

**COMPANIES
HOUSE**

Company Number: 4596644

LARIDGE INVESTMENTS LIMITED
REPORT AND FINANCIAL STATEMENTS
30 November 2004

WEDNESDAY



PSVTDFUR

PC4

16/12/2009

52

COMPANIES HOUSE

LARIDGE INVESTMENTS LIMITED

REPORT AND FINANCIAL STATEMENTS

30 November 2004

CONTENTS

PAGE

Board of Directors and other officers	1
Report of the Board of Directors	2
Independent auditors' report	3 - 4
Income statement	5
Balance sheet	6
Statement of changes in equity	7
Cash flow statement	8
Notes to the financial statements	9 - 15

LARIDGE INVESTMENTS LIMITED

BOARD OF DIRECTORS AND OTHER OFFICERS

Board of Directors: Menelaos Sazos

Company Secretary: Anna Korelidou

Independent Auditors: Dinos Antoniou & Co Ltd
Chartered Certified Accountants & Registered Auditors
Karatza 1
Thelma court
2nd floor, office 202
3021 Limassol, Cyprus

Registered office: 2, Athenaeum Road
Prospect House
London N20 9YU
United Kingdom

Bankers: Bank of Cyprus Public Company Ltd

Registration number: 4596644

LARIDGE INVESTMENTS LIMITED

REPORT OF THE BOARD OF DIRECTORS

The Board of Directors presents its report and audited financial statements of the Company for the year ended 30 November 2004.

Principal activities

The principal activities of the Company, are the general trade, financing activities and investing activities.

Review of current position, future developments and significant risks

The Company's development to date, financial results and position as presented in the financial statements are not considered satisfactory and the Board of Directors is making an effort to reduce the Company losses.

The most significant risks faced by the Company and the steps taken to manage these risks, are described in note 3 of the financial statements.

Results

The Company's results for the year are set out on page 6. The net loss for the year is carried forward.

Share capital

There were no changes in the share capital of the Company during the year.

Board of Directors

The members of the Board of Directors of the Company as at 30 November 2004 and at the date of this report are shown on page 1. The sole director was a member of the board throughout the year ended 30 November 2004.

In accordance with the Company's Articles of Association all directors presently members of the Board continue in office.

There were no significant changes in the assignment of responsibilities and remuneration of the Board of Directors.

Statement of directors' responsibilities

Company law requires the directors to prepare financial statements for each financial year which 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 year. In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments 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 proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to 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.

Basis of preparation

In preparing the above report, the directors have taken advantage of the special provisions of part VII of the Companies Act 1985 relating to small companies.

Post balance sheet events

There were no material post balance sheet events, which have a bearing on the understanding of the financial statements.

Independent Auditors

The independent auditors, Dinos Antoniou & Co Ltd, have expressed their willingness to continue in office and a resolution giving authority to the Board of Directors to fix their remuneration will be proposed at the Annual General Meeting.

By order of the Board of Directors,

Menelaos Sazos
Director

Limassol, Cyprus, 27 November 2009

Dinos Antoniou & Co Ltd

Chartered Certified Accountants

Report of the Independent Auditors to the Shareholders of LARIDGE INVESTMENTS LIMITED

We have audited the financial statements of the parent company Laridge Investments Limited for the year ended 30 November 2004 on pages 5 to 15. These financial statements have been prepared in accordance with the Financial Reporting Standard for Smaller Entities (effective January 2005), under the historical cost convention and 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 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 auditors

As described on page two the company's directors are responsible for the preparation of financial statements in accordance with applicable law and United Kingdom Accounting Standards.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Financial Reporting Standards as adopted by the European Union (EU) and International Financial Reporting Standards as issued by the International Accounting Standards Board (IASB) and the requirements of the Companies Act 1985.

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 Report of the Directors 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 Report of the Directors and consider the implication 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 Financial Reporting Standards as 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 a assessment of the significant estimates and judgments 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 explanation which we considered necessary in order to provide us with sufficient evidence 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.

Opinion

In our opinion the financial statements give a true and fair view of the state of the company's affairs as at 30 November 2004 and of its profit for the year ended 30 November 2004 and have been properly prepared in accordance with the Companies Act 1985.

