

Registered number 4209012

**HENDERSON (MOOR HOUSE) LIMITED**

**REPORT AND ACCOUNTS**

**For the period ended 31 December 2001**



# **Henderson (Moor House) Limited**

## **Report and accounts for the period from incorporation to 31 December 2001**

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### **Directors**

P J Bushnell  
A O Underhill  
C M Castle

### **Secretary and registered office**

Henderson Secretarial Services Limited  
4 Broadgate  
London EC2M 2DA

## **Henderson (Moor House) Limited**

### **Directors' report**

The directors present their report and accounts for the period from incorporation to 31 December 2001.

### **Incorporation**

The Company was incorporated on 1 May 2001.

### **Activities**

The principal activity of the Company is property development in London. The Company owns one third of the shares of Moor House General Partner Limited, which acts as general partner to Moor House Limited Partnership. The remaining two thirds of the shares of Henderson (Moor House) General Partner Limited are owned equally by Greycoat and Hammerson.

### **Results and dividends**

The Company had no recognised gains or losses during the period and accordingly no profit and loss account has been prepared. The directors do not propose the payment of a dividend.

### **Directors and their interests**

The directors of the Company are set out on page 1, all of whom held office throughout the period.

During the period none of the directors had any interests in the shares or debentures of the Company or any other Group company, which require to be disclosed under the Companies Act 1985.

## **Directors' report (continued)**

### **Elective resolutions**

Elective resolutions are in force which were approved by the Company's shareholders on 9 May 2001 to dispense with the following requirements:

1. to re-appoint auditors annually;
2. to hold an Annual General Meeting; and
3. to lay the accounts before the Company in general meeting.

### **Auditors**

Ernst & Young were appointed the Company's auditors on 9 May 2001.

On 28 June 2001, Ernst & Young, the Company's auditors, transferred their entire business to Ernst & Young LLP, a limited liability partnership incorporated under the Limited Liability Partnerships Act 2000. The directors have treated the appointment of Ernst & Young as extending to Ernst & Young LLP with effect from 28 June 2001.

### **Statement of directors' responsibilities**

The directors are required by UK company law to prepare accounts for each financial year that give a true and fair view of the state of affairs of the Company as at the end of the year and of the profit or loss of the Company for that period.

The directors confirm that suitable accounting policies have been used and applied consistently and reasonable and prudent judgements and estimates have been made in the preparation of the accounts for the period ended 31 December 2001. The directors also confirm that applicable accounting standards have been followed and that the accounts have been prepared on a going concern basis.

The directors are responsible for keeping proper accounting records, which disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the accounts 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.

By order of the Board



S J Whiteside

For and on behalf of Henderson Secretarial Services Limited, Secretary

28 October 2002

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF HENDERSON (MOOR HOUSE) LIMITED**

We have audited the company's financial statements for the period ended 31 December 2001 which comprise the Balance Sheet and the related notes 1 to 10. These financial statements have been prepared on the basis of 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 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 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.

**Henderson (Moor House) Limited**

**Opinion**

In our opinion the financial statements give a true and fair view of the state of affairs of the company as at 31 December 2001 and have been properly prepared in accordance with the Companies Act 1985.

  
Ernst & Young LLP  
Registered Auditor  
London

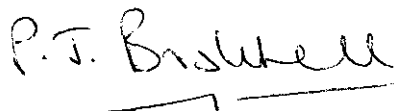
28 October 2002

**Henderson (Moor House) Limited**

**BALANCE SHEET  
at 31 December 2001**

	Notes	31 December 2001 £
<b>FIXED ASSETS</b>		
Investment in Moor House General Partner Limited	3	35,924
<b>CURRENT ASSETS</b>		
Debtors	4	1
<b>NET ASSETS</b>		<hr/> 35,925 <hr/>
<b>CAPITAL AND RESERVES</b>		
Called up share capital	5	1,000
Share premium		34,925
<b>EQUITY SHAREHOLDER'S FUNDS</b>	6	<hr/> 35,925 <hr/>

The accounts on pages 6 to 9 were approved by the Board of Directors on 28 October 2002 and were signed on its behalf by:



P J Bushnell  
Director  
28 October 2002

**NOTES TO THE ACCOUNTS**  
**at 31 December 2001**

**1. ACCOUNTING POLICIES**

**Basis of Accounting**

The accounts have been prepared under the historical cost basis of accounting and in accordance with applicable UK accounting standards.

**Investments**

The company's policy is to state investments at cost less any provision for permanent diminution in value.

**2. PROFIT AND LOSS ACCOUNT**

The Company had no recognised gains or losses during the period. No profit and loss account has therefore been prepared.

The directors of the Company have employment contracts with Henderson Administration Limited. They received no remuneration for their services to Henderson (Moor House) Limited.

The auditors' remuneration has been paid in full by a fellow subsidiary undertaking.

**3. INVESTMENTS**

	<b>31 December 2001 £</b>
Cost:	
Additions	35,924
	<hr/>
At 31 December 2001	35,924
	<hr/> <hr/>
Unlisted Investment	35,924
	<hr/> <hr/>



**NOTES TO THE ACCOUNTS**  
**At 31 December 2001**

**4. DEBTORS**

**31 December**  
**2001**  
**£**

Amounts due from parent undertaking 1

**5. SHARE CAPITAL**

**31 December**  
**2001**  
**£**

Authorised, allotted, called-up and fully-paid:  
 Ordinary Shares of £1 each 1,000

**6. RECONCILIATION OF SHAREHOLDER'S FUNDS**

	Share capital £	Share premium £	Total share- holders funds £
Share capital issued	1,000	34,925	35,925
At 31 December 2001	1,000	34,925	35,925

**NOTES TO THE ACCOUNTS**  
**at 31 December 2001**

**7. PARENT UNDERTAKING**

The Company's immediate parent undertaking is Henderson Fund Management plc, a company registered in England and Wales. The parent undertaking of the smallest group for which group accounts are prepared is AMP (UK) plc and in accordance with Section 228(2) of the Companies Act, 1985, group accounts have not been prepared.

The ultimate parent undertaking and controlling party is AMP Limited, a company incorporated in New South Wales, Australia. The address from which copies of the accounts of AMP Limited can be obtained is GPO Box 4134, Sydney Cove, New South Wales 2001, Sydney, Australia.

**8. CASHFLOW STATEMENT**

Cashflows of the Company are included in the consolidated group cashflow statement of AMP (UK) plc and consequently the Company is exempt under the terms of Financial Reporting Standard No 1 (Revised) from publishing a cashflow statement.

**9. RELATED PARTY TRANSACTIONS**

The Company has taken advantage of the exemption in Financial Reporting Standard 8 'Related Party Disclosures' (FRS8), relating to transactions between 90 per cent or more controlled subsidiaries.

**10. POST BALANCE SHEET EVENTS**

There are no post balance sheet events requiring disclosure.