

**HFD (MANAGEMENTS) LIMITED**  
**ABBREVIATED ACCOUNTS**  
**FOR THE YEAR ENDED 30 SEPTEMBER 2004**



**Company Registration Number SC234591**

**Tenon Limited**  
1 Royal Terrace  
Edinburgh  
EH7 5AD

**HFD (MANAGEMENTS) LIMITED**  
**OFFICERS AND PROFESSIONAL ADVISERS**  
**YEAR ENDED 30 SEPTEMBER 2004**

---

|                               |                                                                                        |
|-------------------------------|----------------------------------------------------------------------------------------|
| <b>The board of directors</b> | W D Hill<br>R Hepburn                                                                  |
| <b>Company secretary</b>      | C A Shields                                                                            |
| <b>Registered office</b>      | Phoenix House<br>Phoenix Crescent<br>Strathclyde Business Park<br>Bellshill<br>ML4 3NJ |
| <b>Auditors</b>               | Tenon Audit Limited<br>1 Royal Terrace<br>Edinburgh<br>EH7 5AD                         |
| <b>Accountants</b>            | Tenon Limited<br>1 Royal Terrace<br>Edinburgh<br>EH7 5AD                               |
| <b>Bankers</b>                | Clydesdale Bank plc<br>Festival Square<br>50 Lothian Road<br>Edinburgh<br>EH3 9AN      |
| <b>Solicitors</b>             | McGrigor Donald<br>Pacific House<br>Wellington Street<br>Glasgow<br>G2 6SB             |

**HFD (MANAGEMENTS) LIMITED**  
**ABBREVIATED ACCOUNTS**  
**YEAR ENDED 30 SEPTEMBER 2004**

---

| <b>CONTENTS</b>                             | <b>PAGES</b> |
|---------------------------------------------|--------------|
| Independent auditors' report to the company | 1            |
| Abbreviated balance sheet                   | 2            |
| Notes to the abbreviated accounts           | 3 to 5       |

---

**HFD (MANAGEMENTS) LIMITED**  
**INDEPENDENT AUDITORS' REPORT TO THE COMPANY**  
**PURSUANT TO SECTION 247B OF THE COMPANIES ACT 1985**

---

We have examined the abbreviated accounts on pages 2 to 5, together with the financial statements of the company for the year ended 30 September 2004 prepared under Section 226 of the Companies Act 1985.

This report is made solely to the company, in accordance with Section 247B of the Companies Act 1985. Our work has been undertaken so that we might state to the company those matters we are required to state to it in a special 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 for our audit work, for this report, or for the opinions we have formed.

**Respective responsibilities of the directors and the auditors**

The directors are responsible for preparing the abbreviated accounts in accordance with Section 246 of the Companies Act 1985. It is our responsibility to form an independent opinion as to whether the company is entitled to deliver abbreviated accounts prepared in accordance with Sections 246(5) and (6) of the Act to the Registrar of Companies and whether the accounts to be delivered are properly prepared in accordance with those provisions and report our opinion to you.

**Basis of opinion**

We have carried out the procedures we consider necessary to confirm, by reference to the financial statements, that the company is entitled to deliver abbreviated accounts and that the abbreviated accounts to be delivered are properly prepared. The scope of our work for the purpose of this report did not include examining or dealing with events after the date of our report on the financial statements.

**Opinion**

In our opinion the company is entitled to deliver abbreviated accounts prepared in accordance with Sections 246(5) and (6) of the Act, and the abbreviated accounts on pages 2 to 5 are properly prepared in accordance with those provisions.

*Tenon Audit Limited*

Tenon Audit Limited  
Registered Auditor

1 Royal Terrace  
Edinburgh  
EH7 5AD

Date:- *16/8/05*

**HFD (MANAGEMENTS) LIMITED**  
**ABBREVIATED BALANCE SHEET**  
**30 SEPTEMBER 2004**

|                                                                | Note | 2004<br>£ | £         | 2003<br>£ | £         |
|----------------------------------------------------------------|------|-----------|-----------|-----------|-----------|
| <b>Fixed assets</b>                                            |      |           |           |           |           |
| Investments                                                    | 2    |           | 2,500,999 |           | 2,500,999 |
| <b>Current assets</b>                                          |      |           |           |           |           |
| Debtors                                                        |      | 1         |           | 20,001    |           |
| <b>Creditors: Amounts falling due within one year</b>          | 3    | (902,968) |           | (623,056) |           |
| <b>Net current liabilities</b>                                 |      |           | (902,967) |           | (603,055) |
| <b>Total assets less current liabilities</b>                   |      |           | 1,598,032 |           | 1,897,944 |
| <b>Creditors: Amounts falling due after more than one year</b> | 4    |           | (600,000) |           | (900,000) |
|                                                                |      |           | 998,032   |           | 997,944   |
| <b>Capital and reserves</b>                                    |      |           |           |           |           |
| Called-up share capital                                        | 7    |           | 1,000,000 |           | 1,000,000 |
| Profit and loss account                                        |      |           | (1,968)   |           | (2,056)   |
| <b>Shareholders' funds</b>                                     |      |           | 998,032   |           | 997,944   |

These abbreviated accounts have been prepared in accordance with the special provisions for small companies under Part VII of the Companies Act 1985.

These abbreviated accounts were approved by the directors on 26 July 2005 and are signed on their behalf by:

  
W D Hill  
Director

The notes on pages 3 to 5 form part of these abbreviated accounts.

