LONGSHIPS PLC ANNUAL REPORT FOR THE PERIOD ENDED 31st DECEMBER 2008

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OFFICERS AND PROFESSIONAL ADVISERS

Directors Craig LB Niven

Charles Cannon-Brookes Nathan A Steinberg

Company secretary Charles Cannon-Brookes

Registered office 18 Pall Mall

London SW1Y 5LU

Auditors F. W. Smith, Riches & Co.

18 Pall Mall London SW1Y 5LU

Bankers Bank of Scotland

3rd Floor, 24 Hills Road

Cambridge CB2 1JW

CHAIRMAN'S STATEMENT FOR THE PERIOD ENDED 31ST DECEMBER 2008

Dear Shareholder,

I am pleased to present my first Chairman's report covering the period from the Company's incorporation to 31st December 2008. During the period under review, the Company reported a profit of £2,765 and as at 31st December 2008 had liquid cash balances of £3,355,556 (30th June 2008: £3,341,204). Various investment propositions were reviewed over the period and, although none as yet have met the Board's investment criteria, the search continues for a suitable opportunity. I look forward to updating shareholders on progress in due course.

Craig Niven Chairman

11th May 2009

REPORT OF THE DIRECTORS FOR THE PERIOD ENDED 31st DECEMBER 2008

The Directors are pleased to present their annual report and financial statements of Longships plc for the period ended 31st December 2008.

Principal activity

The principal activity of the Company is to invest in strategic and/or special situations of unquoted companies or businesses that are seeking a public quotation.

Key events

The Company was incorporated on 20th December 2007, and successfully floated on the AIM market of the London Stock Exchange on 21st April 2008. Other key events during the past period and since period end are referred to in the Chairman's statement.

Results and dividends

The revenue of the Company during the period was £Nil. The profit after taxation was £2,765. The Directors do not recommend the payment of a dividend.

Future developments

The future developments of the Company are set out in the Chairman's statement.

Key performance indicators

The key performance indicators for the Company are both the identification of a suitable investment opportunity within its stated investment mandate and to adopt a sensible cash utilisation and management strategy until the successful closing of such a transaction.

Substantial shareholdings

As at 30th April 2009, the Directors had been notified of the following holdings representing three per cent or more of the issued share capital of the Company:

| | Ordinary shares | % |
|---|-----------------|-------|
| Arlington Special Situations Fund Limited | 6,550,002 | 28.38 |
| Nidham Holdings Limited | 4,035,000 | 17.48 |
| Aran Asset Management SA | 3,450,000 | 14.95 |
| Range Global Fund Limited | 2,200,000 | 9.53 |
| Path Property Limited | 1,250,000 | 5.42 |
| Wentworth Enterprises Limited | 1,250,000 | 5.42 |
| Affaires Financieres S.A. | 750,000 | 3.25 |

Directors

The Directors of the Company during the period were:

Craig LB Niven (Chairman) (appointed 20th December 2007) Charles Cannon-Brookes (appointed 20th December 2007) Nathan Steinberg (appointed 3rd March 2008)

On 20th December 2007, Company Directors Limited and Temple Secretaries Limited were appointed as Directors and resigned as Directors of the Company.

Director's interests

The table below sets out the interests of the Directors in the Company's shares at 31st December 2008. There have been no changes in the Director's interests in the shares of the Company since 31st December 2008:

| | Ordinary snares | % |
|------------------------|-----------------|------|
| Craig LB Niven | * 400,000 | 1.73 |
| Charles Cannon-Brookes | 400,000 | 1.73 |
| Nathan Steinberg | 100,000 | 0.43 |

^{* 400,000} ordinary shares are registered in the name of Craig Niven and Rowanmoor Trustees Limited as trustee for Needles Fairway SSAS for the benefit of Craig Niven.

REPORT OF THE DIRECTORS FOR THE PERIOD ENDED 31ST DECEMBER 2008 (continued)

Directors (continued)

| | Share Options | Exercise price | Expiry |
|------------------------|---------------|----------------|------------|
| Craig LB Niven | 500,000 | 20p | 15/04/2015 |
| Charles Cannon-Brookes | 500,000 | 20p | 15/04/2015 |

Employees

Currently the Company has no permanent employees other than its Directors.

