· Company Registration No. 1402330

FACTFOCUS LIMITED

Report and Financial Statements

Year ended 30 June 2006

FACTFOCUS LIMITED

REPORT AND FINANCIAL STATEMENTS 2006

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REPORT AND FINANCIAL STATEMENTS 2006

OFFICERS AND PROFESSIONAL ADVISERS

DIRECTORS

H N Moser	
S E Kramnsch	
G D Beckett	
M R Goldberg	
R Watson	(appointed 15 December 2005)

SECRETARY

M J Ridley	(appointed 5 April 2006)
G D Beckett	(resigned 5 April 2006)

REGISTERED OFFICE

Bracken House
Charles Street
Manchester
M1 7BD

PRINCIPAL BANKERS

Bank of Scotland Corporate Banking
9th Floor
No 1 Marsden Street
Manchester
M2 1HW

AUDITORS

Deloitte & Touche LLP
Manchester

DIRECTORS' REPORT

The directors present their annual report and the audited financial statements for the year ended 30 June 2006

PRINCIPAL ACTIVITIES, REVIEW OF BUSINESS AND FUTURE PROSPECTS

The principal activities of the company continued to be those of property developers and property investors and financiers

The directors consider the results for the year to be satisfactory and look forward to the future with confidence

The company qualifies as small in accordance with the provisions of S246(4) of the Companies Act 1985 and is therefore exempt from the requirement to prepare an enhanced business review

RESULTS AND DIVIDENDS

The audited financial statements for the year ended 30 June 2006 are set out on pages 5 to 15 The profit for the year after tax was £770,214 (2005 - £2,630,063)

The directors do not recommend payment of a dividend (2005 - £nil)

DIRECTORS AND THEIR INTERESTS

The directors of the company are set out on page 1 All directors served throughout the year and thereafter, except as noted on page 1

Mr H N Moser is a director of Jerrold Holdings Ltd, the ultimate parent company, and his interests in the share capital of that company are disclosed in its financial statements None of the other directors have interests in the share capital of the company, or any other interests required to be disclosed under Schedule 7 of the Companies Act 1985 No director has, or had, any material interest in any contract or agreement entered into by the company during the year

POST BALANCE SHEET EVENT

On 15 September 2006 Barclays Private Equity acquired 30% of the issued share capital of the group Immediately prior to the acquisition of the shares by Barclays Private Equity the company disposed of the majority of its investment and stock property portfolios to Bracken House Properties LLP, a partnership in which H N Moser is a partner, for £39,227,686 giving a loss on disposal of £516,824 and a realisation of the revaluation reserve of £10,324,271

AUDIT INFORMATION

In the case of each of the persons who are directors of the company at the date when this report is approved

- as far as each of the directors is aware, there is no relevant audit information (as defined in the Companies Act 1985) of which the company's auditors are unaware, and
- each of the directors has taken all the steps that they ought to have taken as a director to make themselves aware of any audit information (as defined) and to establish that the company's auditors are aware of that information

This statement is given and should be interpreted in accordance with the provisions of S234ZA of the Companies Act 1985

AUDITORS

A resolution to re-appoint Deloitte & Touche LLP as the company's auditors will be proposed at the forthcoming Annual General Meeting

Approved by the Board of Directors
and signed on behalf of the Board

M J Ridley
Secretary
26 APRIL 2007

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Annual Report including the financial statements with applicable law and regulations Under that law the directors have chosen to prepare the financial statements for the company in accordance with United Kingdom Generally Accepted Accounting Practice ("UK GAAP")

United Kingdom 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 as at the end of the financial year 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,
- 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 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 establishing and maintaining the system of internal control, safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF FACTFOCUS LIMITED

We have audited the financial statements of Factfocus Limited for the year ended 30 June 2006 which comprise the profit and loss account, the statement of total recognised gains and losses, the balance sheet and the related notes 1 to 21 These financial statements have been prepared under 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 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 members as a body, for our audit work, for this report, or for the opinions we have formed

Respective responsibilities of directors and auditors

The directors' responsibilities for preparing the Annual Report and the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the statement of directors' responsibilities

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 We also report to you whether in our opinion the information given in the Directors' report is consistent with the financial statements

In addition we 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 contained in the annual report, and consider whether it is consistent with the audited financial statements We consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements Our responsibilities do not extend to any further information outside the Annual Report

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 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 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

Opinion

In our opinion

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the Company's affairs as at 30 June 2006 and of the profit for the year then ended,
- the financial statements 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

Deloitte & Touche LLP

Deloitte & Touche LLP
Chartered Accountants and Registered Auditors
Manchester
27 APRIL 2007

