COMPANY REGISTRATION NUMBER 3997212

41 BUCKINGHAM PALACE ROAD LIMITED FINANCIAL STATEMENTS FOR 31 DECEMBER 2006



HARGREAVES, BROWN & BENSON

Chartered Accountants & Registered Auditors
1 Bond Street
Colne
Lancashire
BB8 9DG

FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2006

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THE DIRECTORS' REPORT

YEAR ENDED 31 DECEMBER 2006

The directors present their report and the financial statements of the company for the year ended 31 December 2006

PRINCIPAL ACTIVITIES AND BUSINESS REVIEW

The principal activity of the company during the year was hotel operation and management

Hotel 41 performed well in 2006 with revenues up 50% on 2005. This was mainly driven by an additional 10 rooms created during the year, as well as improving average room rates due to the hotel performing above its market share. Earnings before interest, taxation, depreciation and amortisation ("EBITDA") for the year was £89,152, an improvement of 72% on the prior year.

Since the end of the year under review, the hotel has continues to grow its revenues, and sales for 2007 are currently some 26% ahead of the same period in the previous year

RESULTS AND DIVIDENDS

The loss for the year, after taxation, amounted to £1,605,138 The accounts have been prepared under IFRS guidelines for the first time. This has resulted in a one off deferred taxation charge of £802,788 included in the loss mentioned above. The directors have not recommended a dividend

FINANCIAL INSTRUMENTS

Details of the company's financial risk management objectives and policies are included in note 13 to the accounts

DIRECTORS

The directors who served the company during the year were as follows

JJ Raggett

V O'Hana

The company is a wholly owned subsidiary and the interests of the group directors are disclosed in the financial statements of the parent company

DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Annual 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 International Financial Reporting Standards as adopted by the EU. The financial statements are required by law to 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 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' REPORT

YEAR ENDED 31 DECEMBER 2006

The directors are responsible for keeping proper accounting records that 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 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

In so far as the directors are aware

- there is no relevant audit information of which the company's auditor is unaware, and
- the directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information

AUDITOR

A resolution to re-appoint Hargreaves, Brown & Benson as auditor for the ensuing year will be proposed at the annual general meeting in accordance with section 385 of the Companies Act 1985

Signed by order of the directors

S DOVEY

Company Secretary

Approved by the directors on 24th October 2007

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF 41 BUCKINGHAM PALACE ROAD LIMITED

YEAR ENDED 31 DECEMBER 2006

We have audited the financial statements of 41 Buckingham Palace Road Limited for the year ended 31 December 2006 on pages 5 to 19, which have been prepared on the basis of the accounting policies set out on pages 10 to 11

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 DIRECTORS AND AUDITOR

The directors' responsibilities for preparing the financial statements in accordance with applicable law and International Financial Reporting Standards (IFRSs) as adopted by the EU are 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 whether in our opinion the information given in the Directors' Report is 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 other transactions 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.

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF 41 BUCKINGHAM PALACE ROAD LIMITED (continued)

YEAR ENDED 31 DECEMBER 2006

OPINION

In our opinion

- the financial statements give a true and fair view, in accordance with IFRS as adopted by the EU, of the state of the company's affairs as at 31 December 2006 and of its loss for the year 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

HARGREAVES, BROWN & BENSON

Chartered Accountants & Registered Auditors

1 Bond Street Coine Lancashire BB8 9DG

3 0 OCT 2007

PROFIT AND LOSS ACCOUNT

YEAR ENDED 31 DECEMBER 2006

	Note	2006 £	2005 £
TURNOVER	2	1,559,587	1,036,196
Cost of sales		1,849,261	1,524,012
GROSS LOSS		(289,674)	(487,816)
Administrative expenses		371,651	283,788
OPERATING LOSS	3	(661,325)	(771,604)
Interest payable and similar charges	5	141,025	141,185
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION		(802,350)	(912,789)
Tax on loss on ordinary activities	6	802,788	169,525
LOSS FOR THE FINANCIAL YEAR		(1,605,138)	(1,082,314)

All of the activities of the company are classed as continuing

The notes on pages 10 to 19 form part of these financial statements.

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES

YEAR ENDED 31 DECEMBER 2006

	2006 £	2005 £
Loss for the financial year attributable to the shareholders	(1,605,138)	(1,082,314)
Total recognised gains and losses relating to the year Prior year adjustment (see note 7)	(1,605,138) (473,963)	(1,082,314) (377,668)
Total gains and losses recognised since the last annual report	(2,079,101)	(1,459,982)

RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	2006		2005	
Loss for the financial year	£	£ (1,605,138)	£	£ (1,082,314)
Opening shareholders' equity Loss Prior year adjustment (see note 7)	(4,782,954) (473,963)		(3,796,935) (377,668)	
		(5,256,917)	<u></u>	(4,174,603)
Closing shareholders' equity Loss		(6,862,055)		(5,256,917)

The notes on pages 11 to 20 form part of these financial statements.

