

Hanzevast capital n.v., at Hilversum

HANZEVAST CAPITAL N.V.

at Hilversum

Publication report 2007

Registration Number Chamber of Commerce at Gooi-, Eem- and Flevoland: Nr. 32067248.

Hanzevast capital n.v., at Hilversum

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ANNUAL ACCOUNTS

PRINCIPLES OF FINANCIAL REPORTING

General

This balance sheet including Notes, for filing purposes at the Chamber of Commerce, is derived from the 2007 financial statements prepared by the company's management.

Because the company meets the requirements of a small sized company, these financial statements have simplifications in accordance with article 2:396 of the Dutch Civil Code.

General accounting policies

The general principle for the valuation of assets and liabilities, as well as the determination of results, is the historical purchase price or manufacturing cost.

Unless otherwise stated, assets and liabilities are stated at the values at which they were acquired or incurred.

Translation of foreign currencies

Assets and liabilities in foreign currencies are translated at the official rates of exchange ruling at the balance sheet dates. Transactions in foreign currencies are translated at the applicable exchange rate on the date of the transaction. The resulting exchange differences are accounted for in the profit and loss account.

Change in accounting policies

Compared with previous year, there have been no changes in the accounting policies applied, with exception of the change in work in progress.

Starting 1 January 2007 the accounting policy for work in progress changed. The initiation of partnerships is valued at the moment of realisation. The new policy is more compatible with the different stages of initiation.

The impact of the change in accounting policy on the equity as per 1 January 2007 amounts to € 557,240. The negative effect on the result for the year 2007 is € 557,240. The figures of 2006 were reclassified for the purpose of comparison.

Principles of consolidation

The consolidated accounts comprise the fully consolidated financial statement information for Hanzevast capital n.v. and its group companies in which Hanzevast capital n.v. has majority control. The financial statements of the parent and its subsidiaries are combined on a line by line basis by adding together like items of assets, liabilities, equity, income and expenses.

Unrealised intercompany results included in inventories at balance sheet date, resulting from intercompany transactions and intercompany balances, have been eliminated. Retained profits of group companies which cannot be distributed without restriction, have been added to the legal reserve.

Hanzevast capital n.v., at Hilversum

The consolidated accounts comprise the financial statements of:

Hanzevast capital n.v.

Hanzevast Real Estate Holland II B.V., Hilversum (100%)

Hanzevast Real Estate Holland II C.V., Hilversum (100%)

Stone Hedge B.V., Hilversum (100 %)

Vastgoedfonds Hanzevast Holland 52 B.V., Hilversum (100%)

Vastgoedfonds Hanzevast Holland 55 B.V., Hilversum (100%)

Vastgoedfonds Hanzevast Holland 58 B.V., Hilversum (100%)

Vastgoedfonds Hanzevast Holland 61 B.V., Hilversum (100%)

Vastgoedfonds Hanzevast Holland 63 B.V., Hilversum (100%)

Vastgoedfonds Hanzevast Duitsland 1 B.V., Hilversum (100%)

MPC Private Equityfonds Global 8 B.V., Hilversum (100%)

Accounting policies - assets and liabilities

Comparative figures

The comparative figures are where necessary reclassified in order to easily compare with the financial statements of this year.

Intangible fixed assets

Intangible fixed assets are stated at purchase price or manufacturing cost. Depreciation is calculated on a straight-line basis over the estimated useful life.

Purchased intellectual property, on acquisition stated at net-equity value, is carried forward in the balance sheet and amortised over the estimated useful life.

Tangible fixed assets

Tangible fixed assets are stated at acquisition cost less depreciation calculated on a straight-line basis over the estimated useful life.

Acquisitions during the year are written off from the date of acquisition.

Financial fixed assets

Associates in which Hanzevast capital n.v. has significant influence are stated at Hanzevast capital n.v. 's share in the underlying net-equity, determined using the same accounting principles as in the company's accounts.

An investment in an associate is accounted for using the cost method.

Securities are accounted for using the cost method.

Other financial fixed assets are stated after deduction of provisions for doubtful debts where appropriate.

Stocks

Work in progress at the year end is stated at cost, including profit based on the placed percentage of participations of the real estate and ship partnerships.

Receivables

Accounts receivable are shown after deduction of a provision for bad and doubtful debts where appropriate.

Hanzevast capital n.v., at Hilversum

Cash and banks

Cash and bank balances are freely disposable, unless stated otherwise.

Provisions

The provision for deferred taxes relates to timing differences in accounting policy for recognising profit between the company accounts and the fiscal accounts. It is calculated on the basis of the applicable tax rate.

Other provisions are accounted for at estimated amounts due.

