

ONKWAWISTA HOLDINGS LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

For the year ended 31st March 2008

ONKWAWISTA HOLDINGS LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

For the year ended 31st March 2008

CONTENTS	Page
Company Information	1
Report of the Directors	2
Auditors Report	3-4
Profit and Loss Account	5
Balance Sheet	6
Notes to the Financial Statements	7-8

ONKWA WISTA HOLDINGS LIMITED**Company Information**

		Date Appointed	Date Resigned
Directors	T.M. O'Carroll	26-Jun-06	15-May-07
	C.G. Hepburn	26-Jun-06	19-Sep-07
	M.J. Quayle	15-May-07	-
	D.A. Harris (Alternate to T.M. O'Carroll)	20-Jul-06	15-May-07
	D.J. Clarke	19-Sep-07	04-Oct-07
	C.G. Hepburn	04-Oct-07	-
	M.J. Lewin (Alternate to C.G. Hepburn)	11-Feb-08	-
Secretary	IFG International (Secretaries) Limited	26-Jun-06	-
Registered office	International House Castle Hill Victoria Road Douglas Isle of Man IM2 4RB		
Registered Number	116981C		

ONKWAWISTA HOLDINGS LIMITED**DIRECTORS' REPORT****For the year ended 31st March 2008**

The Directors hereby submit their report on the activities and the audited financial statements of the Company for the year ended 31 March 2008 which have been prepared in accordance with the provisions of the Isle of Man Companies Acts, 1931-2004.

Activities and Business Review

The Company's principal activity is that of an investment company.

Results and Dividend

The results for the year are set out on page 5. The Directors have declared a dividend of CAD 1,700,000 during the year ended 31 March 2008. (2007 : CAD 1,700,000)

Directors and their interests

The Directors who served during the year and to the date of the signing of these financial statements and their interests in the Company are as stated below:

	Ordinary shares	
	31Mar2008	01Apr2007
T.M. O'Carroll	-	-
C.G. Hepburn	-	-
M.J. Quayle	-	-
D.A. Harris (Alternate to T.M. O'Carroll)	-	-
D.J. Clarke	-	-
C.G. Hepburn	-	-
M.J. Lewin (Alternate to C.G. Hepburn)	-	-

Statement of the Directors' Responsibilities with regard to the Financial Statements

The Directors are responsible for preparing the financial statements in accordance with applicable law and Generally Accepted Accounting Practice in the 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 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;
- 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 Acts 1931-2004. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The Directors of a company must, in determining how amounts are presented within items in the profit and loss account and balance sheet, have regard to the substance of the reported transaction or arrangement, in accordance with generally accepted accounting principles and practice.

Auditors

A resolution proposing that KPMG Audit LLC be reappointed as auditors of the Company will be put to the Annual General Meeting.

By order of the Board:

.....
(Secretary)

For and on behalf of IFG International (Secretaries) Limited

Dated.....

ONKWAWISTA HOLDINGS LIMITED**PROFIT AND LOSS ACCOUNT**
For the year ended 31st March 2008

	Notes	<u>2008</u> CAD	<u>2007</u> CAD
INCOME			
Bank interest	1.2	175	4,323
Dividend receivable		1,700,000	1,800,000
		-----	-----
		1,700,175	1,804,323
		-----	-----
EXPENDITURE			
Professional fees		-	11,506
Bank charges and interest		351	76
Travel expenses		14,761	-
		-----	-----
		(15,112)	(11,582)
		-----	-----
PROFIT FOR THE YEAR/PERIOD		1,685,063	1,792,741
Dividend Payable		(1,700,000)	(1,700,000)
Retained (Loss) profit for the year/period		-----	-----
		(14,937)	92,741
Retained profit brought forward		92,741	-
Retained profit carried forward		-----	-----
		77,804	92,741
		=====	=====

There are no recognised gains or losses other than the profit or loss above.

The Directors consider that all results derive from continuing activities.

The notes on pages 7 and 8 form an integral part of these Financial Statements.

ONKWAWISTA HOLDINGS LIMITED**BALANCE SHEET**
as at 31st March 2008

	Notes	<u>2008</u> CAD	<u>2007</u> CAD
Fixed Assets			
Unquoted Investment	3	110	110
Current Assets			
Debtors	4	16,287,355	16,347,961
Cash at bank		101,767	4,670
		-----	-----
		16,389,122	16,352,631
Creditors: amounts falling due within one year	5	(16,311,316)	(16,259,888)
		-----	-----
Net current assets		77,806	92,743
		-----	-----
TOTAL NET ASSETS		<u>77,916</u>	<u>92,853</u>
Capital and Reserves			
Called up share capital	6	112	112
Profit and Loss account	7	77,804	92,741
		-----	-----
EQUITY SHAREHOLDERS' FUNDS		<u>77,916</u>	<u>92,853</u>

These Financial Statements were approved by the Board of Directors on the day of 2008
on its behalf by:-

.....
Director

.....
Director

The notes on pages 7 and 8 form an integral part of these Financial Statements.

