

**Liberty Regent Street Limited**  
**Directors' Report and Accounts**  
**For the year ended**  
**31 December 2010**



**CONTENTS**

---

Directors' Report	1
Statement of directors' responsibilities in respect of the Directors' Report and the financial statements	2
Independent auditor's report to the members of Liberty (Regent and Tudor) Holdings Limited	3
Profit and Loss Account	5
Reconciliation of Movements in Shareholders' Funds	5
Balance Sheet	6
Notes to the Accounts	7

**DIRECTORS' REPORT**  
**for the year ended 31 December 2010**

---

**Introduction**

The Directors present their report and accounts for the year ended 31 December 2010

**Directors and Directors' interests**

The Directors who held office during the period were as follows

P Harris  
Marco Capello  
Emilio Di Spiezio Sardo  
Marco Anatriello  
Vishesh Srivastava

None of the Directors have any interests in the share capital of the Company

All of the Directors are also Directors of the immediate parent company, Retail Stores Property Holdings Limited. None of the Directors have any interests in the share capital of the immediate parent company

All of the Directors are also Directors of the principal parent company, Liberty Limited

**Principal activities**

The principal activity of the Company is that of property management and investment. No change in the Company's activities is expected in the foreseeable future.

**Business review**

The Company is a wholly owned subsidiary of Retail Stores Property Holdings Ltd which is in turn a wholly owned subsidiary of Liberty Ltd. The results achieved for the year are set out on page 5 of the financial statements.

**Auditors**

In accordance with Section 487(2) of the Companies Act 2006, KPMG Audit plc are deemed to be reappointed as auditors of the Company.

By order of the Board



**Filex Services Limited**  
Secretary

For & on behalf of  
**FILEX SERVICES LTD**  
Signed by Director/Secretary

179 Great Portland Street  
London W1W 5LS  
30 September 2011

## **STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE DIRECTORS' REPORT AND THE FINANCIAL STATEMENTS**

---

The directors are responsible for preparing the Directors' Report and the 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 they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice).

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 judgments 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 financial statements, and
- 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 have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.



## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF LIBERTY REGENT STREET LIMITED**

---

KPMG Audit Plc  
15 Canada Square  
London E14 5GL

We have audited the financial statements of Liberty Regent Street Limited for the year ended 31 December 2010 set out on pages 5 to 11. The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards (UK 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 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 explained more fully in the Directors' Responsibilities Statement set out on page 2, 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 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**

A description of the scope of an audit of financial statements is provided on the APB's web-site at [www.frc.org.uk/apb/scope/private.cfm](http://www.frc.org.uk/apb/scope/private.cfm).

### **Opinion on financial statements**

In our opinion the financial statements

- give a true and fair view of the state of the company's affairs as at 31 December 2010 and of its result for the year then ended,
- have been properly prepared in accordance with UK Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006.

## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF LIBERTY REGENT STREET LIMITED (CONTINUED)**

---

### **Opinion on other matter 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

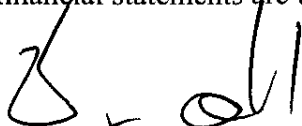
### **Matters on which we are required to report by exception**

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

### **Other matter - Prior period financial statements**

In forming our opinion on the financial statements, which is not modified, we note that the prior period financial statements were not audited. Consequently, International Standards on Auditing (UK and Ireland) require the auditor to state that the corresponding figures contained within these financial statements are unaudited



**Mike Barradell (Senior Statutory Auditor)**  
**for and on behalf of KPMG Audit Plc Statutory Auditor**  
*Chartered Accountants*  
15 Canada Square,  
London,  
E14 5GL

30 September 2011

**PROFIT AND LOSS ACCOUNT**  
for the year ended 31 December 2010

	Notes	Year ended 31 December 2010 £'000	Year ended 31 December 2009 £'000
Other Operating Income		10	-
Impairment of investments		(10)	-
<b>Profit on ordinary activities before taxation</b>		-	-
Taxation on profit on ordinary activities	3	-	-
<b>Profit on ordinary activities after taxation</b>		-	-