Financial risk management

The Company's financial instruments comprise cash and cash equivalents. The main risks arising from the Company's financial instruments are interest rate risk, credit risk, liquidity risk and foreign currency risk.

Interest rate and credit risk – the principal asset of the Company is its cash deposits. The principal focus of the Directors has been to minimise any credit risk in relation to its cash deposits even at the expense of interest income received.

Liquidity risk – the Board's policy is to ensure that sufficient funds are held on a short term basis at all times in order to meet the Company's operational needs without the need to use an overdraft facility.

Foreign currency risk - the Company's functional currency is sterling and all of its assets are held in this currency.

Payment of creditors

The Company does not follow a specific payment code but has a policy to pay its suppliers in accordance with the specific terms agreed with each supplier. Trade creditors at the period end amounted to 15 days of average purchases.

Going concern

The Directors have a reasonable expectation that the Company has adequate resources to continue its operational existence for the foreseeable future. For this reason they have adopted the going concern basis in preparing the financial statements.

Corporate governance

Although it is not a requirement for AIM-listed companies, the Company seeks, within the practical confines of a smaller company, to act in compliance with the principles of good governance and the code of best practice as set out in the Combined Code on Corporate Governance. The Audit Committee and the Remuneration Committee are chaired by Non-executive Directors. The whole Board acts as a Nomination Committee.

Statement of Directors' responsibilities

The Directors are responsible for preparing the annual report and the financial statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have elected to prepare the Company financial statements in accordance with International Financial Reporting Standards as adopted by the European Union. The financial statements are required to give a true and fair view of the state of affairs of the Company and of its profit or loss for that period. In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments 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 accounting records that disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 1985. 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.

REPORT OF THE DIRECTORS FOR THE PERIOD ENDED 31ST DECEMBER 2008 (continued)

Statement of Directors' responsibilities (continued)

The Directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website. Legislation in the United Kingdom governing the preparation and dissemination of the financial statements and other information included in annual reports may differ from legislation in other jurisdictions.

Disclosure of information to auditors

The Directors who held office at the date of approval of this Directors' Report each confirm that, so far as they are aware, there is no relevant audit information of which the Company's auditors are unaware; and each Director has taken all the steps that he ought to have taken as a Director to make himself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

Annual General Meeting

Notice of forthcoming Annual General Meeting of the Company together with resolutions relating to the Company's ordinary business will be given to the members separately.

On behalf of the Board

Charles Cannon-Brookes Director

11th May 2009

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF LONGSHIPS PLC

We have audited the financial statements of Longships Plc for the period ended 31st December 2008 which comprise the income statement, the balance sheet, the cash flow statement, the statement of changes in net equity and the related notes. These financial statements have been prepared under the accounting policies set out therein.

This report is made solely to the Company's members, as a body, in accordance with section 235 of the Companies Act 1985. 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 auditors' 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' responsibilities for preparing the Annual Report and the financial statements in accordance with applicable law and International Financial Reporting Standards ("IFRSs"), as adopted by the European Union, are set out in the Statement of Directors' responsibilities.

Our responsibility 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 and have been properly prepared in accordance with the Companies Act 1985. We also report to you whether, in our opinion, the information given in the Report of the Directors is consistent with the financial statements. The information in the Report of the Directors includes that specific information presented in the Chairman's statement that is cross referenced from the Report of the Directors.

In addition we report to you if, in our opinion, the Company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding Directors' remuneration and other transactions is not disclosed.

We read other information contained in the Annual Report, and consider whether it is consistent with the audited financial statements. This other information comprises only the Report of the Directors and the Chairman's statement. We consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements. Our responsibilities do not extend to any 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 judgments 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 also evaluated the overall adequacy of the presentation of information in the financial statements.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF LONGSHIPS PLC (continued)

OPINION

In our opinion:

• the financial statements give a true and fair view, in accordance with IFRSs as adopted by the European Union, of the state of the company's affairs as at 31st December 2008 and of its profit for the period then ended;

- the financial statements have been properly prepared in accordance with the Companies Act 1985; and
- the information given in the Report of the Directors is consistent with the financial statements.

