IMPORTANT NOTICE
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Reports and Financial Statements

North Haven Limited

For the year ended 31 December 2009

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Contents

Expressed in United States Dollars ("US$")

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Directors' report
for the year ended 31 December 2009

The directors of North Haven Limited ("the Company") present their report and the audited financial statements for the year ended 31 December 2009.

PRINCIPAL ACTIVITIES

The principal activity of the Company is investment holding. The principal activity of its subsidiary is set out in note 8 to the financial statements. There were no significant changes in the nature of the Company's and its subsidiary's principal activity during the year.

RESULTS AND APPROPRIATIONS

The results of the Company for the year ended 31 December 2009 and the state of affairs of the Company at that date are set out in the financial statements on page 5 to 15.

The directors do not recommend the payment of a dividend.

RESERVES

Details of the movements in the reserves of the Company during the year are set out in the statement of changes in equity on page 7.

DIRECTORS

The directors of the Company who held office during the year and up to the date of this report were:

Rostron Jonathan Edward Spencer
Hill Dickson Services (London) Limited

There being no provision in the Company’s Articles of Association, all existing directors shall continue in office.

DIRECTORS' INTERESTS

At no time during the year was the Company, its holding companies, subsidiary or a fellow subsidiary a party to any arrangement to enable the directors of the Company to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

No contracts of significance to which the Company, its holding companies, subsidiary or a fellow subsidiary was a party and in which a director of the Company had a material interest, whether directly or indirectly, subsisted at the end of the year or at any time during the year.

MANAGEMENT CONTRACTS

No contracts concerning the management and administration of the whole or any substantial part of the business of the Company were entered into or existed during the year.

AUDITORS

The Company's auditors Messrs. Grant Thornton retire and, being eligible, offer themselves for re-appointment.

For and on behalf of the Board

____

Director
Hong Kong, [26 February 2010]

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Independent auditors' report

To the members of North Haven Limited
(incorporated in Hong Kong with limited liability)

We have audited the financial statements of North Haven Limited (the "Company") set out on pages 5 to 15, which comprise the statement of financial position as at 31 December 2009, the statement of comprehensive income and the statement of changes in equity for the year then ended, and a summary of significant accounting policies and other explanatory notes.

Directors' responsibility for the financial statements

The directors of the Company are responsible for the preparation and the true and fair presentation of these financial statements in accordance with Hong Kong Financial Reporting Standards issued by the Hong Kong Institute of Certified Public Accountants and the Hong Kong Companies Ordinance. This responsibility includes designing, implementing and maintaining internal control relevant to the preparation and the true and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditors' responsibility

Our responsibility is to express an opinion on these financial statements based on our audit and to report our opinion solely to you, as a body, in accordance with section 141 of the Hong Kong Companies Ordinance, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

We conducted our audit in accordance with Hong Kong Standards on Auditing issued by the Hong Kong Institute of Certified Public Accountants. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance as to whether the financial statements are free from material misstatement.

Auditors' responsibility (Continued)

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgement, 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 auditors consider internal control relevant to the entity's preparation and true 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 the directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements give a true and fair view of the state of affairs of the Company as at 31 December 2009 and of its loss for the year then ended in accordance with Hong Kong Financial Reporting Standards and have been properly prepared in accordance with the Hong Kong Companies Ordinance.

Grant Thornton
Certified Public Accountants
6th Floor, Nexxus Building
41 Connaught Road Central
Hong Kong

[26 February 2010]

Statement of comprehensive income for the year ended 31 December 2009

	Note	**2009 US$**	2008 US$
Revenue	4	**-**	-
Other operating expenses		**(13,581)**	(13,936)
Loss before income tax	5	**(13,581)**	(13,936)
Income tax expenses	7	**-**	-
Loss for the year		**(13,581)**	(13,936)

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Statement of financial position as at 31 December 2009

	Note	**2009 US$**	2008 US$
ASSETS AND LIABILITIES			
Non-current assets			
Investments in a subsidiary	8	**25,867,575**	25,867,575
Current liabilities			
Other payable and accruals		**12,209**	12,850
Due to ultimate holding company	9	**74,276**	10,795,629
Net current liabilities		**(86,485)**	(10,808,479)
NET ASSETS		**25,781,090**	15,059,096
CAPITAL AND RESERVES			
Issued capital	10	**1,000**	1,000
Reserves		**25,780,090**	15,058,096
TOTAL EQUITY		**25,781,090**	15,059,096

