Financial Statements

April 30, 2013

RONALD L. WILKINSON

Chartered Accountant -----

December 16, 2014

Auditor's Report

To the Shareholders of Millennium Heights Association Inc.

I have audited the accompanying financial statements of Millennium Heights Association Inc., which comprise the statement of financial position as of April 30, 2013, and the statement of income, the statement of changes in equity and the statement of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with the International Financial Reporting Standard for Small and Medium-sized Entities and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

My responsibility is to express an opinion on these financial statements based on my audit. I conducted my audit in accordance with International Standards on Auditing. Those standards require that I comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my audit opinion.

Opinion

In my opinion, the financial statements present fairly, in all material respects, the financial position of Millennium Heights Association Inc. as of April 30, 2013 and its financial performance and its cash flows for the year then ended in accordance with the International Financial Reporting Standard for Small and Medium-sized Entities.

Chartered Accountant

R. L. Wilking

Statement of Financial Position

As of April 30, 2013

(amounts expressed in Barbados dollars)

| | Notes | 2013 | 2012 |
|---|-------|------------------|------------------|
| Assets | | | |
| Current assets | | | |
| Cash | | \$ 1,010,907 | \$ 1,103,112 |
| Common levies receivable | | 206,039 | 145,551 |
| Trade and other receivables | | 13,959 | 16,942 |
| | | 1,230,905 | 1,265,605 |
| Security deposits | | 39,946 | 37,222 |
| Property, plant and equipment | 3 | 268,263 | 270,747 |
| Total assets | | \$ 1,539,114 | \$ 1,573,574 |
| Liabilities and equity | | | |
| Current liabilities | | | |
| Trade and other payables | 4 | \$ 221,608 | \$ 150,221 |
| Due to The Proprietors, Unit Plan # 69 | | 207,947 | 240,085 |
| Due to The Proprietors, Unit Plan # 70 Due to The Proprietors, Unit Plan # 71 | | 69,856 51,106 | 63,908 49,873 |
| Due to The Proprietors, Unit Plan # 104 | | 99,723 | 172,374 |
| | | 650,240 | 676,461 |
| Replacement reserve | 5 | 425,955 | 425,955 |
| Total liabilities | | 1,076,195 | 1,102,416 |
| Equity | | | |
| Share capital | 6 | 500 | 500 |
| Common facilities fund | 7 | 462,419 | 462,419 |
| Retained earnings | | | 8,239 |
| Total equity | | 462,919 | 471,158 |
| Total liabilities and equity | | \$ 1,539,114 | \$ 1,573,574 |

The accompanying notes form an integral part of these financial statements.

Approved by the Board on December 16, 2014

P Churche Director

Statement of Changes in Shareholders' Equity

For the year ended April 30, 2013

(amounts expressed in Barbados dollars)

| | Sha cap | are ital | Common acilities fund | etained arnings | Total |
|---------------------------|--|-------------|-----------------------------|--------------------|---------------|
| Balance at April 30, 2011 | \$ | 486 | \$ 462,419 | \$ 17,550 | \$ 480,455 |
| Net loss for the year | | - | - | (9,311) | (9,311) |
| Issued during year | | 14 | - | - | 14 |
| Balance at April 30, 2012 | Harris de la constante de la c | 500 | 462,419 | 8,239 | 471,158 |
| Net loss for the year | | - | - | (8,239) | (8,239) |
| Balance at April 30, 2013 | \$ | 500 | \$ 462,419 | \$ - | \$ 462,919 |

The accompanying notes form an integral part of these financial statements.