BALANCE SHEET

31 DECEMBER 2006

		200	6	200	5
	Note	£	£	£	£
FIXED ASSETS Tangible assets CURRENT ASSETS	8		2,030,297		1,892,581
Debtors	9	56,468		1,399,694	
CREDITORS: Amounts falling due within one year	11	49,174		25,979	
NET CURRENT ASSETS			7,294		1,373,715
TOTAL ASSETS LESS CURRENT	LIABIL	ITIES	2,037,591		3,266,296
CREDITORS: Amounts falling due after more than one year	12		8,899,646 (<u>6,862,055</u>)		8,523,213 (5,256,917)
CAPITAL AND RESERVES Called-up equity share capital Profit and loss account	16 17		650,000 (7,512,055)		650,000 (5,906,917)
DEFICIT			(6,862,055)		(5,256,917)

These financial statements were approved by the directors on the 24th October 2007 and are signed on their behalf by

11 Raggett

The notes on pages 11 to 20 form part of these financial statements

CASH FLOW STATEMENT

YEAR ENDED 31 DECEMBER 2006

	2006	5	2005	, ,
	£	£	£	£
NET CASH INFLOW/(OUTFLOW) FROM OPERATING ACTIVITIES		652,785		(233,888)
RETURNS ON INVESTMENTS AND SERVICING OF FINANCE Interest paid	(141,025)		(141,185)	
NET CASH OUTFLOW FROM RETURNS ON INVESTMENTS AND SERVICING OF FINANCE		(141,025)		(141,185)
TAXATION		-		(88,928)
CAPITAL EXPENDITURE Payments to acquire tangible fixed assets	(888,193)		(18,542)	
NET CASH OUTFLOW FROM CAPITAL EXPENDITURE		(888,193)		(18,542)
CASH OUTFLOW BEFORE FINANCING		(376,433)		(482,543)
FINANCING Increase in amounts owed to group undertakings	376,433		482,543	
NET CASH INFLOW FROM FINANCING		376,433		482,543
INCREASE IN CASH				-

RECONCILIATION OF OPERATING LOSS TO NET CASH INFLOW/(OUTFLOW) FROM OPERATING ACTIVITIES

	2006	2005
	£	£
Operating loss	(661,325)	(771,604)
Depreciation	750,477	690,494
Decrease in debtors	540,438	47,353
Increase/(decrease) in creditors	23,195	(200,131)
Net cash inflow/(outflow) from operating activities	652,785	(233,888)

The notes on pages 11 to 20 form part of these financial statements

CASH FLOW STATEMENT (continued)

YEAR ENDED 31 DECEMBER 2006

RECONCULIATION OF NET	CASH FLOW TO	MOVEMENT IN NET DEBT
RHI CHVETE A LIVIN CIP IXE.		INIO I DIVIDITI IN THE PROPERTY

	200		200	
Increase in cash in the period	£ -	£	£ -	£
Net cash (inflow) from amounts owed to group undertakings	(376,433)		(482,543)	
		(376,433)		(482,543)
Change in net debt		(376,433)		(482,543)
Net debt at 1 January 2006		(8,541,192)		(8,058,649)
Net debt at 31 December 2006		(8,917,625)		(8.541,192)
ANALYSIS OF CHANGES IN NET DEBT				.
		At 1 Jan 2006 £	Cash flows	At 31 Dec 2006 £
Debt Debt due within 1 year Debt due after 1 year		(17,979) (8,523,213)	(376,433)	(17,979) (8,899,646)
2001 000 0000 1 9		(8,541,192)	(376,433)	(8,917,625)
Net debt		(8,541,192)	(376,433)	(8,917,625)

The notes on pages 11 to 20 form part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2006

1. ACCOUNTING POLICIES

Basis of accounting

The financial statements have been prepared under the historical cost convention, modified to include the revaluation of financial instruments, and in accordance with International Financial Reporting Standards

Turnover

The turnover shown in the profit and loss account is the amount derived from ordinary activities, and is stated after trade discounts and other sales taxes, and is net of VAT

Fixed assets

All fixed assets are initially recorded at cost

Depreciation

Depreciation is calculated so as to write off the cost of an asset, less its estimated residual value, over the useful economic life of that asset as follows

Fixtures & Fittings

12 5% straight line

Equipment

20% straight line

Operating lease agreements

Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged against profits on a straight line basis over the period of the lease

