



*Financial report as at 30 June 2006*

*MPC Münchmeyer Petersen Capital N.V.  
Hilversum*

## Contents

## Page

- Principles of financial accounting	3
- Balance sheet as at 30 June 2006	4
- Profit and loss account 1 January 2006 - 30 June 2006	5
- Notes to the balance sheet as at 30 June 2006	6
- Notes to the Profit and loss account 1 January 2006 - 30 June 2006	11

## Principles of financial accounting

### 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.

### Accounting policies - assets and liabilities

#### 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 MPC Münchmeyer, Petersen Capital N.V. has significant influence are stated at net-equity value, with the exception of the investments in the entities based in the USA.

#### Stocks

Stocks concern real estate, bought for real estate partnerships that haven't started yet, and are stated at the lower of their cost or market value. Work in progress at the year end is stated at cost, including profit based on the placed percentage of participations of the real estate partnerships.

#### Accounts receivable

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

#### 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. Losses are taken upon recognition. Other income and expenses are allocated to the periods to which they relate.

#### Financial income and expenses

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

#### Taxation

The tax charge for the year is computed on the book profit before tax at the nominal rates, taking account of permanent differences.

#### Foreign currencies

Current assets and liabilities in foreign currencies are converted against the rate of exchange per the date of the balance sheet (per 30-06-2006: Eur 1 = \$ 1,2551). The transactions in foreign currencies are converted against the rate of exchange on the date of transaction. The occurring exchange difference are accounted for in the profit and loss account. Long term liabilities and receivables are converted against the rate of exchange per the date of the balance sheet (per 30-06-2006: Eur 1 = \$ 1,2551)

**Balance sheet as at 30 June 2006**

in Euro's

<b>Assets</b>	30 June 2006	31 December 2005
	<i>Eur</i>	<i>Eur</i>
<i>Intangible fixed assets</i>	317.095	422.793
<i>Tangible fixed assets</i>		
Other fixed assets	91.330	107.512
<i>Financial fixed assets</i>		
Investments in associated companies	3.546.857	3.462.870
Securities	65.427	5.545.130
Other financial assets	-	61.714
	<u>3.612.284</u>	<u>9.069.714</u>
<i>Current assets</i>		
Stocks real estate / ships / work in progress	287.099	-
Accounts receivable		
Trade debtors	262.488	83.457
Associated companies	741.448	1.658.844
Taxes and social security premiums	-	1.699
Other accounts receivable	2.274.380	2.057.326
Prepaid expenses	12.830	116.256
	<u>3.291.146</u>	<u>3.917.582</u>
<i>Cash and banks</i>	4.352.203	5.162.189
<b>Total assets</b>	<b>11.951.158</b>	<b>18.679.791</b>

<b>Equity and liabilities</b>	30 June 2006	31 December 2005
	<i>Eur</i>	<i>Eur</i>
<i>Equity</i>		
Share capital	1.312.500	1.312.500
Share premium	5.682.577	5.682.577
Legal reserve	53.322	53.322
General reserve	1.818.930	1.587.686
	<u>8.867.329</u>	<u>8.636.085</u>
<i>Provisions</i>		
Provision for deferred taxation	23.000	-
Provision for fund companies	-	1.525.000
Provision for associated companies	-	-
	<u>23.000</u>	<u>1.525.000</u>
<i>Current liabilities</i>		
Other loans	-	1.500.000
Trade creditors	361.789	594.218
Amounts due to associated companies	-	2.966.576
Other accounts payable	271.859	1.541.636
Taxes and social security premiums	624.875	934.404
Other liabilities	1.489.255	156.956
Accrued expenses	313.051	824.916
	<u>3.060.829</u>	<u>8.518.706</u>
<b>Total equity and liabilities</b>	<b>11.951.158</b>	<b>18.679.791</b>

