

Registered number
04244798

W. P. Carey & Co. Limited

Report and Accounts

31 December 2008



W. P. Carey & Co. Limited
Report and accounts
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W. P. Carey & Co. Limited
Directors' Report

The directors present their report and accounts for the year ended 31 December 2008.

Principal activity

The company's principal activity during the year continued to be as an advisor and arranger of investments in real estate transactions by special purpose vehicles owned by the CPA series of US REITs managed by W. P. Carey & Co. LLC.

Business review and future prospects

The revenue recognition policy has been changed as of 1st October 2008. As a result, profit before tax decreased from £37,407 to a loss of £87,749. The Directors expect that prospects for an increase in business activity for the coming year are favorable, consistent with the business of the parent company.

Results and dividends

The loss for the year, amounted to £87,749. The directors do not recommend the payment of a dividend.

Principal risks and uncertainties

The company provides transaction support services to its parent in relation to sale-leaseback transactions across Europe. The business is dependent on availability of transactions in the marketplace and access to debt financing. The revenue recognition policy has been changed to identify and reward contracts won.

Directors

The following directors served during the year:

Jan Karst
Edward Lapuma

As at 31 December 2008, no Director held an interest in the shares of the Company.

Disclosure of information to auditors

So far as each director at the date of approval of this report is aware:

- there is no relevant audit information of which the company's auditors are 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 auditors are aware of that information.

This confirmation is given and should be interpreted in accordance with the provision of S234ZA of the Companies Act 1985.

Auditors

A resolution to reappoint RSM Bentley Jennison as auditors will be put to the members at the Annual General Meeting.

This report was approved by the board on 14 Oct 2009

Jan Karst
Director



W. P. Carey & Co. Limited
Statement of Directors' Responsibilities

The directors are responsible for preparing the report and accounts in accordance with applicable law and regulations.

Company law requires the directors to prepare accounts for each financial year. Under that law the directors have elected to prepare the accounts in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). The accounts 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 accounts, 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 UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the accounts;
- prepare the accounts 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 that 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.

W. P. Carey & Co. Limited
Independent auditors' report
to the shareholders of W. P. Carey & Co. Limited

We have audited the accounts of W. P. Carey & Co. Limited for the year ended 31 December 2008 which comprise the Profit and Loss Account, the Balance Sheet and the related notes. These accounts 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 directors and auditors

The directors' responsibilities for preparing the accounts in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities.

Our responsibility is to audit the accounts 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 accounts 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 accounts.

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 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 accounts. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the accounts, 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 accounts 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 accounts.

Opinion

In our opinion:

- the accounts 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 31 December 2008 and of its loss for the year then ended;
- the accounts have been properly prepared in accordance with the Companies Act 1985; and
- the information given in the Directors' Report is consistent with the accounts.

RSM Bentley Jennison

RSM Bentley Jennison
Registered auditors

London

.....24/11/09

W. P. Carey & Co. Limited
Profit and Loss Account
for the year ended 31 December 2008

	Notes	2008 £	2007 £
Turnover	1	964,119	571,775
Administrative expenses		(1,063,959)	(545,815)
Operating (loss)/profit	2	<u>(99,840)</u>	<u>25,960</u>
Interest receivable		12,091	11,447
(Loss)/profit on ordinary activities before taxation		<u>(87,749)</u>	<u>37,407</u>
Tax on (loss)/profit on ordinary activities	4	20,437	(13,837)
(Loss)/profit for the financial year		<u>(67,312)</u>	<u>23,570</u>

Continuing operations

None of the company's activities were acquired or discontinued during the above two financial years.

Statement of total recognised gains and losses

The company has no recognised gains or losses other than the (loss)/profit for the above two financial years.

