

ELCO LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2007





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GERALD EDELMAN

CHARTERED ACCOUNTANTS

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DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 2007

The directors present their report and financial statements for the year ended 31 March 2007

Principal activities and review of the business

The principal activity of the company continued to be that of property dealing

Results and dividends

The results for the year are set out on page 4

Directors

The following directors have held office since 1 April 2006

S G Pinto

D Pinto

Directors' interests

The directors' interests in the shares of the company were as stated below

	Ordinary shares of £1 each	
	31 March 2007 1 April 2006	
S G Pinto	2	2
D Pinto	1	1

Auditors

In accordance with Section 385 of the Companies Act 1985, a resolution proposing that Gerald Edelman be reappointed as auditors of the company will be put to the Annual General Meeting

DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2007

Directors' responsibilities

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

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 and of the profit or loss of the company for that period. 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,
- -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 enable them to ensure that the financial statements comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Statement of disclosure to auditor

- (a) so far as the directors are aware, there is no relevant audit information of which the company's auditors are unaware, and
- (b) they have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information

On behalf of the board

Sara Pinho

S G Pinto

Director

9 August 2007

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF E.L.C.O. LIMITED

We have audited the financial statements of E L C O. Limited for the year ended 31 March 2007 set out on pages 4 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 the directors and auditors

As described in the statement of directors' responsibilities on page 2 the company's directors are responsible for the preparation of the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom 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 or 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 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 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, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 March 2007 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985

Gerald Edelman

9 August 2007

Chartered Accountants

Registered Auditor

25 Harley Street London W1G 9BR

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MARCH 2007

		2007	2006
	Notes	£	£
Administrative expenses		(2,151)	(1,136)
Net revenue from property		5,780	2,489
Other operating income		500	-
Operating profit	2	4,129	1,353
Other interest receivable and similar			
income	3	5	
Profit on ordinary activities before			
taxation		4,134	1,353
Tax on profit on ordinary activities	4	(483)	-
Profit for the year	10	3,651	1,353

The profit and loss account has been prepared on the basis that all operations are continuing operations

There are no recognised gains and losses other than those passing through the profit and loss account

BALANCE SHEET

AS AT 31 MARCH 2007

		20	07	20	06
	Notes	£	£	£	£
Fixed assets					
Investments	5		15		15
Current assets					
Stocks	6	110,928		110,928	
Debtors	7	61,297		63,218	
Cash at bank and in hand		8,834		1,658	
		181,059		175,804	
Creditors amounts falling due within					
one year	8	(64,398)		(62,794)	
Net current assets			116,661		113,010
Total assets less current liabilities			116,676		113,025
					
Capital and reserves					
Called up share capital	9		4		4
Other reserves	10		270		270
Profit and loss account	10		116,402		112,751
Shareholders' funds	11		116,676		113,025

Approved by the Board and authorised for issue on 9 August 2007

S G Pinto

Director

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2007

1 Accounting policies

1.1 Accounting convention

The financial statements are prepared under the historical cost convention

The company has taken advantage of the exemption in Financial Reporting Standard No 1 from the requirement to produce a cash flow statement on the grounds that it is a small company

12 Investments

Fixed asset investments are stated at cost less provision for diminution in value

13 Stock

Stock is valued at the lower of cost and net realisable value

14 Group accounts

The financial statements present information about the company as an individual undertaking and not about its group. The company and its subsidiary undertaking comprise a small-sized group. The company has therefore taken advantage of the exemptions provided by section 248 of the Companies. Act 1985 not to prepare group accounts.

2	Operating profit	2007	2006
		£	£
	Operating profit is stated after charging		
	Auditors' remuneration	588	588
3	Investment income	2007	2006
_		£	£
	Other interest	5	-

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2007

Taxation	2007 £	2006 £
Domestic current year tax		
U K corporation tax	483	-
Current tax charge	483	-
Factors affecting the tax charge for the year		
Profit on ordinary activities before taxation	4,134	1,353
Profit on ordinary activities before taxation multiplied by standard rate of		
UK corporation tax of 19 00% (2006 0 00%) Effects of	785	-
Other tax adjustments	(302)	-
Current tax charge	483	
		

Fixed asset investments

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2007

Э	rixed asset investments	
		Shares in subsidiary undertakings
		£
	Cost	
	At 1 April 2006 & at 31 March 2007	15
	Net book value	
	At 31 March 2007	15
	At 31 March 2006	15

Holdings of more than 20%

The company holds more than 20% of the share capital of the following companies

Company	Country of registration or	Shares held	
	incorporation	Class	%
Subsidiary undertakıngs			
Devonshire Close (Management) Limited	England	Ordinary	62 00

The aggregate amount of capital and reserves and the results of these undertakings for the last relevant financial year were as follows

		Capital and	Profit for the
		reserves	year
		2007	2007
	Principal activity	£	£
Devonshire Close (Management) Limited	•	24	-

In the opinion of the directors the aggregate value of the company's investment in subsidary undertaking is not less than the amount included in the balance sheet. Devonshire close (Management) Limited did not trade during the year, nor did it receive any income nor realise any gains.

6	Stocks	2007 £	2006 £
	Stock of property	110,928	110,928

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2007

7	Debtors	2007	2006
		£	£
	Other debtors	61,297 ————	63,218
8	Creditors amounts falling due within one year	2007	2006
		£	£
	Corporation tax	483	-
	Other creditors	61,015	61,025
	Accruals and deferred income	2,900	1,769
		64,398	62,794
9	Share capital	2007 £	2006 £
	Authorised	-	
	100 Ordinary shares of £1 each	100	100
	Allotted, called up and fully paid		
	4 Ordinary shares of £1 each		4
10	Statement of movements on reserves		
10	Statement of movements on reserves	Other	Profit and
		reserves	loss
			account
		£	£
	Balance at 1 April 2006	270	112,751
	Retained profit for the year	-	3,651
	Balance at 31 March 2007	270	116,402

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2007

11	Reconciliation of movements in shareholders' funds	2007 £	2006 £
	Profit for the financial year Opening shareholders' funds	3,651 113,025	1,353 111,672
	Closing shareholders' funds	116,676	113,025
12	Directors' emoluments	2007 £	2006 £
	Emoluments for qualifying services	1,500	400
13	Employees		
	Number of employees There were no employees during the year apart from the directors		
	Employment costs	2007 £	2006 £
	Wages and salaries	1,500	400

14 Related party transactions

Included in other debtors is an amount of £60,000 (2005 - £60,000) due from Oceanic Acquisitions and Mergers Limited, a company in which one of the directors has a material interest. There are no specific terms with regard to interest or repayment in respect of this balance.