew Sutherland
Director

Notes

(Forming part of the financial statements)

1. Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the company's financial statements

Basis of preparation

The financial statements have been prepared in accordance with applicable accounting standards and under the historical cost accounting rules

As the company is a wholly owned subsidiary of Edinburgh Quay Limited the company's voting rights are controlled within the group headed by Edinburgh Quay Limited. The company has taken advantage of the exemption contained in FRS 8 and has therefore not disclosed transactions or balances with entities which form part of the group (or investees of the group qualifying as related parties). The consolidated financial statements of Edinburgh Quay Limited, within which this company is included, can be obtained from the address given in note 6

Cash flow statement

Under Financial Reporting Standard 1 the company is exempt from the requirement to prepare a cash flow statement on the grounds that a parent undertaking includes the company in its own published consolidated financial statements

2 Remuneration of directors

There were no emoluments paid to the directors during the year

3 Debtors

Unpaid share capital

2005

£

2

2

4. Share capital

Equity

Authorised, ordinary shares of £1 each

2005

£

100

Allotted, called up and unpaid ordinary shares of £1 each

2

Notes (cont'd)

| | | |
|----------|---|-------------|
| 5 | Reconciliation of movements in shareholders' funds | 2005 |
| | | £ |
| | New share capital subscribed | 2 |
| | | <hr/> |
| | Net addition to shareholders' funds | 2 |
| | Opening Shareholders' funds | - |
| | | <hr/> |
| | Closing shareholders' funds | 2 |
| | | <hr/> <hr/> |

6. Ultimate parent company

The company is a subsidiary undertaking of Edinburgh Quay Limited incorporated in the UK. The consolidated financial statements of Edinburgh Quay Limited are available to the public and may be obtained from the Register of Companies House, 37 Castle Terrace, Edinburgh, EH1 2GB.