Director **Director**

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Statement of changes in equity for the year ended 31 December 2009

	Issued capital US$	Share premium US$	Capital contribution US$	Accumulated losses US$	Total US$
At 1 January 2008	1,000	15,321,867	-	(249,835)	15,073,032
Loss for the year	-	-	-	(13,936)	(13,936)
At 31 December 2008	1,000	15,321,867	-	(263,771)	15,059,096
Capital contribution from holding company	-	-	10,735,575	-	10,735,575
Loss for the year	-	-	-	(13,581)	(13,581)
At 31 December 2009	**1,000**	**15,321,867**	**10,735,575**	**(277,352)**	**25,781,090**

Notes to the financial statements for the year ended 31 December 2009

1. GENERAL INFORMATION

North Haven Limited (the "Company") is a limited liability company incorporated and domiciled in Hong Kong. The address of its registered office is Suite 503, St. George's Building, 2 Ice House Street, Central, Hong Kong.

The principal activity of the Company is investment holding. The principal activity of its subsidiary is set out in note 8 to the financial statements.

The financial statements for the year ended 31 December 2009 were approved for issue by the board of directors on [26 February 2010].

2. PRINCIPAL ACCOUNTING POLICIES

2.1 Basis of preparation

The financial statements on pages 5 to 15 have been prepared in accordance with Hong Kong Financial Reporting Standards ("HKFRSs"), which collective term includes all applicable individual Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards ("HKAS") and Interpretations issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA"), accounting principles generally accepted in Hong Kong and the requirements of Hong Kong Companies Ordinance.

The financial statements have been prepared in conformity with the principles applicable to a going concern. The applicability of these principles is dependent upon continued availability of adequate finance in the future in view of the excess of liabilities over assets. The ultimate holding company has undertaken to make available adequate funds to the Company as and when required to maintain the Company as a going concern.

The significant accounting policies that have been used in the preparation of these financial statements are summarized below. These policies have been consistently applied to all the years presented unless otherwise stated.

The financial statements have been prepared on the historical cost basis.

2. PRINCIPAL ACCOUNTING POLICIES (Continued)

2.2 Consolidated financial statements

No consolidated financial statements have been prepared as the Company itself as at the reporting date is a wholly-owned subsidiary of Luella Enterprises Company Limited, a company incorporated in the Republic of Cyprus and ultimately wholly-owned by Lampsa Hellenic Hotels S.A., a company incorporated in Greece and its shares are listed on the Securities Market of Athens Exchange. Lampsa Hellenic Hotels S.A. prepares consolidated financial statements that comply with International Financial Reporting Standards and the consolidated financial statements may be obtainable from www.lampsa.gr.

2.3 Subsidiaries

Subsidiaries are entities (including special purpose entities) over which the Company has the power to control the financial and operating policies so as to obtain benefits from their activities. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Company controls another entity.

Subsidiaries are carried at cost less any impairment loss unless the subsidiary is held for sale or included in a disposal group. The results of subsidiaries are accounted for by the Company on the basis of dividends received and receivable at the reporting date. All dividends whether received out of the investee's pre or post-acquisition profits are recognised in the Company's profit or loss.

2.3 Foreign currencies transactions

The financial statements are presented in United States dollars ("USD"), which is the functional and presentation currency of the Company.

Foreign currency transactions are translated into the functional currency of the individual entity using the exchange rates prevailing at the dates of the transactions. At the reporting date, monetary assets and liabilities denominated in foreign currencies are translated at the foreign exchange rates ruling at that date. Foreign exchange gains and losses resulting from the settlement of such transactions and from the reporting date retranslation of monetary assets and liabilities are recognised the profit and loss

Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing on the date when the fair value was determined and are reported as part of the fair value gain or loss. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

2.4 Financial liabilities

The Company's financial liabilities include other payable and accruals and amount due to ultimate holding company. They are included in the statement of financial position line items under current liabilities as borrowings, accrued expenses and other payables.