Dinos Antoniou & Co Ltd

Chartered Certified Accountants

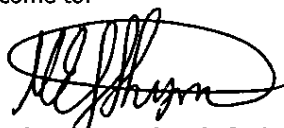
Report of the Independent Auditors to the Shareholders of LARIDGE INVESTMENTS LIMITED (continued)

Emphasis of Matter

Without qualifying our opinion we draw attention to the fact that the financial statements have been prepared on a going concern basis. This basis may not be appropriate because the Company incurred a loss after tax of US\$ 33,854 for the year ended 30 November 2004, at that date its current liabilities exceeded its current assets by US\$ 113,534,879. These factors indicate that, unless the Company continues to receive financial support from its creditors as well as from its bankers, may be unable to continue operating. Should the Company be unable to continue operating adjustments would have to be made to reduce the value of assets to their recoverable amount, to provide for any further liabilities which might arise, and to reclassify non-current assets and non-current liabilities as current assets and liabilities.

Other Matter

This report, including the opinion, has been prepared for and only for the Company's members as a body in accordance with Section 235 of the Companies Act 1985 and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any other purpose or to any other person to whose knowledge this report may come to.



**Dinos Antoniou & Co Ltd
Chartered Certified Accountants
& Registered Auditors**

Limassol 27 November 2009

LARIDGE INVESTMENTS LIMITED

INCOME STATEMENT

Year ended 30 November 2004

		01/12/2003	21/11/2002
		-30/11/2004	-30/11/2003
	Note	US\$	US\$
Administration expenses		(4,623)	-
Other expenses	4	(3,000)	-
Operating (loss)	5	(7,623)	-
Finance costs	6	(26,231)	-
Net (loss) for the year / period		(33,854)	-

The notes on pages 9 to 15 form an integral part of these financial statements.

LARIDGE INVESTMENTS LIMITED

BALANCE SHEET

30 November 2004

	Note	2004 US\$	2003 US\$
ASSETS			
Non-current assets			
Investments in subsidiaries	7	<u>119,989,489</u>	-
		<u>119,989,489</u>	-
Current assets			
Inventories	8	768,912	-
Trade and other receivables	9	1,681,401	-
Cash at bank and in hand	10	<u>1,745</u>	176
		<u>2,452,058</u>	176
Total assets		<u>122,441,547</u>	176
EQUITY AND LIABILITIES			
Equity and reserves			
Share capital	11	176	176
Accumulated (losses)		<u>(33,854)</u>	-
		<u>(33,678)</u>	176
Non-current liabilities			
Borrowings	12	<u>6,488,288</u>	-
		<u>6,488,288</u>	-
Current liabilities			
Trade and other payables	13	<u>115,986,937</u>	-
		<u>115,986,937</u>	-
Total liabilities		<u>122,475,225</u>	-
Total equity and liabilities		<u>122,441,547</u>	176

These financial statements are prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies and with the Financial Reporting Standard for Smaller Entities (Effective January, 2005).

On 27 November 2009 the Board of Directors of Laridge Investments Limited authorised these financial statements for issue.

Menclaos Sazos
Director

The notes on pages 9 to 15 form an integral part of these financial statements.

LARIDGE INVESTMENTS LIMITED

STATEMENT OF CHANGES IN EQUITY

Year ended 30 November 2004

	Note	Share capital US\$	Accumulated (losses) US\$	Total US\$
Issue of share capital	11	<u>176</u>	<u>-</u>	<u>176</u>
At 30 November 2003/ 1 December 2003		176	-	176
Net (loss) for the year		<u>-</u>	<u>(33,854)</u>	<u>(33,854)</u>
At 30 November 2004		<u>176</u>	<u>(33,854)</u>	<u>(33,678)</u>

The notes on pages 9 to 15 form an integral part of these financial statements.

LARIDGE INVESTMENTS LIMITED

CASH FLOW STATEMENT

Year ended 30 November 2004

	Note	01/12/2003 -30/11/2004 US\$	21/11/2002 -30/11/2003 US\$
CASH FLOWS FROM OPERATING ACTIVITIES			
(Loss) before tax		(33,854)	-
Adjustments for:			
Unrealised exchange loss		2,782	-
Interest expense	6	20,368	-
Cash flows (used in) operations before working capital changes		(10,704)	-
(Increase) in inventories		(768,912)	-
(Increase) in trade and other receivables		(1,681,401)	-
Increase in trade and other payables		115,986,937	-
Net cash from operating activities		113,525,920	-
CASH FLOWS (USED IN) INVESTING ACTIVITIES			
Payment for purchase of investments in subsidiaries	7	(119,989,489)	-
Net cash (used in) investing activities		(119,989,489)	-
CASH FLOWS FROM / (USED IN) FINANCING ACTIVITIES			
Proceeds from issue of share capital		-	176
Proceeds from borrowings		6,488,288	-
Unrealised exchange (loss)		(2,782)	-
Interest paid		(20,368)	-
Net cash from financing activities		6,465,138	176
Net increase in cash and cash equivalents		1,569	176
Cash and cash equivalents:			
At beginning of the year/ period	10	176	-
At end of the year/ period	10	1,745	176

The notes on pages 9 to 15 form an integral part of these financial statements.

