GDS INSTRUMENTS LIMITED DIRECTORS' REPORT AND UNAUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 AUGUST 2005

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COMPANIES HOUSE 28/06/2006

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DIRECTORS' REPORT FOR THE YEAR ENDED 31 AUGUST 2005

The directors present their report and financial statements for the year ended 31 August 2005.

Principal Activities

The company has not traded during the year.

The company's name was changed from Geotechnical Digital Systems Limited to GDS Instruments Limited on 24 January 2005.

Directors

The following directors have held office since 1 September 2004:

BK Menzies

P Hooker

Directors' interests in group companies are disclosed in the accounts of the holding company.

In the preparation of the directors' report advantage has been taken of the special exemptions applicable to small companies conferred by Part II of Schedule 8 to the Companies Act 1985.

By order of the Board

P Hooker

Director

1 June 2006

BALANCE SHEET AS AT 31 AUGUST 2005

| | | 2005 | | 200 | 4 |
|--|-------|--------------|-------|-------|-------|
| | Notes | £ | £ | £ | £ |
| Current Assets | | | | | |
| Debtors | 2 | 8,436 | | 8,436 | |
| Total Assets Less Current Liabilities | | | 8,436 | | 8,436 |
| Capital and Reserves | | | | | |
| Called up share capital | 3 | | 100 | | 100 |
| Profit and loss account | 4 | | 8,336 | | 8,336 |
| Shareholders' Funds - equity interests | 5 | - | 8,436 | | 8,436 |

In preparing these financial statements:

- (a) The directors are of the opinion that the company is entitled to the exemption from audit conferred by Section 249A(1) of the Companies Act 1985;
- (b) No notice has been deposited under Section 249B(2) of the Companies Act 1985, and
- (c) The directors acknowledge their responsibilities for:
 - (i) ensuring that 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 the financial year and of its profit or loss for the financial year in accordance with the requirements of Section 226, and which otherwise comply with the requirements of this Act relating to accounts, so far as applicable to the company.

In preparing these financial statements:

- (a) Advantage has been taken of the special exemptions applicable to small companies conferred by Part I of Schedule 8 to the Companies Act 1985, and
- (b) In the directors' opinion the company is entitled to these exemptions as a small company.

The financial statements were approved by the Board on 1 June 2006

P Hooker

Director

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 AUGUST 2005

| 1 | Accounting policies | | |
|-----|---|-----------|------------------------------------|
| 1.1 | Accounting convention The financial statements are prepared under the historical cost convention. | | |
| 2 | Debtors | 2005 £ | 2004 £ |
| | Amounts owed by group undertakings and undertakings in which the company has a participating interest | 8,436 | 8,436 |
| 3 | Share capital | 2005 £ | 2004 £ |
| | Authorised 100 Ordinary of £1 each | 100 | 100 |
| | Allotted, called up and fully paid 100 Ordinary of £1 each | 100 | 100 |
| 4 | Statement of movements on profit and loss account | | Profit and loss account £ |
| | Balance at 1 September 2004 | | 8,336 |
| | Balance at 31 August 2005 | | 8,336 |
| 5 | Reconciliation of Movements in Shareholders' Funds | 2005 £ | 2004 £ |
| | Opening shareholders' funds | 8,436 | 8,436 |
| | Closing shareholders' funds | 8,436 | 8,436 |

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 AUGUST 2005

6 Control

The ultimate parent company is Global Digital Systems Limited (formerly GDS Instruments Limited), a company registered in England and Wales, which was controlled throughout the current and previous year by Dr P Hooker and Dr B K Menzies by virtue of their 100% holding of the voting shares in that company.

Copies of the parent company's accounts are obtainable from Companies House, Crown Way, Cardiff, CF4 3UZ.