F. W. Smith, Riches & Co. London

11th May 2009

INCOME STATEMENT FOR THE PERIOD ENDED 31st DECEMBER 2008

| | Notes | 2008 |
|--|-------|----------------------|
| | | £ |
| NET TRADING INCOME | | |
| Share based payment charge Other operating expenses | | (21,588) (78,999) |
| Total operating expenses | | (100,587) |
| OPERATING LOSS | | (100,587) |
| Finance income | | 109,729 |
| PROFIT BEFORE TAXATION | | 9,142 |
| Taxation | 5 | 6,377 |
| PROFIT FOR THE PERIOD | | 2,765 |
| Earnings per share (pence) – basic and fully diluted | 6 | 0.02p |

All of the activities of the Company are classed as continuing.

BALANCE SHEET AS AT 31st DECEMBER 2008

| | | 2008 |
|--|-------|--------------------|
| | Notes | £ |
| CURRENT ASSETS Trade and other receivables Cash and cash equivalents | 7 | 9,083 3,355,556 |
| CURRENT LIABILITIES | | 3,364,639 |
| Trade and other payables | 8 | (22,524) |
| NET CURRENT ASSETS | | 3,342,115 |
| NET ASSETS | | 3,342,115 |
| EQUITY ATTRIBUTABLE TO EQUITY HOLDERS OF THE COMPANY | | |
| Share capital | 9 | 230,800 |
| Share premium account | | 3,086,962 |
| Share based payment reserve | | 21,588 |
| Retained earnings | | 2,765 |
| TOTAL EQUITY | | 3,342,115 |

The financial statements were approved and authorised for issue by the directors on 11th May 2009 and were signed on their behalf by:

Craig Niven Director

CASH FLOW STATEMENT FOR THE PERIOD ENDED 31st DECEMBER 2008

| | | 2008 |
|---|-------|-----------|
| | Notes | £ |
| Net cash outflow from operating activities | 10 | (71,935) |
| Cash flows from investing activities Interest received | | 109,729 |
| Cash flows from financing activities Net proceeds from issue of share capital | | 3,317,762 |
| Net increase in cash and cash equivalents | | 3,355,556 |
| Cash and cash equivalents at beginning of period | | - |
| Cash and cash equivalents at end of period | | 3,355,556 |
| | | |

STATEMENT OF CHANGES IN NET EQUITY FOR THE PERIOD ENDED 31st DECEMBER 2008

| | Share capital | Share premium | Share based payment reserve | Retained earnings | Total |
|-----------------------------------|------------------|------------------|--------------------------------------|-------------------|-----------|
| | £ | £ | £ | £ | £ |
| At 20 th December 2007 | _ | - | _ | - | _ |
| Shares issued for cash | 230,800 | 3,173,200 | - | - | 3,404,000 |
| Profit for period | · - | - | - | 2,765 | 2,765 |
| Share issue costs | - | (86,238) | - | - | (86,238) |
| Share-based payments | - | - | 21,588 | - | 21,588 |
| At 31st December 2008 | 230,800 | 3,086,962 | 21,588 | 2,765 | 3,342,115 |

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31st DECEMBER 2008

1. GENERAL

The Company was incorporated on 20th December 2007 as a public limited company, incorporated and domiciled in England and Wales. These financial statements are the first to be prepared by the Company, and cover the period from incorporation to 31st December 2008. As this is the first accounting period of the Company, there are no comparative figures to be presented.

2. ACCOUNTING POLICIES

Basis of preparation

The financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRSs") as adopted by the European Union and as issued by the International Accounting Standards Board.

Trading income

Trading income is recognised to the extent that it is probable that economic benefit will flow to the Company and the trading income can be reliably measured.

Cash and cash equivalents

Cash and cash equivalents are defined as cash in hand, demand deposits and short-term, highly liquid investments which are readily convertible to known amounts of cash, subject to insignificant risk of changes in value, and have a maturity of less than 3 months from the date of acquisition.

For the purposes of the cash flow statement, cash and cash equivalents consist of cash in hand and bank deposits.

Taxation

The tax currently payable is based on the taxable profit for the period. Taxable profit differs from net profit as reported in the income statement because it excludes items of income or expense that are taxable or deductible in other periods and it further excludes items that are never taxable or deductible. The Company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the balance sheet date.