Current liabilities

The current liabilities have an expected duration of one year at the most.

Accounting policies - profit and loss account

General

Profit is determined as the difference between net sales and all expenses relating to the reporting period. Costs are determined in accordance with the accounting policies applied to the balance sheet.

Profit is realised in the year in which the sales are recognised, on basis of the percentage of completion method. Losses are taken upon recognition.

Other income and expenses are allocated to the periods to which they relate.

Depreciation fixed assets

Depreciation on fixed assets is calculated at fixed percentages of cost, based on the estimated useful life of the assets.

Financial income and expenses

Financial income and expenses relate to interest received or due from and paid or due to third parties and group companies.

Taxation

Taxation on profits is calculated on the reported pre-tax profit or loss, taking into account any losses carried forward from previous financial years, tax-exempt items and non-deductible expenses, and using current tax rates.

Income from associated companies

Income from associated companies comprises the company's share in the profits after tax of subsidiaries and associated companies.

Hanzevast capital n.v., at Hilversum**CONSOLIDATED BALANCE SHEET AS AT 31 DECEMBER 2007**

in euro's, before profit appropriation

ASSETS	<i>31-12-2007</i>	<i>31-12-2006</i>
Fixed assets		
Intangible fixed assets	0	0
Tangible fixed assets	366,574	78,953
Financial fixed assets		
Investments in associated companies	0	316,517
Securities	639,214	552,927
Other financial assets	673,883	225,950
	-----	-----
	1,313,097	1,095,394
Current assets		
Stocks	123,335	425,147
Receivables		
Accounts receivable from shareholders	70,290	39,400
Accounts receivable from associated companies	20,560	0
Other accounts receivable	11,349,643	1,845,101
	-----	-----
	11,485,493	1,884,501
Cash and banks	1,368,775	4,147,819
	-----	-----
Total assets	14,658,084	7,631,814
	=====	=====

Hanzevast capital n.v., at Hilversum**CONSOLIDATED PROFIT AND LOSS ACCOUNT 2007**

in euro's

	<i>2007</i>	<i>2006</i>
Operating income	4,216,025	5,627,208
Wages and salaries	1,349,930	1,450,253
Social security premiums	193,277	200,251
Depreciation fixed assets	69,841	470,805
Other operating expenses	2,661,979	2,044,322
	-----	-----
Total operating expenses	4,275,027	4,165,631
	-----	-----
Operating profit	-59,002	1,461,577
Financial income	162,530	175,770
Financial expense	-387,647	-137,319
	-----	-----
Net financial income (expense)	-225,117	38,451
	-----	-----
Income before taxes	-284,119	1,500,028
Taxes on income	-234,628	-130,975
	-----	-----
	-518,747	1,369,053
Income from associated companies	411,515	-142,776
	-----	-----
Result after taxes	-107,232	1,226,277
	=====	=====

NOTES TO THE CONSOLIDATED BALANCE SHEET AS AT 31 DECEMBER 2007

in euro's

ASSETS

Fixed assets

Financial fixed assets

Investments in associated companies

On 1 January 2007 Hanzevast capital n.v. acquired an additional 20,26% in Hanzevast Shipping B.V., totalling the investment in Hanzevast Shipping B.V. to 70,06%. On 28 December 2007 Hanzevast capital n.v. sold it's entire share in Hanzevast Shipping B.V. to the parent company, Hanzevast Capital B.V..

Securities

The amount of € 639.214 is related to long term participations in several securities.

Based on the draft financial statements 2007 of one of the long term participations the intrinsic value of the participation amounts to € 319,629. Since the market value of the office buildings capitalized in the balance sheet of this participation is assumed to be higher than the book value, the cost of the participation of € 487,500 has not been written off to the lower intrinsic value of € 319,629.

Other financial assets

The other financial assets consists of two loans to participants in Hanzevast Shipping B.V. and interests in the following companies:

100% share Stichting Bewaring Hanzevast Omnifund, Groningen.

100% share Stichting Bewaarder Hanzevast Vastgoedfondsen, Groningen.

100% share Stichting Bewaarder Hanzevast Vastgoedfondsen Duitsland, Groningen.

Receivables

The maturity of all receivables does not exceed one year.

Hanzevast capital n.v., at Hilversum

EQUITY AND LIABILITIES

Group equity

The group equity is further specified in the notes to the company balance sheet.

Off balance sheet liabilities

Rent agreement

The company has on account of running rental agreements in Hilversum a yearly liability of € 277,000 and in Belgium of € 20,000.