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2006

1. ACCOUNTING POLICIES (continued)

Deferred taxation

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 taxable profits from which the future reversal of the underlying timing differences can be deducted

Deferred tax is measured on an undiscounted basis at the tax 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

Financial instruments

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as either financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities

Trade and other debtors

Trade and other debtors are recognised and carried forward at invoiced amounts less provisions for any doubtful debts. Bad debts are written off when identified

Cash and cash equivalents

Cash and cash equivalents are included in the balance sheet at cost. Cash and cash equivalents comprise cash at bank and in hand and short term deposits with an original maturity of three months or less

Interest-bearing loans and borrowings

All loans and borrowings are recognised initially at cost, which is the fair value of the consideration received, net of issue costs associated with the borrowing

After initial recognition, interest-bearing loans and borrowings are measured at amortised cost using the effective interest method. Gains or losses are recognised in the profit and loss account when liabilities are derecognised or impaired, as well as through the amortisation process.

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2006

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L .			\cdot	LIL

The turnover and loss before tax are attributable to the one principal activity of the company An analysis of turnover is given below

	United Kingdom	2006 £ 1,559,587	2005 £ 1,036,196
3.	OPERATING LOSS		
	Operating loss is stated after charging		
		2006 £	2005 £
	Directors' emoluments Depreciation of owned fixed assets	750,477	- 690,494
	Auditor's remuneration - as auditor	4,170	3,000
	Operating lease costs Land and buildings	302,775	200,000

4. PARTICULARS OF EMPLOYEES

5.

The average number of staff employed by the company during the financial year amounted to

Number of administrative staff Number of other staff - services	2006 No 1 10 11	2005 No - 12 - 12
The aggregate payroll costs of the above were		
Wages and salaries Social security costs	2006 £ 446,365 14,885 461,250	2005 £ 373,420 13,947 387,367
INTEREST PAYABLE AND SIMILAR CHA	RGES	
Other similar charges payable	2006 £ 141,025	2005 £ 141,185

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2006

6. TAXATION ON ORDINARY ACTIVITIES

(a) Analysis of charge in the year

	2006		2005	_
	£	£	£	£
Current tax				
Corporation tax		-		-
Over/under provision in prior year		-		88,928
Total current tax		•		88,928
Deferred tax				
Origination and reversal of timing difference	es			
Capital allowances	802,788		80,597	
Losses	•		-	
Other	-		-	
Losses - prior year adjustment	-		-	
Total deferred tax (note 10)		802,788		80,597
Tax on loss on ordinary activities		802,788		169,525

(b) Factors affecting current tax charge

The tax assessed on the loss on ordinary activities for the year is higher than the standard rate of corporation tax in the UK of 30% (2005 - 30%)

	2006 £	2005 £
Loss on ordinary activities before taxation	(802,350)	(912,789) =
Profit/(loss) on ordinary activities by rate of tax	(240,705)	(273,837)
Expenses not deductible for tax purposes	42,308	42,356
Depreciation charged in excess of capital allowances		
claimed	(128,126)	207,148
Unrelieved tax losses	326,523	-
Group relief	-	24,333
Adjustments to tax charge in respect of previous		
periods	-	88,928
•	 _	
Total current tax (note $6(a)$)	·	88,928

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2006

6. TAXATION ON ORDINARY ACTIVITIES (continued)

(c) Factors that may affect future tax charges

No provision has been made for the deferred tax asset of £1,224,012 arising from depreciation of equipment, fixtures and fittings in excess of taxation allowances available and available losses

The claim for taxation allowances and the recoverability of the deferred tax asset is dependent on the availability of sufficient future taxable profits of the company against which unused taxation allowances and losses can be utilised. In such circumstances the company recognises that, at the Balance Sheet date, it may not be appropriate to provide for the deferred tax asset.

7. PRIOR YEAR ADJUSTMENT

For the years from 2000 to 2004 and 2005 the amount of depreciation on fixtures & fittings was understated. In these accounts the comparative figures for 2005 have been re-stated and the understatement for 2000 to 2004 has been shown as a prior year adjustment.