Deferred taxation

Deferred income tax is provided for using the liability method on temporary timing differences at the balance sheet date between tax basis of assets and liabilities and their carrying amounts for financial reporting purposes. Deferred tax liabilities are recognised in full for all temporary differences. Deferred tax assets are recognised for all deductible temporary differences carried forward of unused tax credits and unused tax losses to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and carry-forward of unused tax credits and unused losses can be utilised.

The carrying amount of deferred income tax assets is assessed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised. Unrecognised deferred income tax assets are reassessed at each balance sheet date and are recognised to the extent that is probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realised or the liability settled, based on tax rates that have been enacted or substantively enacted at the balance sheet date.

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31st DECEMBER 2008 (continued)

2. ACCOUNTING POLICIES (continued)

Share-based payments

Certain Directors of the Company receive remuneration in the form of share-based payment transactions (equity-settled transactions).

The cost of equity-settled transactions is determined with reference to the fair value at the date on which they were granted. The fair value is determined by using the Black-Scholes option pricing model.

The cost of equity-settled transactions is recognised, together with a corresponding increase in equity, over the period in which the service conditions are fulfilled, ending on the date on which the relevant employees become fully entitled to the award ("the vesting date"). The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Company's best estimate of the number of equity instruments that will ultimately vest. The income statement charge or credit for a period represents the movement in cumulative expense recognised as at the beginning and end of that period.

The dilutive effect of the outstanding options is reflected as additional dilution in the computation of earnings per share.

Financial instruments

Financial assets and financial liabilities are recognised on the Company's balance sheet when the Company becomes a contractual party to the instrument.

Trade receivables

Trade receivables are recognised initially at their fair value which equates to their nominal value as reduced by appropriate provision for irrecoverable amounts and subsequently at amortised cost.

Trade payables

Trade payables are recognised initially at their fair value and subsequently at amortised cost.

Accounting judgements and key sources of estimation uncertainty

The preparation of financial statements in accordance with IFRSs requires management to make estimates and assumptions in certain circumstances that affect reported amounts. The most sensitive estimate affecting the financial statements is the area of share based payments. Actual outcomes may therefore differ from these estimates and assumptions.

In determining the fair value of equity settled share based payments and the related charge to the income statement, the Company makes assumptions about future events and market conditions. In particular, judgment must be made as to the likely number of shares that will vest and the fair value of each award granted. The fair value is determined using a valuation model which is dependent on further estimates including the Company's future dividend policy, employee turnover, the timing of the exercise of options and the future volatility in the price of the Company's shares. Such assumptions are based on publicly available information and reflect market expectations. Different assumptions from those used (which are disclosed in note 9) could materially affect the reported value of share based payments. The Company has recognised a corresponding increase in equity in accordance with IFRS 2: Share based payments by crediting "Share based payment reserve" (a component of equity) for the issue of shares in connection with the share options.

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31st DECEMBER 2008 (continued)

2. ACCOUNTING POLICIES (continued)

Standards and interpretations issued but not yet effective

The Company has not early adopted the following new and amended IAS, IFRS and IFRIC Interpretations issued. The relevant new and amended IAS, IFRS and IFRIC Interpretations will be adopted when they become effective.

• IFRS 3 (Revised): Business combinations

• IAS 1 (Revised): Presentation of financial statements

• IAS 23: Borrowing costs

IFRIC 11/IFRS 2: Group and treasury share transactions
 IFRIC 12: Service concession arrangements
 IFRIC 13: Customer loyalty programs

• IFRIC 14/IAS 19: The limit on a defined benefit asset, minimum funding requirements and their interaction

The directors anticipate that the adoption of these Standards and Interpretations in future periods will have no material impact on the financial statements of the Company in its current form.

3. AUDITORS' REMUNERATION

| | 2008 £ |
|---|-----------|
| Services provided by the Company's auditors: | |
| Fees payable to the company's auditors for the audit of the | |
| company's financial statements | 10,000 |
| Fees payable to the company's auditors for other services: | |
| - Other services pursuant to legislation | 4,113 |
| - Corporate finance services | 9,400 |
| | |

Corporate finance fees relate to the share placing on the AIM market in April 2008 and have been included in the share issue costs charged to the share premium account.