**HFD (MANAGEMENTS) LIMITED**  
**NOTES TO THE ABBREVIATED ACCOUNTS**  
**YEAR ENDED 30 SEPTEMBER 2004**

---

**1. Accounting policies**

**Basis of accounting**

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

**Consolidation**

In the opinion of the directors, the company and its subsidiary undertakings comprise a small group. The company has therefore taken advantage of the exemption provided by Section 248 of the Companies Act 1985 not to prepare group accounts.

**Cash flow statement**

The directors have taken advantage of the exemption in Financial Reporting Standard No 1 (Revised 1996) from including a cash flow statement in the financial statements on the grounds that the company is small.

**Deferred taxation**

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 or a right to pay less tax in the future have occurred by the balance sheet date with certain limited exceptions.

Deferred tax is calculated on an undiscounted basis at the 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 enacted or substantively enacted at the balance sheet date.

No deferred tax asset or liability is included in these accounts as the amounts involved are not significant.

**Investments**

Investments are included at cost less amounts written off. Profits or losses arising from disposals of fixed asset investments are treated as part of the result from ordinary activities.

**2. Fixed assets**

|                                         | <b>Investments</b><br><b>£</b> |
|-----------------------------------------|--------------------------------|
| <b>Cost</b>                             |                                |
| At 1 October 2003 and 30 September 2004 | <u>2,500,999</u>               |
| <b>Depreciation</b>                     | <u>—</u>                       |
| <b>Net book value</b>                   |                                |
| At 30 September 2004                    | <u>2,500,999</u>               |
| At 30 September 2003                    | <u>2,500,999</u>               |

**HFD (MANAGEMENTS) LIMITED**  
**NOTES TO THE ABBREVIATED ACCOUNTS**  
**YEAR ENDED 30 SEPTEMBER 2004**

**2. Fixed assets (continued)**

| <b>Name and country of incorporation</b>                    | <b>Type of shares</b> | <b>Proportion held</b> | <b>Nature of Business</b>        |
|-------------------------------------------------------------|-----------------------|------------------------|----------------------------------|
| HF Property Management Services Limited<br>Scotland         | Ordinary shares       | 100%                   | Management of office suites      |
| Strathclyde Business Park (Landscaping)<br>Limited Scotland | Ordinary shares       | 100%                   | Landscaping contractors          |
| Strathclyde Business Park (Management)<br>Limited Scotland  | Ordinary shares       | 100%                   | Provision of management services |
| Avondale Leisure Limited Scotland                           | Ordinary shares       | 100%                   | Bar and restaurant management    |

The capital and reserves and profit and loss for the subsidiaries as at their financial year ending with, or last before, the financial year of the holding company were as follows:

|                                                    | <b>Profit/(Loss) for the year<br/>£</b> | <b>Capital and reserves<br/>£</b> |
|----------------------------------------------------|-----------------------------------------|-----------------------------------|
| HF Property Management Services Limited            | 127,277                                 | 259,476                           |
| Strathclyde Business Park (Landscaping)<br>Limited | 98,875                                  | 143,438                           |
| Strathclyde Business Park (Management)<br>Limited  | 8,997                                   | 5,811                             |
| Avondale Leisure Limited                           | (77,599)                                | (76,599)                          |

**3. Creditors: Amounts falling due within one year**

The following liabilities disclosed under creditors falling due within one year are secured by the company:

|           | <b>2004<br/>£</b> | <b>2003<br/>£</b> |
|-----------|-------------------|-------------------|
| Bank loan | <u>300,000</u>    | <u>300,000</u>    |

**4. Creditors: Amounts falling due after more than one year**

The following liabilities disclosed under creditors falling due after more than one year are secured by the company:

|           | <b>2004<br/>£</b> | <b>2003<br/>£</b> |
|-----------|-------------------|-------------------|
| Bank loan | <u>600,000</u>    | <u>900,000</u>    |

**5. Secured creditors**

The bank loan is secured by a floating charge over the company's assets and cross guarantees from HF Property Management Services Limited and Strathclyde Business Park (Landscaping) Limited.

**HFD (MANAGEMENTS) LIMITED**  
**NOTES TO THE ABBREVIATED ACCOUNTS**  
**YEAR ENDED 30 SEPTEMBER 2004**

---

**6. Related party transactions**

During the year the company received interest from Strathclyde Business Park (Landscaping) Limited of £20,000 (2003: £20,000) and from HF Property Management Services Limited of £50,000 (2003: £70,000).

Debtors includes a balance of £nil (2003: £20,000) due by Strathclyde Business Park (Landscaping) Limited.

Creditors includes balances of £49,856 (2003: £Nil) due to Strathclyde Business Park (Landscaping) Limited; £548,705 (2003: £322,056) due to HF Property Management Services and £1,000 (2003: £1,000) due to Avondale Leisure Limited.

The above balances are interest free, unsecured, and have no fixed terms of repayment.

**7. Share capital**

**Authorised share capital:**

|                                                    | 2004<br>£        | 2003<br>£        |
|----------------------------------------------------|------------------|------------------|
| 1,000,000 Ordinary Share Capital shares of £1 each | <u>1,000,000</u> | <u>1,000,000</u> |

**Allotted, called up and fully paid:**

|                                          | 2004<br>No       | £                | 2003<br>No       | £                |
|------------------------------------------|------------------|------------------|------------------|------------------|
| Ordinary Share Capital shares of £1 each | <u>1,000,000</u> | <u>1,000,000</u> | <u>1,000,000</u> | <u>1,000,000</u> |

**8. Ultimate controlling party**

In the directors' opinion, the company's ultimate controlling party is W D Hill.