## Profit and loss account 1 January 2006 - 30 June 2006

in Euro's

	Realization 1 January 2006 - 30 June 2006 <i>EUR</i>	Realization 1 January 2005 - 30 June 2005 <i>EUR</i>
<b>Revenues</b>		
Fee management real estate	1.044.113	912.985
Fee management ships	52.006	48.800
Fee management Global Equity Funds	534	730.400
Fee initiation of partnerships real estate	154.307	-
In-/decrease work in progress (percentage of completion)	74.250	2.605.310
Fee initiation of partnerships ships CV's	2.496.602	-
Fee Global Equity Funds	-	-
Fee US Funds	-	-
Fee €-Methodik	33.008	11.298
Other revenues	-	1.845
Placement guarantees	316.410	2.249.422
<b>Total revenues</b>	<b>4.171.230</b>	<b>6.560.060</b>
<b>Cost price</b>		
Costs of management real estate (HVB)	691.500	614.128
Costs of management real estate (NNT)	363.950	292.941
Costs of management ships (NNT)	42.134	39.474
Other fees (NNT)	3.194	7.317
Costs of initiation of partnerships real estate	146.140	68.098
Costs of initiation of partnerships ships CV's	279.035	37.761
Costs of Venture Capital	9.182	124.370
Costs of US Funds	-	-
Costs of €-Methodik	14.484	10.074
Costs of placement guarantees	-	1.882.940
In-/decrease work in progress (percentage of completion)	-	-
Provision intermediairs	376.186	65.359
<b>Total cost price</b>	<b>1.925.805</b>	<b>3.142.462</b>
<b>Gross margin</b>	<b>2.245.425</b>	<b>3.417.598</b>
Operating costs	1.688.696	1.140.323
Financial income and expenses	63.768-	115.440-
Depreciation intangible/tangible fixed assets	132.446	150.122
	1.757.374	1.175.005
<b>Operating profit</b>	<b>488.051</b>	<b>2.242.593</b>
Extraordinary income and expenses	223.447	161.749
<b>Income before taxes</b>	<b>264.604</b>	<b>2.080.844</b>
Taxes on income	100.393	654.459
	164.211	1.426.385
Income from associated companies	67.033	1.324.708
<b>Income for the year after tax</b>	<b>231.244</b>	<b>2.751.093</b>

## Notes to the balance sheet as at 30 June 2006

in Euro's

	<u>30 June 2006</u>	<u>31 December 2005</u>
<b>Assets</b>		
<b><i>Intangible fixed assets</i></b>		
Movements in intangible fixed assets are:		
<i>Goodwill / IP-rights</i>		
At 1st January		
Cost	1.056.984	1.056.984
Accumulated depreciation	634.191-	422.794-
Book value	<u>422.793</u>	<u>634.190</u>
Movements:		
Depreciation	105.698-	211.397-
	<u>105.698-</u>	<u>211.397-</u>
At reporting date:		
Cost	1.056.984	1.056.984
Accumulated depreciation	739.889-	634.191-
	<u>317.095</u>	<u>422.793</u>
<b><i>Tangible fixed assets</i></b>		
Movements in tangible fixed assets are:		
<i>Other fixed assets</i>		
At 1st January		
Cost	702.768	748.642
Accumulated depreciation	595.256-	580.163-
Book value	<u>107.512</u>	<u>168.479</u>
Movements:		
Acquisitions	10.566	32.661
Disposals	-	78.535-
Depreciation on Disposals	-	59.772
Depreciation	26.748-	74.865-
	<u>16.182-</u>	<u>60.967-</u>
At reporting date:		
Cost	713.334	702.768
Accumulated depreciation	622.004-	595.256-
	<u>91.330</u>	<u>107.512</u>
<b><i>Financial fixed assets</i></b>		
<i>Investments in associated companies</i>		
100% share MPC Münchmeyer Petersen Real Estate B.V.	46.090	45.670
100% share MPC Münchmeyer Petersen Real Estate C.V.	2.943.029	2.937.648
100% share Stone Hedge B.V.	1	1
49,8% share MPC Münchmeyer Petersen Steamship B.V.	485.737	407.551
100 % share Vastgoedfonds MPC Holland 52 BV	18.000	18.000
100 % share Vastgoedfonds MPC Holland 55 BV	18.000	18.000
100 % share Vastgoedfonds MPC Holland 58 BV	18.000	18.000
100 % share Vastgoedfonds MPC Holland 61 BV	18.000	18.000
	<u>3.546.857</u>	<u>3.462.870</u>