Statement of Income

For the year ended April 30, 2013

(amounts expressed in Barbados dollars)

| | 2013 | 2012 |
|--------------------------------|--|--------------------|
| Income | | |
| Common levies | \$ 885,658 | \$ 947,064 |
| Other income | 77,907 | 75,911 |
| | 963,565 | 1,022,975 |
| Ownersting | | |
| Operating expenses Staff costs | 211 700 | 200 229 |
| Security Security | 311,700 163,782 | 300,338 159,029 |
| Management fees | 92,100 | 83,996 |
| Depreciation | 83,761 | 76,812 |
| Gardening expense | 81,654 | 93,669 |
| Repairs and maintenance | | 100,372 |
| Electricity | 74,010 51,551 | 31,760 |
| Administration expense | 27,540 | 23,442 |
| Insurance | 27,340 | 19,537 |
| Water | 19,628 | 90,703 |
| Sanitation | 16,919 | 17,912 |
| Utilities | 13,041 | 11,255 |
| Professional fees | 9,550 | 9,550 |
| Miscellaneous | 4,240 | 11,510 |
| | , and the second | 2,401 |
| Bank charges | 2,279 | |
| | 971,804 | 1,032,286 |
| Net loss for the year | \$ (8,239) | \$ (9,311) |

The accompanying notes form an integral part of these financial statements.

Statement of Cash Flows

For the year ended April 30, 2013

(amounts expressed in Barbados dollars)

| | 2013 | 2012 | |
|---|------------|--------------|---|
| Cash flows from operating activities | | | |
| Net loss for the year | \$ (8,2 | (9,311 |) |
| Interest income | (3,0 | (2,774 |) |
| Depreciation | 83,7 | 76,812 | |
| | 72,4 | 58 64,727 | 1 |
| Changes in operating assets and liabilities: | | | |
| Common levies receivable | (60,4 | 88) 38,702 | , |
| Trade and other receivables | 2,9 | 7,047 | |
| Trade and other payables | 71,3 | 87 (4,474 |) |
| Security deposits | (2,7 | (2,458) |) |
| Amounts due to The Proprietors, Unit Plan # 69 | (32,1 | 38) (108,923 |) |
| Amounts due to The Proprietors, Unit Plan # 70 | 5,9 | 148 (1,075) |) |
| Amounts due to The Proprietors, Unit Plan # 71 | 1,2 | (1,609 |) |
| Amounts due to The Proprietors, Unit Plan # 104 | (72,6 | (13,691) |) |
| Replacement reserve | | 22,777 | |
| | (13,9 | 1,023 | |
| Interest received | 3,0 | 2,774 | |
| | (10,9 | 228) 3,797 | |
| Cash flows from investing activities | | | |
| Purchase of plant and equipment | (81,2 | (139,465 |) |
| Cash flows from financing activities | | | |
| Issuance of common shares | | 14 | _ |
| Decrease in cash for the year | (92,2 | (135,654 |) |
| Cash, beginning of year | 1,103,1 | 1,238,766 | |
| Cash, end of year | \$ 1,010,9 | \$ 1,103,112 | |

The accompanying notes form an integral part of these financial statements.

Notes to the Financial Statements

April 30, 2013

(amounts expressed in Barbados dollars)

1. General information

The company was incorporated on August 30, 2000 under the Companies Act of Barbados and commenced operations on September 1, 2001. The principal activity of the company is to manage and administer the common property and phases of the development at Millennium Heights located at Welches, St. Thomas.

2. Basis of preparation and accounting policies

Basis of preparation

The financial statements are prepared in accordance with the International Financial Reporting Standards for Small and Medium-sized Entities issued by the International Accounting Standards Board. They are presented in Barbados dollars.

Plant and equipment

Items of plant and equipment are measured at cost less accumulated depreciation.

Depreciation is charged so as to allocate the cost of assets, less their residual values, over their estimated useful lives, using the straight line method.

The following annual rates are used:

Computer equipment 33% Equipment 12.5% Furniture 10%

Income recognition

Income derived from contributions levied are recognised on the accrual basis. Other income is recognised on an accrual basis. Interest income is recognised using the effective interest method.

Common levies

Common levies are charged monthly to each unit owner to fund expenses of maintaining the unit and common property and are based on the number of shares owned by members. Common levies are recorded on the accrual basis.

Common expenses

Expenses are recognised on the accrual basis and are incurred by Millennium Heights Association Inc. as common expenses with other Proprietors' Unit Plans within the Millennium Heights development, except for costs which are specifically related to a Proprietors' Unit Plan. The common expenses are allocated on the basis of number of shares in accordance with the approved budget.

