

The Twelfth Forestry Investment Plan Public
Limited Company

Reports and Financial Statements
for the year ended
31 May 2011

THE TWELFTH FORESTRY INVESTMENT PLAN PUBLIC LIMITED COMPANY

**REPORTS AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MAY 2010**

CONTENTS

PAGE

DIRECTORS AND OTHER INFORMATION	2
DIRECTORS' REPORT	3 - 4
STATEMENT OF DIRECTORS' RESPONSIBILITIES	5
INDEPENDENT AUDITOR'S REPORT	6 - 7
STATEMENT OF ACCOUNTING POLICIES	8
PROFIT AND LOSS ACCOUNT	9
BALANCE SHEET	10
CASH FLOW STATEMENT	11
NOTES TO THE FINANCIAL STATEMENTS	12 - 16

THE TWELFTH FORESTRY INVESTMENT PLAN PUBLIC LIMITED COMPANY

DIRECTORS AND OTHER INFORMATION

DIRECTORS

Paul Brosnan MA B.Sc.
Trevor McHugh B.A B.S.

COMPANY SECRETARY

Paul Brosnan MA B.Sc.

REGISTERED OFFICE

Eblana House
Eblana Avenue
Dun Laoghaire
Co. Dublin

AUDITORS

Deloitte & Touche
Chartered Accountants
Deloitte & Touche House
Earlsfort Terrace
Dublin 2

BANKERS

Ulster Bank Ireland Limited
Dun Laoghaire
Co. Dublin

SOLICITORS

Lacy Walsh
77 Strand Road
Sandymount
Dublin 4

FOREST ASSET MANAGER

I.F.S. Asset Managers Limited
Eblana House
Eblana Avenue
Dun Laoghaire
Co. Dublin

INDEPENDENT FORESTRY CONSULTANTS

Forest Enterprises Limited
Chapel Hill
Lucan
Co. Dublin

THE TWELFTH FORESTRY INVESTMENT PLAN PUBLIC LIMITED COMPANY

DIRECTORS' REPORT

The directors present their annual report, together with the audited financial statements, for the year ended 31 May 2011.

PRINCIPAL ACTIVITY AND REVIEW OF THE BUSINESS

The Twelfth Forestry Investment Plan Public Limited Company, launched in 2005, is a ten year investment fund. The main activity of the company is to manage and maintain the woodlands and forestry assets of the company. All lands have been planted in accordance with the Plan's forestry management plan.

FUTURE DEVELOPMENTS

The company holds stock of semi mature forestry, some of which has already entered its thinning cycle. The demand for bio fuels, including wood pellets and wood chip which are most relevant to the company, remains strong at present, while the directors are also cognitive of the alternative opportunities that are available to the company concerning output from all thinnings. These include the market for stake and pallet, which are timber markets that the company can supply from its forests even in early thinning operations. The directors will continue to look at all categories of timber so as to maximise the benefit of the overall forestry portfolio.

RESULTS FOR THE YEAR

	2011 €
Loss on ordinary activities before taxation	(17,411)
Taxation charge	(300)
Loss on ordinary activities after taxation	<u>(17,711)</u>

KEY PERFORMANCE INDICATORS

As the company's performance is primarily dependent on the value attributable to the biological growth of the forestry assets, the key performance indicator is largely dependent on the independent valuation placed on this forest growth. Forest growth is not recognised in the financial statements but an independent valuation showed the forest growth was €140,644 for the year (2010: €6,762) and has been calculated in accordance with standard forestry valuation procedures. Forest Growth for 2010 excludes forest growth on a site, which suffered a significant fire during 2010, on which forest growth was valued at €112,830 in 2009. In relation to the fire that occurred, industry standard insurance was in force and the insurance claim is in the process of being finalised. One of the effects of this fire is that the current year's forest growth calculation shown above must take account of the cumulative loss of prior years' growth. This has the effect of reducing the current year additional growth as reported above. For details see note 16. It should be noted that this has no impact on the rest of the company's portfolio that continues to perform well.

DIRECTORS

The directors who held office during the year are listed on page 2. Under the Articles of Association the directors are not required to retire by rotation.

BOOKS OF ACCOUNT

To ensure that proper books and accounting records are kept in accordance with Section 202, Companies' Act, 1990, the directors have employed appropriately qualified accounting personnel and have maintained appropriate computerised accounting systems. The books of account are located at the company's premises at Eblana House, Eblana Avenue, Dun Laoghaire, Co. Dublin.