W. P. Carey & Co. Limited
Balance Sheet
as at 31 December 2008

	Notes	2008 £	2007 £
Fixed assets			
Tangible assets	5	17,707	38,015
Current assets			
Debtors	6	164,873	82,815
Debtors falling due after more than one year	7	-	72,358
Cash at bank and in hand		323,403	425,796
		<u>488,276</u>	<u>580,969</u>
Creditors: amounts falling due within one year	8	(104,941)	(147,124)
Net current assets		<u>383,335</u>	<u>433,845</u>
Total assets less current liabilities		<u>401,042</u>	<u>471,860</u>
Creditors: amounts falling due after more than one year	9	(13,744)	(17,250)
Net assets		<u>387,298</u>	<u>454,610</u>
Capital and reserves			
Called up share capital	10	225,000	225,000
Profit and loss account	11	162,298	229,610
Shareholders' funds	12	<u>387,298</u>	<u>454,610</u>

The financial Statements on pages 6 to 11 were approved by the Board of Directors and signed on its behalf by:


 Jan Karst
 Director
 Approved by the board on 14 Oct 2009

W. P. Carey & Co. Limited
Notes to the Accounts
for the year ended 31 December 2008

1 Accounting policies

Accounting convention

The accounts have been prepared under the historical cost convention and in accordance with applicable United Kingdom Accounting Standards.

Cash flow statement

The company is a wholly owned subsidiary of W. P. Carey & Co. LLC and is included in the financial statements of W. P. Carey & Co. LLC, which are publicly available. Consequently, the company has taken advantage of the exemption from preparing a cashflow statement under the terms of Financial Reporting Standard 1 (revised 1996).

Turnover

The turnover consists of a service fee charged to W. P. Carey & Co. LLC in respect of advisory services and is recognised on an accruals basis. Turnover represents 107% of total business costs to September 2008 and then 100%, excluding bonuses to December 2008. The services take place wholly within the United Kingdom.

Depreciation

Depreciation is provided on all tangible fixed assets, other than freehold land, at rates calculated to write off the cost, less estimated residual value, of each asset evenly over its expected useful life, as follows:

Telephone equipment	over 5 years
Leasehold improvements	over the lease term
Plant and machinery	over 3 years

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.

Leasing commitments

Rentals paid under operating leases are charged to income on a straight line basis over the lease term.

2 Operating profit	2008	2007
	£	£
This is stated after charging:		
Depreciation of owned fixed assets	27,116	40,940
Operating lease rentals - land buildings	93,800	93,800
Auditors' remuneration for audit services	<u>12,500</u>	<u>12,500</u>

W. P. Carey & Co. Limited
Notes to the Accounts
for the year ended 31 December 2008

3 Staff costs	2008	2007
	£	£
Wages and salaries	521,242	183,608
Social security costs	65,096	20,521
Other pension costs	26,813	15,111
	<u>613,151</u>	<u>219,240</u>

Average number of employees during the year	Number	Number
Administration	<u>3</u>	<u>3</u>

Director's emoluments are paid by the parent company.

4 Taxation	2008	2007
	£	£
Analysis of charge in period		
Current tax:		
UK corporation tax on profits of the period	(19,525)	18,183
Deferred tax:		
Origination and reversal of timing differences	(912)	(4,346)
	<u>(20,437)</u>	<u>13,837</u>
Tax on (loss)/profit on ordinary activities		

The differences between the tax assessed for the period and the standard rate of corporation tax are explained as follows:

	2008	2007
	£	£
(Loss)/profit on ordinary activities before tax	<u>(87,749)</u>	<u>37,407</u>
Standard rate of corporation tax in the UK	29%	30%
	£	£
Profit on ordinary activities multiplied by the standard rate of corporation tax	(25,447)	11,222
Effects of:		
Expenses not deductible for tax purposes	3,383	82
Capital allowances for period in excess of depreciation	2,539	6,879
Current tax charge for period	<u>(19,525)</u>	<u>18,183</u>

