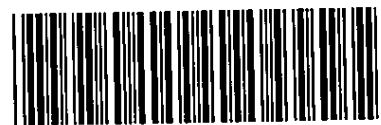


G.M. GILT-EDGED NOMINEES LIMITED
COMPANY NUMBER: 954147
REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2008

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REPORT OF THE DIRECTORS

The Directors present their report together with the financial statements for the year ended 31 December 2008.

Review of business

The Company was dormant during the year and has not traded or incurred any liabilities. The Company has made neither profit nor loss, nor any other recognised gain or loss. Therefore, neither an income statement nor a statement of recognized income and expenses has been prepared.

The Company is expected to remain dormant for the foreseeable future.

Dividend

The Directors do not intend to declare a dividend in respect of the reporting year.

Board of Directors

The Directors of the Company, who served during the year and any subsequent changes are as shown below:

Name		
	Appointment	Cessation
Canada Square Nominees (UK) Limited		30/09/2008
Canada Water Nominees (UK) Limited		
MUSGROVE, Robert Hugh	30/09/2008	

BY ORDER OF THE BOARD

For and on behalf of G.M. Gilt-Edged Nominees Limited



R H Musgrove

Director

Date: 19 October 2009


Balance Sheet as at year ended 31 December 2008

	2008	2007
	£	£
Current assets		
Other debtors	10	10
Other creditors	-	-
Net current assets	<u>10</u>	<u>10</u>
Capital and reserves		
Called up share capital	10	10
Equity shareholders' funds	<u>10</u>	<u>10</u>

Statements:

- a) For the year ended 31 December 2008 the Company was entitled to exemption under section 249AA(1) of the Companies Act 1985.
- b) Members have not required the Company to obtain an audit in accordance with section 249B(2) of the Companies Act 1985.
- c) The Directors acknowledge their responsibility for:
 - i. ensuring the Company keeps accounting records which comply with section 221 of the Companies Act 1985; and
 - ii. preparing accounts 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 its profit or loss for the financial year, in accordance with the requirements of section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the Company.
- d) HSBC Holdings plc (the Company's ultimate parent) has adopted International Financial Reporting Standards ("IFRS") in preparing its consolidated financial statements for the year ended 31 December 2008 and has elected to adopt IFRS for all its subsidiary undertakings, unless restricted by local regulations.

Approved by the board and signed on its behalf on 19 October 2009 by:


 J H McKenzie
 For and on behalf of Canada Water Nominees (UK) Limited

Parent undertaking

As defined under International Accounting Standard 24 "Related Party Disclosures" (IAS24), the Company's immediate controlling party is HSBC Bank plc and the Company's ultimate controlling party is HSBC Holdings plc.

The financial statements of the Company are consolidated within the results of HSBC Bank plc and, in turn, HSBC Holdings plc.

The consolidated financial statements of HSBC Holdings plc and HSBC Bank plc are available to the public and may be obtained from HSBC Holdings plc, Group Corporate Affairs, 8 Canada Square, London E14 5HQ.

INCOME STATEMENT

During the financial year and the preceding financial year, the company did not trade and received no income and incurred no expenditure. Consequently, during those years the company made neither a profit nor a loss, nor any other recognised income or expense.

NOTES TO FINANCIAL STATEMENTS

1. ACCOUNTING POLICIES

The principal accounting policies applied in the preparation of financial statements are set out below. These policies have been consistently applied, except for the first time application of IFRS.

Basis of preparation

The financial statements have been prepared under the historical cost convention.

The company prepared its financial statements in accordance with UK Generally Accepted Accounting Principles ('UK GAAP'). The Company prepares its financial statements in accordance with International Financial Reporting Standards ('IFRSs') as adopted by the EU and effective for the Company's reporting for the year ended 31 December 2008. IFRSs comprise accounting standards issued by the International Accounting Standards Board ('IASB') and its predecessor body as well as interpretations issued by the International Financial Reporting Interpretations Committee ('IFRIC') and its predecessor body.

2. DIRECTORS' EMOLUMENTS

The Directors did not receive any emoluments in respect of their services to the Company during the year. The Company has made no loans, guarantees or other such dealings to its directors and others during the year.

3. RELATED PARTY TRANSACTIONS

There have been no transactions with related parties requiring disclosure in either the year or the prior year. The Company is dormant and all statutory fees are paid by HSBC Bank plc.