PROFIT AND LOSS ACCOUNT
Year ended 30 June 2006

	Note	2006 £	2005 £
TURNOVER	2	6,453,057	5,414,373
Cost of sales		(3,246,348)	(1,328,165)
GROSS PROFIT		3,206,709	4,086,208
Administrative expenses		(1,790,780)	(926,443)
OPERATING PROFIT		1,415,929	3,159,765
Gain arising on disposal of investment properties		812,564	1,206,402
Interest payable and similar charges (net)	5	(1,073,783)	(683,822)
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	4	1,154,710	3,682,345
Tax on profit on ordinary activities	6	(384,496)	(1,052,282)
RETAINED PROFIT ON FOR THE FINANCIAL YEAR	14	770,214	2,630,063

All activity arose from continuing operations

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES
Year ended 30 June 2006

	Note	2006 £	2005 £
Profit for the financial year		770,214	2,630,063
Unrealised (loss)/surplus on revaluation of investment properties	7	(129,608)	8,756,663
Total recognised gains and losses for the year		640,606	11,386,726

FACTFOCUS LIMITED

BALANCE SHEET
30 June 2006

	Note	2006 £	2005 £
FIXED ASSETS			
Investment properties	7	27,318,122	26,562,548
Tangible fixed assets	8	1	1
Investments	9	35,465	35,014
		27,353,588	26,597,563
CURRENT ASSETS			
Stocks	10	19,013,417	15,190,917
Debtors			
- due within one year	11	5,575,376	10,938,353
- due after one year	11	22,620	12,365
Cash at bank and in hand		390	64,146
		24,611,803	26,205,781
CREDITORS: Amounts falling due within one year	12	(23,463,264)	(24,941,823)
NET CURRENT ASSETS		1,148,539	1,263,958
NET ASSETS		28,502,127	27,861,521
CAPITAL AND RESERVES			
Called up share capital	15	200,000	200,000
Revaluation reserve	14	10,956,951	11,460,102
Profit and loss account	14	17,345,176	16,201,419
EQUITY SHAREHOLDER'S FUNDS	16	28,502,127	27,861,521

These financial statements were approved by the Board of Directors on 26 APRIL 2007

Signed on behalf of the Board of Directors

G D Beckett
Director

M R Goldberg
Director

NOTES TO THE FINANCIAL STATEMENTS
Year ended 30 June 2006

1. ACCOUNTING POLICIES

The principal accounting policies are summarised below They have all been applied consistently throughout the year and the preceding year

Basis of accounting

The financial statements have been prepared in accordance with applicable United Kingdom law and accounting standards and under the historical cost convention, as modified by the revaluation of investment properties and listed investments

Tangible fixed assets

Fixed assets are stated at cost, net of depreciation and any provision for impairment

Depreciation is provided on the cost of tangible fixed assets, to write them down to their estimated residual values over their expected useful lives The principal annual rates used are

Fixtures, fittings and other equipment 20% to 33% on cost

Investments

Listed investments are stated at market value Other investments are stated at the lower of cost and estimated net realisable value

Taxation

UK corporation tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively 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

A net 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 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 Neither is deferred tax recognised when fixed assets are sold and it is more likely than not that the taxable gain will be rolled over, being charged to tax only if and when the replacement assets are sold

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 substantively enacted by the balance sheet date Deferred tax is measured on a non-discounted basis

NOTES TO THE FINANCIAL STATEMENTS
Year ended 30 June 2006

1 ACCOUNTING POLICIES (continued)

Investment properties

A valuation of investment properties is made annually as at the balance sheet date by the directors, at open market value A sample of valuations is conducted by external chartered surveyors on a periodic basis Changes in the market value of investment properties are accounted for by way of a movement in revaluation reserve and are included in the statement of total recognised gains and losses unless a deficit (or its reversal) on an individual investment property is expected by the directors 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 reserve

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 directors consider 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 Act 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, because of the lack of analysis of the cost/value as between land and buildings

Stocks

Properties held for resale are valued at the lower of cost and estimated net realisable value Net realisable value is based on the estimated sales price after allowing for all further costs of completion and disposal

Turnover

Turnover consists of proceeds of properties disposed of which were previously held for resale, interest recoverable on loans and related commissions on money lending agreements, rental income and the invoiced value (excluding VAT) for goods and services supplied to third parties

Interest income is recognised on an accruals basis Other finance related fees receivable are credited to income when the related service is performed

2 TURNOVER

	2006	2005
	£	£
Disposal of properties	3,712,924	1,818,765
Loan interest and commissions	442,323	1,405,587
Rental income	2,297,810	2,189,786
Other income	-	235
	6,453,057	5,414,373