There is no material difference between the profit stated above and its historical cost equivalent

All operations are continuing

**RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS**  
for the year ended 31 December 2010

	Year ended 31 December 2010 £'000	Year ended 31 December 2009 £'000
Opening shareholders' funds	550	550
Profit/(Loss) for the year	-	-
<b>Closing shareholders' funds</b>	<b>550</b>	<b>550</b>

Notes on pages 7 to 11 form part of the financial statements

**BALANCE SHEET**  
**at 31 December 2010**

	Notes	31 December 2010 £'000	31 December 2009 £'000
<b>Fixed assets</b>			
Investments	4	-	10
<b>Current Assets</b>			
Debtors	5	3,388	3,388
<b>Current liabilities</b>			
Creditors amounts falling due within one year	6	(2,268)	(2,278)
<b>Net current assets</b>		<b>1,120</b>	1,110
<b>Total assets less current liabilities</b>		<b>1,120</b>	1,120
<b>Creditors:</b> amounts falling due after more than one year	7	<b>(550)</b>	(550)
<b>Net assets</b>		<b>570</b>	570
<b>Capital and reserves</b>			
Called up share capital	8	20	20
Profit and loss account	9	550	550
<b>Equity Shareholders' funds</b>		<b>570</b>	570

The notes on pages 7 to 11 form part of these financial statements

Approved by the Board of Directors on 30 September 2011 and signed on its behalf by -



**P. Harris**  
 Director



**NOTES TO THE ACCOUNTS**

---

**1. ACCOUNTING POLICIES**

---

The following accounting policies have been applied consistently in dealing with items which are considered material to the accounts

**Basis of preparation**

The financial statements have been prepared in accordance with applicable accounting standards, and under the historical cost convention

The Company is part of the Liberty Ltd Group of companies (the "Group") The Group is dependent for working capital and growth on funds provided through facilities with Bank of Scotland and a facility provided by BlueGem Limited Partnership, the Company's ultimate parent company ('the facilities') Treasury management is undertaken on a Group basis rather than at an individual company level and the Company is dependent for its working capital on access to funds forming part of those facilities Liberty Ltd has confirmed that for at least 12 months from the date of approval of these financial statements, it will continue to make available such funds as are needed by the Company

As with any Company placing reliance on other group entities for financial support, the directors acknowledge that there can be no certainty that this support will continue, although, at the date of approval of these financial statements they have no reason to believe it will not do so

Having discussed the basis of preparation and the assumptions underlying the Group's projections (of which the company forms a part), the directors have a reasonable expectation that the Company will be able to meet its liabilities as they fall due for the foreseeable future. It is on this basis that the directors consider it appropriate to prepare the financial statements on a going concern basis

Under FRS 1 the Company is exempt from the requirement to prepare a cash flow statement on the grounds that the parent undertaking includes the Company in its own published consolidated financial statements

As the Company is a wholly owned subsidiary of BlueGem Alpha Ltd, the Company has taken advantage of the exemption contained in FRS 8 and has therefore not disclosed transactions or balances with entities which form part of the group The consolidated financial statements of BlueGem Alpha Ltd, within which this Company is included, can be obtained from the address given in note 10

**Basis of consolidation**

The Company is exempt by virtue of s400 of the Companies Act 2006 from the requirement to prepare group financial statements These financial statements present information about the Company as an individual undertaking and not about its group

**NOTES TO THE ACCOUNTS**

---

**1. ACCOUNTING POLICIES (continued)**

---

**Corporation tax and deferred taxation**

The charge for taxation is based on the result for the year, which takes account of taxation deferred because of timing differences between the treatment of certain items for taxation purposes and the treatment under the Group's accounting policies