2. PRINCIPAL ACCOUNTING POLICIES (Continued)

2.4 Financial liabilities (Continued)

Financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. All interest related charges are recognised as an expense in finance costs in the profit or loss.

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

Where an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amount is recognised in the profit or loss.

Other payable and accruals

Other payable and accruals are recognised initially at their fair value and subsequently measured at amortised cost, using the effective interest method.

2.5 Share capital

Ordinary shares are classified as equity. Share capital is determined using the nominal value of shares that have been issued.

2.6 Impairment of non-financial assets

Investments in subsidiary are subject to impairment testing whenever there are indications that the asset's carrying amount may not be recoverable.

An impairment loss is recognized as an expense immediately for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of fair value, reflecting market conditions less costs to sell, and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessment of time value of money and the risk specific to the asset.

For the purposes of assessing impairment, where an asset does not generate cash inflows largely independent from those from other assets, the recoverable amount is determined for the smallest group of assets that generate cash inflows independently (i.e. a cash-generating unit). As a result, some assets are tested individually for impairment and some are tested at cash-generating unit level. Impairment loss is charged pro rata to the other assets in the cash generating unit.

An impairment loss is reversed if there has been a favourable change in the estimates used to determine the asset's recoverable amount and only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

2. PRINCIPAL ACCOUNTING POLICIES (Continued)

2.7 Accounting for income tax

Income tax comprises current tax and deferred tax.

Current income tax assets and/or liabilities comprise those obligations to, or claims from, fiscal authorities relating to the current or prior reporting period, that are unpaid at the reporting date. They are calculated according to the tax rates and tax laws applicable to the fiscal periods to which they relate, based on the taxable profit for the year. All changes to current tax assets or liabilities are recognized as a component of tax expense in the profit or loss.

Deferred tax is calculated using the liability method on temporary differences at the reporting date between the carrying amounts of assets and liabilities in the financial statements and their respective tax bases. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are recognized for all deductible temporary differences, tax losses available to be carried forward as well as other unused tax credits, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, unused tax losses and unused tax credits can be utilized.

Deferred tax assets and liabilities are not recognized if the temporary difference arises from goodwill or from initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither taxable nor accounting profit or loss.

Deferred tax is calculated, without discounting, at tax rates that are expected to apply in the period the liability is settled or the asset realized, provided they are enacted or substantively enacted at the reporting date.

Changes in deferred tax assets or liabilities are recognized in the profit and loss, or in equity if they relate to items that are charged or credited directly to equity.

2. PRINCIPAL ACCOUNTING POLICIES (Continued)

2.8 Related parties

For the purposes of these financial statements, a party is considered to be related to the Company if:

(i) the party has the ability, directly or indirectly through one or more intermediaries, to control the Company or exercise significant influence over the Company in making financial and operating policy decisions, or has joint control over the Company;

(ii) the Company and the party are subject to common control;

(iii) the party is an associate of the Company or a joint venture in which the Company is a venturer;

(iv) the party is a member of key management personnel of the Company or the Company's parent, or a close family member of such an individual, or is an entity under the control, joint control or significant influence of such individuals;

(v) the party is a close family member of a party referred to in (i) or is an entity under the control, joint control or significant influence of such individuals; or

(vi) the party is a post-employment benefit plan which is for the benefit of employees of the Company or of any entity that is a related party of the Company.

Close family members of an individual are those family members who may be expected to influence, or be influenced by, that individual in their dealings with the entity.

3. ADOPTION OF NEW OR AMENDED HKFRSs

In the current year, the Company has applied for the first time the following new standards, amendments and interpretations (the "new HKFRSs") issued by the HKICPA, which are relevant to and effective for the Company's financial statements for the annual period beginning on 1 January 2009:

<u>HKAS 1 (Revised 2007) Presentation of financial statements</u>

The adoption of HKAS 1 (Revised 2007) makes certain changes to the format and titles of the primary financial statements and to the presentation of some items within these statements. It also gives rise to additional disclosures. The measurement and recognition of the Company's assets, liabilities, income and expenses is unchanged. However, some items that were recognised directly in equity are now recognised in other comprehensive income, for example revaluation of property, plant and equipment. HKAS 1 affects the presentation of owner changes in equity and introduces a 'Statement of comprehensive income'. Comparatives have been restated to conform with the revised standard. The Company has applied changes to its accounting polices on presentation of financial statements and segment reporting retrospectively. However, the changes to the comparatives have not affected the statement of financial position at 1 January 2008 and accordingly this statement is not presented.

