

REPORT AND FINANCIAL STATEMENTS

for the year ended

30 JUNE 2006



Heathcote & Coleman LLP

Chartered Accountants

BIRMINGHAM

WARWICKSHIRE MASONIC TEMPLE PROPERTIES LIMITED

FINANCIAL STATEMENTS

YEAR ENDED 30TH JUNE 2006

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WARWICKSHIRE MASONIC TEMPLE PROPERTIES LIMITED

FINANCIAL STATEMENTS

YEAR ENDED 30TH JUNE 2006

The directors have pleasure in presenting their report and the financial statements of the company for the year ended 30th June 2006.

PRINCIPAL ACTIVITIES

The principal activity of the company during the year was that of property ownership and management.

DIRECTORS

The directors who served the company during the year were as follows:

M J Price CBE	M B Squires (resigned 1st. July 2005)
V W Keene (resigned 19th. February 2006)	N C Bister (appointed 1st. July 2005)
R V Wallis JP (resigned 30th June 2006)	P Gough JP (appointed 1st. July 2005)
S A Lates (resigned 31st. October 2005)	P G Huckle (app. 1.7.05., Resign 14.4.06 and appointed 31 October 2006)
D W Old (resigned 30th May 2006)	R L Barker (appointed 19th. April 2006)
R Pitham	A J Wellan (appointed 30th May 2006)
D J F Rawlins	R H Parker (appointed 30th March 2006)
R S Mac	
D C Hooker	

DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the financial statements in accordance with applicable law and United Kingdom Generally Accepted Accounting Practice.

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 Directors are required to:

- Select suitable accounting policies and then apply them consistently,
- Make judgements and estimates that are reasonable and prudent, 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 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. The directors 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.

In so far as the directors are 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.

WARWICKSHIRE MASONIC PROPERTIES LIMITED

FINANCIAL STATEMENTS

YEAR ENDED 30TH JUNE 2006

AUDITORS

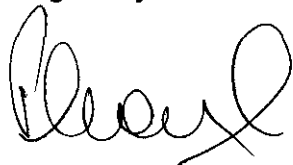
On 9 October 2006, Heathcote & Coleman transferred its business to Heathcote & Coleman LLP, a Limited Liability Partnership under the Limited Liability Partnership Act 2000. The *directors consented to treating the appointment of Heathcote & Coleman as extending to Heathcote & Coleman LLP from that date.*

A resolution to reappoint Heathcote & Coleman LLP as auditors to the company will be proposed at the Annual General Meeting in accordance with s385 of the Companies Act 1985.

SMALL COMPANY PROVISIONS

This report has been prepared in accordance with the special provisions for small companies under part VII of the Companies Act 1985.

Signed by order of the directors



P GOUGH
Company Secretary

Approved by the directors on 31 October 2006

WARWICKSHIRE MASONIC TEMPLE PROPERTIES LIMITED

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF WARWICKSHIRE MASONIC TEMPLE PROPERTIES LIMITED

YEAR ENDED 30TH JUNE 2006

We have audited the financial statements of Warwickshire Masonic Temple Properties Limited for the year ended 30 June 2006 on pages 5 to 10 which have been prepared in accordance with the Financial Reporting Standard for Smaller Entities (effective January 2005) and on the basis of the accounting policies set out on page 7.

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 AUDITOR

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 law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Our responsibility is to audit the financial statements 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 financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985, and whether the information given in the Directors' Report is consistent with the financial statements. We also 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 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 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.

WARWICKSHIRE MASONIC TEMPLE PROPERTIES LIMITED

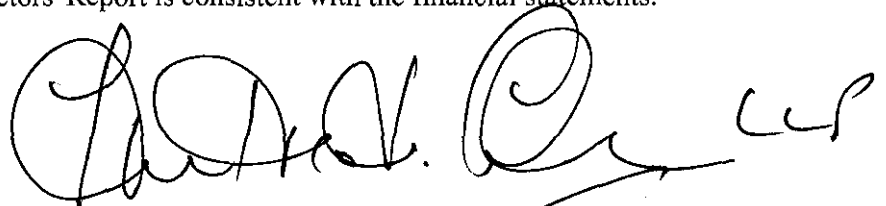
**INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF
WARWICKSHIRE MASONIC TEMPLE PROPERTIES LIMITED (Continued)**

YEAR ENDED 30TH JUNE 2006

OPINION

In our opinion:

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities, of the state of the company's affairs as at 30 June 2006 and of its loss for the year then ended and have been properly prepared in accordance with the Companies Act 1985; and
- the information given in the Directors' Report is consistent with the financial statements.



HEATHCOTE & COLEMAN LLP
Chartered Accountants
& Registered Auditors

Heathcote House
136 Hagley Road
Edgbaston
Birmingham
B16 9PN

31 October 2006

WARWICKSHIRE MASONIC TEMPLE PROPERTIES LTD

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 30TH JUNE 2006

	<u>Notes</u>	<u>2006</u>	<u>2005</u>
Turnover	2	-	-
Operating Expenses		-	-
		-	-
Other Income	3	1,318	1,204
Administrative Expenses		(25,933)	(25,995)
Loss on Ordinary Activities before Taxation		(24,615)	(24,791)
Tax on Profit on Ordinary Activities		NIL	NIL
Loss for the financial year		£ (24,615)	£ (24,791)

The notes on pages 7 to 10 form part of these financial statements.