Stone Hedge B.V. states its investments in Stone Hedge Partner LLC and Stone Hedge LP at the cost price of € 117.443. The net equity value of these two companies as at 30 June 2006 amounts to € 22.546 (USD 28.297).

## Notes to the balance sheet as at 30 June 2006

in Euro's

	<b>30 June 2006</b>	<b>31 December 2005</b>
<i>Securities</i>		
Participation Vastgoedmaatschap MPC Holland 18	9.302	9.302
Participation Vastgoedmaatschap MPC Holland 34	12.500	12.500
Participation Vastgoedmaatschap MPC Holland 27	12.500	12.500
Participation m.s. Elara C.V.	3.025	3.025
Participation m.s. Vechtdiep C.V.	-	13.013
Participation m.s. Scheldediep C.V.	3.160	3.160
Participation m.s. Sinope C.V.	-	11.345
Participation m.s. Wesergas C.V.	-	-
Participation m.s. Vliediep C.V.	-	10.345
Participation Ocean Warrior Film C.V.	1	1
Participation m.s. Heinrich Oldendorff C.V.	24.939	24.939
Participation MPC Holland 61 (to be placed)	-	5.445.000
	<u>65.427</u>	<u>5.545.130</u>
 <i>Current assets</i>		
<i>Stocks real estate, ships and other funds / work in progress</i>		
Activated costs and profit GE VIII	287.099	-
	<u>287.099</u>	<u>-</u>
 <i>Accounts receivable</i>		
<i>Accounts receivable from associated companies</i>		
Loans MPC Steamship B.V. (incl. \$ 650.000)	425.000	1.548.847
Current account REAL Estate C.V.	203.149	-
Current account Stone Hedge B.V.	368.076	347.819
Provision for current account Stone Hedge	254.777-	237.822-
	<u>741.448</u>	<u>1.658.844</u>
 <i>Taxes and social security premiums</i>		
Social security premiums	-	1.699
V.A.T.	-	-
	<u>-</u>	<u>1.699</u>

## Notes to the balance sheet as at 30 June 2006

in Euro's

	<u>30 June 2006</u>	<u>31 December 2005</u>
<i>Other accounts receivable</i>		
Current account Vastgoedmaatschap MPC Holland 12	337.309	-
Current account Vastgoedmaatschap MPC Holland 24	35.000	-
Current account m.s. Dinteldiep C.V.	10.349	10.649
Capital payment MPC Omnifund	113.450	113.450
Capital payment St. Bew. MPC Vastgedfondsen	112.500	112.500
Receivable capital due to placement Fairmount Expedition	-	25.000
Receivable amount concerning sale Stone Hedge companies	-	213.013
Other receivables	1.665.772	1.582.714
	<u>2.274.380</u>	<u>2.057.326</u>
 <i>Prepaid expenses</i>		
Supply printed matter	-	56.911
Other prepaid expenses	12.830	59.345
	<u>12.830</u>	<u>116.256</u>
 <b><i>Cash and Banks</i></b>		
ABN/AMRO Bank N.V. Eur-account nr. 58.64.72.177	3.974	395
ABN/AMRO Bank N.V. Eur-account nr. 50.02.39.665	922.993	2.959.046
ABN/AMRO Bank N.V. Eur-deposit account nr. 50.56.99.699	1.050.000	1.000.000
ABN/AMRO Bank N.V. Eur-deposit account nr. 54.87.41.581	2.100.000	1.000.000
ABN/AMRO Bank N.V. Usd-account nr. 62.58.18.261	249.788	202.748
ABN/AMRO Bank N.V. BE - Eur-account nr. 7235402149	25.448	-
	<u>4.352.203</u>	<u>5.162.189</u>

