

2029244

SPECIALITY SHOPS DEVELOPMENTS LIMITED
REPORT AND FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 30 SEPTEMBER 2006



SPECIALITY SHOPS DEVELOPMENTS LIMITED

COMPANY INFORMATION

Directors	Portman Administration 1 Ltd Portman Administration 2 Ltd
Secretary	Portman Administration 1 Ltd
Company number	2029244 England and Wales
Registered office	Lansdowne House Berkeley Square London W1J 6ER
Auditors	Ernst & Young LLP 1 More London Place London SE1 2AF
Business address	Lansdowne House Berkeley Square London W1J 6ER

SPECIALITY SHOPS DEVELOPMENTS LIMITED

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SPECIALITY SHOPS DEVELOPMENTS LIMITED

DIRECTORS' REPORT

FOR THE PERIOD ENDED 30 SEPTEMBER 2006

The directors present their report and financial statements for the period ended 30 September 2006

Principal activities

The principal activity of the company is that of property investment and development

Results and dividends

The loss for the period, after taxation, amounted to £32,418

The directors do not recommend payment of an ordinary dividend

Principal risks and uncertainties and key performance indicators

In the opinion of the directors, the major risks faced by the business relate to fluctuations in property rental levels and demand and movements in interest rates. The directors believe that the quality of its portfolio largely protects it from movements in the property market and exposure to interest rate movements is controlled and managed through the use of interest rate derivatives

The company's key performance indicators are

	30 September 2006 £	31 March 2005 £
Loss after taxation	(32,418)	(46,831)
Realisation of property revaluation gains of previous years	-	650,000
	<u>(32,418)</u>	<u>603,169</u>
Net assets	461,936	494,354

Future developments

The directors are pursuing a broad range of opportunities

Directors and their interests

The following directors have held office since 1 April 2005

Portman Administration 1 Ltd

Portman Administration 2 Ltd

Neither of the directors had any interest in the share capital of the company at the beginning or end of the period

SPECIALITY SHOPS DEVELOPMENTS LIMITED

DIRECTORS' REPORT (CONTINUED)

FOR THE PERIOD ENDED 30 SEPTEMBER 2006

Disclosure of information to auditors

The directors who were members of the board at the time of approving the directors' report are listed above. Having made enquiries of fellow directors and of the company's auditors, each of the directors confirms that

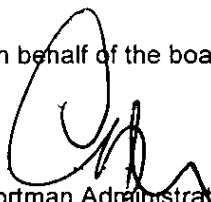
to the best of each director's knowledge and belief, there is no information relevant to the preparation of their report of which the company's auditors are unaware and

each director has taken all the steps a director might reasonably be expected to have taken to be aware of relevant audit information and to establish that the company's auditors are aware of this information

Auditors

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

On behalf of the board



Portman Administration 1 Ltd

Director

26 July 2007

SPECIALITY SHOPS DEVELOPMENTS LIMITED

STATEMENT OF DIRECTORS' RESPONSIBILITIES FOR THE PERIOD ENDED 30 SEPTEMBER 2006

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,
- state whether applicable 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 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.

SPECIALITY SHOPS DEVELOPMENTS LIMITED

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF SPECIALITY SHOPS DEVELOPMENTS LIMITED

We have audited the company's financial statements for the period ended 30 September 2006 which comprise the Profit and Loss Account, the Statement of Total Recognised Gains and Losses, the Balance Sheet and the related notes 1 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

The directors are responsible for the preparation of the financial statements in accordance with applicable United Kingdom law and Accounting Standards (United Kingdom Generally Accepted Accounting Practice) as set out in the Statement of Directors' Responsibilities.

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.

In addition, we report to you if, in our opinion, 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

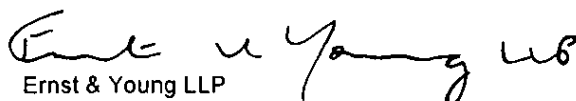
We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the 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 30 September 2006 and of its loss for the period then ended,
- the financial statements have been properly prepared in accordance with the Companies Act 1985, and
- the information given in the Directors' Report is consistent with the financial statements.


Ernst & Young LLP

Registered Auditor
London

27 July 2007

SPECIALITY SHOPS DEVELOPMENTS LIMITED

PROFIT AND LOSS ACCOUNT FOR THE PERIOD ENDED 30 SEPTEMBER 2006

		Period from 1 April 2005 to 30 September 2006	Year ended 31 March 2005
	Notes	£	£
Turnover		-	13,755
Cost of sales		-	(76)
Gross profit		-	13,679
Administrative expenses		-	(2,350)
Operating profit	2	-	11,329
Other interest receivable and similar income		29,932	9,350
Profit on ordinary activities before taxation		29,932	20,679
Tax on profit on ordinary activities	3	(62,350)	(67,510)
Loss on ordinary activities for the year	6	(32,418)	(46,831)

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

SPECIALITY SHOPS DEVELOPMENTS LIMITED

PROFIT AND LOSS ACCOUNT (CONTINUED) FOR THE PERIOD ENDED 30 SEPTEMBER 2006

Note of historical cost profits and losses

	Period ended 30 September 2006 £	Year ended 31 March 2005 £
Reported profit on ordinary activities before taxation	29,932	20,679
Realisation of property revaluation gains of previous years	-	650,000
Historical cost profit on ordinary activities before taxation	<u>29,932</u>	<u>670,679</u>
Historical cost (loss)/profit for the period retained after taxation, extraordinary items and dividends	<u>(32,418)</u>	<u>603,169</u>

