DIRECTORS' REPORT AND FINANCIAL STATEMENTS

for the year ended 31 December 2011

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COMPANIES HOUSE

COMPANY INFORMATION

DIRECTORS A S Perloff

S J Peters J T Doyle J H Perloff

COMPANY SECRETARY S J Peters

COMPANY NUMBER 1107006

REGISTERED OFFICE Deneway House

88-94 Darkes Lane

Potters Bar Hertfordshire EN6 1AQ

AUDITORS Nexia Smith & Williamson

Chartered Accountants & Statutory Auditors

25 Moorgate London EC2R 6AY

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DIRECTORS' REPORT for the year ended 31 December 2011

The directors present their report and the financial statements for the year ended 31 December 2011

DIRECTORS' RESPONSIBILITIES STATEMENT

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 the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they 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,
- 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 adequate accounting records that are sufficient to show and explain the company's transactions and 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 2006. 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.

PRINCIPAL ACTIVITIES

The principal activity of the company during the year continued to be that of property dealing and investment

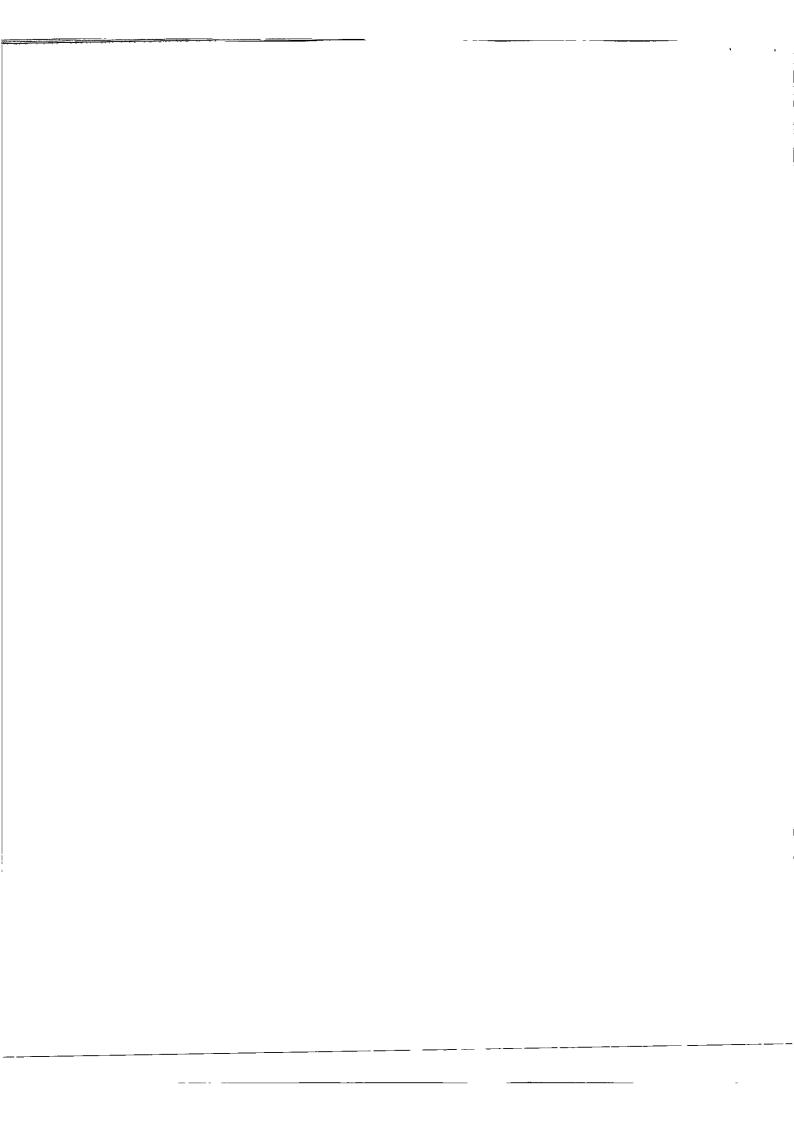
BUSINESS REVIEW AND FUTURE DEVELOPMENTS

The directors are pleased with the results for the year and expect the financial position of the company to be maintained during the coming year

RESULTS AND DIVIDENDS

The profit for the year, after taxation, amounted to £1,250,834 (2010 - £904,792)

A final dividend of £1,200,000 (£6,000 per share) (2010 - £1,000,000 (£5,000 per share)) on ordinary shares was paid during the year