LARIDGE INVESTMENTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 30 November 2004

1. Incorporation and principal activities

Country of incorporation

The Company Laridge Investments Limited (the "Company") was incorporated in the United Kingdom on 21 November 2002 as a private company with limited liability under the Companies Act 1985. Its registered office is at 2, Athenaeum Road, Prospect House, London N20 9YU, United Kingdom.

Principal activities

The principal activities of the Company, are the general trade, financing activities and investing activities.

2. Accounting policies

The principal accounting policies adopted in the preparation of these financial statements are set out below. These policies have been consistently applied to all years presented in these financial statements unless otherwise stated.

Going concern basis

The Company incurred a loss of US\$ 33,854 for the year ended 30 November 2004, and, as of that date the Company's current liabilities exceeded its current assets by US\$ 113,534,879. These conditions, indicate the existence of a material uncertainty which may cast significant doubt about the Company's ability to continue as a going concern.

Basis of preparation

The Company has prepared these parent's separate financial statements for compliance with the requirements of the Cyprus Income Tax Law.

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union (EU) and the requirements of the Companies Act 1985. The financial statements have been prepared under the historical cost convention.

The preparation of financial statements in conformity with IFRSs requires the use of certain critical accounting estimates and requires management to exercise its judgement in the process of applying the Company's accounting policies. It also requires the use of assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Although these estimates are based on management's best knowledge of current events and actions, actual results may ultimately differ from those estimates.

Adoption of new and revised IFRSs

During the current year the Company adopted all the new and revised IFRSs and International Accounting Standards (IAS), which are relevant to its operations and are effective for accounting periods commencing on 1 December 2003.

The adoption of these Standards did not have a material effect on the financial statements.

At the date of authorization of these financial statements some Standards were in issue but not yet effective. The Board of Directors expects that the adoption of these Standards in future periods will not have a material effect on the financial statements of the Company.

Subsidiary companies

Investments in subsidiary companies are stated at cost less provision for impairment in value, which is recognised as an expense in the period in which the impairment is identified.

LARIDGE INVESTMENTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 30 November 2004

2. Accounting policies (continued)

Finance costs

Interest expense and other borrowing costs are charged to the income statement as incurred.

Foreign currency translation

(1) Functional and presentation currency

Items included in the Company's financial statements are measured using the currency of the primary economic environment in which the entity operates ("the functional currency"). The financial statements are presented in United States Dollars (US\$), which is the Company's functional and presentation currency.

(2) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the income statement.

Financial instruments

Financial assets and financial liabilities are recognised on the Company's balance sheet when the Company becomes a party to the contractual provisions of the instrument.

Cash and cash equivalents

For the purposes of the cash flow statement, cash and cash equivalents comprise cash at bank and in hand.

Borrowings

Borrowings are recorded initially at the proceeds received, net of transaction costs incurred. Borrowings are subsequently stated at amortised cost. Any differences between the proceeds (net of transaction costs) and the redemption value is recognised in the income statement over the period of the borrowings using the effective interest method.

Inventories

Inventories are stated at the lower of cost and net realisable value. The cost is determined using the weighted average method. Net realisable value is the estimated selling price in the ordinary course of business, less the costs to completion and selling expenses.

Share capital

Ordinary shares are classified as equity.

Non-current liabilities

Non-current liabilities represent amounts that are due more than twelve months from the balance sheet date.

Comparatives

Where necessary, comparative figures have been adjusted to conform to changes in presentation in the current year.

LARIDGE INVESTMENTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 30 November 2004

3. Financial risk management

Financial risk factors

The Company is exposed to market price risk, interest rate risk, credit risk, liquidity risk, currency risk, other market price risk, tourist industry risk, operational risk, compliance risk, litigation risk, reputation risk, share ownership risk, share ownership risk, capital risk management and other risks arising from the financial instruments it holds. The risk management policies employed by the Company to manage these risks are discussed below:

(1.1) Market price risk

Market price risk is the risk that the value of financial instruments will fluctuate as a result of changes in market prices. The Company's available-for-sale financial assets and financial assets at fair value through profit or loss are susceptible to market price risk arising from uncertainties about future prices of the investments. The Company's market price risk is managed through diversification of the investment portfolio.