W. P. Carey & Co. Limited
Notes to the Accounts
for the year ended 31 December 2008

5 Tangible fixed assets

	Telephone Equipment £	Short leasehold land and buildings £	Plant and machinery £	Total £
Cost				
At 1 January 2008	25,071	27,826	96,016	148,913
Additions	-	-	6,808	6,808
At 31 December 2008	<u>25,071</u>	<u>27,826</u>	<u>102,824</u>	<u>155,721</u>
Depreciation				
At 1 January 2008	16,296	16,641	77,961	110,898
Charge for the year	5,015	6,624	15,477	27,116
At 31 December 2008	<u>21,311</u>	<u>23,265</u>	<u>93,438</u>	<u>138,014</u>
Net book value				
At 31 December 2008	<u>3,760</u>	<u>4,561</u>	<u>9,386</u>	<u>17,707</u>
At 31 December 2007	<u>8,775</u>	<u>11,185</u>	<u>18,055</u>	<u>38,015</u>

6 Debtors	2008 £	2007 £
Other debtors	86,636	30,616
Prepayments and accrued income	42,057	38,687
Corporation tax	19,525	-
VAT recoverable	16,655	13,512
	<u>164,873</u>	<u>82,815</u>

There is a legal charge over a rent deposit of £55,107, which is included in Other debtors.

Deferred taxation is included within Other debtors

At 1 January	7,616	3,270
Deferred tax charge in profit and loss account	912	4,346
	<u>8,528</u>	<u>7,616</u>

7 Debtors: amounts falling due after one year	2008 £	2007 £
Debtors falling due after more than one year	-	72,358
	<u>-</u>	<u>72,358</u>

W. P. Carey & Co. Limited
Notes to the Accounts
for the year ended 31 December 2008

8 Creditors: amounts falling due within one year			2008	2007
			£	£
Trade creditors			8,903	10,537
Amounts owed to group undertakings			46,700	56,932
Corporation tax			-	18,183
Other taxes and social security costs			24,368	6,087
Accruals and deferred income			24,970	55,385
			<u>104,941</u>	<u>147,124</u>
9 Creditors: amounts falling due after one year			2008	2007
			£	£
Accruals and deferred income			<u>13,744</u>	<u>17,250</u>
10 Share capital			2008	2007
			£	£
Authorised:				
Ordinary shares of £1 each			<u>500,000</u>	<u>500,000</u>
	2008	2007	2008	2007
	No	No	£	£
Allotted, called up and fully paid:				
Ordinary shares of £1 each	225,000	225,000	<u>225,000</u>	<u>225,000</u>
11 Profit and loss account			2008	2007
			£	£
At 1 January			229,610	206,040
(Loss)/profit for the financial year			(67,312)	23,570
At 31 December			<u>162,298</u>	<u>229,610</u>
12 Reconciliation of movement in shareholders' funds			2008	2007
			£	£
At 1 January			454,610	431,040
(Loss)/profit for the financial year			(67,312)	23,570
At 31 December			<u>387,298</u>	<u>454,610</u>

W. P. Carey & Co. Limited
Notes to the Accounts
for the year ended 31 December 2008

13 Other financial commitments

At the year end the company had annual commitments under non-cancellable operating leases as set out below:

	Land and buildings 2008 £	Land and buildings 2007 £
Operating leases which expire: within one year	<u>93,800</u>	<u>93,800</u>

14 Related parties

As the company is a wholly owned subsidiary and the related party transactions are disclosed in the consolidated financial statements of the group, it has taken advantage of the exemptions under FRS 8 not to disclose transactions with other companies within the group

15 Ultimate holding company and controlling party

The immediate parent undertaking is Carey Asset Management Corp., a company incorporated in the state of Delaware, USA.

The ultimate parent undertaking and controlling party is W. P. Carey & Co. LLC, a company incorporated in Delaware, which is the largest group to consolidate these financial statements. Copies of the financial statements of W. P. Carey & Co LLC are available at the following address:

W. P. Carey & Co. LLC
50 Rockefeller Plaza
New York NY 10020
USA