## Notes to the balance sheet as at 30 June 2006

in Euro's

	<b>30 June 2006</b>	<b>31 December 2005</b>
<b>Equity and liabilities</b>		
<b>Share capital</b>		
Issued capital	1.312.500	-
Increase of par value	-	1.312.500
	<u>1.312.500</u>	<u>1.312.500</u>
<p>The authorised capital of the company is divided into 100 priority shares with a par value of Eur 50 and 37.400 ordinary shares with a par value of Eur 50. 6 priority shares and 26.244 ordinary shares are issued. In 2003 no shares were issued.</p>		
<b>Share premium</b>		
Capital paid in surplus	4.959.577	4.959.577
Capital paid in surplus	723.000	723.000
	<u>5.682.577</u>	<u>5.682.577</u>
<b>Legal reserve</b>		
Balance at January, 1	53.322	53.322
Appropriation for the year	-	-
Balance at reporting date	<u>53.322</u>	<u>53.322</u>
<b>General reserve</b>		
Balance at January, 1	1.587.686	821.016
Profit appropriation for the year	231.244	5.156.670
Paid (interim)dividend	-	4.390.000-
Balance at reporting date	<u>1.818.930</u>	<u>1.587.686</u>
<b>Provisions</b>		
<i>Deferred taxation</i>		
Balance at 1 January	-	-
Movements during the year	23.000	-
Balance at reporting date	<u>23.000</u>	<u>-</u>
<p>The provision for deferred taxation has been calculated on the timing differences in accounting policy for recognising profit between the company accounts and the fiscal accounts. The provision is short term.</p>		
<i>Provisions for associated companies</i>		
Provision MPC Münchmeyer Petersen Steamship B.V.	-	-
Provision Stone Hedge B.V.	-	-
	<u>-</u>	<u>-</u>
<i>Provisions for fund companies</i>		
Provision Ocean Warrior	-	1.525.000
	<u>-</u>	<u>1.525.000</u>
<b>Current liabilities</b>		

## Notes to the balance sheet as at 30 June 2006

in Euro's

	<b>30 June 2006</b>	<b>31 December 2005</b>
<i>Other loans</i>		
NIB Capital bridge-financing MPC 61	-	1.500.000
	-	1.500.000
<i>Amounts due to associated companies</i>		
Current account MPC Münchmeyer Petersen Real Estate C.V.	-	2.947.386
Current account MPC Vermittlung GmbH	-	2.320
Current account NNT	-	16.870
	-	2.966.576
<i>Other accounts payable</i>		
hanzevast Holding (interim dividend)	-	1.400.000
Current account MPC 61	271.859	141.636
	271.859	1.541.636
<i>Taxes and social security premiums</i>		
Corporation tax	539.690	650.736
Wages tax	33.420	86.644
V.A.T.	74.765	197.024
	647.875	934.404
<i>Other liabilities</i>		
Loan MPC Omnifund	-	113.450
Payable participants OW claim	1.475.000	-
Reservation holiday payment	14.255	43.506
	1.489.255	156.956
<i>Accrued expenses</i>		
Consultants fees	10.000	17.250
Provision intermediairs	184.023	453.080
Sponsoring	-	33.570
Premiums personnel	-	37.390
Capital to be paid regarding placement Fairmount Expedition	-	25.000
Other accrued expenses	119.028	258.626
	313.051	824.916