NOTES TO THE FINANCIAL STATEMENTS
Year ended 30 June 2006

3. INFORMATION REGARDING DIRECTORS AND EMPLOYEES

	2006	2005
	£	£
Directors' emoluments	30,420	30,420
	No.	No.
Average number of persons employed		
Office and management	3	8
	£	£
Staff costs during the year (including directors)		
Wages and salaries	100,688	141,080
Social security costs	6,253	7,260
	106,941	148,340

4. PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

	2006	2005
	£	£
Profit on ordinary activities before taxation is stated after charging		
Staff costs (see note 3)	106,941	148,340

In both years the audit fee has been borne by another group undertaking

5. INTEREST PAYABLE AND SIMILAR CHARGES

	2006	2005
	£	£
Investment income		
Income from listed investments	3,202	7,716

	2006	2005
	£	£
Interest payable and similar charges		
Bank loans and overdrafts	1,076,846	691,569
Other interest	139	(31)
	1,076,985	691,538

	2006	2005
	£	£
Investment income	3,202	7,716
Interest payable	(1,076,985)	(691,538)
	(1,073,783)	(683,822)

NOTES TO THE FINANCIAL STATEMENTS
Year ended 30 June 2006

6. TAX ON PROFIT ON ORDINARY ACTIVITIES

The tax charge comprises

	2006 £	2005 £
Current tax		
UK corporation tax	384,816	1,046,278
Adjustment in respect of prior years		
- UK corporation tax	-	-
Total current tax	384,816	1,046,278
Deferred tax		
Origination and reversal of timing differences	(320)	6,004
Total deferred tax (see note 13)	(320)	6,004
Total tax on profit on ordinary activities	384,496	1,052,282

The differences between the total current tax shown above and the amount calculated by applying the standard rate of UK corporation tax to the profit before tax is as follows

	2006 £	2005 £
Profit on ordinary activities before tax	1,154,710	3,682,345
Tax on profit on ordinary activities at standard UK corporation tax rate of 30% (2005 – 30%)	346,413	1,104,704
Effects of		
Expenses not deductible for tax purposes	(244,724)	(325,316)
Capital allowances in excess of depreciation	(40)	(53)
Other timing differences	-	(5,952)
Book profits in excess of taxable profits on property disposals	283,167	272,895
Current tax charge for year	384,816	1,046,278

7. FREEHOLD INVESTMENT PROPERTIES

	£
Valuation	
At 1 July 2005	26,562,548
Additions	4,367,153
Disposals	(3,481,971)
Revaluation	(129,608)
At 30 June 2006	27,318,122

If investment properties had not been revalued, they would have been included in the balance sheet at an historical cost of £16,361,171 (2005 - £15,102,446)

The investment properties have been valued on an open market basis by Roger Hannah & Co , an external valuer, a member of the Royal Institute of Chartered Surveyors as at 30 June 2005 In the opinion of the directors, these valuations continue to reflect the open market value of the properties at 30 June 2006

NOTES TO THE FINANCIAL STATEMENTS
Year ended 30 June 2006

8. OTHER TANGIBLE FIXED ASSETS

	Fixtures, fittings and equipment £
Cost	
At 1 July 2005 and 30 June 2006	16,805
Deprecation	
At 1 July 2005 and 30 June 2006	16,804
Net book value	
At 30 June 2005 and 30 June 2006	1

9. FIXED ASSET INVESTMENTS

	2006 £	2005 £
Listed investments at market value	25,385	24,934
Other investments	10,080	10,080
	35,465	35,014

The cost of the above listed investments at 30 June 2006 was £49,186 (2006 - £49,186)

10. STOCKS

	2006 £	2005 £
Properties held for resale	19,013,417	15,190,917

11. DEBTORS

	2006 £	2005 £
Amounts falling due within one year		
Trade debtors	496,856	308,284
Amounts owed by fellow group undertakings	4,053,028	10,282,030
Amounts owed by related companies	86,214	285,974
Prepayments	77,120	62,065
Other debtors	862,158	-
	5,575,376	10,938,353
Amounts falling due after one year		
Trade debtors	21,038	11,103
Deferred taxation (see note 13)	1,582	1,262
	22,620	12,365
	5,597,996	10,950,718

Amounts owed by related companies are in respect of Centrestand Limited and UK Mortgage Corporation Limited, companies in which H N Moser is a director and shareholder

NOTES TO THE FINANCIAL STATEMENTS
Year ended 30 June 2006

12. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2006 £	2005 £
Bank loans and overdrafts	248,135	-
Amounts owed to group undertakings	22,673,965	23,620,490
Amount owed to related companies	7,778	9,923
Corporation tax	385,223	1,046,278
Other taxes and social security	2,110	1,612
Other creditors	66,150	136,104
Accruals and deferred income	79,903	127,416
	23,463,264	24,941,823