DIRECTORS' REPORT for the year ended 31 December 2011

DIRECTORS

The directors who served during the year were

- A S Perloff
- S J Peters
- J T Doyle
- J H Perloff

FINANCIAL RISK MANAGEMENT

The company is a member of the Panther Securities Plc group. The principal activity of the individual companies within the group is property investment and dealing. The financial risk management procedures set out below are employed by all companies within the Panther Securities Plc group. The group's operations expose it to a variety of financial risks the main two being the effects of changes in credit risk of tenants and interest rate movement exposure on borrowings. The group has in place a risk management programme that seeks to limit the adverse effects of these risks on the financial performance of the group by monitoring levels of debt finance and the related finance costs. The group also uses derivative financial instruments to protect against adverse interest rate movements, no hedge accounting is applied.

Given the size of the group, the directors have not delegated the responsibility of monitoring financial risk management to a sub-committee of the board. The policies set by the board of directors are implemented by the group's finance department.

Price risk

The group is exposed to price risk due to normal inflationary increases in the purchase price of the goods and services purchased in the UK. The group also has a price exposure on listed equities that are held as investments. The group has a policy of holding only a small proportion of its assets as listed investments.

Credit risk

The group has implemented policies that require appropriate credit checks on potential tenants before lettings are agreed. In most cases a deposit is requested unless the tenant can provide a strong personal or other guarantee. The amount of exposure to any individual counterparty is subject to a limit, which is reassessed annually by the board. Exposure is also reduced significantly as the group has a large spread of tenants who operate in different industries.

Liquidity risk

The group actively ensures liquidity by maintaining a long-term finance facility and also holds significant cash deposits which are both utilised so as to ensure the group has sufficient available funds for operations and planned expansions

Interest rate risk

The group has both interest bearing assets and interest bearing liabilities. Interest bearing assets are cash balances which earn interest at fixed rate. The group has a policy of only borrowing debt to finance the purchase of cash generating assets. The directors will revisit the appropriateness of this policy should the group operations change in size or nature.

DIRECTORS' REPORT for the year ended 31 December 2011

PROVISION OF INFORMATION TO AUDITORS

Each of the persons who are directors at the time when this Directors' report is approved has confirmed that

- so far as that director is aware, there is no relevant audit information of which the company's auditors
 are unaware, and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of any information needed by the company's auditors in connection with preparing their report and to establish that the company's auditors are aware of that information

AUDITORS

The auditors, Nexia Smith & Williamson, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006

This report was approved by the board on

SWAZ

and signed on its behalf

S. J Peters Secretary

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF PANTHER INVESTMENT PROPERTIES LIMITED

We have audited the financial statements of Panther Investment Properties Limited for the year ended 31 December 2011, set out on pages 5 to 14. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice)

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. 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 explained more fully in the Statement of directors' responsibilities included within the Directors' Report on page 1, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

SCOPE OF THE AUDIT OF THE FINANCIAL STATEMENTS

A description of the scope of an audit of financial statements is provided on the Auditing Practices Board's website at www frc org uk/apb/scope/private cfm

OPINION ON FINANCIAL STATEMENTS

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 31 December 2011 and of its profit for the year then ended,
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006

OPINION ON OTHER MATTER PRESCRIBED BY THE COMPANIES ACT 2006

In our opinion the information given in the Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements

MATTERS ON WHICH WE ARE REQUIRED TO REPORT BY EXCEPTION

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us, or
- the financial statements are not in agreement with the accounting records and returns, or
- certain disclosures of directors' remuneration specified by law are not made, or
- we have not received all the information and explanations we require for our audit

Michael Bishop (Senior statutory auditor)

for and on behalf of

Nexia Smith & Williamson

Chartered Accountants Statutory Auditors

25 Moorgate

London EC2R 6AY

Date 24 July 2012

PROFIT AND LOSS ACCOUNT for the year ended 31 December 2011

	Note	2011 £	2010 £
TURNOVER	1,2	1,735,290	1,489,778
Cost of sales		(471,913)	(259, 335)
GROSS PROFIT		1,263,377	1,230,443
Administrative expenses		(101,793)	(96,068)
Other operating income	3	2,500	
OPERATING PROFIT	4	1,164,084	1,134,375
Interest receivable and similar income		<u>-</u>	10,758
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		1,164,084	
Tax on profit on ordinary activities	6	86,750	(240,341)
PROFIT FOR THE FINANCIAL YEAR	13	1,250,834	904,792
			=