SPECIALITY SHOPS DEVELOPMENTS LIMITED

BALANCE SHEET AS AT 30 SEPTEMBER 2006

	Notes	2006 £	£	2005 £	£
Current assets					
Debtors	4	461,936		494,354	
		<u>461,936</u>		<u>494,354</u>	
Capital and reserves					
Called up share capital	5	7,000,000		7,000,000	
Profit and loss account	6	(6,538,064)		(6,505,646)	
		<u>461,936</u>		<u>494,354</u>	
Shareholders' funds - equity interests	7	461,936		494,354	

The financial statements were approved by the Board on 26 July 2007



Portman Administration 1 Ltd
Director

SPECIALITY SHOPS DEVELOPMENTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 30 SEPTEMBER 2006

1 Accounting policies

1 1 Accounting convention

The financial statements are prepared under the historical cost convention

1 2 Cash flow statement

The company is a wholly owned subsidiary of Tribeca UK Limited and is included in the publicly available consolidated financial statements of Tribeca UK Limited. Consequently, the company is exempt under the terms of Financial Reporting Standard 1 (Revised) from publishing a cash flow statement

1 3 Taxation

The charge for taxation is based on the profit for the year and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or a right to pay less or to receive more, tax, with the following exceptions

- provision is made for tax on gains arising from the revaluation (and similar fair value adjustments) of fixed assets, and gains on disposal of fixed assets that have been rolled over into replacement assets, only to the extent that, at the balance sheet date, there is a binding agreement to dispose of the assets concerned. However, no provision is made where, on the basis of all available evidence at the balance sheet date, it is more likely than not that the taxable gain will be rolled over into replacement assets and charged to tax only where the replacement assets are sold,

- deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable profits from which the future reversal of the underlying timing differences can be deducted

Deferred tax is measured on an undiscounted basis at the rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date

2 Operating profit

The auditors' remuneration has been borne by the ultimate parent company

SPECIALITY SHOPS DEVELOPMENTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 30 SEPTEMBER 2006

3	Taxation	Period from 1 April 2005 to 30 September 2006 £	Year ended 31 March 2005 £
	UK corporation tax		
	Tax underprovided in previous years	62,350	-
	Current tax	62,350	-
	UK deferred tax		
	Deferred tax charge current year (note 4)	-	67,510
		62,350	67,510
	Factors affecting the current tax charge for the period		
	Profit on ordinary activities before taxation	29,932	20,679
	Profit on ordinary activities before taxation multiplied by standard rate of UK corporation tax of 30% (2005 30%)	8,980	6,204
	Effects of		
	Capital allowances in excess of depreciation	-	(65,318)
	Adjustment in respect of prior periods	62,350	-
	Chargeable disposals	-	207,832
	Group relief	(8,980)	(148,718)
		53,370	(6,204)
	Current tax	62,350	-

SPECIALITY SHOPS DEVELOPMENTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 30 SEPTEMBER 2006

4	Debtors	2006 £	2005 £
	Amounts owed by parent and fellow subsidiary undertakings	<u>461,936</u>	<u>494,354</u>
	Amounts owed by parent and fellow subsidiary undertakings are unsecured and bear interest at 4.5% (2005 4.5%)		
	Deferred tax		
	Balance at 1 April 2005	-	67,510
	Current year	-	<u>(67,510)</u>
	Balance at 30 September 2006	<u>-</u>	<u>-</u>
	Decelerated capital allowances	<u>-</u>	<u>67,510</u>
5	Share capital	2006 £	2005 £
	Authorised		
	7,000,000 ordinary shares of £1 each	<u>7,000,000</u>	<u>7,000,000</u>
	Allotted, called up and fully paid		
	7,000,000 ordinary shares of £1 each	<u>7,000,000</u>	<u>7,000,000</u>
6	Statement of movements on profit and loss account		Profit and loss account £
	Balance at 1 April 2005		<u>(6,505,646)</u>
	Retained loss for the period		<u>(32,418)</u>
	Balance at 30 September 2006		<u><u>(6,538,064)</u></u>

SPECIALITY SHOPS DEVELOPMENTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 30 SEPTEMBER 2006

7	Reconciliation of movements in shareholders' funds	2006 £	2005 £
	Loss for the financial period	(32,418)	(46,831)
	Opening shareholders' funds	494,354	541,185
		<u> </u>	<u> </u>
	Closing shareholders' funds	461,936	494,354
		<u> </u>	<u> </u>

8 Employees

The average monthly number of employees (including directors) during the period was

	2006 Number	2005 Number
Directors	2	2
	<u> </u>	<u> </u>

Neither of the directors received emoluments or fees during the period

9 Control

The company's immediate parent undertaking is Tribeca UK Limited, a company incorporated in England and Wales

The smallest group of undertakings for which group financial statements are prepared and of which the company is a member is Tribeca UK Limited

The largest group of undertakings for which group financial statements are prepared and of which the company is a member is New Tribeca Limited, a company incorporated in the British Virgin Islands, which is considered to be the company's ultimate parent undertaking

Quantum Realty Fund Limited and Tivadar Charitable Lead Trust dated 30 September 1982 are the company's ultimate controlling parties as defined by Financial Reporting Standard 8. However, under the terms of a shareholders' agreement dated 28 May 1998, Quantum Realty Fund Limited and Tivadar Charitable Lead Trust dated 30 September 1982 undertook not to inhibit the company from carrying on its business independently

10 Related party transactions

FRS 8 'Related party disclosures' requires the disclosure of the details of material transactions between the reporting entity and any related parties. The company has taken advantage of the exemption under FRS 8 not to disclose any transactions with entities that are part of the Tribeca UK Limited group qualifying as related parties. Copies of the group financial statements of Tribeca UK Limited may be obtained from the Secretary, Tribeca UK Limited, Lansdowne House, Berkeley Square, London W1J 6ER