ONKWAWISTA HOLDINGS LIMITED

Notes forming part of the financial statements
For the year ended 31st March 2008

1. Accounting Policies

1.1. Basis of Accounting

The financial statements are prepared under the historical cost convention and in accordance with the Isle of Man SORP. Compliance with the SORP indicates the requirements of the Financial Reporting Standard for Smaller Entities (effective January 2005) have been met, as applicable to companies registered in the Isle of Man.

1.2. Turnover

Turnover represents the total net income receivable during the year.

1.3. Foreign Currency Translation

Transactions in foreign currencies are translated at the rate of exchange prevailing at the date of the transaction. Monetary assets and liabilities are translated at the rate of exchange at the balance sheet date. Gains and losses arising on translation are taken to the Profit & Loss account.

1.4. Investments

Fixed asset investments are stated at cost less provision for permanent diminution in value.

1.5. Group Accounts

Group financial statements have not been prepared as, in the opinion of the Directors, they would be of no real value to the members and the cost would outweigh the benefit.

1.6. Expenditure

All expenses are provided for on an accruals basis.

2. Taxation

The Income Tax (Amendment) Act 2006 provides that a standard zero rate of income tax will apply to the company for 2006/07 and subsequent years of assessment. Therefore, no provision for liability to Manx income tax has been included in these financial statements.

3. Unquoted Investments

	<u>2008</u>
	Subsidiary undertakings shares CAD
Cost	
At 1st April 2007	110
Additions	-
Disposals	-

as at 31st March 2008	110

Net book values	
as at 31st March 2008	110

as at 1st April 2007	110

Holdings of 20% or more

The company holds 20% or more of the share capital of the following companies:

Company	Country of incorporation	Nature of business	Shares held class	Proportion of shares held
Subsidiary undertaking				
Onkwawista Limited	Isle of Man	Investment holding	Ordinary	100%

ONKWAWISTA HOLDINGS LIMITED

Notes forming part of the financial statements
For the year ended 31st March 2008

4. DEBTORS:	<u>2008</u>	<u>2007</u>
	CAD	CAD
Loans receivable	14,587,355	14,547,961
Income receivable	1,700,000	1,800,000
	-----	-----
	16,287,355	16,347,961
	-----	-----
The above loan is unsecured, interest free and repayable on demand.		
5. CREDITORS: amounts due within one year	<u>2008</u>	<u>2007</u>
	CAD	CAD
Unsecured loans payable	14,559,888	14,559,888
Dividend payable	1,700,000	1,700,000
Accrued expenses	51,428	-
	-----	-----
	16,311,316	16,259,888
	-----	-----
The above loan is unsecured, interest free and repayable on demand.		
6. Share Capital	<u>2008</u>	<u>2007</u>
	CAD	CAD
Authorised		
1,500 Ordinary 'A' Shares of US\$1.00 each	1,683	1,683
1,500 Ordinary 'B' Shares of US\$1.00 each	1,683	1,683
	-----	-----
	3,366	3,366
	-----	-----
Allotted, called up and fully paid		
50 Ordinary 'A' Shares of US\$1.00 each	56	56
50 Ordinary 'B' Shares of US\$1.00 each	56	56
	-----	-----
	112	112
	-----	-----
7. Reserves	Profit and loss account	Total
At 1st April 2007	92,741	92,741
Profit for the year	1,685,063	1,685,063
Dividend payable	(1,700,000)	(1,700,000)
	-----	-----
At 31st March 2008	77,804	77,804
	-----	-----
8. Profit and Loss Account		
The majority of expenses associated with maintaining the company in good statutory order are borne by a third party directly.		
9. Related Party Transactions		
During the year, the Company provided a further loan of CAD39,394 to Onkwawista Limited, a 100% subsidiary (see note 4)		
The company also incurred travel expenses of CAD14,760 which were payable to the shareholders of Onkwawista Holdings Limited		

ONKWAWISTA HOLDINGS LIMITED

Management Information Sheet For the year ended 31st March 2008

	<u>2008</u> CAD	<u>2007</u> CAD
Debtors		
Loan to Onkwawista Limited	14,587,355	14,547,961
Income receivable	1,700,000	1,800,000
	-----	-----
	16,287,355	16,347,961
	-----	-----
Creditors falling due within one year		
Loan from Tawatohnhi'saktha	14,559,888	14,559,888
Dividend payable	1,700,000	1,700,000
Accrued expenses	51,428	-
	-----	-----
	16,311,316	16,259,888
	-----	-----

This page does not form part of the statutory accounts.