THE TWELFTH FORESTRY INVESTMENT PLAN PUBLIC LIMITED COMPANY

DIRECTORS' REPORT (CONTINUED)

RISKS AND UNCERTAINTIES

The main risks of forestry investment include fire, wind damage, public liability, disease, the future market price of timber and adverse changes to existing tax advantages or grants. The directors continue to mitigate and where appropriate, under expert advice, insure against the risks faced by the company.

AUDITORS

The auditors, Deloitte & Touche, Chartered Accountants, continue in office in accordance with the provisions of Section 160(2) of the Companies Act, 1963.

Signed on behalf of the Board:

Paul Brosnan
Director

Trevor McHugh
Director

19 December 2011

THE TWELFTH FORESTRY INVESTMENT PLAN PUBLIC LIMITED COMPANY

STATEMENT OF DIRECTORS' RESPONSIBILITIES

Irish 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; and
- 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 books of account which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements are prepared in accordance with accounting standards generally accepted in Ireland and comply with Irish statute comprising the Companies Acts, 1963 to 2009. 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.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THE TWELFTH FORESTRY INVESTMENT PLAN PUBLIC LIMITED COMPANY

We have audited the financial statements of The Twelfth Forestry Investment Plan Public Limited Company for the year ended 31 May 2011 which comprise the Profit and Loss Account, the Balance Sheet, the Cash Flow Statement, the Statement of Accounting Policies and the related notes 1 to 16. These financial statements have been prepared under the accounting policies set out in the Statement of Accounting Policies.

This report is made solely to the company's members, as a body, in accordance with Section 193 of the Companies Act, 1990. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

The directors are responsible for preparing the financial statements, as set out in the Statement of Directors' Responsibilities, in accordance with applicable law and accounting standards issued by the Accounting Standards Board and published by the Institute of Chartered Accountants in Ireland (Generally Accepted Accounting Practice in Ireland).

Our responsibility, as independent auditor, is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the financial statements give a true and fair view, in accordance with Generally Accepted Accounting Practice in Ireland, and are properly prepared in accordance with Irish statute comprising the Companies Acts, 1963 to 2009. We also report to you whether in our opinion: proper books of account have been kept by the company; whether, at the balance sheet date, there exists a financial situation requiring the convening of an extraordinary general meeting of the company; and whether the information given in the Directors' Report is consistent with the financial statements. In addition, we state whether we have obtained all the information and explanations necessary for the purpose of our audit and whether the company's balance sheet and profit and loss account are in agreement with the books of account.

We also report to you if, in our opinion, any information specified by law regarding directors' remuneration and directors' transactions is not disclosed and, where practicable, include such information in our report.

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatement within it. Our responsibilities do not extend to other information.

Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we evaluated the overall adequacy of the presentation of information in the financial statements.

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**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF
THE TWELFTH FORESTRY INVESTMENT PLAN PUBLIC LIMITED COMPANY**

Opinion

In our opinion the financial statements:

- give a true and fair view, in accordance with Generally Accepted Accounting Practice in Ireland, of the state of the affairs of the company as at 31 May 2011 and of the loss for the year then ended; and
- have been properly prepared in accordance with the Companies Acts, 1963 to 2009.

We have obtained all the information and explanations we considered necessary for the purpose of our audit. In our opinion proper books of account have been kept by the company. The company's balance sheet and its profit and loss account are in agreement with the books of account.

In our opinion the information given in the Directors' Report is consistent with the financial statements.

The net assets of the company, as stated in the balance sheet, are more than half the amount of its called-up share capital and, in our opinion, on that basis there did not exist at 31 May 2011 a financial situation which, under Section 40(1) of the Companies (Amendment) Act, 1983, would require the convening of an extraordinary general meeting of the company.

Gerard Fitzpatrick
For and on behalf of Deloitte & Touche
Chartered Accountants and Registered Auditors

19 December 2011

Deloitte & Touche House
Earlsfort Terrace
Dublin 2

THE TWELFTH FORESTRY INVESTMENT PLAN PUBLIC LIMITED COMPANY

STATEMENT OF ACCOUNTING POLICIES

BASIS OF PREPARATION

The financial statements have been prepared in accordance with accounting standards generally accepted in Ireland and Irish statute comprising the Companies Acts, 1963 to 2009.

ACCOUNTING CONVENTION

The financial statements are prepared under the historical cost convention.

REVENUE RECOGNITION

Premia income receivable under Irish Government grant schemes is credited to the profit and loss account on a receivable basis.