Notes to the Financial Statements, continued

April 30, 2013

(amounts expressed in Barbados dollars)

2. Significant accounting policies....continued

Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax. The tax currently payable is based on taxable profit for the year.

Deferred tax is recognised on differences between the carrying amounts of assets and liabilities in the financial statements and their corresponding tax bases. Deferred tax liabilities are recognised for all temporary differences that are expected to increase profit in the future. Deferred tax assets are recognised for all temporary differences that are expected to reduce taxable profit in the future, and any unused tax losses or unused tax credits. Deferred tax assets are measured at the highest amount that, on the basis of current or estimated future taxable profit, is more likely than not to be recovered.

The net carrying amount of deferred tax assets is reviewed at each reporting date and is adjusted to reflect the current assessment of future taxable profits. Any adjustments are recognised in profit or loss.

Foreign currencies

The financial statements are presented in Barbados dollars, which is the Company's functional and presentation currency. Assets and liabilities denominated in other currencies are translated into Barbados dollars at the rates prevailing at the balance sheet date. Gains and losses on exchange transactions and translations are included in the statement of income.

Provisions

Provisions are recognised when the company has a legal or constructive obligation as a result of past events; it is probable that an outflow of resources will be required to settle the obligation; and the amount has been reliably estimated.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation.

Notes to the Financial Statements, continued

April 30, 2013

(amounts expressed in Barbados dollars)

3. Property, plant and equipment

| | Co | mmon | | \mathbf{C} o | mputer | | |
|-----------------------|-----|--------|------------|----------------|---------|------------------|---------------|
| | Pre | operty | Equipment | Eq | uipment | Furniture | Total |
| Cost | | | | | | | |
| Beginning of year | \$ | 10 | \$ 870,682 | \$ | 6,941 | \$ 64,142 | \$ 941,775 |
| Additions | | - | 77,038 | | 575 | 3,664 | 81,277 |
| Disposals | | | | | - | | - |
| End of year | | 10 | 947,720 | | 7,516 | 67,806 | 1,023,052 |
| Accumulated depreciat | ion | | | | | | |
| Beginning of year | | - | 622,675 | | 5,712 | 42,641 | 671,028 |
| Charge for year | | - | 78,146 | | 806 | 4,809 | 83,761 |
| Disposals | | | - | | | | - |
| End of year | | | 700,821 | _ | 6,518 | 47,450 | 754,789 |
| Net book amount | \$ | 10 | \$ 246,899 | \$ | 998 | \$ 20,356 | \$ 268,263 |

Effective March 2002, Millennium Heights Development Ltd. conveyed to the company, all the land situated at Millennium Heights designated as the Common Area. The agreement specified that the common area shall not be used other than as common area of the Millennium Heights residential development.

4. Trade and other payables

| | 2013 | 2012 |
|------------------------------|-----------|------------|
| Trade | \$ 75,868 | \$ 81,080 |
| Advance payments by members | 70,341 | 69,141 |
| Other amounts due to members | 75,399 | |
| | \$221,608 | \$ 150,221 |

5. Replacement reserve

This reserve is established to cover the cost of major property maintenance and refurbishment. The fund is established by direct contributions from property owners at the time of conveyance, and an annual contribution as determined by the Board of Directors.

Movement in the replacement reserves:

| | 2013 | | 2012 |
|----------------------------|------------|----|---------|
| Balance, beginning of year | \$ 425,955 | \$ | 403,178 |
| Direct contributions | | _ | 22,777 |
| Balance, end of year | \$425,955 | \$ | 425,955 |

Notes to the Financial Statements, continued

April 30, 2013

(amounts expressed in Barbados dollars)

6. Share capital

The company is authorised to issue such number of common shares, without nominal or par value, which would permit the owner of the fee simple interest in the lots shown on the plan of the development to be allotted. At the balance sheet date, 500 shares had been issued.

