

Company Number: 3071752

99 BISHOPSGATE MANAGEMENT LIMITED

REPORT AND FINANCIAL STATEMENTS

Year ended 31 December 2001



99 BISHOPSGATE MANAGEMENT LIMITED

Board of Directors

Mr. M.J. Baker
Mr. J.A. Bywater
Mr. P.W.B. Cole
Mr. N.A.S. Hardie
Mr. I.F.S. Harris
Mr. G.H. Wright

Secretary and Registered Office

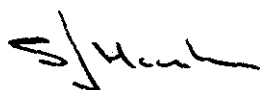
Mr. S.J. Haydon
100 Park Lane
London W1K 7AR

NOTICE OF MEETING

Notice is hereby given that the Annual General Meeting of the Company will be held at 100 Park Lane, London W1K 7AR on 31 May 2002 for the following purposes:

1. To receive the report of the directors and financial statements for the year ended 31 December 2001.
2. To re-appoint Deloitte & Touche as auditors of the Company.
3. To authorise the directors to fix the remuneration of the auditors.

By order of the Board



S.J. Haydon
Secretary
31 May 2002

Registered Office:
100 Park Lane
London W1K 7AR
Registered in England and Wales No. 3071752

Notes:

Any member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote in his or her stead. That proxy need not also be a member of the Company. Any instrument appointing a proxy must be deposited at the Company's Registered Office by not later than 48 hours before the time fixed for the meeting.

99 BISHOPSGATE MANAGEMENT LIMITED

REPORT OF THE DIRECTORS

Year ended 31 December 2001

1. RESULTS FOR THE YEAR

- (a) The profit for the year was £24,000 (2000: £35,000).
- (b) No dividend was paid or proposed during the year (2000: £ Nil).

2. PRINCIPAL ACTIVITIES

The principal activity of the Company is facilities management of commercial property.

3. REVIEW OF DEVELOPMENTS AND FUTURE PROPECTS

The Company's results for the year were satisfactory and the directors expect that the present level of activity will be sustained for the foreseeable future.

4. DIRECTORS

- (a) Mr. J.A. Bywater, Mr. P.W.B. Cole, Mr. I.F.S. Harris and Mr. G.H. Wright were directors of the Company throughout the year.
- (b) Mr. J.A.W. Dodds resigned as a director of the Company on 24 August 2001.
- (c) Mr. M.J. Baker and Mr. N.A.S. Hardie were appointed directors of the Company on 1 August 2001.
- (d) In accordance with the Articles of Association of the Company, the directors do not retire by rotation.
- (e) On 31 December 2001 Mr. J.A. Bywater and Mr. P.W.B. Cole were directors of the ultimate parent company, Hammerson plc, in whose financial statements their interests are given. On 31 December 2001 Mr. M.J. Baker, Mr. I.F.S. Harris, Mr. N.A.S. Hardie and Mr. G.H. Wright were directors of the Company's immediate parent company, Hammerson UK Properties plc, in whose financial statements their interests in the shares of the Company's ultimate parent company, Hammerson plc, are given.
- (f) None of the directors have any interests in the shares of the Company or any other group company except as noted above.
- (g) No director has any interests in contracts entered into by the Company.

99 BISHOPSGATE MANAGEMENT LIMITED

REPORT OF THE DIRECTORS

Year ended 31 December 2001

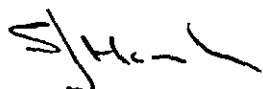
5. SECRETARY

Mr. S.J. Haydon was Secretary of the Company throughout the year.

6. AUDITORS

Deloitte & Touche have indicated their willingness to continue in office in accordance with the provisions of the Companies Act 1985 and a resolution proposing their reappointment will be put to the members at the Annual General Meeting.

By order of the Board



S.J. Haydon
Secretary
31 May 2002

Registered Office:
100 Park Lane
London, W1K 7AR
Registered in England and Wales No. 3071752

99 BISHOPSGATE MANAGEMENT LIMITED

DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE PREPARATION OF THE FINANCIAL STATEMENTS

The directors are required by United Kingdom company law to prepare financial statements for each financial year 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 the profit or loss of the Company for the financial year.

The directors ensure that in preparing financial statements, suitable accounting policies have been applied consistently, reasonable and prudent judgements and estimates made, applicable accounting standards have been followed, and that it is appropriate to use the going concern basis.

The directors are responsible for maintaining adequate accounting records so as to enable them to comply with the Companies Act 1985. They are also responsible for the system of internal control, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF 99 BISHOPSGATE MANAGEMENT LIMITED

We have audited the financial statements of 99 Bishopsgate Management Limited for the year ended 31 December 2001 which comprise the profit and loss account, the balance sheet and the related notes 1 to 10. These financial statements have been prepared under the accounting policies set out therein.

Respective responsibilities of directors and auditors

As described in the statement of directors' responsibilities, the Company's directors are responsible for the preparation of the financial statements in accordance with applicable United Kingdom law and accounting standards. Our responsibility is to audit the financial statements in accordance with relevant United Kingdom legal and regulatory requirements and 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 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 for the above year and consider the implications for our report if we become aware of any apparent misstatements.

Basis of audit opinion

We conducted our audit in accordance with United Kingdom 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 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 of the state of the Company's affairs as at 31 December 2001 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Deloitte & Touche
Chartered Accountants
and Registered Auditors
31 May 2002
13 June

Hill House
1 Little New Street
London
EC4A 3TR

99 BISHOPSGATE MANAGEMENT LIMITED

PROFIT AND LOSS ACCOUNT

Year ended 31 December 2001

| | Note | 2001 £'000 | 2000 £'000 |
|---|------|---------------|---------------|
| Fees receivable | 1(b) | 3,967 | 3,740 |
| Cost of sales | | (3,943) | (3,716) |
| | | ----- | ----- |
| Operating profit | | 24 | 24 |
| Net cost of finance | 4 | - | 11 |
| | | ----- | ----- |
| Profit on ordinary activities before and after taxation | | 24 | 35 |
| | | ===== | ===== |

All activities derive from continuing operations.