Bank guarantee

The company has a bank guarantee of € 2,000,000 at the ABN AMRO Bank N.V. for the guarantee to Münchener Hypothekenbank AG of the due and punctual fulfilment by Vastgoedmaatschap MPC Holland 45 C.V. of its obligations.

The parent company Hanzevast Capital B.V. and its subsidiaries have a loan at the Rabobank of original € 10,000,000 and a credit facility of € 10,000,000. The company has guaranteed the loan and the credit facility with its assets.

Operating expenses Stone Hedge LP

Stone Hedge B.V. has to cover for operating expenses of Stone Hedge LP through an asset management agreement.

Fiscal transparency

Stone Hedge LP is transparent for Dutch corporate income tax purposes. This means that Stone Hedge B.V. has to account for her interest in the assets and liabilities and the profit and loss of Stone Hedge LP in its fiscal annual accounts. The share of Stone Hedge B.V. in the result of Stone Hedge LP will be taxable as part of the total result of Stone Hedge B.V. in the Netherlands. Under the United States/the Netherlands tax treaty Stone Hedge B.V. may claim double taxation tax relief for the amount of Dutch corporate income tax attributable to its share in Stone Hedge LP's result.

Fiscal unity

Hanzevast capital n.v. and its subsidiary Stone Hedge B.V. form one entity for tax purposes and therefore are jointly and separately responsible for corporation tax obligations.

Ultimate parent company

The ultimate parent company is Hanzevast Holding B.V., having its registered office in Groningen. The annual accounts of Hanzevast Holding B.V. are filed with the Chamber of Commerce of Groningen.

Hanzevast capital n.v., at Hilversum

NOTES TO THE CONSOLIDATED PROFIT AND LOSS ACCOUNT 2007

Net sales

The net sales are decreased with 15% as compared with 2006.

Social security premiums

The social security premiums include pension premiums amounting to € 76.537 (2006: € 50.267).

Average number of employees

During the year under review, Hanzevast capital n.v. employed on average 18 employees (2006:19).
The average number of employees can be subdivided as follow:

	<i>2007</i>	<i>2006</i>
Sales	12	13
Indirect	6	6
	-----	-----
	18	19
	=====	=====

Hanzevast capital n.v., at Hilversum

COMPANY PROFIT AND LOSS ACCOUNT 2007

in euro's

	<i>2007</i>	<i>2006</i>
Income from participations in group and affiliated companies	3.766.900	1.293.732
Result from ordinary activities after taxation	-3.874.132	-67,455
	-----	-----
Result after taxes	-107.232	1,266,277
	=====	=====

Hanzevast capital n.v., at Hilversum

NOTES TO THE COMPANY BALANCE SHEET AS AT 31 DECEMBER 2007 in euro's

ASSETS

Fixed assets

Financial fixed assets

Hanzevast capital n.v. has interests in the following companies:

Hanzevast capital n.v.

Hanzevast Real Estate Holland II B.V., Hilversum (100%)

Hanzevast Real Estate Holland II C.V., Hilversum (100%)

Stone Hedge B.V., Hilversum (100 %)

Vastgoedfonds Hanzevast Holland 52 B.V., Hilversum (100%)

Vastgoedfonds Hanzevast Holland 55 B.V., Hilversum (100%)

Vastgoedfonds Hanzevast Holland 58 B.V., Hilversum (100%)

Vastgoedfonds Hanzevast Holland 61 B.V., Hilversum (100%)

Vastgoedfonds Hanzevast Holland 63 B.V., Hilversum (100%)

Vastgoedfonds Hanzevast Duitsland 1 B.V., Hilversum (100%)

MPC Private Equityfonds Global 8 B.V., Hilversum (100%)

Securities

The amount of € 151.714 is related to long term participations in several securities.

Other financial assets

The other financial assets consists of two loans to participants in Hanzevast Shipping B.V. and interests in the following companies:

100% share Stichting Bewaring Hanzevast Omnifund, Groningen.

100% share Stichting Bewaarder Hanzevast Vastgoedfondsen, Groningen.

100% share Stichting Bewaarder Hanzevast Vastgoedfondsen Duitsland, Groningen.

Receivables

The maturity of all receivables does not exceed one year.

Hanzevast capital n.v., at Hilversum

EQUITY AND LIABILITIES

Shareholders' equity	2007	2006
<u>Share capital</u>		
Issued capital	1,312,500	1,312,500
	=====	=====

The authorised capital of the company is divided into 100 priority shares with a par value of € 50 and 37,400 ordinary shares with a par value of € 50. 6 priority shares and 26,244 ordinary shares are issued. In 2007 no shares were issued.