7. Common facilities fund

The directors have allocated \$462,419, being the total cost incurred for the purchase of property, plant and equipment for common use within the Millennium Heights development as at August 31, 2005, to a common facilities fund, which is shown as part of shareholders' equity. Subsequent additions are funded by the company's operations or by specific levies raised for that purpose.

8. Taxation

The company has tax losses of \$ 23,347 which may be carried forward and set off against taxable income during the nine years following the year in which they were were incurred.

No deferred tax asset has been recorded because of the lack of a clear probability that a tax benefit will be realised.

Millennium Heights Association Inc.

Notes to the Financial Statements, continued April 30, 2013

(amounts expressed in Barbados dollars)

9. Income and expense allocation

Millennium Heights Association Inc. is charged with the responsibility of managing and maintaining all of the common areas of Millennium Heights Development For the year ended April 30, 2013, levies assessed and common expenses incurred were allocated as follows:-

| | PUP 69 | PUP 70 | PUP 71 | PUP 104 | Water- | Association | Total |
|--------------------------------|-------------|---------------|---------------|-------------|------------|-------------|--------------|
| Income | | | | | Townhouses | | |
| Common levies | \$ 277,058 | \$ 38,861 | \$ 38,861 | \$ 171,872 | \$ 33,000 | \$ 885,658 | \$ 1,445,310 |
| Other income | 5,488 | 986 | 781 | 2,824 | • | 77,907 | 87,986 |
| | 282,546 | 39,847 | 39,642 | 174,696 | 33,000 | 963,565 | 1,533,296 |
| Operating expenses | | | | | | | |
| Staff costs | 30,445 | 3,552 | 3,552 | 13,193 | , | 311,700 | 362,442 |
| Repairs and maintenance | 55,396 | 2,828 | 7,338 | 109,933 | , | 74,010 | 249,505 |
| Insurance | 122,336 | 15,414 | 15,414 | 57,570 | ı | 20,049 | 230,783 |
| Security | , | • | r | , | | 163,782 | 163,782 |
| Management fees | 18,420 | 2,149 | 2,149 | 7,982 | • | 92,100 | 122,800 |
| Electricity | 44,899 | 3,052 | 3,052 | 5,370 | | 51,551 | 107,924 |
| Water | 37,800 | 4,200 | 4,200 | 2,994 | 33,000 | 19,628 | 101,822 |
| Depreciation | • | 1 | 1 | 1 | 1 | 83,761 | 83,761 |
| Gardening expense | | • | 1 | 1 | L | 81,654 | 81,654 |
| Property tax | , | | ī | 45,504 | , | • | 45,504 |
| Administration expense | 1,126 | 131 | 131 | 488 | 1 | 27,540 | 29,416 |
| Professional fees | 3,850 | 2,525 | 2,525 | 3,000 | ı | 9,550 | 21,450 |
| Sanitation | 1 | 1 | į | 1,110 | 1 | 16,919 | 18,029 |
| Utilities | 412 | 48 | 48 | 178 | , | 13,041 | 13,727 |
| Miscellaneous | , | 1 | 1 | 25 | ı | 4,240 | 4,265 |
| Bank charges | | | 1 | • | 1 | 2,279 | 2,279 |
| | 314,684 | 33,899 | 38,409 | 247,347 | 33,000 | 971,804 | 1,639,143 |
| Net income (loss) for the year | \$ (32,138) | \$ 5,948 | \$ 1,233 | \$ (72,651) | - | (8,239) | \$ (105,847) |

For the year ended April 30, 2012 levies assessed and common expenses incurred were allocated as follows:

| \$ 1,022,975 \$ 1,582,627 | 1,032,286 1,717,236 | \$ (9,311) \$ (134,609) |
|---------------------------|---------------------|--------------------------------|
| 33,000 | 33,000 | |
| 8 | | 8 |
| \$ 171,872 | 185,563 | \$ (13,691) |
| \$ 38,861 | 40,470 | \$ (1,609) |
| 38,861 | 39,936 | (1,075) |
| 8 | - 1 | \$ |
| \$ 277,058 | 385,981 | \$ (108,923 |
| | | |
| Income | Operating expenses | Net income (loss) for the year |