

Loopagent Limited

Annual report and financial statements
for the period from 7 October 2002
to 30 June 2003

Registered number: 4555305



Director's report

For the period from 7 October 2002 to 30 June 2003

The director presents his first annual report for the period from 7 October 2002 to 30 June 2003 together with the financial statements and independent auditors' report.

Director's responsibilities

United Kingdom company law requires the director to prepare financial statements for each financial period 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 period. In preparing those financial statements, the director is required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable 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 director is responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and enable him to ensure that the financial statements comply with the Companies Act 1985. He is also responsible for the internal control systems safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Principal activity and business review

The company was incorporated on 7 October 2002 and commenced trading on 4 February 2003.

The principal activity of the company is investment and property letting. The company will continue to manage the property at Kirkstall in future periods.

Results and dividends

The loss for the period was £17,000. No dividend can be paid.

Director's report (continued)

Director and his interests

The directors who served during the period are shown below.

P.R. Turner (appointed 24 October 2002)

Instant Companies Limited (appointed 7 October 2002, resigned 24 October 2002)

The interests of P.R. Turner in the shares of the parent company, Fortlands Limited, are disclosed in the financial statements of that company.

Auditors

Deloitte & Touche were appointed as the company's first auditors during the period.

On 1 August 2003, Deloitte & Touche transferred their business to Deloitte & Touche LLP, a limited liability partnership incorporated under the Limited Liability Partnerships Act 2000. The company's consent has been given to treating the appointment of Deloitte & Touche as extending to Deloitte & Touche LLP with effect from 1 August 2003 under the provisions of section 26(5) of the Companies Act 1989. A resolution to re-appoint Deloitte & Touche LLP as the company's auditor will be proposed at the forthcoming Annual General Meeting.

By order of the Board,



J.P. Banfi

Company secretary

c/o Matthews Brooke Taylor & Co.

3 Wards End

Halifax

West Yorkshire

HX1 1DB

4 December 2003

Independent auditors' report

To the member of Loopagent Limited

We have audited the financial statements of Loopagent Limited for the period ended 30 June 2003 which comprise the profit and loss account, the statement of total recognised gains and losses, the balance sheet and the related notes 1 to 10. These financial statements have been prepared under the accounting policies set out therein.

This report is made solely to the company's member, 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 member those matters we are required to state to the member 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 member, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

As described in the statement of directors' responsibilities, the company's directors are responsible for the preparation of the financial statements in accordance with applicable United Kingdom law and accounting standards. Our responsibility is to audit the financial statements in accordance with relevant United Kingdom legal and regulatory requirements and auditing standards.

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 if, in our opinion, the directors' report 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 directors' report for the above year and consider the implications for our report if we become aware of any apparent misstatements.

Basis of audit opinion

We conducted our audit in accordance with United Kingdom auditing standards 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 an assessment of the significant estimates and judgements 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 explanations which we considered necessary in order to provide us with sufficient evidence to 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.

Independent auditors' report (continued)

Opinion

In our opinion the financial statements give a true and fair view of the state of the company's affairs as at 30 June 2003 and of its loss for the period then ended and have been properly prepared in accordance with the Companies Act 1985.

Deloitte & Touche LLP

Deloitte & Touche LLP

Chartered Accountants and Registered Auditors

Manchester

4 December 2003

Profit and loss account

For the period from 7 October 2002 to 30 June 2003

	Note	7 October 2002 to 30 June 2003 £
Administrative expenses		(17,000)
Loss on ordinary activities before and after taxation	2	(17,000)
Retained loss for the financial period		(17,000)

The company commenced trade on 4 February 2003. All activity relates to continuing operations.

Statement of total recognised gains and losses

For the period from 7 October 2002 to 30 June 2003

	7 October 2002 to 30 June 2003 £
Loss for the financial period	(17,000)
Unrealised surplus on revaluation of investment properties	240,882
Total recognised gains and losses relating to the period	223,882

Balance sheet

30 June 2003

	Note	30 June 2003 £
Fixed assets		
Tangible fixed assets	4	<u>4,100,000</u>
Current liabilities		
Creditors: Amounts due to other group companies		(149,999)
Accruals and deferred income		<u>(3,726,118)</u>
Net current liabilities		(3,876,117)
Total assets less current liabilities		<u>223,883</u>
Net assets		<u>223,883</u>
 Capital and reserves		
Called-up share capital	5	1
Revaluation reserve	6	240,882
Profit and loss account deficit	6	<u>(17,000)</u>
Equity shareholder's funds	7	<u>223,883</u>