The amounts in question were -

	2006	2005
	£	£
Understated depreciation 2000 to 2004	539,525	539,525
Deferred taxation 2000 to 2004	(161,857)	(161,857)
Understated depreciation 2005	137,564	_
Deferred taxation 2005	(41,269)	_
Total prior year adjustment	473,963	377,668

8. TANGIBLE FIXED ASSETS

	Fixtures & Fittings £	Equipment £	Total £
COST	, 525 525	0.700	5 524 224
At 1 January 2006	5,525,525 874,433	8,709 13,760	5,534,234 888,193
Additions			
At 31 December 2006	6,399,958	22,469	6,422,427
DEPRECIATION			
At 1 January 2006	3,639,116	2,537	3,641,653
Charge for the year	747,727	2,750	750,477
At 31 December 2006	4,386,843	5,287	4,392,130
			
NET BOOK VALUE			
At 31 December 2006	2,013,115	<u>17,182</u>	2,030,297
At 31 December 2005	1,886,409	6,172	1,892,581

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2006

9.	DEBTORS		
٠.		2006	2005
		£	£
	Trade debtors	15,608	8,183
	Amounts owed by group undertakings	40.000	537,815
	Prepayments and accrued income	40,860	50,908 802,788
	Deferred taxation (note 10)		
		56,468	1,399,694
10.	DEFERRED TAXATION		
	The deferred tax included in the Balance sheet is as fo	llows	
	The deferred tax morades in the Balance access	2006	2005
		£	£
	Included in debtors (note 9)	_	802,788
	The movement in the deferred taxation account during	the year was	
		2006	2005
		£	£
	Balance brought forward	802,788	883,385
	Profit and loss account movement arising during the year	(802,788)	(80,597)
	Balance carried forward	-	802,788
	The balance of the deferred taxation account consist respect of	s of the tax effect of	timing differences in
		2006	2005
		£	£
	Excess of depreciation on fixed assets over taxation		
	allowances claimed	<u>-</u>	802,788
			802,788
11.	CREDITORS: Amounts falling due within one year	r	
		2006	2005
		£	£
	Amounts owed to group undertakings	17,979	17,979
	Accruals and deferred income	31,195	8,000
		49,174	25,979
12.	CREDITORS: Amounts falling due after more tha	n one year	
		2006	2005
	Amounts owed to group undertakings	£ 8,899,646	£ 8,523,213
	Villouing outer to Break andermanige		

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2006

13. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The company holds or issues financial instruments in order to achieve three main objectives, being

- (a) to finance its operations,
- (b) to manage its exposure to interest and currency risks arising from its operations and from its sources of finance, and
- (c) for trading purposes

In addition, various financial instruments (e.g. trade debtors, trade creditors, accruals and prepayments) arise directly from the company's operations

Transactions in financial instruments result in the company assuming or transferring to another party one or more of the financial risks described below

Credit risk

The company monitors credit risk closely and considers that its current policies of credit checks meets its objectives of managing exposure to credit risk

The company has no significant concentrations of credit risk. Amounts shown in the balance sheet best represent the maximum credit risk exposure in the event other parties fail to perform their obligations under financial instruments

Liquidity risk

The company at all times maintains adequate committed credit facilities in order to meet all its commitments as and when they fall due There are long term borrowings

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2006

14. COMMITMENTS UNDER OPERATING LEASES

The company has entered into operating leases in respect of properties. The total minimum annual rentals under the leases are as follows -

	2006 £	2005 £
Not later than one year		
Land and Buildings	200,000	.
Later than one year and not later than five years		
Land and Buildings	800,000	- =

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2006

15.	REL.	ATED	PARTY	TRANSACTIONS)
-----	------	------	-------	--------------	---

During the year the company received services from other members of the group as follows -

2006 £ 2005 £

Others

592,860

440,971

Amounts owing to other members of the group, which are unsecured and payable on demand were -

2006 £ 2005 £

Parent company Others 913 17,066 17,979

913 17,066 17,979

Amounts owing to other members of the group, which are unsecured and payable outside one year were -

2006 £ 2005 £

Others

8,899,646

8,523,213

Amounts owing by other members of the group, which are unsecured and payable on demand were -

2006 £

2005 £

Others

_

537,815

Details of the company's immediate parent and of the ultimate controlling party are included at note 18

16. SHARE CAPITAL

Authorised share capital:

1,250,000 Ordinary shares of £1 each

2006 £ 1,250,000 2005 £ 1,250,000

Allotted, called up and fully paid:

Ordinary shares of £1 each

2006 No 650,000

£ 650,000 No 650,000

2005

£ 650,000

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2006

17. PROFIT AND LOSS ACCOUNT

Balance brought forward as previously reported Prior year adjustment (see note 7)	2006 £ (5,432,954) (473,963)	2005 £ (4,446,935) (377,668)
Balance brought forward restated Loss for the financial year	(5,906,917) (1,605,138)	(4,824,603) (1,082,314)
Balance carried forward	(7,512,055)	(5,906,917)

18. CONTROLLING PARTY AND PARENT COMPANIES

The ultimate parent company, which prepares group accounts, is The Travel Corporation Limited, registered in the British Virgin Islands. The accounts are not available to the public

The smallest group, for which group accounts are drawn up, is headed by Chesterfield (Mayfair) Limited, registered in the United Kingdom. The accounts are available to the public