3. ADOPTION OF NEW OR AMENDED HKFRSs (Continued)

At the date of authorization of these financial statements, certain new and amended HKFRSs have been published but are not yet effective, and have not been adopted early by the Company.

The Directors anticipate that all of the pronouncements will be adopted in the Company's accounting policy for the first period beginning after the effective date of the pronouncement. Certain other new and amended HKFRSs have been issued but are not expected to have a material impact of the Company's financial statements.

4. REVENUE

The Company did not earn any revenue during the year.

5. LOSS BEFORE INCOME TAX

	2009 US$	2008 US$
This is stated after charging:		
Auditors' remuneration	**3,848**	3,850

6. DIRECTORS' EMOLUMENTS

Directors' emoluments disclosed pursuant to section 161 of the Hong Kong Companies Ordinance are as follows:

	2009 US$	2008 US$
Directors' emoluments:		
Fees	**-**	-
Other emoluments	**-**	-

7. INCOME TAX EXPENSES

Hong Kong Profits Tax has not been provided as the Company did not have any assessable profit for the year.

Reconciliation from accounting loss to tax expense at applicable tax rate is as follows:

	2009 US$	2008 US$
Loss before taxation	**(13,581)**	(13,936)
Income tax at applicable tax rate of 16.5% (2008:16.5%)	**(2,241)**	(2,230)
Non-deductible expenses	**2,241**	2,230
Tax expense for the year	**-**	-

8. INVESTMENTS IN A SUBSIDIARY

	2009 US$	2008 US$
Unlisted shares, at cost	**25,867,575**	25,867,575

Details of the Company's subsidiary as at 31 December 2009 are as follows:

Name of company	**Place of incorporation and operations**	**Type of legal entity**	**Particulars of issued and paid up capital**	**Percentage of nominal value of issued capital held by the Company directly**		**Principal activity**
				2009	2008	
Hotelijersko akcionarsko društvo »Beogradsko mešovito preduzeće« A.D., Beograd.	Serbia	Limited liability company	- 7417 ordinary shares of RSD330,890 each	94%	94%	Hotel operation
			- 750 preferred shares of RSD330,890 each	100%	100%	

The net losses of the subsidiary since acquisition not consolidated attributable to the Company are as follows:

	Current year US$	Previous years since acquisition US$	Total US$
Dealt with in the Company's financial statements	**-**	-	-
Not dealt with in the Company's financial statements	**[ ]**	(14,414,000)	[ ]

9. DUE TO HOLDING COMPANY

The amount due is unsecured, interest-free and have no fixed repayment term. The carrying amount of the amounts due represents approximately their fair value.

10. SHARE CAPITAL

	2009 US$	2008 US$
Authorized: 10,000 ordinary shares of HK$1 each	**1,282**	1,282
Issued and fully paid: 7,801 ordinary shares of HK$1 each	**1,000**	1,000

11. CAPITAL MANAGEMENT

The Company's capital management objectives are to ensure the Company's ability to continue as a going concern and provide adequate returns to shareholders. The management regularly monitors its net debts to adjusted capital and maintains optimal capital structure through adjusting the debts to reduce the cost of capital.

Management regards total equity of US$25,781,090 (2008: US$15,059,096) as capital, for capital management purpose. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may issue new shares, or sell assets to reduce debt.

The Company relies on financial support from the ultimate holding company to finance its capital requirement.

12. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company's principal financial instruments include other payables and amount due to ultimate holding company.

The risk associated with these financial instruments is liquidity risk. The management regularly monitors current and expected liquidity requirements to ensure adequate funding from its holding company to meet with its liquidity requirements. All financial liabilities were matured within one year.

13. CASH FLOW STATEMENTS

The Company did not have any bank account throughout the year and therefore no cash flow statement has been presented.