4. PARTICULARS OF EMPLOYEES

The average number of employees of the company in the period was:

| | 2008 |
|--|--------|
| | Number |
| Directors | 3 |
| The directors' aggregate emoluments in respect of qualifying | £ |
| services were: Salary and short-term employment benefits | 15,875 |

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31st DECEMBER 2008 (continued)

5. INCOME TAX EXPENSE

| (: | a) | Analysi | s of | charge | in | the | period |
|----|----|-----------------|------|----------|----|------|--------|
| ٠, | ч, | I AII CLI, y DI | D OI | CHAIL SC | | ULLE | periou |

| | 2008 £ |
|--|-----------|
| Current tax: | |
| UK corporation tax based on the results for the period at 20.75% | 6,377 |
| Total current tax | 6,377 |

(b) Factors affecting the tax charge for the period

The tax assessed for the period does not reflect an expense equivalent to the profit before tax multiplied by the standard rate of corporation tax of 20.75%.

| 1 | 2008 £ |
|--|-----------|
| Profit before tax | 9,142 |
| Profit before tax multiplied by the standard rate of corporation tax Effects of: | 1,897 |
| Share options timing differences | 4,480 |
| Current tax for the period | 6,377 |

6. EARNINGS PER SHARE

The calculation of earnings per share is based on the profit of £2,765 and on the number of shares in issue, being the weighted average number of shares in issue during the period of 16,641,695 ordinary £0.01 shares. There is no dilutive effect of share options on the basic earnings per share, as the option exercise prices are higher than the average market price in the period.

7. TRADE AND OTHER RECEIVABLES

| | 2008 £ |
|-------------|-----------|
| Prepayments | 9,083 |

The Directors consider that the carrying value of each class of receivable approximates its fair value.

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31st DECEMBER 2008 (continued)

8. TRADE AND OTHER PAYABLES

| | 2008 |
|---------------------|--------|
| | £ |
| Trade payables | 6,147 |
| Current tax payable | 6,377 |
| Accrued expenses | 10,000 |
| | 22,524 |
| | |

9. SHARE CAPITAL

Share options

The Company granted and issued share options over ordinary shares in the Company as follows:

| | | | | Final exercisable date |
|----------------|-------------------|----------------|------------------|------------------------|
| Date granted | Parties | Exercise price | Number of shares | |
| 21/04/08 | C Cannon-Brookes | 20p | 500,000 | 21/04/15 |
| 21/04/08 | C Niven | 20p | 500,000 | 21/04/15 |
| | | | 1 000 000 | |
| | | | 1,000,000 | |
| Options outsta | nding at 20/12/07 | | - | |
| Options outsta | nding at 31/12/08 | | 1,000,000 | |
| | | | | |

The fair value of equity settle share options granted is estimated as at the date of grant using a Black-Scholes option pricing model, taking into account the terms and conditions upon which the options were granted. The following table lists the inputs into the model used for the period ended 31st December 2008:

2008

| | 2000 |
|---|--------|
| Dividend yield on underlying shares | 0% |
| Risk free rate | 4% |
| Expected volatility | 22.36% |
| Average time to expiry | 1 year |
| Weighted average share price of options | 20p |
| | |

The expected life of the options is based on an estimate and is not necessarily indicative of exercise patterns that may occur. The expected volatility reflects the assumption that the historical volatility is indicative of future trends, which may also not be the actual outcome.

Authorised share capital:

| | 2008 £ |
|---|------------------|
| 100,000,000 Ordinary shares of £0.01 each | <u>1,000,000</u> |
| Allotted, called up and fully paid: | 2008 £ |
| 23,080,002 Ordinary shares of £0.01 each | 230,800 |

On 20th December 2007, 2 subscriber shares were issued, on 28th February 2008, 8,080,000 shares were issued at 5 pence per share and on 21st April 2008, 15,000,000 shares were issued on floatation at 20 pence per share.

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31st DECEMBER 2008 (continued)

10. CASH FLOWS FROM OPERATING ACTIVITIES

| | 2008 |
|---|-----------|
| | £ |
| Profit before taxation Adjustments for: | 9,142 |
| Interest income | (109,729) |
| Equity-settled share options | 21,588 |
| | (78,999) |
| Increase in receivables | (9,083) |
| Increase in payables | 16,147 |
| Net cash from operating activities | (71,935) |
| | |