TANGIBLE ASSETS

Tangible assets represent land and forestry costs. Land costs comprise land purchase price, stamp duty, legal and professional costs, together with forest management consultancy fees incurred in the twelve month period from date of purchase of individual sites. Forestry costs comprise afforestation costs which are fully grant aided, together with enhancement costs where appropriate.

Land and forestry costs are not depreciated.

GRANTS

Capital grants receivable under Irish Government grant schemes are recognised when received or when their receipt can be foreseen with virtual certainty.

Grants in respect of afforestation costs which have been capitalised, are treated as deferred income, and will be released to the profit and loss account when the related forests are clearfelled.

FOREST GROWTH

Forest growth is not recognised in the financial statements.

TAXATION

The charge for taxation is based on the results for the year.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date, where transactions or events have occurred at the balance sheet date that might result in an obligation to pay more, or a right to pay less tax in the future. Deferred tax assets are recognised if it is regarded as more likely than not that they will be recovered.

THE TWELFTH FORESTRY INVESTMENT PLAN PUBLIC LIMITED COMPANY

PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 MAY 2011

	<i>Notes</i>	2011 €	2010 €
INCOME	1	23,714	19,726
Administrative expenses		(42,172)	(43,345)
OPERATING LOSS		(18,458)	(23,619)
Interest receivable	2	1,047	1,150
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION	3	(17,411)	(22,469)
Tax on loss on ordinary activities	5	(300)	(1,355)
LOSS ON ORDINARY ACTIVITIES AFTER TAXATION	12	(17,711)	(23,824)

There are no recognised gains or losses other than the loss arising from continuing operations disclosed in the profit and loss account. There are no movements in the shareholders' funds other than the loss after taxation disclosed above.

The financial statements were approved by the Board of Directors on 19 December 2011 and signed on its behalf by:

Paul Brosnan
Director

Trevor McHugh
Director

THE TWELFTH FORESTRY INVESTMENT PLAN PUBLIC LIMITED COMPANY

BALANCE SHEET AS AT 31 MAY 2011

	Notes	2011 €	2010 €
FIXED ASSETS			
Tangible assets	6	2,594,260	2,547,484
CURRENT ASSETS			
Debtors	8	10,641	7,041
Cash at bank and in hand		48,147	72,100
		58,788	79,141
CREDITORS: (Amounts falling due within one year)	9	(10,906)	(8,635)
NET CURRENT ASSETS		47,882	70,506
TOTAL ASSETS LESS CURRENT LIABILITIES		2,642,142	2,617,990
DEFERRED CREDITS	10	(299,267)	(257,404)
NET ASSETS		2,342,875	2,360,586
CAPITAL AND RESERVES			
Share capital	11	13,333	13,333
Share premium account	12	2,338,545	2,338,545
Profit and loss account	12	(9,003)	8,708
SHAREHOLDERS' FUNDS	13	2,342,875	2,360,586

The financial statements were approved by the Board of Directors on 19 December 2011 and signed on its behalf by:

Paul Brosnan
Director

Trevor McHugh
Director

THE TWELFTH FORESTRY INVESTMENT PLAN PUBLIC LIMITED COMPANY

CASH FLOW STATEMENT
FOR THE YEAR ENDED 31 MAY 2011

	2011 €	2010 €
Reconciliation of operating loss to net cash (outflow)/inflow from operating activities		
Operating loss	(18,458)	(23,619)
(Increase)/decrease in debtors	(3,101)	35,957
Increase/(decrease) in creditors	2,371	(1,801)
Net cash (outflow)/inflow from operating activities	<u>(19,188)</u>	<u>10,537</u>
Net cash (outflow)/inflow from operating activities	(19,188)	10,537
Returns on investments and servicing of finance		
Interest income received	1,047	1,150
Taxation		
Corporation tax paid	(985)	(1,113)
Corporation tax refunded	86	104
Capital expenditure and financial investment		
Capital grants	41,863	63,338
Payments to acquire tangible fixed assets	(46,776)	(67,583)
(Decrease)/increase in cash in the year	<u>(23,953)</u>	<u>6,433</u>
Reconciliation of net cash flow to movement in net funds		
(Decrease)/increase in cash in the year	(23,953)	6,433
Net funds at 1 June 2010	72,100	65,667
Net funds at 31 May 2011	<u><u>48,147</u></u>	<u><u>72,100</u></u>

THE TWELFTH FORESTRY INVESTMENT PLAN PUBLIC LIMITED COMPANY

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MAY 2011

1. INCOME

Premia income is receivable on an annual basis for the first fifteen years, from date of planting, based on the species planted.

