COMPANY NUMBER 3542245(ENGLAND & WALES)

ODESSA WHARF LIMITED DIRECTOR'S REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2007

COOPER MURRAY CHARTERED ACCOUNTANTS TENNYSON HOUSE 159-165 GREAT PORTLAND STREET LONDON **W1W 5PA**



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COMPANY INFORMATION

COMPANY NUMBER:

3542245(England & Wales)

DIRECTOR

R Herb

SECRETARY.

Herlinda Bogaerts

REGISTERED OFFICE:

Tennyson House

159-165 Great Portland Street

London W1W 5PA

ACCOUNTANTS.

Cooper Murray

Chartered Accountants Tennyson House

159-165 Great Portland Street

London W1W 5PA

REPORTS AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST MARCH 2007

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DIRECTOR'S REPORT

FOR THE YEAR ENDED 31ST MARCH 2007

The director presents his report and the financial statements for the year ended 31st March 2007

PRINCIPAL ACTIVITIES

The principle activity of the company is that of buying, selling and letting of property

DIRECTORS

The director of the company during the year and his interests in the share capital of the company as recorded in the register of directors interests was as follows

2007 2006 No. of shares 2 2

R Herb

RESPONSIBILITIES OF THE DIRECTOR

Company law requires the director to prepare financial statements for each financial year which give a true and fair view of the state of the affairs of the company and of the profit or loss of the company for that period. In preparing those financial statements, the director is 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 director is 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. He is 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.

This report was approved by the board on 9th January 2008 and has been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies

ON BEHALF OF THE BOARD

RICHARD HERB

ACCOUNTANTS' REPORT

TO THE DIRECTOR

ON THE UNAUDITED FINANCIAL STATEMENTS OF

ODESSA WHARF LIMITED

As described in the balance sheet you are responsible for the preparation of the financial statements for the year ended 31st March 2007 set out on pages 3 to 7 and you consider that the company is exempt from a report under section 249A(1) of the Companies Act 1985 in accordance with your instructions, we have compiled these unaudited financial statements in order to assist you to fulfil your statutory responsibilities, from the accounting records and information and explanations supplied to us

Cooper Murray

Chartered Accountants

Tennyson House

159-165 Great Portland St

London W1W 5PA Dated 9th January 2008

PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 31ST MARCH 2007

| | Note | 2007 £ | 2006 £ |
|--|--------------|------------|------------|
| TURNOVER | | 14,230 | 87,727 |
| Cost of sales | | (6,039) | (38,399) |
| GROSS PROFIT | | 8,191 | 49,328 |
| Administrative expenses | | (135,363) | (84,986) |
| OPERATING LOSS | 2 | (127,172) | (35,658) |
| Other interest receivable and similar inco | ome | 651 | 165 |
| Interest payable | | (66,585) | (187,102) |
| LOSS ON ORDINARY ACTIVITIES BEF | ORE TAXATION | (193,106) | (222,595) |
| Tax on loss on ordinary activities | | - | - |
| Loan forgiveness | | 348,830 | - |
| Loss on grant of 999 year leases | | (771,514) | - |
| RETAINED LOSS FOR THE YEAR | | £(615,790) | £(222,595) |
| | | | |

The annexed notes form part of these financial statements

BALANCE SHEET AS AT 31ST MARCH 2007

| | Note | 2007 | | 2006 | |
|------------------------------------|----------|-----------|-------------|-------------|-------------|
| | | £ | £ | £ | £ |
| FIXED ASSETS | | | | | |
| Tangible assets | 3 | | 288,236 | | 2,665,094 |
| CURRENT ASSETS | | | | | |
| Debtors | 4 | 30,286 | | 10,000 | |
| Cash at bank and in hand | 7 | 452 | | 10,000 | |
| Oddin at Dank and III fland | | 432 | | | |
| | | 30,738 | | 10,000 | |
| CREDITORS | | · | | • | |
| Amounts due within one year | 5 | (127,553) | | (1,096,797) | |
| | | | | | |
| NET CURRENT ASSETS/(LIABILITIES) |) | | (96,815) | | (1,086,797) |
| TOTAL 4005T0 / 500 01/5051/T1 / 14 | | | | | |
| TOTAL ASSETS LESS CURRENT LIAI | BILLITES | | 191,421 | | 1,578,297 |
| CREDITORS | | | | | |
| Amounts falling due | | | | | |
| after more than one year | 6 | | (2,157,501) | | (2,928,587) |
| and mere than one year | • | | (2,107,001) | | |
| NET LIABILITIES | | | (1,966,080) | | (1,350,290) |
| | | | | | |
| | | | | | |
| CAPITAL AND RESERVES | | | | | |
| Called up share capital | 7 | | 2 | | 2 |
| Profit and loss account | 8 | | (1,966,082) | | (1,350,292) |
| SHAREHOLDERS' FUNDS | | | (4.066.080) | | (4.350.300) |
| SHAKEHULDEKS PUNDS | | | (1,966,080) | | (1,350,290) |
| | | | | | |

