Unaudited Abbreviated Accounts

For

31 October 2004

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COMPANIES HOUSE 25/11/2005

BISHOP FLEMING

Chartered Accountants
50 The Terrace
Torquay
Devon

Abbreviated Accounts

Year Ended 31 October 2004

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Accountants' Report to the Directors of Conbar International (Marine consultants) Ltd

Year Ended 31 October 2004

In accordance with our terms of engagement, and in order to assist you to fulfil 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 to us.

This report is made to the Company's Directors, as a body, 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, as a body, for our work or for this report.

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

You have acknowledged on the balance sheet for the year ended 31 October 2004 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 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.

BISHOP FLEMING
Chartered Accountants

50 The Terrace Torquay Devon

24 November 2005

Abbreviated Balance Sheet

31 October 2004

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£
617
5
5
8
8
<u>1</u>
(426,943)
(426,326)
1,347,690
(1,774,016)

Abbreviated Balance Sheet (continued)

31 October 2004

	Note	2004 £	2003 £
Capital and reserves Called-up equity share capital Share premium account Profit and loss account	3	13,333 52,667 (1,947,864)	13,333 52,667 (1,840,016)
Deficiency		(1,881,864)	(1,774,016)

The directors are satisfied that the company is entitled to exemption from the provisions of the Companies Act 1985 (the Act) relating to the audit of the financial statements for the year by virtue of section 249A(1), and that no member or members have requested an audit pursuant to section 249B(2) of the Act.

The directors acknowledge their responsibilities for:

- (i) ensuring that the company keeps proper accounting records which comply with section 221 of the Act, and
- (ii) preparing financial statements 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 the Act relating to financial statements, so far as applicable to the company.

These abbreviated accounts have been prepared in accordance with the special provisions for small companies under Part VII of the Companies Act 1985.

These abbreviated accounts were approved by the directors on 23/11/0.5. and are signed on their behalf by:

G S Mackie Director

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Notes to the Abbreviated Accounts

Year Ended 31 October 2004

1. Accounting policies

(a) Basis of accounting

The financial statements have been prepared under the historical cost convention, and in accordance with the Financial Reporting Standard for Smaller Entities (effective June 2002).

The company has taken advantage of the exemption from preparing a cash flow statement as conferred by Financial Reporting Standard No. 1 (Revised 1996) on the grounds that it qualifies as a small company under the Companies Act 1985.

Going Concern

The company is not only financed by bank overdrafts but also through loans from a group company, director's loan and loans from persons associated with the directors. Each of the above related parties have indicated that they will not seek repayment in the short term. On this basis, the directors consider it appropriate to prepare the financial statements on a going concern basis and the financial statements do not include any adjustments that would result from a withdrawal of loans from related parties.

(b) Turnover

The turnover shown in the profit and loss account represents amounts invoiced during the year, exclusive of Value Added Tax.

(c) Amortisation

Amortisation is calculated so as to write off the cost of an asset over the useful economic life of that asset as follows:

Research & Development

- Over 5 years

(d) Fixed assets

All fixed assets are initially recorded at cost.

(e) Depreciation

Depreciation is calculated so as to write off the cost of an asset over the useful economic life of that asset as follows:

Fixtures & Fittings

- Over 6 years

(f) Work in progress

Work in progress is valued on the basis of direct costs plus attributable overheads based on normal level of activity. Provision is made for any foreseeable losses where appropriate. No element of profit is included in the valuation of work in progress.

(g) Operating lease agreements

Rentals applicable to operating leases where substantially all of the benefits and risks of ownership remain with the lessor are charged against profits on a straight line basis over the period of the lease.

Notes to the Abbreviated Accounts

Year Ended 31 October 2004

1. Accounting policies (continued)

(h) Deferred taxation

Deferred tax is recognised of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at the balance sheet date that will result in an obligation to pay more, or a right to pay less or to receive more, tax.

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date.

2. Fixed assets

	Intangible Assets £	Tangible Assets £	Total £
Cost At 1 November 2003 Additions	748,110	39,552 1,070	787,662 1,070
At 31 October 2004	748,110	40,622	788,732
Depreciation At 1 November 2003 Charge for year	748,110	38,935 419	787,045 419
At 31 October 2004	748,110	39,354	787,464
Net book value At 31 October 2004		1,268	1,268
At 31 October 2003		617	617

Notes to the Abbreviated Accounts

Year Ended 31 October 2004

3.	Share	capital
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Authorised share capital:

	2004	2003
	£	£
36,667 Ordinary shares of £1 each	36,667	36,667
10,000 Ordinary 'A' shares shares of £1 each	10,000	10,000
3,333 Ordinary 'B' shares shares of £1 each	3,333	3,333
	50,000	50,000

Allotted, called up and fully paid:

	2004		2003	
	No	£	No	£
Ordinary 'A' shares shares of £1 each	10,000	10,000	10,000	10,000
Ordinary 'B' shares shares of £1 each	3,333	3,333	3,333	3,333
	13,333	13,333	13,333	13,333

Th rights of the 'A' and 'B' shares are as follows:-

- (1) The 'A' shareholders are entitled to 60% and the 'B' shareholders to 40% of any profits distributed by the company.
- (2) The 'A' shareholders are entitled to 60% and the 'B' shareholders to 40% of any assets of the company on liquidation.

4. Ultimate parent company

The company is a wholly owned subsidiary undertaking of Conbar Holdings Limited, a company registered in England.