All amounts relate to continuing operations

The notes on pages 8 to 14 form part of these financial statements

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES for the year ended 31 December 2011 2011 2010 £ £ 904,792 PROFIT FOR THE FINANCIAL YEAR 1,250,834 Unrealised surplus on revaluation of investment properties 473,076 266,743 TOTAL RECOGNISED GAINS AND LOSSES RELATING TO 1,723,910 1,171,535 THE YEAR NOTE OF HISTORICAL COST PROFITS AND LOSSES for the year ended 31 December 2011 2011 2010 £ £ REPORTED PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION 1,164,084 1,145,133 HISTORICAL COST PROFIT ON ORDINARY ACTIVITIES BEFORE **TAXATION** 1,164,084 1,145,133 HISTORICAL PROFIT FOR THE YEAR AFTER TAXATION 904,792 1,250,834

The notes on pages 8 to 14 form part of these financial statements

PANTHER INVESTMENT PROPERTIES LIMITED Registered number 1107006

BALANCE SHEET as at 31 December 2011

		20	11	20	10
	Note	£	£	£	£
FIXED ASSETS					
Investment property	7		22,348,650		17,365,000
CURRENT ASSETS					
Stocks	8	1,019,350		1,169,350	
Debtors	9	282,208		243,921	
Cash at bank		59,261		136,925	
		1,360,819		1,550,196	
CREDITORS amounts falling due within one year	10	(13,352,129)		(9,081,766)	
NET CURRENT LIABILITIES			(11,991,310)		(7,531,570)
NET ASSETS			10,357,340		9,833,430
CAPITAL AND RESERVES					
Called up share capital	12		200		200
Share premium account	13		98,900		98,900
Investment property reserve	13		10,108,887		9, 635, 811
Profit and loss account	13		149,353		98,519
SHAREHOLDERS' FUNDS	14		10,357,340		9,833,430

The financial statements were approved and authorised for issue by the board and were signed on its behalf on

23/7/12.

A. S. Perloff Director

NOTES TO THE FINANCIAL STATEMENTS for the year ended 31 December 2011

1. ACCOUNTING POLICIES

1.1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS

The financial statements have been prepared under the historical cost convention as modified by the revaluation of investment properties on a going concern basis and in accordance with applicable accounting standards

1.2 CASH FLOW

The company, being a subsidiary undertaking where 90% or more of the voting rights are controlled within the group whose consolidated financial statements are publicly available, is exempt from the requirement to draw up a cash flow statement in accordance with FRS 1

1.3 TURNOVER

Turnover represents the value of rents receivable for tenancy occupation in the year to 31 December Any amounts received in advance or arrears are deferred or accrued as necessary

1.4 INVESTMENT PROPERTIES

Investment properties are accounted for in accordance with SSAP 19 as follows

- i) investment properties are revalued annually by the directors and by independent professional valuers at intervals of not more than three years. The surplus or deficit on revaluation is transferred to the revaluation reserve unless a deficit, or its reversal, on an individual investment property is expected to be permanent, in which case it is recognised in the profit and loss account for the year, and
- ii) no depreciation is provided in respect of leasehold investment properties with over 20 years to run

Although the Companies Act would normally require the systematic annual depreciation of fixed assets, the directors believe that the policy of not providing depreciation is necessary to give a true and fair view, since the current value of investment properties, and the changes to that current value, are of prime importance rather than a calculation of systematic annual depreciation Depreciation is only one of many factors reflected in the valuation, and the amount which might otherwise have been included cannot be separately identified or quantified

15 OPERATING LEASES

Rentals under operating leases are charged to the Profit and loss account on a straight line basis over the lease term

Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight line basis over the period until the date the rent is expected to be adjusted to the prevailing market rate

1.6 STOCKS

Stocks are valued at the lower of cost and net realisable value after making due allowance for obsolete and slow-moving stocks. Cost includes all direct costs and an appropriate proportion of fixed and variable overheads.

