

W H HOWSON LIMITED**PROFIT AND LOSS ACCOUNT**
FOR THE YEAR ENDED 31 DECEMBER 2005

The Company did not trade during the year, or during the preceding year, and all expenses have been borne by the parent Company. The Company did not receive any income or incur any expenditure and consequently has made neither profit nor loss.

BALANCE SHEET AS AT 31 DECEMBER 2005

	<u>note</u>	<u>2005</u> (£)	<u>2004</u> (£)
<u>CURRENT ASSETS</u>			
Debtors (Falling due within one year)			
Amounts owed by parent undertaking	2	<u>1,300</u>	<u>1,300</u>
NETT ASSETS		<u>1,300</u>	<u>1,300</u>
<u>CAPITAL</u>			
Called up Share Capital:			
Issued and fully paid up shares of £1 each	3	<u>1,300</u>	<u>1,300</u>
		<u>1,300</u>	<u>1,300</u>

For the year ended 31 December 2005 the Company was entitled to exemption from audit under section 249AA(1) of the Companies Act 1985. No members have required the Company to obtain an audit of its accounts for the year in question in accordance with section 249B(2).

The directors acknowledge their responsibility for:

- Ensuring that the Company keeps accounting records which comply with section 221 of Companies Act 1985;
- Preparing accounts which give a true and fair view of the state of affairs of the Company as at the end of its financial year, and of its profit and loss for the financial year in accordance with section 226 of Companies Act 1985, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the Company.

These financial statements were approved by the Board of Directors on 16 January 2006, and signed on its behalf by :

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Director

The notes on page 2 form part of these financial statements.

W H HOWSON LIMITED

1. Principal Accounting Policies

Basis of Accounting

These financial statements have been prepared on the historical cost basis and in accordance with applicable accounting standards.

2. Debtors

The amount stated represents a loan to the Company's parent undertaking and is repayable upon demand.

3. Share Capital

	<u>2005</u> (£)	<u>2004</u> (£)
Authorised:		
2,000 ordinary shares of £1	2,000	2,000
Issued and fully paid		
1,300 ordinary Shares of £1	1,300	1,300

4. Elective Resolutions

Elective Resolutions are in force which dispense with the obligations of (a) laying the accounts before the Company in general meeting; and (b) holding Annual General Meetings.

5. Ultimate Parent Company

The Company's ultimate parent company is Rolls-Royce Group Plc which is incorporated in Great Britain and registered in England and Wales.