

Company Registration No. 2006742 (England and Wales)

REYKER INVESTMENTS LIMITED

DIRECTORS' REPORT

AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2004



**REYKER INVESTMENTS LIMITED**

**COMPANY INFORMATION**

---

<b>Directors</b>	F A Dada C J R Freeman J K N Freeman
<b>Secretary</b>	St James Secretariat Limited
<b>Company number</b>	2006742
<b>Registered office</b>	30 St James's Street London SW1A 1HB
<b>Auditors</b>	Green & Peter Chartered Accountants and Registered Auditors The Limes 1339 High Road Whetstone N20 9HR
<b>Bankers</b>	HSBC Private Bank (UK) Limited 78 St James's Street London SW1A 1JB

---

REYKER INVESTMENTS LIMITED

CONTENTS

---

	Page
Directors' report	1 - 2
Independent auditors' report	3 - 4
Profit and loss account	5
Balance sheet	6
Notes to the financial statements	7 - 11

---

# REYKER INVESTMENTS LIMITED

## DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2004

---

The directors present their report and financial statements for the year ended 31 December 2004.

### Principal activities

The principal activities of the company are the provision of management and management consultancy services and investment holding and management.

### Directors

The following directors have held office since 1 January 2004:

F A Dada  
C J R Freeman  
J K N Freeman

### Directors' interests

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

	Ordinary shares of £ 1 each	
	31 December 2004	1 January 2004
F A Dada	-	-
C J R Freeman	43,680	17,875
J K N Freeman	43,680	17,875

	Deferred Shares of £ 1 each	
	31 December 2004	1 January 2004
F A Dada	-	-
C J R Freeman	50	-
J K N Freeman	50	-

### Auditors

In accordance with section 385 of the Companies Act 1985, a resolution proposing that Green & Peter be reappointed as auditors of the company will be put to the Annual General Meeting.

REYKER INVESTMENTS LIMITED

DIRECTORS' REPORT (CONTINUED)  
FOR THE YEAR ENDED 31 DECEMBER 2004

---

**Directors' responsibilities**

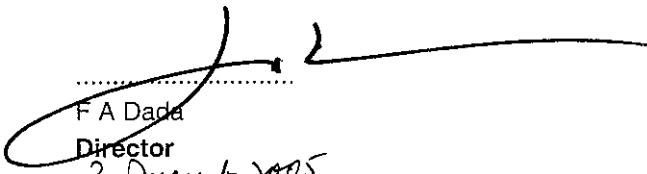
Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing those financial statements, the directors are required to:

- 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 to 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.

This report 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



.....  
F A Dada

Director

3 August 2005

## REYKER INVESTMENTS LIMITED

### INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF REYKER INVESTMENTS LIMITED

---

We have audited the financial statements of Reyker Investments Limited on pages 5 to 11 for the year ended 31 December 2004. These financial statements have been prepared in accordance with the *Financial Reporting Standard for Smaller Entities* (effective June 2002), under the historical cost convention and 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 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.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards.

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 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 Auditing Standards 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 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.

REYKER INVESTMENTS LIMITED

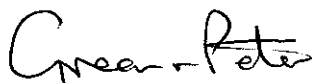
INDEPENDENT AUDITORS' REPORT (CONTINUED)  
TO THE SHAREHOLDERS OF REYKER INVESTMENTS LIMITED

---

**Opinion**

In our opinion the financial statements give a true and fair view of the state of the company's affairs as at 31 December 2004 and of its profit for the year then ended and have been properly prepared in accordance with the provisions of the Companies Act 1985.

In our opinion the company is entitled to the exemption from preparing consolidated financial statements by Section 248 of the Companies Act 1985.



Green & Peter

5 August 2005

Chartered Accountants

**Registered Auditor**

The Limes

1339 High Road

Whetstone

N20 9HR

REYKER INVESTMENTS LIMITED

PROFIT AND LOSS ACCOUNT  
FOR THE YEAR ENDED 31 DECEMBER 2004

	Notes	2004 £	2003 £
Turnover		70,000	69,925
Administrative expenses		(63,838)	(66,994)
<b>Operating profit</b>	<b>2</b>	<b>6,162</b>	<b>2,931</b>
Profit on land		-	91,101
<b>Profit on ordinary activities before interest</b>		<b>6,162</b>	<b>94,032</b>
Investment income	<b>3</b>	25,000	25,000
Other interest receivable and similar income	<b>3</b>	32	25
<b>Profit on ordinary activities before taxation</b>		<b>31,194</b>	<b>119,057</b>
Tax on profit on ordinary activities	<b>4</b>	(1,157)	(471)
<b>Profit on ordinary activities after taxation</b>		<b>30,037</b>	<b>118,586</b>
Dividends		(20,000)	(20,000)
<b>Retained profit for the year</b>	<b>10</b>	<b>10,037</b>	<b>98,586</b>



REYKER INVESTMENTS LIMITED

BALANCE SHEET  
AS AT 31 DECEMBER 2004

	Notes	2004 £	£	2003 £	£
<b>Fixed assets</b>					
Investments	6		802,424		665,363
<b>Current assets</b>					
Debtors	7	417,992		551,665	
Cash at bank and in hand		1,833		-	
		<u>419,825</u>		<u>551,665</u>	
<b>Creditors: amounts falling due within one year</b>	8	<u>(46,799)</u>		<u>(51,615)</u>	
<b>Net current assets</b>			<u>373,026</u>		<u>500,050</u>
<b>Total assets less current liabilities</b>			<u>1,175,450</u>		<u>1,165,413</u>
<b>Capital and reserves</b>					
Called up share capital	9		400,100		400,100
Share premium account	10		122,344		122,344
Profit and loss account	10		653,006		642,969
<b>Shareholders' funds</b>			<u>1,175,450</u>		<u>1,165,413</u>

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 with the Financial Reporting Standard for Smaller Entities (effective June 2002).