Premia income	23,514	19,726
Sporting licence	200	-
	<u>23,714</u>	<u>19,726</u>

2. INTEREST RECEIVABLE AND OTHER INCOME

	2011 €	2010 €
Deposit interest receivable	1,047	1,150
	<u>1,047</u>	<u>1,150</u>

3. LOSS ON ORDINARY ACTIVITIES
BEFORE TAXATION

	2011 €	2010 €
Loss on ordinary activities before taxation is stated after charging:		
Management charges for ongoing administration/management/valuation	33,753	34,674
Directors' remuneration	-	-
Auditor's remuneration	2,535	2,955
	<u>36,288</u>	<u>37,629</u>
Auditor's remuneration disclosure (excluding Value Added Tax):		
-Audit	2,850	2,850
-Tax advisory services	1,100	1,100
-Other assurance services	-	-
-Other non-audit services	-	-
	<u>3,950</u>	<u>3,950</u>

4. EMPLOYEES AND REMUNERATION

There were no employees during the year.

THE TWELFTH FORESTRY INVESTMENT PLAN PUBLIC LIMITED COMPANY

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MAY 2011

5. TAX ON LOSS ON ORDINARY ACTIVITIES	2011	2010
	€	€
(a) Analysis of the tax charge for the year		
The tax charge on the loss on ordinary activities for the year was as follows:		
Corporation tax on the loss for the year	312	462
Adjustment in respect of previous years	(12)	893
	<u>300</u>	<u>1,355</u>

(b) Factors affecting the tax charge for the year:

The tax assessed for the year is higher than the standard rate of corporation tax in Ireland (12.5%). The differences are explained below:

	2011	2010
	€	€
Loss on ordinary activities before taxation	(17,711)	(22,469)
Loss on ordinary activities multiplied by standard rate of tax in Ireland of 12.5 %	(2,214)	(2,808)
Effects of:		
Loss from operations of woodlands not subject to corporation tax	2,371	2,952
Surcharge on undistributed investment and other income	-	174
Interest and other income subject to a rate of tax higher than the standard rate of tax	155	144
Adjustment in respect of previous years	(12)	893
Tax charge for the year	<u>300</u>	<u>1,355</u>

(c) Factors that may affect future tax charges

Based on current taxation legislation no corporation tax or deferred tax arises on the operating loss, because of the exemption of profits from the occupation of woodlands from corporation tax.

6. TANGIBLE ASSETS	Land and Forestry
	€
Cost	
At 1 June 2010	2,547,484
Additions	46,776
At 31 May 2011	<u>2,594,260</u>
Net book values	
At 31 May 2011	<u>2,594,260</u>
At 31 May 2010	<u>2,547,484</u>

At 31 May 2011, land and forestry comprise land costs €2,296,813 (2010: €2,291,871) and afforestation costs €297,477 (2010: €255,613).

THE TWELFTH FORESTRY INVESTMENT PLAN PUBLIC LIMITED COMPANY

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MAY 2011

7. FOREST GROWTH

Forest growth during the year has been valued by Forest Enterprises Limited, an independent valuer, at €140,644 (2010: €6,762) in accordance with the standard forestry valuation technique of Discounted Cash Flows with reference to current market valuations. Total forest growth at the balance sheet date is valued at €517,699 (2010: €377,055). Forest growth for 2010 excludes forest growth on a site, which suffered a significant fire, on which forest growth was valued at €112,830 in 2009. For details see note 16. Forest growth is not included in the financial statements, which are prepared under the historical cost convention.

8. DEBTORS: (Amounts falling due within one year)	2011 €	2010 €
Trade debtors-premia income	5,535	4,644
Other debtors and prepayments	4,607	2,397
Corporation tax	499	-
	<u>10,641</u>	<u>7,041</u>

9. CREDITORS: (Amounts falling due within one year)	2011 €	2010 €
Creditors and accrued expenses	10,906	8,535
Corporation tax	-	100
	<u>10,906</u>	<u>8,635</u>

10. DEFERRED CREDITS	2011 €	2010 €
Capital (Forestry) grant:		
At 1 June 2010	257,404	194,066
Increase in year	41,863	63,338
At 31 May 2011	<u>299,267</u>	<u>257,404</u>

Forestry grants in respect of afforestation costs have been capitalised and treated as deferred credits. They will be released to the profit and loss account when the related forests are clearfelled.

Capital (Forestry) grants may be refundable in certain circumstances set out in the grant agreements.