The financial statements on pages 5 to 8 were approved by the director and signed:



P.R. Turner
Director

4 December 2003

Notes to financial statements

For the period from 2 October 2002 to 30 June 2003

1 Accounting policies

A summary of the principal accounting policies, which have been applied consistently throughout the period is set out below.

a) Basis of accounting

The financial statements are prepared under the historical cost convention, as modified by the revaluation of investment properties, and in accordance with applicable United Kingdom accounting standards.

b) Investment properties

A valuation of investment properties is made annually at the balance sheet date at open market value. Changes in the market value of investment properties are accounted for by way of a movement in the revaluation reserve and are included in the statement of recognised gains and losses unless a deficit (or its reversal) on an individual investment property is expected by the director to be permanent, in which case the change in market value is charged (credited) to the profit and loss account. On disposal, the cumulative revaluation surpluses or deficits are transferred from the revaluation reserve to the profit and loss account.

In accordance with SSAP 19, no depreciation or amortisation is provided in respect of freehold investment properties and leasehold investment properties with over 20 years to run. The requirement of the Companies Act 1985 is to depreciate all properties, but that requirement conflicts with the generally accepted accounting principle set out in SSAP 19. The director considers that, as these properties are not held for consumption but for investment, to depreciate them would not give a true and fair view, and that it is necessary to adopt SSAP 19 in order to give a true and fair view. *If this departure from the Companies Act 1985 had not been made the profit for the financial year would have been decreased by depreciation. However, the amount of depreciation cannot reasonably be quantified.*

c) Taxation

Current tax, including UK corporation tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantially enacted by the balance sheet date.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. *Timing differences are differences between the company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.*

Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantially enacted by the balance sheet date. Deferred tax is measured on a non-discounted basis.

Notes to financial statements (continued)

For the period from 2 October 2002 to 30 June 2003

2 Loss on ordinary activities before tax

The company had no employees during the period. Audit costs were borne by another group company.

3 Taxation

There is no tax credit for the period since the loss of £17,000 has been surrendered to other group companies.

4 Tangible fixed assets

	Freehold Investment properties 2003 £
On incorporation	-
Additions at cost	3,859,118
Revaluation	240,882
Net book value at 30 June 2003	<u>4,100,000</u>

Investment properties were revalued by Lambert Smith Hampton, Chartered Surveyors, at 30 June 2003 on an open market existing use basis. If investment properties had not been revalued they would have been included at cost at the following amounts:

	£
Freehold	<u>3,859,118</u>

5 Called-up share capital

	2003 £
<i>Authorised</i>	
1,000 ordinary shares of £1 each	<u>1,000</u>
<i>Allotted, called-up and fully-paid</i>	
1 ordinary share of £1 each	<u>1</u>

One £1 ordinary share was issued to Instant Companies Limited at par for cash consideration on incorporation. This share was subsequently transferred to Fortlands Limited.

Notes to financial statements (continued)

For the period from 2 October 2002 to 30 June 2003

6 Reserves

	Profit and loss account £	Revaluation reserve £	Total £
On incorporation	-	-	-
Loss for the financial period	(17,000)	-	(17,000)
Revaluation of investment properties	-	240,882	240,882
At 30 June 2003	<u>(17,000)</u>	<u>240,882</u>	<u>223,882</u>

7 Reconciliation of movements in shareholders' funds

	Investment properties £
Loss for the financial period	(17,000)
Issue of ordinary share capital	1
Unrealised increase on revaluation of investment properties	240,882
Opening shareholders' funds	-
Closing shareholders' funds	<u>223,883</u>

8 Guarantees and other financial commitments

At the end of the period the company had no capital commitments.

9 Related party transactions

As a subsidiary undertaking of Fortlands Limited, the company has taken advantage of the exemption in FRS8 "Related Party disclosures", not to disclose transactions with other members of the group headed by Fortlands Limited as it is a wholly owned subsidiary and the results of the company are consolidated in the group financial statements.

10 Ultimate controlling party

The company is a subsidiary undertaking of Fortlands Limited, a company registered and incorporated in England and Wales. P.R. Turner, director, is the owner of 100% of the issued share capital of Fortlands Limited and hence is the ultimate controlling party.

The largest and smallest member of the group of which Loopagent Limited is a member and for which group financial statements are drawn up is headed by Fortlands Limited whose principal place of business is c/o Matthews Brooke Taylor & Co, 3 Wards End, Halifax, West Yorkshire HX1 1DB.