In the opinion of the director the company is entitled to claim exemptions from audit by virtue of subsection (1) of Section 249A of the Companies Act 1985 Members have not required the company, under s 249B(2) of the Companies Act 1985, to obtain an audit for the year ended 31st March 2007. The director is responsible for ensuring that the company maintains accounting records in compliance with Section 221 of that Act and for preparing accounts which give a true and fair view of the affairs of the company as at the end of the financial year and of its profit or loss for the year then ended in accordance with Section 226, and which comply with the other requirements of the Act relating to the accounts so far as applicable to the company.

Approved by the board of directors on 9th January 2008 and signed on its behalf. These financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies and in accordance with the Financial Reporting Standard for Smaller Entities (effective January 2007)

RICHARD HERB

The annexed notes form part of these financial statements

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST MARCH 2007

1 ACCOUNTING POLICIES

The accounts have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (Effective January 2007)

CASHFLOW STATEMENT

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

TURNOVER

Turnover comprises the invoiced value of goods and services supplied by the company, net of Value Added Tax and trade discounts

TANGIBLE FIXED ASSETS AND DEPRECIATION

Tangible fixed assets are stated at cost less depreciation

Depreciation is provided at rates calculated to write off the cost or valuation of fixed assets, less their estimated residual value, over their expected useful lives on the following bases

Plant and machinery

- 25% per annum of cost

Motor vehicles

- 25% per annum of cost

2 OPERATING PROFIT

| This is stated after charging | 2007 £ | 2006 £ |
|-------------------------------|-----------|-----------|
| Depreciation of owned assets | 199 | 200 |

NOTES TO THE FINANCIAL STATEMENTS (Continued)

FOR THE YEAR ENDED 31ST MARCH 2007

| 3 | TANGIBLE FIXED ASSETS | Land and Buildings £ | Plant and Machinery £ | Motor Vehicles £ | Total £ |
|---|---|-------------------------------|--------------------------------|------------------------|------------------------------|
| | Cost At 1st April 2006 Disposals | 2,664,896 (2,376,660) | 2,244 - | 2,000 | 2,669,140 (2,376,660) |
| | At 31st March 2007 | 288,236 | 2,244 | 2,000 | 292,480 |
| | Depreciation At 1st April 2006 Charge for the year | - | 2,045 199 | 2,000 - | 4,045 199 |
| | At 31st March 2007 | - | 2,244 | 2,000 | 4,244 |
| | Net book value At 31st March 2007 | 288,236 | - - | - | 288,236 |
| | At 31st March 2006 | 2,664,896 | 199 | | 2,665,095 |
| 4 | DEBTORS | | | 2007 £ | 2006 £ |
| | Due within one year Amounts owed by group undertakings Other debtors | | | 29,605 681 | |
| | | | | £30,286 | £10,000 |
| 5 | CREDITORS - AMOUNTS FALLING DI | JE WITHIN OI | NE YEAR | | |
| | | | | 2007 £ | 2006 £ |
| | Bank overdraft Bank Loan | | | - 125,000 | |
| | Amounts owed to group undertakings Director's current account Other creditors | | | - - 2,553 | 43,834 847,372 192,531 |
| | Otte: Geditors | | | | 1,096,797 |
| | | | | | |

NOTES TO THE FINANCIAL STATEMENTS (Continued)

FOR THE YEAR ENDED 31ST MARCH 2007

| 6 | CREDITORS - AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR | | | |
|----|---|------------|------------|--|
| | | 2007 £ | 2006 £ | |
| | Bank loans | - | 1,910,224 | |
| | Amounts owed to associated undertakings | 2,157,501 | 1,018,363 | |
| | | £2,157,501 | £2,928,587 | |
| | | | | |
| 7 | SHARE CAPITAL | | | |
| | | 2007 £ | 2006 £ | |
| | AUTHORISED | • | - | |
| | Ordinary shares of £1 each | 10,000 | 10,000 | |
| | | == | ==== | |
| | | £ | £ | |
| | ALLOTTED, CALLED UP AND FULLY PAID Ordinary shares of £1 each | 2 | 2 | |
| Oi | Staticity States of 21 datas | = | | |
| 8 | PROFIT AND LOSS ACCOUNT | | | |
| | | 2007 £ | | |
| | At 1st April 2006 | (1,350,292 |) | |
| | Loss for the year | (615,790 |) | |
| | At 31st March 2007 | (1,966,082 |) | |
| | | | • | |

9 ULTIMATE CONTROLLING PARTY

The ultimate controlling party is Mr R Herb, by virtue of his 100% shareholding