

WOODS AIR CONTROL LIMITED

(Registered Number: 701040)

Report and Financial Statements

Year ended 31 December 2008



WOODS AIR CONTROL LIMITED

Directors' Report

The Directors present their Report and the Balance Sheet of the Company for the year ended 31 December 2008.

1. ACTIVITIES AND RESULTS

The Company has not traded during the year; consequently there is no profit or loss. (Year ended 31 December 2007: £ Nil.)

2. ULTIMATE HOLDING COMPANY

The Company's immediate parent company is Woods Fan Technology Limited, a company registered in England and Wales No. 240641, which is 100% owned by Fläkt Woods Limited, a company registered in England and Wales No. 233771.

The Company's ultimate parent company is Stromboli Investissements SAS ("Stromboli"), a company registered in France and having its registered office at 23, rue de Roule, Paris, 75001, France. Stromboli produces and files consolidated financial statements in France. Copies of these may be obtained from the registered office of Stromboli. No other company within the Stromboli Group produces financial statements which consolidate those of the Company.

As its ultimate parent company has prepared and will file consolidated financial statements in another member state of the European Union, the Company is exempt from the requirement under the Companies Act 1985 to prepare and deliver its own consolidated financial statements to the Registrar of Companies in England and Wales. Details of where the Stromboli Group consolidated financial statements can be obtained are provided above.

Stromboli is under the joint control of the Sagard Funds and Barclays Private Equity, each owning 41% of the issued ordinary shares.

3. DIRECTORS

The membership of the Board during the year was:-

Mr S A Mirrington

Mr S G Carr (resigned 15 February 2008)

Mr A Falaguerra (appointed 15 February 2008)

4. **DIRECTORS' INTERESTS**

According to the register kept by the Company under Section 325 of the Companies Act 1985, none of the Directors holding office at the end of the year had any interests in the shares of the Company, or of any other related Company, which require to be disclosed under the provisions of the Companies Act 1985.

Approved by the Board of Directors
and signed on behalf of the Board



S A MIRRINGTON
Secretary

Axial Way
Colchester, CO4 5ZD

26th June 2009

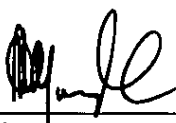
WOODS AIR CONTROL LIMITED

Balance Sheet as at 31 December 2008

	31 December <u>2008</u> £	31 December <u>2007</u> £
<u>Current Assets</u>		
<u>Debtors: amounts falling due within one year</u>		
Amount(s) owed by group undertakings	3,892	3,892
Total Assets	<u>3,892</u>	<u>3,892</u>
 <u>Capital and Reserves</u>		
<u>Called up share capital</u>		
Ordinary shares of £1 each allotted and fully paid (authorised share capital: £1,000)	900	900
<u>Revenue Reserves</u>	<u>2,992</u>	<u>2,992</u>
Equity Shareholder's Interest	<u>3,892</u>	<u>3,892</u>

Approved by the Board of Directors on 26th June 2009

Signed on behalf of the Board by

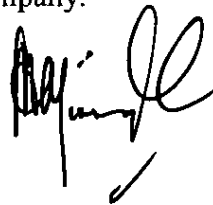


Director

WOODS AIR CONTROL LIMITED

Financial Statements for the Year Ended 31 December 2008

- (a) For the year ended 31 December 2008 the company was entitled to exemption under section 249AA(1) of the Companies Act 1985.
- (b) Members have not required the company to obtain an audit in accordance with section 249B(2) of the Companies Act 1985.
- (c) The directors acknowledge their responsibility for:-
 - (i) ensuring the company keeps accounting records which comply with section 221 of the Companies Act 1985, and
 - (ii) 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 the Companies Act 1985, and which otherwise comply with the requirements of the Companies Act 1985 relating to accounts, so far as applicable to the company.

A handwritten signature in black ink, appearing to be 'M. J. [unclear]', is written over the bottom right of the text area.