CGIS City Plaza Shares Limited

Directors Report and Financial Statements

30 June 2012

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C G.I.S. City Plaza Shares Limited

Registered number.

04220086

Directors' Report

The directors present their report and financial statements for the year ended 30 June 2012

Principal activities

The company's principal activity during the year continued to be property investment

Directors

The following persons served as directors during the year

T S Cole S R Collins M N Steinberg

Disclosure of information to auditors

Each person who was a director at the time this report was approved confirms that

- so far as he is aware, there is no relevant audit information of which the company's auditor is unaware, and
- he has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditor is aware of that information

Auditors

The auditors, haysmacintyre, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006

This report was approved by the board on 14 March 2013 and signed on its behalf

S R Collins Director

Registered Office 10 Upper Berkeley Street London W1H 7PE

C.G.I.S. City Plaza Shares Limited Statement of Directors' Responsibilities

The directors are responsible for preparing the report and 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 United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they 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 are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and 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 2006. 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.

C.G.I.S. City Plaza Shares Limited Independent auditors' report to the shareholders of C G.I.S. City Plaza Shares Limited

We have audited the financial statements of C G I S City Plaza Shares Limited for the year ended 30 June 2012 which comprise the Profit and Loss Account, the Balance Sheet and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Generally Accepted Accounting Standards (United Kingdom Generally Accepted Accounting Practice)

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. 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 directors and auditors

As explained more fully in the Statement of Directors' Responsibilities, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's (APB's) Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the directors, and the overall presentation of the financial statements. In addition we read all the financial and non financial information in the Directors' Report to identify material inconsistencies with the audited financial statements if we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on the financial statements

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 30 June 2012 and of its profit for the year then
 ended,
- · have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, and
- · have been prepared in accordance with the requirements of the Companies Act 2006

Opinion on other matters prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us, or
- the financial statements are not in agreement with the accounting records and returns, or
- certain disclosures of directors' remuneration specified by law are not made, or

we have not received all the information and explanations we require for our audit

Devid Riley

(Senior Statutory Auditor)

for and on behalf of haysmacintyre, Statutory Auditor

haysmacıntyre Faırfax House, 16 Fulwood Place

London

WC1V 6AY

14 March 2013

C.G.I.S. City Plaza Shares Limited Profit and Loss Account for the year ended 30 June 2012

	Notes	2012 £	2011 £
Cost of sales		-	-
Gross profit			-
Administrative expenses		•	-
Operating profit			-
Profit on ordinary activities before taxation			-
Tax on profit on ordinary activities		-	-
Profit for the financial year			

C.G.I.S. City Plaza Shares Limited Balance Sheet as at 30 June 2012

Company number 04220086

	Notes		2012 £		2011 €
Current assets Debtors	4	5,049,668	~	5,049,668	~
Creditors [,] amounts falling duwithin one year	e 5	(251,067)		(251,067)	
Net current assets	-		4,798,601		4,798,601
Total assets less current liabilities		_	4,798,601	_	4,798,601
Net assets		-	4,798,601	- -	4,798,601
Capital and reserves Called up share capital Profit and loss account	6 7		1 4,798,600		1 4,798,600
Shareholders' funds		-	4,798,601	-	4,798,601

These accounts were approved by the board of directors and signed on its behalf by

M N Steinberg

Director

Approved by the board on 14 March 2013

S R Collins Director

C.G.I.S. City Plaza Shares Limited Notes to the Accounts for the year ended 30 June 2012

1 Accounting policies

The financial statements have been prepared in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice)

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the company's financial statements except as noted below

Cashflow statement

The cash flow statement is included in the consolidated financial statements of the ultimate holding company, C G I S. Group Limited. The company therefore is exempt under FRS1 from the requirement to prepare a separate cash flow statement.

Related party transactions

As the company is a wholly owned subsidiary of C G I S. Group Limited, it has taken advantage of the exemption contained in Financial Reporting Standard 8 for wholly owned subsidiaries and has therefore not disclosed transactions or balances which form part of the group

Deferred taxation

Full provision is made for deferred taxation resulting from timing differences between the recognition of gains and losses in the accounts and their recognition for tax purposes. Deferred taxation is calculated on an un-discounted basis at the tax rates which are expected to apply in the periods when the timing differences will reverse

2 Staff numbers and costs

Except for the directors, there were no persons employed by the company during the year (2011 Nil) The directors received no remuneration for their services to the company (2011 Nil)

3 Auditors' remuneration

The auditors' remuneration has been borne by its ultimate parent company, CGIS Group Limited

C.G.I.S. City Plaza Shares Limited Notes to the Accounts for the year ended 30 June 2012

4	Debtors			2012 £	2011 £
	Trade debtors Amounts owed by parent undertaking Other debtors			27,277 4,966,792 55,599	27,277 4,966,792 55,599
				5,049,668	5,049,668
5	Creditors: amounts falling due with	in one year		2012 £	2011 £
	Other creditors			251,067	251,067
				251,067	251,067
6	Share capital	Nominal value	2012 Number	2012 £	2011 £
	Allotted, called up and fully paid Ordinary shares	£1 each	1	1_	1
				1	1
7	Profit and loss account			2012 £	2011 £
	At 1 July 2011 Profit for the year			4,798,600	4,798,600 -
	At 30 June 2012			4,798,600	4,798,600
8	Reconciliation in movement of shar	eholder's fund	ls	2012 £	2011 £
	At 1 July Profit for the financial year			4,798,601	4,798,601
	At 30 June			4,798,601	4,798,601

9 Ultimate controlling party

The largest and smallest group into which the company is consolidated is C G I S. Group Limited, a company registered in England and Wales

The consolidated financial statements of C G I S Group Limited can be obtained from 10 Upper Berkeley Street, London, W1H 7PE

The company is ultimately controlled by the directors