	2007	2006
<u>Share premium</u>		
Capital paid in surplus as at 1 January	1,687,500	5,682,577
Paid dividends	0	-3,995,077
	-----	-----
Balance as at 31 December	1,687,500	1,687,500
	=====	=====

<u>Legal reserve</u>		
Balance as at 1 January	307,552	53,322
Profit appropriation	0	-41,256
Profit appropriation prior year	0	345,263
Paid dividends	0	-49,777
Release of legal reserve	-307,552	0
	-----	-----
Balance as at 31 December	0	307,552
	=====	=====

Because of the fact that the profit of the subsidiary Hanzevast Shipping B.V. is not payable on demand, a legal reserve is retained for the share in the profit of this subsidiary. It is not allowed to distribute the legal reserve.

	2007	2006
<u>General reserve</u>		
Balance as at 1 January	1,333,707	-3,568,984
Profit appropriation prior year	1,226,277	4,811,657
Paid (interim)dividends	0	0
Other movements	95	0
From legal reserve	307,552	-91,034
	-----	-----
Balance as at 31 December	2,867,631	1,333,707
	=====	=====

Hanzevast capital n.v., at Hilversum

Ultimate parent company

The ultimate parent company is Hanzevast Beheer B.V., having its registered office in Groningen. The annual accounts of Hanzevast Beheer B.V. are filed with the Chamber of Commerce of Groningen.

Off balance sheet liabilities

Rent agreement

The company has on account of running rental agreements in Hilversum a yearly liability of € 277,000 and in Belgium of € 20,000.

Bank guarantee

The company has a bank guarantee of € 2,000,000 at the ABN AMRO Bank N.V. for the guarantee to Münchener Hypothekenbank AG of the due and punctual fulfilment by Vastgoedmaatschap MPC Holland 45 C.V. of its obligations.

The parent company Hanzevast Capital B.V. and its subsidiaries have a loan at the Rabobank of original € 10,000,000 and a credit facility of € 10,000,000. The company has guaranteed the loan and the credit facility with its assets.

Placement risk guarantee

The company has a contract with Hanzevast Real Estate Holland II C.V. for the guarantee of the placement risk for the initiation of partnerships.

Fiscal unity

Hanzevast capital n.v. and its subsidiary Stone Hedge B.V. form one entity for tax purposes and therefore are jointly and separately responsible for corporation tax obligations.

Hanzevast capital n.v., at Hilversum

NOTES TO THE COMPANY PROFIT AND LOSS ACCOUNT 2007

Average number of employees

During the year under review, Hanzevast capital n.v. employed on average 18 employees (2006: 19). The average number of employees can be subdivided as follow:

	<i>2007</i>	<i>2006</i>
Sales	12	13
Indirect	6	6
	-----	-----
	18	19
	=====	=====

Hilversum,

The management:

sgn.
Drs. J.H. Wolters

sgn.
Mr. N.A.J. Broeijer

Adoption of the annual accounts

The annual accounts have been adopted by the General Meeting of Shareholders on 5th of June 2008.

OTHER INFORMATION

Provisions of articles of association in respect of profit appropriation

The profit, as shown in the profit and loss account, is at the disposal of the General Meeting of Shareholders. The priority shareholders cannot get more of the year profit than the legal interest up to a maximum of four percent (4%) – or so much less as the legal interest amount to at the beginning of the financial year – of the nominal capital represented by the priority shareholders. The priority shareholders are not authorised to set aside the profit in the form of one or more general or specific reserves.

Proposed profit appropriation 2007

It is proposed that the General Meeting of Shareholders will distribute the profit as follows:

- the company profit and the income from associated companies will be added to the general reserve.

Provisions of articles of association in respect of voting rights

The priority shareholders are:

- Hanzevast Holding B.V., 5 priority shares, manager: drs. J.H. Wolters;
- Laska Beheer B.V., 1 priority share, manager: drs. W.J. R.J. Punte.

Only the General Meeting of priority shareholders is entitled to decide to transfer purchased shares or to issue shares, as well as to give the right to take up shares.

After authorisation of the Meeting of priority shareholders the corporation is entitled to obtain fully paid shares of her authorised capital for a consideration.

Every transfer of shares has to be approved by the Meeting of priority shareholders.

The Meeting of priority shareholders determines the number of managers and supervisory directors and stipulates the conditions of employment.

Seven control decisions, mentioned in the articles of association, are subject to the approval of the Meeting of priority shareholders.

The decision of amendment of the articles of association has to be approved by the Meeting of priority shareholders.

Branch

Hanzevast capital n.v. has a branch in Belgium.

In accordance with article 394, paragraph 4, Book 2 of the Netherlands Civil Code some parts which are eligible are open for inspection at the office in Hilversum. On request a complete or partly copy is obtainable at cost price.