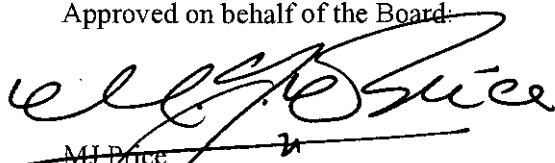
WARWICKSHIRE MASONIC TEMPLE PROPERTIES LTD

BALANCE SHEET AS AT 30TH JUNE 2006

	Notes	2006	2005
FIXED ASSETS			
Land and Buildings	6	1,057,412	1,082,003
CURRENT ASSETS			
Debtors	7	0	0
Cash at Bank and in hand		2,161	2,660
		<u>2,161</u>	<u>2,660</u>
CREDITORS			
Amounts falling due within one year	8	(19,622)	(20,097)
Net Current Liabilities		(17,461)	(17,437)
CREDITORS			
Amounts falling due after one year	9	(68,000)	(68,000)
		<u>£ 971,951</u>	<u>£ 996,566</u>
CAPITAL AND RESERVES			
Share Capital	10	60,000	60,000
Share Premium Account		1,428	1,428
Profit and Loss Account	11	910,523	935,138
		<u>£ 971,951</u>	<u>£ 996,566</u>

In preparing these financial statements the Directors have taken advantage of the special provisions of Part VII of the Companies Act 1985 and the Financial Reporting Standard for Smaller Entities (effective January 2005).

Approved on behalf of the Board:


 MJ Price
 Director
 31 October 2006

The Notes on page 7 to 10 form part of these financial statements

WARWICKSHIRE MASONIC TEMPLE PROPERTIES LTD

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 30TH JUNE 2006

1 ACCOUNTING POLICIES

Basis of Preparation

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective January 2005).

Fixed Assets

Tangible Fixed Assets are initially recorded at cost, and are shown in the financial statements at cost less depreciation at 2% of cost per annum. Freehold land is not depreciated.

2 TURNOVER

The turnover represents the invoiced amount of goods and services provided

3 OTHER INCOME

	2006	2005
Interest Received	43	54
Temple Fund Donations	1,275	1,150
	<u>1,318</u>	<u>1,204</u>
	£ 1,318	£ 1,204
	<u><u>1,318</u></u>	<u><u>1,204</u></u>

4 OPERATING PROFIT

This is stated after charging:

Auditors' Remuneration	588	588
Directors' Aggregate Emoluments	NIL	NIL
Depreciation	24,591	24,591
	<u>25,179</u>	<u>25,179</u>
	£ 25,179	£ 25,179
	<u><u>25,179</u></u>	<u><u>25,179</u></u>

5 TAX ON PROFIT ON ORDINARY ACTIVITIES

Corporation tax based on the results for the year	<u>NIL</u>	<u>NIL</u>
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WARWICKSHIRE MASONIC TEMPLE PROPERTIES LTD

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 30TH JUNE 2006

6 TANGIBLE FIXED ASSETS

	Land & Buildings
Cost at 30th June 2005 and 2006	£ 1,229,549
	<hr/>
Accumulated Depreciation at 30th June 2005	147,546
Charge for the Year	24,591
	<hr/>
Accumulated Depreciation at 30th June 2006	£ 172,137
	<hr/>
Net Book Value at 30th June 2006	£ 1,057,412
	<hr/>
Net Book Value at 30th June 2005	£ 1,082,003
	<hr/>

7 DEBTORS

	2006	2005
Amounts falling due within one year	0	0
Amounts due from Group Undertaking	0	0
	<hr/>	<hr/>
	£ 0	£ 0
	<hr/>	<hr/>

8 CREDITORS

Amounts falling due within one year:		
Trade Creditors	0	500
Unsecured Loans repayable on demand	18,735	18,735
Accruals and deferred income	887	862
	<hr/>	<hr/>
	£ 19,622	£ 20,097
	<hr/>	<hr/>

9 CREDITORS

Amounts falling due after more than one year:		
Interest free loan from parent undertaking	£ 68,000	£ 68,000
	<hr/>	<hr/>

WARWICKSHIRE MASONIC TEMPLE PROPERTIES LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 30TH JUNE 2006

10 SHARE CAPITAL	Authorised		Allotted, Called up and Fully Paid	
	2006 Number	2005 Number	2006	2005
Ordinary Shares of £50 each	400	400	20,000	20,000
4% Non-Cumulative redeemable Preference Shares	40,000	40,000	40,000	40,000
			<u>£ 60,000</u>	<u>£ 60,000</u>
			<u><u>£ 60,000</u></u>	<u><u>£ 60,000</u></u>
11 PROFIT AND LOSS ACCOUNT			2006	2005
Balance brought forward			935,138	959,929
Loss for the financial year			(24,615)	(24,791)
			<u>£ 910,523</u>	<u>£ 935,138</u>
			<u><u>£ 910,523</u></u>	<u><u>£ 935,138</u></u>

12 ULTIMATE HOLDING COMPANY

The Ultimate Holding Company is Edgbaston Assembly Rooms Limited a company limited by guarantee, incorporated in England. Company number 402213.

13 CONTINGENT LIABILITIES

The Company has given a cross guarantee to the bankers of its holding company. At 30th June 2006, the holding company's borrowings amounted to £109,199 (2005 - £102,267). The holding company's borrowings are secured by a first legal mortgage over the property owned by Warwickshire Masonic Temple Properties Limited.

WARWICKSHIRE MASONIC TEMPLE PROPERTIES LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 30TH JUNE 2006

14 RELATED PARTIES

The Company is under the control of Edgbaston Assembly Rooms Limited which owns and controls 100% of the issued share capital of the Company. Edgbaston Assembly Rooms Limited operates from the premises owned by the Company on a rent-free basis. Edgbaston Assembly Rooms Limited is responsible for all establishment costs and property maintenance.

In accordance with various constitutions, certain members of the Board are also members of the Boards or Committees of the parties listed below:

Edgbaston Assembly Rooms Limited
Provincial Grand Lodge of Warwickshire
Warwickshire Masonic Benevolent Fund
Warwickshire Masonic Charitable Association Limited