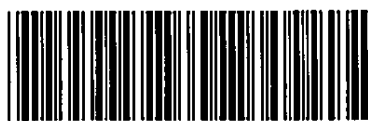


POTTERIES (NOMINEE NO.1) LIMITED
REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2009

Company number 4471666

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POTTERIES (NOMINEE NO.1) LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2009

The directors submit their report and financial statements of the company for the year ended 31 December 2009

PRINCIPAL ACTIVITIES

The company is currently dormant

REVIEW OF BUSINESS AND FUTURE DEVELOPMENTS

The directors do not expect the company's state of affairs to change in the foreseeable future


As detailed within note 3, on 7 May 2010, the company's ultimate parent entity changed its name to Capital Shopping Centres Group PLC (formerly Liberty International PLC)

DIRECTORS IN THE YEAR

J M Ainsley	resigned 31 March 2009
M R Breeden	resigned 31 March 2009
K E Chaldecott	
M D Ellis	resigned 31 March 2009
D A Fischel	
K A Grant	resigned 31 March 2009
C Kirby	
T Pereira	resigned 31 March 2009
L Woodhouse	resigned 18 June 2010

AUDITORS

The company is exempt under section 480 of the Companies Act 2006 from the provisions of part 16 of this Act relating to the audit of financial statements



**S Folger
Secretary**

16 July

2010

POTTERIES (NOMINEE NO.1) LIMITED

BALANCE SHEET AT 31 DECEMBER 2009

	Notes	2009 £	2008 £
Current assets			
Debtors – amounts due from group undertakings		<u>1</u>	<u>1</u>
Capital and reserves			
Called up share capital	2	<u>1</u>	<u>1</u>
Shareholders' funds		<u>1</u>	<u>1</u>

For the year ending 31 December 2009, the company was entitled to exemption from audit under section 480 of the Companies Act 2006

The members have not required the company to obtain an audit in accordance with section 476 of the Companies Act 2006

The directors acknowledge their responsibility for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements

The notes on page 3 form part of these financial statements

Approved by the Board on 16 July 2010



D A Fischel
Director

POTTERIES (NOMINEE NO.1) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2009

1. Principal accounting policies

The principal accounting policies which have been adopted in the preparation of the financial statements are set out below

Basis of accounting

The financial statements have been prepared on the going concern basis and in accordance with applicable accounting standards in the United Kingdom under the historical cost convention

Cash flow statement

The company is not required to produce a statement of cash flows under Financial Reporting Standard 1 (Revised 1996), as it is a wholly owned subsidiary

Related party transactions

As at 31 December 2009 the company was ultimately wholly owned by Capital Shopping Centres Group PLC (formerly Liberty International PLC), whose consolidated financial statements are publicly available, and therefore the company is exempt under the terms of Financial Reporting Standard 8 from disclosing details of transactions with related parties who are members or investees of the Capital Shopping Centres Group PLC (formerly Liberty International PLC) group

2. Called up share capital – 2009 and 2008

	£
Issued, called up and fully paid	
1 ordinary share of £1	<u>1</u>

The concept of authorised share capital was abolished by the Companies Act 2006 with effect from 1 October 2009. Under saving provisions, the current maximum number of shares which may be issued is 100 ordinary shares of £1 each

3. Post balance sheet events

The company's ultimate parent announced on 9 March 2010 its intention to reorganise by way of demerger into two distinct Companies, Capital Shopping Centres Group PLC and Capital & Counties Properties PLC. As a result, on 7 May 2010, the company's ultimate parent changed its name from Liberty International PLC to Capital Shopping Centres Group PLC

4. Ultimate parent company

The ultimate parent company is Capital Shopping Centres Group PLC (formerly Liberty International PLC), a company incorporated and registered in England and Wales, copies of whose consolidated financial statements may be obtained from the Company Secretary, 40 Broadway, London, SW1H 0BT. The immediate parent company is Potteries (GP) Limited, a company incorporated in England and Wales, copies of whose financial statements may be obtained as above