There are no recognised gains or losses or movement in shareholder's funds for the current and preceding financial years other than the profit shown above. Consequently, a separate statement of total recognised gains and losses and a reconciliation of movement in shareholder's funds are not presented.

Movements on reserves are set out in note 8 on page 10.

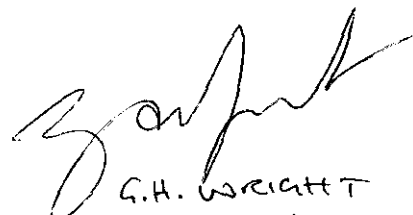
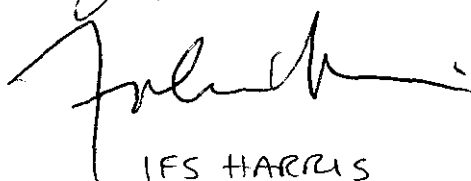
99 BISHOPSGATE MANAGEMENT LIMITED

BALANCE SHEET as at 31 December 2001

| | Note | 2001 £'000 | 2000 £'000 |
|--|------|---------------|---------------|
| Current assets | | | |
| Debtors | 5 | 1,470 | 819 |
| | | ----- | ----- |
| Creditors: amounts falling due within one year | 6 | (1,330) | (703) |
| | | ----- | ----- |
| Net current assets | | 140 | 116 |
| | | ----- | ----- |
| Total assets less current liabilities | | 140 | 116 |
| | | ===== | ===== |
| Capital and reserves | | | |
| Called up share capital | 7 | - | - |
| Profit and loss account | 8 | 140 | 116 |
| | | ----- | ----- |
| Equity shareholder's funds | | 140 | 116 |
| | | ===== | ===== |

The financial statements were approved by the Board of Directors on 31 May 2002.

Signed on behalf of the Board of Directors

) 
) G.H. WRIGHT
) 
IFS HARRIS

99 BISHOPSGATE MANAGEMENT LIMITED

NOTES TO THE ACCOUNTS

Year ended 31 December 2001

1. ACCOUNTING POLICIES

(a) Basis of accounting

The financial statements are prepared under the historical cost convention and in accordance with all applicable accounting standards and comply with the Companies Act 1985.

(b) Fees receivable

Fees receivable are in respect of services provided by the Company at the commercial properties which it manages.

2. ADMINISTRATION EXPENSES

The directors did not receive any remuneration for services to the Company in the current or preceding financial years.

The Company had no employees in the current or preceding financial years.

The auditors' remuneration has been paid by another group company in both the current and preceding financial years.

3. TAXATION

There is no tax charge on current and preceding years profits as the Company received group relief surrendered without payment (2000: £Nil).

99 BISHOPSGATE MANAGEMENT LIMITED

NOTES ON THE ACCOUNTS

Year ended 31 December 2001

4. NET COST OF FINANCE

| | 2001 £'000 | 2000 £'000 |
|---------------------|---------------|---------------|
| Interest payable | - | (5) |
| Interest receivable | - | 16 |
| | <u>-</u> | <u>11</u> |

5. DEBTORS

| | 2001 £'000 | 2000 £'000 |
|---|---------------|---------------|
| Trade debtors | 1,177 | 495 |
| Amounts owed by ultimate parent company | 293 | 269 |
| Amounts owed by fellow subsidiary | - | 55 |
| | <u>1,470</u> | <u>819</u> |

6. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

| | 2001 £'000 | 2000 £'000 |
|--|---------------|---------------|
| Trade creditors | 145 | 118 |
| Amounts owed to fellow subsidiary undertakings | 33 | - |
| Other creditors | 97 | 79 |
| Accruals | 1,055 | 506 |
| | <u>1,330</u> | <u>703</u> |

7. CALLED UP SHARE CAPITAL

| | 2001 £ | 2000 £ |
|--|------------|------------|
| Authorised, called up, allotted and fully paid: 100 shares of £1 each | <u>100</u> | <u>100</u> |

99 BISHOPSGATE MANAGEMENT LIMITED

NOTES TO THE ACCOUNTS

Year ended 31 December 2001

8. RESERVES

| | Profit and loss account £'000 |
|------------------------------|--|
| Balance at 1 January 2001 | 116 |
| Profit retained for the year | 24 |
| | ----- |
| Balance at 31 December 2001 | 140 |
| | ===== |

9. CASH FLOW AND RELATED PARTY DISCLOSURE

As the Company is a wholly owned subsidiary, it has taken exemption under the terms of Financial Reporting Standard 1 (revised 1996) from preparing a cash flow statement, as it is included in the consolidated financial statements of Hammerson plc, which are publicly available. The Company is also exempt under the terms of Financial Reporting Standard 8 from disclosing related party transactions with entities that are part of the Hammerson plc group.

In the opinion of the directors there are no other related party transactions to be disclosed during the current or preceding years.

10. ULTIMATE PARENT COMPANY AND CONTROLLING PARTY

The immediate parent company is Hammerson UK Properties plc. The ultimate parent company and controlling party is Hammerson plc, which is incorporated in Great Britain and is the parent of the smallest and largest group to consolidate these financial statements. Copies of its financial statements are available from that company's registered office, 100 Park Lane, London W1K 7AR.