NOTES TO THE FINANCIAL STATEMENTS for the year ended 31 December 2011

1. ACCOUNTING POLICIES (continued)

17 DEFERRED TAXATION

Full provision is made for deferred tax assets and liabilities arising from all timing differences between the recognition of gains and losses in the financial statements and recognition in the tax computation

A net deferred tax asset is recognised only if it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted

Deferred tax assets and liabilities are calculated at the tax rates expected to be effective at the time the timing differences are expected to reverse

Deferred tax assets and liabilities are not discounted

2 TURNOVER

All turnover arose within the United Kingdom

3. OTHER OPERATING INCOME

٠.	OTTEN OF ELECTRICAL PRODUCT		
		2011 £	2010 £
	Other operating income	2,500	-
4	OPERATING PROFIT		
	The operating profit is stated after charging		
		2011 £	2010 £
	Operating lease rentals - Leasehold properties	121,566	84,826
	During the year, no director received any emoluments (2010 - £NIL)		
	At the year end there were no directors accruing pension benefits		
5.	AUDITORS' REMUNERATION		
		2011 £	2010 £
	Fees payable to the company's auditor for the audit of the company's annual accounts	6,300	4,500
		· · · · · · · · · · · · · · · · · · ·	

NOTES TO THE FINANCIAL STATEMENTS for the year ended 31 December 2011

~	TA	~ .	T1/	•••

	2011 £	2010 £
ANALYSIS OF TAX (CREDIT)/CHARGE IN THE YEAR	~	~
UK corporation tax charge on profit for the year Adjustments in respect of prior periods	18,929 (105,679)	271,203 (30,862)
TAX ON PROFIT ON ORDINARY ACTIVITIES	(86,750)	240,341

FACTORS AFFECTING TAX CHARGE FOR THE YEAR

The tax assessed for the year is lower than (2010 - lower than) the standard rate of corporation tax in the UK of 26 5% (2010 - 28%) The differences are explained below

	2011 £	2010 £
Profit on ordinary activities before tax	1,164,084	1,145,133
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 26 5% (2010 - 28%)	308,482	320,637
EFFECTS OF		
Expenses not deductible for tax purposes, other than goodwill		
amortisation and impairment	4,836	4,200
Capital allowances for year in excess of depreciation	(1,405)	(5, 203)
Adjustments to tax charge in respect of prior periods	(105,679)	(30,862)
Group relief	(292,984)	(48,431)
CURRENT TAX (CREDIT)/CHARGE FOR THE YEAR (see note above)	(86,750)	240,341
above)	(86,750)	240,

FACTORS THAT MAY AFFECT FUTURE TAX CHARGES

There were no factors that may affect future tax charges

NOTES TO THE FINANCIAL STATEMENTS for the year ended 31 December 2011

7	INVESTMENT PROPERTY		F., 1-1
			Freehold investment property £
	COST		
	At 1 January 2011 Additions at cost Surplus/(deficit) on revaluation		17,365,000 4,510,574 473,076
	At 31 December 2011		22,348,650
	Land and buildings held at 31 December 2011 were revalued by existing use basis. They were last professionally revalued by December 2010. At 31 December 2011, £20,998,650 (2010 - £17,365,000) and £	G L Hearn, Chartered	Surveyors on 3°
	net book value of land and buildings relates to freehold lar buildings respectively	id and buildings and lea	sehold land an
	The historical cost of the properties was £12,239,763 (2010 - £7	7,729,189)	
	The historical cost of the properties was £12,239,763 (2010 - £7) REVALUATION RESERVES	7,729,189)	£
		7,729,189)	9,635,811
	REVALUATION RESERVES At 1 January 2011	7,729,189)	
3.	REVALUATION RESERVES At 1 January 2011 Net surplus in investment properties	7,729,189)	9,635,811 473,076
8.	REVALUATION RESERVES At 1 January 2011 Net surplus in investment properties At 31 December 2011	2011	9,635,811 473,076 10,108,887
B.	REVALUATION RESERVES At 1 January 2011 Net surplus in investment properties At 31 December 2011		9,635,811 473,076 10,108,887
-	REVALUATION RESERVES At 1 January 2011 Net surplus in investment properties At 31 December 2011 STOCKS	2011 £	9,635,811 473,076 10,108,887
8.	REVALUATION RESERVES At 1 January 2011 Net surplus in investment properties At 31 December 2011 STOCKS Property	2011 £	9,635,811 473,076 10,108,887

243,921

282,208

NOTES TO THE FINANCIAL STATEMENTS for the year ended 31 December 2011

10	CREDITORS
	AMOUNTS FALLING DUE WITHIN ONE YEAR

	2011 £	2010 £
Trade creditors	144,893	47,146
Amounts owed to group undertakings	12,553,751	8,207,732
Corporation tax	43,305	331,203
Other creditors	155,624	104,284
Accruals and deferred income	454,556	391,401
	13,352,129	9,081,766
		