Deferred tax assets and liabilities arise from timing differences between the recognition of gains and losses in the financial statements and their recognition for taxation purposes. In accordance with FRS19, deferred tax is provided in respect of all timing differences that have originated, but not reversed, at the balance sheet date, that may give rise to an obligation to pay more or less tax in the future. Deferred tax is not recognised when fixed assets are revalued unless by the balance sheet date there is a binding agreement to sell the revalued assets and the gain or loss expected to arise on sale has been recognised in the financial statements. A deferred tax asset is regarded as recoverable and therefore recognised only when, on the basis of all available evidence it can be regarded as more likely than not, that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted. Deferred tax is measured on a non-discounted basis.

**Shares in subsidiary undertakings**

The interest of the Company in the shares of subsidiary undertakings is stated at cost less any provision for impairment. In the Company's own accounts, where advantage can be taken of the merger relief rules, shares issued as consideration for acquisitions are accounted for at nominal value.

**2. AUDITORS**

---

Audit fees are borne by Liberty Retail Limited

## NOTES TO THE ACCOUNTS

**3. TAXATION ON PROFIT ON ORDINARY ACTIVITIES**

The tax on profit on ordinary activities has been increased from the amount that would arise from applying the average standard rate of corporation tax in the UK of 28% (2009 28%) as follows

	Year ended 31 December 2010 £'000	Year ended 31 December 2009 £'000
UK corporation tax credit at 28% on loss before tax (2009 21%)	-	-
Group relief available from other companies for no consideration	-	-
<b>Current taxation charge</b>	-	-

**4. INVESTMENT IN SUBSIDIARY COMPANIES**

	31 December 2010 £'000	31 December 2009 £'000
Cost at beginning of year	10	10
Provision for impairment	(10)	-
Net Book value at end of year	-	10

The Company owns 100% of the issued share capital of Liberty Regent Street No 2 Limited  
Liberty Regent Street No 2 Limited is a property management and investment company registered in England & Wales

**5. DEBTORS**

	31 December 2010 £'000	31 December 2009 £'000
<b>Amounts falling due within one year:</b>		
Amounts due from immediate parent company	3,388	3,388

## NOTES TO THE ACCOUNTS

## 6. CREDITORS

	31 December 2010 £'000	31 December 2009 £'000
<b>Amounts falling due within one year:</b>		
Amounts due to fellow group undertakings	2,128	2,128
Amounts due to subsidiary undertakings	-	10
Accruals and deferred income	140	140
	<b>2,268</b>	<b>2,278</b>

## 7. PROVISIONS

	Provision for staircase £'000
Balance at 1 January 2010	550
Provision released during the year	-
Balance at 31 December 2010	<b>550</b>

An obligation exists under a Section 106 notice served by English Heritage to reinstate an oak panelled staircase into the Tudor building. The provision is the estimated building cost necessary to incorporate the staircase into the existing fabric of the building.

## NOTES TO THE ACCOUNTS

## 8. CALLED UP SHARE CAPITAL

	31 December 2010 £'000	31 December 2009 £'000
<b>Authorised</b>		
20,000 ordinary shares of £1 each	20	20
<b>Allotted, called up and fully paid</b>		
20,000 ordinary shares of £1 each	20	20

## 9. MOVEMENT ON RESERVES

	Profit and Loss account £'000
At 1 January 2010	550
Retained profit for the year	-
<b>At 31 December 2010</b>	<b>550</b>

## 10. IMMEDIATE AND PRINCIPAL PARENT COMPANIES

The Company's immediate parent company is Retail Stores Property Holdings Limited, a company registered in England and Wales. Copies of its accounts may be obtained from the company secretary, Filex Services Limited, 179 Great Portland Street, London W1W 5LS.

The principal parent company is Liberty Limited, a company registered in England and Wales. Copies of its accounts may be obtained from the company secretary, Filex Services Limited, 179 Great Portland Street, London W1W 5LS.