(1.2) Interest rate risk

Interest rate risk is the risk that the value of financial instruments will fluctuate due to changes in market interest rates. Borrowings issued at variable rates expose the Company to cash flow interest rate risk. Borrowings issued at fixed rates expose the Company to fair value interest rate risk. The Company's management monitors the interest rate fluctuations on a continuous basis and acts accordingly.

(1.3) Credit risk

Credit risk arises when a failure by counter parties to discharge their obligations could reduce the amount of future cash inflows from financial assets on hand at the balance sheet date. The Company has no significant concentration of credit risk. The Company has policies in place to ensure that sales of products and services are made to customers with an appropriate credit history and monitors on a continuous basis the ageing profile of its receivables. Cash balances are held with high credit quality financial institutions and the Company has policies to limit the amount of credit exposure to any financial institution.

(1.4) Liquidity risk

Liquidity risk is the risk that arises when the maturity of assets and liabilities does not match. An unmatched position potentially enhances profitability, but can also increase the risk of losses. The Company has procedures with the object of minimising such losses such as maintaining sufficient cash and other highly liquid current assets and by having available an adequate amount of committed credit facilities.

(1.5) Currency risk

Currency risk is the risk that the value of financial instruments will fluctuate due to changes in foreign exchange rates. Currency risk arises when future commercial transactions and recognised assets and liabilities are denominated in a currency that is not the Company's measurement currency. The Company is exposed to foreign exchange risk arising from various currency exposures primarily with respect to the US Dollar and the Euro. The Company's management monitors the exchange rate fluctuations on a continuous basis and acts accordingly.

(1.6) Other market price risk

The Company is exposed to financial risks arising from changes in equity security prices. The Company monitors the mix of equity securities in its portfolio so as to mitigate its exposure to this market price risk.

LARIDGE INVESTMENTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 30 November 2004

3. Financial risk management (continued)

(1.7) Operational risk

Operational risk is the risk that derives from the deficiencies relating to the Company's information technology and control systems as well as the risk of human error and natural disasters. The Company's systems are evaluated, maintained and upgraded continuously.

(1.8) Compliance risk

Compliance risk is the risk of financial loss, including fines and other penalties, which arises from non-compliance with laws and regulations of the state. The risk is limited to a significant extent due to the supervision applied by the Compliance Officer, as well as by the monitoring controls applied by the Company.

(1.9) Litigation risk

Litigation risk is the risk of financial loss, interruption of the Company's operations or any other undesirable situation that arises from the possibility of non-execution or violation of legal contracts and consequentially of lawsuits. The risk is restricted through the contracts used by the Company to execute its operations.

(1.10) Reputation risk

The risk of loss of reputation arising from the negative publicity relating to The Company's operations (whether true or false) may result in a reduction of its clientele, reduction in revenue and legal cases against The Company. The Company applies procedures to minimize this risk.

(1.11) Share ownership risk

The risk of share ownership arises from the investment in shares/participation of The Company and is a combination of credit, price and operational risk as well as the risk of compliance and loss of reputation. The Company applies procedures of analysis, measurement and evaluation of this risk in order to minimize it.

(1.12) Capital risk management

The Company manages its capital to ensure that it will be able to continue as a going concern while maximising the return to shareholders through the optimisation of the debt and equity balance. The Company's overall strategy remains unchanged from last year.

(1.13) Other risks

The general economic environment prevailing in the United Kingdom and internationally may affect the Company's operations to a great extent. Concepts such as inflation, unemployment, and development of the gross domestic product are directly linked to the economic course of every country and any variation in these and the economic environment in general may create chain reactions in all areas hence affecting the Company.

(2) Fair value estimation

The fair values of the Company's financial assets and liabilities approximate their carrying amounts at the balance sheet date.