The inter company loans are interest free and repayable on demand, however there is no present intention to seek repayment of these loans

There is a third party floating charge over all assets and undertakings of the company for the loan provided from HSBC Bank Plc to Panther Securities PLC

11. PROVISIONS

The potential liability for deferred taxation not provided was as follows

		2011 £	2010 £
	Potential capital gains	885,391	905,388
4.0	OUADE GARITAL		
12.	SHARE CAPITAL		
		2011	2010
		£	£
	ALLOTTED, CALLED UP AND FULLY PAID		
	200 Ordinary shares of £1 each	200	200

NOTES TO THE FINANCIAL STATEMENTS for the year ended 31 December 2011

13.	RESERVES			
		Share premium account £	Investment property revaluation reserve £	Profit and loss account £
	At 1 January 2011	98,900	9,635,811	98,519
	Profit for the year	-	-	1,250,834
	Dividends Equity capital Movement on investment property	-	473,076	(1,200,000) -
	At 31 December 2011	98,900	10,108,887	149,353
14.	RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FU	INDS		
			2011 £	2010 £
	Opening shareholders' funds	9	,833,430	9,661,895
	Profit for the year		,250,834	904,792
	Dividends (Note 15)	(1	,200,000)	(1,000,000)
	Other recognised gains and losses during the year		473,076	266,743
	Closing shareholders' funds	10	,357,340	9,833,430
		-		
15.	DIVIDENDS			
			2011 £	2010 £
	Ordinary dividends paid £6,000 per share (2010 - £5,000)	1	,200,000	1,000,000

16 **CONTINGENT LIABILITIES**

A guarantee has been given in respect of borrowings of the parent undertaking and fellow subsidiaries amounting to £75,000,000 (2010 - £42,500,000)

NOTES TO THE FINANCIAL STATEMENTS for the year ended 31 December 2011

17. OPERATING LEASE COMMITMENTS

At 31 December 2011 the company had annual commitments under non-cancellable operating leases as follows

	2011 £	2010 £
EXPIRY DATE		
After more than 5 years	77,134	77,134

18. RELATED PARTY TRANSACTIONS

Advantage has been taken of the exemptions conferred under FRS 8, such that related party transactions need not be disclosed, because consolidated accounts including this company are publicly available

19. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The company's ultimate parent undertaking is Panther Securities PLC, a company incorporated in Great Britain Consolidated accounts for the group are available from the Registered Office

DETAILED TRADING AND PROFIT AND LOSS ACCOUNT for the year ended 31 December 2011

	Done	2011 £	2010 £
	Page	Z,	I,
Turnover	16	1,735,290	1,489,778
Cost of sales	16	(471,913)	(259,335)
Gross profit		1,263,377	1,230,443
Other operating income	16	2,500	-
		1,265,877	1,230,443
Less [.] Overheads			
Administration expenses	16	(101,793)	(96,068)
Operating profit		1,164,084	1,134,375
Interest receivable	17	-	10,758
Profit for the year		1,164,084	1,145,133

SCHEDULE TO THE DETAILED ACCOUNTS for the year ended 31 December 2011

	2011 £	2010 £
Turnover		
Rental income Other income	1,585,290 150,000	1,487,278 2,500
	1,735,290	1,489,778
	2011	2010
Control calos	£	£
pening stocks losing stocks roperty repairs ent payable ght, heat and power leaning surance undry ervice charge ates payable dvertising egal and professional	1,169,350 (1,019,350) 70,826 121,566 4,013 2,111 11,662 - 12,153 37,004 1,676 60,902	1,228,798 (1,169,350) 50,312 84,826 2,605 832 14,953 4,031 1,228 9,224 886 30,990
	2011	2010
Other agentus was a	£	£
Other operating income Other operating income	2,500	-
	2011 £	2010 £
Administration expenses		
Legal and professional Auditors' remuneration Bank charges Bad debts Sundry expenses	2,532 6,300 811 92,150	3,538 4,500 866 76,645 10,519
• •	101,793	96,068

SCHEDULE TO THE DETAILED ACCOUNTS for the year ended 31 December 2011				
	2011 £	2010 £		
Interest receivable	-			
Other interest receivable	•	10,758		