The related company balance is with Sedgewick House Properties Limited and Sproston Green Limited, companies in which H N Moser is a director and shareholder

13. DEFERRED TAXATION

	£
Balance at 1 July 2005	1,262
Credit to profit and loss account	320
Balance at 30 June 2006	1,582

The amounts provided in the financial statements comprising full provision

	2006 £	2005 £
Depreciation in advance of capital allowances	159	159
Other timing differences	1,423	1,103
	1,582	1,262

The directors believe that future profitability will be sufficient to ensure the recoverability of the deferred tax asset

14. RESERVES

	Revaluation reserve £	Profit and loss account £	Total £
At 1 July 2005	11,460,102	16,201,419	27,661,521
Retained profit for the financial year	-	770,214	770,214
Realisation of revaluation surplus	(373,543)	373,543	-
Revaluation of Properties	(129,608)	-	(129,608)
At 30 June 2006	10,956,951	17,345,176	28,302,127

NOTES TO THE FINANCIAL STATEMENTS
Year ended 30 June 2006

15. CALLED UP SHARE CAPITAL

	2006 £	2005 £
Authorised, allotted, called up and fully paid 200,000 ordinary shares of £1 each	200,000	200,000

16. RECONCILIATION OF MOVEMENT IN EQUITY SHAREHOLDER'S FUNDS

	2006 £	2005 £
Profit for the financial year	770,214	2,630,063
Other recognised gains and losses relating to the year	(129,608)	8,756,663
Net increase in equity shareholder's funds	640,606	11,386,726
Opening equity shareholder's funds	27,861,521	16,474,795
Closing equity shareholder's funds	28,502,127	27,861,521

17. PENSION ARRANGEMENTS

The company participates in the Jerrold Manufacturing Company (Textiles) Limited Pension Scheme which is a hybrid arrangement containing both a defined benefit and a defined contribution element The last full actuarial valuation of this scheme was carried out by a qualified independent actuary as at 30 June 2005

No employer contributions were made over the financial year

The transitional arrangements of accounting standard FRS17 require disclosure of assets and liabilities as at 30 June 2006 calculated in accordance with the requirements of FRS17 They also require disclosure of the items which would appear in the profit and loss account and in the statement of total recognised gains and losses were the full requirements of FRS17 in place In this case the scheme is a multi-employer scheme and it is not reasonably practicable to separate out the underlying assets and liabilities of the defined benefit section of the scheme Full disclosures under the transitional requirements of FRS 17 are included in the consolidated accounts of the ultimate parent company, Jerrold Holdings Ltd

Financial assumptions

The assets of the scheme have been taken at market value and the liabilities have been calculated using the following principal actuarial assumptions

	30 June 2006 % per annum	30 June 2005 % per annum	30 June 2004 % per annum
Inflation	3 1	2 7	3 1
Salary increases	3 1	2 7	3 1
Rate of discount	5 3	5 0	5 8
Pension in payment increases	3 1	2 7	3 1

NOTES TO THE FINANCIAL STATEMENTS
Year ended 30 June 2006

17. PENSION ARRANGEMENTS (continued)

Scheme assets and liabilities

	30 June 2006 £'000	30 June 2005 £'000	30 June 2004 £'000
Assets	11,863	11,502	7,298
Liabilities	(6,641)	(6,248)	(5,673)
Surplus in scheme	5,222	5,254	1,625
Amount of surplus in scheme not recoverable by employer	(4,938)	(4,902)	(1,246)
Available surplus	284	352	379
Less amount allocated to defined contribution members	(284)	(352)	(379)
Net pension liability	-	-	-

18. CONTINGENT LIABILITY

The company's assets are subject to a fixed and floating charge in respect of the £481 million bank loan held in the parent company (2005 - £313 million)

19. CASH FLOW STATEMENT

As permitted by FRS 1 (Revised 1996), the company has not produced a cash flow statement, as it is a wholly owned subsidiary undertaking of Jerrold Holdings Ltd which has produced consolidated financial statements that are publicly available

20. RELATED PARTY TRANSACTIONS

As a subsidiary of Jerrold Holdings Ltd, the company has taken advantage of the exemption in FRS 8 "Related party disclosures" not to disclose transactions with other members of the group headed by Jerrold Holdings Ltd

21. ULTIMATE PARENT COMPANY

The company is a wholly owned subsidiary undertaking of Jerrold Holdings Ltd, a company incorporated in Great Britain and registered in England and Wales

The largest and smallest group of which Factfocus Limited is a member, and for which group financial statements are drawn up, is that headed by Jerrold Holdings Ltd, whose principal place of business is at Bracken House, Charles Street, Manchester, M1 7BD