Registered number 393180

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED **31 DECEMBER 2006**

COMPANIES HOUSE

COMPANY INFORMATION

DIRECTORS

R D Oppenheimer D J Paul

MV Farrant

SECRETARY

A L Bentley

COMPANY NUMBER

383180

REGISTERED OFFICE

Level 27 CityPoint 1 Ropemaker Street London EC2Y 9ST

ACCOUNTANTS

Norton Lewis & Co (Chartered Accountants) 246/248 Great Portland Street London W1W 5JL

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DIRECTORS' REPORT For the year ended 31 December 2006

The Directors present their report and the financial statements of the Company for the year ended 31 December 2006

ACTIVITIES AND FINANCIAL RESULT

The Company did not trade during the year

DIRECTORS

The Directors who held office during year were as follows

R D Oppenheimer

D J Paul

Mv Farrant

Appointed

2 November 2006

H Ferretti

Resigned

24 January 2006

P Parker

Resigned

1 March 2006

The Directors do not hold any shares in the Company The interests of Directors in the shares of the ultimate holding company are disclosed in the Financial Statements of that Company except for

> Ordinary Shares 2005

2006

MV Faccount p

2,028

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The Directors are responsible for preparing the annual report and financial statements in accordance with applicable law and United Kingdom Generally Accepted Accounting Practice

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 these financial statements, the director is required to

- select suitable accounting policies and then apply them consistently,
- make judgements and estimates that are reasonable and prudent,
- 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

The report of the directors has been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies

By order-of the Board of Directors

ALBENT Secretary

18 April 2007

ACCOUNTANTS' REPORT TO THE DIRECTORS ON THE UNAUDITED ACCOUNTS

In accordance with the engagement letter and in order to assist you to fulfill your duties under the Companies Act 1985, we have compiled the financial statements of the company which comprise the Balance Sheet and the related notes from the accounting records and information and explanations you have given us

The report is made to the company's directors in accordance with the terms of our engagement. Our work has been undertaken so that we might compile the financial statements that we have been engaged to compile, report to the company's directors that we have done so, and state those matters that we have agreed to state to them in this 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 directors for our work or for this report.

We have carried out this engagement in compliance with technical and ethical guidance issued and laid down by the Institute of Chartered Accountants in England and Wales relating to members undertaking the compilation of financial statements

You have acknowledged your duty to ensure that the company has kept proper accounting records and to prepare financial statements that give a true and fair view under the Companies Act 1985. You consider that the company is exempt from the statutory requirement for an audit for the year.

We have not been instructed to carry out an audit of the financial statements for the year ended 31 December 2006. For this reason, we have not verified the accuracy or completeness of the accounting records or information and explanations you have given to us and we do not, therefore, express any opinion on the financial statements.

NORTON LEWIS & CO (Chartered Accountants)

246/248 Great Portland Street

London W1W 5JL

18 April 2007

BALANCE SHEET As at 31 December 2006

	Notes	2006	2005
CURRENT ASSETS		£	£
Debtors	2	538,303	538,303

TOTAL ASSETS LESS CURRENT LIABILITIES		538,303	538,303
CREDITORS Amounts falling due After more than one year	3	500,000	500,000
NET ASSETS		38,303 ======	38,303
CAPITAL AND RESERVES			
Called up share capital Profit and loss account	4	1,000 37,303	1,000 37,303
SHAREHOLDERS' FUNDS		38,303	38,303
		=======	======

The directors consider that the company is entitled to exemption from the requirement to have an audit under the provisions of section 249A(1) of the Companies Act 1985 and members have not required the company to obtain an audit to its accounts for the year in question in accordance with section 249B(2) of the Act. The directors acknowledge their responsibilities for ensuring that the company keeps accounting records which comply with section 221 of the Act and for preparing financial statements which give a true and fair view of the state of affairs of the company at 31 December 2006 and of its profit for the year then ended in accordance with the requirements of section 226 of the Act and which otherwise comply with the requirements of the Companies Act 1985 relating to the financial statements so far as applicable to the company

The financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies and in accordance with the Financial Reporting Standard for Smaller Entities (effective January 2005)

The financial statements were approved and authorised for issue by the board and were signed on its behalf of 18 April 2007

D J PAUL
Director 1

The notes on page 4 form part of these financial statements

NOTES TO THE FINANCIAL STATEMENTS For the year ended 31 December 2006

1. ACCOUNTING POLICIES

Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards. The Directors consider it appropriate to prepare the financial statements on a going concern basis.

2.	DEBTORS	2006 £	2005 £
	Amounts owed by group companies	£538,303 =====	£538,303 ======
3	CREDITORS AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR		
	Amounts owed to group companies	£500,000	£500,000

Stemcor Limited has granted the company an unsecured interest free loan which is repayable not later than 31 December 2011

4. CALLED UP SHARE CAPITAL

	×=====	=====
Allotted, issued and fully paid 1,000 ordinary shares of £1 each	£1,000	£1,000
Authorised 1,000 ordinary shares of £1 each	£1,000 =====	£1,000

5 ULTIMATE HOLDING COMPANY

The ultimate holding company is Stemcor Holdings Limited which is incorporated and registered in England and Wales Copies of their financial statements can be obtained from Companies House, Crown Way, Cardiff CF4 3UZ