**Notes to the profit and loss account 1 January 2006 - 30 June 2006**

in Euro's

	Realization 1 January 2006 - 30 June 2006 <i>EUR</i>	Realization 1 January 2005 - 30 June 2005 <i>EUR</i>
<b>Operating costs</b>		
<b>Wages and salaries</b>		
Salaries including holiday payment	512.280	433.415
Premiums personnel	68.113	49.734
Other	6.226	3.592
	<u>586.619</u>	<u>486.741</u>
<b>Social security premiums</b>		
Social security premiums	65.610	35.513
Pension premiums and insurances	36.405	30.445
Health insurance (ZVW)	242	10.394
	<u>102.257</u>	<u>76.352</u>
<b>Other staff expenses</b>		
Travel expenses	13.609	10.076
Temporary employees	95.867	-
Education	2.756	11.757
Recruitment employees	61.850	47.656
	<u>174.082</u>	<u>69.489</u>
<b>Housing expenses</b>		
Rent	76.985	64.210
Service costs and cleaning	23.499	17.946
Other	3.250	7.179
	<u>103.734</u>	<u>89.335</u>
<b>Sales expenses</b>		
Advertising and promotion	128.694	46.881
Travel and hotelexpenses	4.877	3.422
Car expenses	18.010	18.054
Representative expenses	3.536	4.960
Sponsoring	111.650	82.065
Other	-	-
	<u>266.767</u>	<u>155.382</u>
<b>General expenses</b>		
Telephone, telex and postage	13.348	22.541
Translation costs	279	6.312
Office supplies and stationary	64.452	8.414
Computer costs incl. website	40.022	25.812
Audit, administration and accounting fees	18.137	11.925
ISO fee	1.680	8.941
Consultants fees	94.577	36.950
Consultants fees not realized funds	53.146	-
Consultants fees Belgie	49.582	30.331
Subscriptions (incl. AFM)	38.047	55.560
Insurance premiums	4.432	8.139
Other general expenses	22.637	3.362
Management fees	25.000	25.000
VAT-not deductible	29.898	19.737
	<u>455.237</u>	<u>263.024</u>
<b>Total operating costs</b>	<b><u>1.688.696</u></b>	<b><u>1.140.323</u></b>

**Notes to the profit and loss account 1 January 2006 - 30 June 2006**

in Euro's

	Realization 1 January 2006 - 30 June 2006	Realization 1 January 2005 - 30 June 2005
<b>Financial income and expenses</b>		
<b>Interest and other financial income</b>		
Bank current account/deposit and notary interest on deposits	20.208	23.662
Interest on loan MS Elara C.V.	454	1.361
Interest loan Global State company	5.223	11.394
Interest loans MPC Steamship B.V.	48.911	41.472
Interest current account MPC Steamship B.V.	-	3.282
Interest current account Stone Hedge B.V.	9.000	9.096
Interest on other loans	2.309	6.773
Interest taxes	526	-
Exchange differences foreign currency (unrealized+realized)	-	138.675
Income from securities	85.263	36.943
	<u>171.894</u>	<u>272.658</u>

<b>Interest and other financial expenses</b>		
Interest current account MPC Real Estate Holland C.V.	30.681	54.464
Bank current account	1.604	7.382
Interest costs bankgaranties	11.290	11.546
Other interest expenses (o.a. Bridge)	12.986	-
Exchange differences foreign currency (unrealized+realized)	51.565	83.826
	<u>108.126</u>	<u>157.218</u>

<b>Income from associated companies</b>		
MPC Münchmeyer Petersen Real Estate Holland B.V.	421	402
MPC Münchmeyer Petersen Real Estate Holland C.V.	5.381	1.344.458
MPC Münchmeyer Petersen Steamship B.V.	78.186	-
Stone Hedge B.V. / Stone Haven Partners LP	16.955-	20.152-
	<u>67.033</u>	<u>1.324.708</u>

**Average number of employees**

During the year under review, MPC Münchmeyer Petersen Capital N.V. employed on average 19 employees. Belgium 3 employees totaal 22 employees (2005 : 20).