The financial statements were approved by the Board on 3 August 2005

F A Dada  
Director

# REYKER INVESTMENTS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2004

### 1 Accounting policies

#### 1.1 Accounting convention

The financial statements are prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective June 2002).

#### 1.2 Compliance with accounting standards

The financial statements are prepared in accordance with applicable accounting standards.

#### 1.3 Turnover

Turnover represents the value of services invoiced exclusive of value added tax.

#### 1.4 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 less estimated residual value of each asset over its expected useful life, as follows:

Land Freehold	No depreciation is provided in respect of Freehold Land
Computer Equipment	25% per annum straight line basis

#### 1.5 Investments

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

#### 1.6 Group accounts

The financial statements present information about the company as an individual undertaking and not about its group. The company and its subsidiary undertakings 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.

<b>2 Operating profit</b>	<b>2004</b>	<b>2003</b>
	£	£
Operating profit is stated after charging:		
Auditors' remuneration	500	500
Directors' emoluments	20,875	22,000
	<u>20,875</u>	<u>22,000</u>
 <b>3 Investment income</b>	 <b>2004</b>	 <b>2003</b>
	£	£
Income from shares in group undertakings	25,000	25,000
Bank interest	27	25
Other interest	5	-
	<u>25,032</u>	<u>25,025</u>

REYKER INVESTMENTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)  
FOR THE YEAR ENDED 31 DECEMBER 2004

4	Taxation	2004 £	2003 £
	<b>Domestic current year tax</b>		
	U.K. corporation tax	1,157	471
	<b>Current tax charge</b>	<u>1,157</u>	<u>471</u>

5	Tangible fixed assets	Computer Equipment £
	<b>Cost</b>	
	At 1 January 2004 & at 31 December 2004	<u>5,354</u>
	<b>Depreciation</b>	
	At 1 January 2004 & at 31 December 2004	<u>5,354</u>
	<b>Net book value</b>	
	At 31 December 2004	<u>-</u>

# REYKER INVESTMENTS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2004

### 6 Fixed asset investments

	Shares in group undertakings and participating interests £
<b>Cost</b>	
At 1 January 2004	665,363
Additions	137,061
	<hr/>
At 31 December 2004	802,424
	<hr/>

### Holdings of more than 20%

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

Company	Country of registration or incorporation	Class	Shares held %
<b>Subsidiary undertakings</b>			
H & F Securities Limited	England & Wales	Ordinary	100
Reyker Properties Limited	England & Wales	Ordinary	100
Reyker Securities Inc.	USA	Ordinary	100

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

	Capital and reserves £	Profit for the year £
H & F Securities Limited	894,201	86,440
Reyker Properties Limited	658,660	40,998
Reyker Securities Inc.	771,492	26,836
	<hr/>	<hr/>

The subsidiaries are engaged in investment activities.

7 Debtors	2004 £	2003 £
Amounts owed by group undertakings and undertakings in which the company has a participating interest	417,096	550,769
Other debtors	896	896
	<hr/>	<hr/>
	417,992	551,665
	<hr/>	<hr/>

REYKER INVESTMENTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)  
FOR THE YEAR ENDED 31 DECEMBER 2004

8	Creditors: amounts falling due within one year	2004 £	2003 £
	Bank loans and overdrafts	-	572
	Taxation and social security	10,704	10,946
	Other creditors	36,095	40,097
		<u>46,799</u>	<u>51,615</u>

9	Share capital	2004 £	2003 £
	<b>Authorised</b>		
	400,000 Ordinary shares of £1 each	400,000	400,000
	100 Deferred Shares of £1 each	100	100
		<u>400,100</u>	<u>400,100</u>
	<b>Allotted, called up and fully paid</b>		
	400,000 Ordinary shares of £1 each	400,000	400,000
	100 Deferred Shares of £1 each	100	100
		<u>400,100</u>	<u>400,100</u>

The deferred shares shall not entitle the holders to participate in the profits or assets of the company but to a fixed non-cumulative dividend at the rate of 5% per annum for any financial year for which the net profit per the audited accounts exceeds £10,000,000. The deferred share holders shall not be entitled by virtue of their holdings to attend and vote at any AGM.

10	Statement of movements on reserves	Share premium account £	Profit and loss account £
	Balance at 1 January 2004	122,344	642,969
	Retained profit for the year	-	10,037
	Balance at 31 December 2004	<u>122,344</u>	<u>653,006</u>

11 Control

There is no one ultimate controlling party.

REYKER INVESTMENTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)  
FOR THE YEAR ENDED 31 DECEMBER 2004

---

**12 Related party transactions**

Management Charges amounting to £37,269 and £32,731 are receivable from the subsidiaries, Reyker Properties Limited and H&F Securities Limited ,respectively. As at the balance sheet date the company was owed £168,074 by H&F Securities Limited and £249,022 by Reyker Properties Limited.