THE TWELFTH FORESTRY INVESTMENT PLAN PUBLIC LIMITED COMPANY

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MAY 2011

11. SHARE CAPITAL		2011	2010
		€	€
	Authorised:		
	40,000 Ordinary shares of €1 each	40,000	40,000
	3,333 Redeemable Preference shares of €1 each	3,333	3,333
		<u>43,333</u>	<u>43,333</u>
	Allotted, called-up and paid:		
	40,000 Ordinary shares of €1 each (€0.25 paid)	10,000	10,000
	3,333 Redeemable Preference shares of €1 each (fully paid)	3,333	3,333
		<u>13,333</u>	<u>13,333</u>
	Unpaid		
	40,000 Ordinary shares of €1 each (€0.75 unpaid)	30,000	30,000
		<u>30,000</u>	<u>30,000</u>

Equity:

The redeemable preference shareholders do not have any right to attend or vote at Annual General Meetings.

The redeemable preference shares are the only shares entitled to participate in the growth of the forest investment and, as such, will be the only shares to rank for dividend and to participate in the distribution of any surplus arising when the forests are sold.

The company shall redeem the redeemable preference shares when the directors consider that it is in the best interest of the redeemable preference shareholders to do so. It is the intention of the company that the forests will be sold and all dividends paid ten years after the establishment of the plan at which time the redeemable share capital will be repaid.

Non-Equity:

Only ordinary shareholders have any voting rights and are entitled to attend and vote at Annual General Meetings.

Ordinary shares do not rank for dividend and will not participate in the final distribution of any surplus arising when the forests are sold.

Ordinary share capital is repayable at par when the forests are sold and the redeemable preference share capital is repaid.

12. RESERVES		Share premium	Profit and loss	Total
		€	€	€
	At 1 June 2010	2,338,545	8,708	2,347,253
	Loss for the financial year, attributable to equity shareholders	-	(17,711)	(17,711)
	At 31 May 2011	<u>2,338,545</u>	<u>(9,003)</u>	<u>2,329,542</u>

THE TWELFTH FORESTRY INVESTMENT PLAN PUBLIC LIMITED COMPANY

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MAY 2011**

13. SHAREHOLDERS' FUNDS	2011 Equity €	2011 Non-Equity €	2011 Total €	2010 Total €
Reconciliation of movements in shareholders' funds:				
Loss for the year	(17,711)	-	(17,711)	(23,824)
Opening shareholders' funds	2,350,586	10,000	2,360,586	2,384,410
Closing shareholders' funds	<u>2,332,875</u>	<u>10,000</u>	<u>2,342,875</u>	<u>2,360,586</u>

14. RELATED PARTY TRANSACTIONS

The directors of the company are also directors of I.F.S. Asset Managers Limited with which the company had the following transactions during the year:

1. €26,652 was charged to the company by I.F.S. Asset Managers Limited as forestry management charges (2010: €27,787). €4,416 is owed to I.F.S. Asset Managers Limited as at 31 May 2011 (2010: €2,230).
2. €1,000 was charged by I.F.S. Asset Managers Limited as reimbursement for design, print, postage and stationery costs (2010: €1,000). €1,000 is due to I.F.S. Asset Managers Limited at 31 May 2011 as reimbursement (2010: €800).

15. INTEREST IN SHARE CAPITAL

The directors and secretary of the company, who held office at 1 June 2010 and at 31 May 2011 had the following interests in the shares of the company:

	Number of Shares held	
	31 May 2011 No.	31 May 2010 No.
Redeemable preference shares of €1 each, fully paid:		
Paul Brosnan	1	1
Trevor McHugh	1	1
	<u> </u>	<u> </u>

The ordinary share capital of the company is held by I.F.S. Asset Managers Limited, which is controlled by the directors of the company.

16. CONTINGENT ASSET

During the year there was a significant fire on a semi mature site owned by the company. The directors have been advised by an independent valuer that the best course of action would be to clear-fell the site and replant. The company has claimed from its insurers on this basis and is in negotiations with the insurers to arrive at a final settlement. On 21 October 2011 the company received €400,000 from the insurers by way of an initial instalment and the directors believe a final and complete settlement is attainable within the next six months. Due to the unique nature of the fire damage caused the directors cannot, with any reasonable accuracy, estimate a final settlement figure until all salvaged timber has been sold and associated values have been agreed with the insurers. This operation is ongoing. Accordingly, no contingent gain has been taken in these financial statements for any insurance receivable as associated costs have yet to be confirmed. The directors have reviewed the carrying amount of the site in its current condition, and are of the opinion that the value of site including insurance claim less replanting costs is not less than historic cost and accordingly no impairment is required.