4. Other expenses

	01/12/2003	21/11/2002
	-30/11/2004	-30/11/2003
	US\$	US\$
Incorporation expenses	3,000	-
	<u>3,000</u>	<u>-</u>

LARIDGE INVESTMENTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 30 November 2004

5. Operating (loss)

	01/12/2003 -30/11/2004 US\$	21/11/2002 -30/11/2003 US\$
Operating (loss) is stated after charging the following items:		
Auditors' remuneration	<u>3,319</u>	<u>-</u>

6. Finance costs

	01/12/2003 -30/11/2004 US\$	21/11/2002 -30/11/2003 US\$
Net foreign exchange transaction losses	2,782	-
Interest expense	20,368	-
Other finance expenses	<u>3,081</u>	<u>-</u>
	<u>26,231</u>	<u>-</u>

7. Investments in subsidiaries

	30/11/2004 US\$	30/11/2003 US\$
On 1 December / 21 November	-	-
Additions	<u>119,989,489</u>	<u>-</u>
At 30 November	<u>119,989,489</u>	<u>-</u>

The details of the subsidiaries are as follows:

Name	Country of incorporation	Holding %
Limited Liability Company 'Terra-Invest'	Ukraine	99.99

8. Inventories

	30/11/2004 US\$	30/11/2003 US\$
Finished products	<u>768,912</u>	<u>-</u>
	<u>768,912</u>	<u>-</u>

Inventories are stated at cost.

9. Trade and other receivables

	30/11/2004 US\$	30/11/2003 US\$
Receivables from related companies (Note 14)	<u>1,681,401</u>	<u>-</u>
	<u>1,681,401</u>	<u>-</u>

The fair values of trade and other receivables due within one year approximate to their carrying amounts as presented above.

LARIDGE INVESTMENTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 30 November 2004

10. Cash and cash equivalents

For the purposes of the cash flow statement, the cash and cash equivalents include the following:

	30/11/2004	30/11/2003
	US\$	US\$
Cash at bank and in hand	<u>1,745</u>	<u>176</u>
	<u>1,745</u>	<u>176</u>

11. Share capital

	30/11/2004 Number of shares	30/11/2004 US\$	30/11/2003 Number of shares	30/11/2003 US\$
Authorised				
Ordinary shares of GBP£1 each	<u>1,000</u>	<u>1,776</u>	<u>1,000</u>	<u>1,776</u>
Issued and fully paid				
On 1 December / 21 November	<u>100</u>	<u>176</u>	-	-
Issue of shares	<u>-</u>	<u>-</u>	<u>100</u>	<u>176</u>
At 30 November	<u>100</u>	<u>176</u>	<u>100</u>	<u>176</u>

12. Borrowings

	30/11/2004 US\$	30/11/2003 US\$
Non current borrowings		
Other loans	<u>6,488,288</u>	<u>-</u>
Maturity of non-current borrowings		
After five years	<u>6,488,288</u>	<u>-</u>

The loans are secured by personal guarantees from the directors / shareholders of the Company.

- The loans carry interest at 2%.

13. Trade and other payables

	30/11/2004 US\$	30/11/2003 US\$
Shareholders' current accounts - credit balances (Note 14)	<u>2,824</u>	-
Accruals	<u>4,624</u>	-
Payables to related companies(Note 14)	<u>115,979,489</u>	-
	<u>115,986,937</u>	<u>-</u>

The fair values of trade and other payables due within one year approximate to their carrying amounts as presented above.

LARIDGE INVESTMENTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 30 November 2004

14. Related party transactions

The following transactions were carried out with related parties:

14.1 Receivables from related parties (Note 9)

		30/11/2004	30/11/2003
<u>Name</u>	<u>Nature of transactions</u>	<u>US\$</u>	<u>US\$</u>
Argonaftis Ltd	Finance	<u>1,681,401</u>	-
		<u>1,681,401</u>	-

14.2 Payables to related parties (Note 13)

		30/11/2004	30/11/2003
<u>Name</u>	<u>Nature of transactions</u>	<u>US\$</u>	<u>US\$</u>
Limited Liability Company 'Terra-Invest'	Finance	<u>115,979,489</u>	-
		<u>115,986,937</u>	-

14.3 Shareholders' current accounts - credit balances (Note 13)

	30/11/2004	30/11/2003
	<u>US\$</u>	<u>US\$</u>
Amount due to shareholders	<u>2,824</u>	-
	<u>2,824</u>	-

The shareholders' current accounts are interest free, and have no specified repayment date.

15. Contingent liabilities

The Company had no contingent liabilities as at 30 November 2004.

16. Commitments

The Company had no capital or other commitments as at 30 November 2004.

17. Post balance sheet events

There were no material post balance sheet events, which have a bearing on the understanding of the financial statements.

Independent Auditors' Report pages 3 and 4