Company Registration No. 2118957

DALESTREAM LIMITED

Directors' Report and Financial Statements
For the year ended 31 December 2006

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DALESTREAM LIMITED DIRECTORS AND ADVISERS

Directors

P R Klimt

G A Naggar

P M Rogers

Secretary

M J Langridge

Company number

2118957

Registered office

15-17 Grosvenor Gardens London, SW1W 0BD

Auditors

Weston Kay 73/75 Mortimer Street London, W1W 7SQ

DALESTREAM LIMITED DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2006

The directors present their report and financial statements for the year ended 31 December 2006

Principal activities

The principal activity of the company is that of property investment

Principal risks and uncertainties

The Company manages investment properties. The directors continue to monitor the property market to ensure a suitable return is made on the investment.

Fair review of the business

The key financial highlights are as follows

	2006	2005	2004
	£	£	£
Profit and loss account			
Gross rental income	104,280	192,046	258,625
Profit before interest	196,171	164,052	158,973
Net interest receivable	232,273	158,484	50,676
Balance sheet			
Investment properties	-	2,950,000	2,375,000
Net assets	1,785,557	5,304,067	4,407,135

Material acquisitions and disposals

The company disposed of its property on 17 July 2006 for £3,192,153 realising a profit on disposal of £157,735

Review of the business

The results for the year and the financial position at the year end were considered satisfactory by the directors

Results and dividends

The profit and loss account is set out on page 6

A dividend of £4,000,000 (2005 - £nil) was paid during the year

It is proposed that the retained profit of £481,490 (2005 - £321,932) is transferred to the company's reserves

Financial instruments

The Company's principal financial instruments comprise trade debtors, trade creditors and loans to Group undertakings

Trade debtors are managed in respect of credit and cash flow risk. The Company monitors amounts outstanding and takes appropriate measures to ensure recoverability.

DALESTREAM LIMITED DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2006

Liquidity risk of the cash balance is managed by reviewing the Company's cash funding requirements If sufficient funds are not available in the short term loans are taken from the Company's parent undertaking

Trade creditors liquidity risk is managed by ensuring sufficient funds are available to meet amounts due

Interests on loans to Group undertakings are calculated at the UK bank base rate plus a margin of 200 basis points. The loans are repayable on demand

Fixed assets

Significant changes in fixed assets during the year are explained in note 7 to the financial statements

Directors

The following directors have held office since 1 January 2006

P R Klimt

G A Naggar

P M Rogers

Auditors

In the case of each of the persons who were directors of the Company at the date when this report was approved

- so far as each of the directors is aware, there is no relevant audit information (as defined in the Companies Act 1985) of which the Company's auditors are unaware, and
- each of the directors has taken all the steps that they ought to have taken as a director to make themselves aware of any relevant audit information (as defined) and to establish that the Company's auditors are aware of that information

In accordance with section 385 of the Companies Act 1985, a resolution proposing that Weston Kay be reappointed as auditors of the company will be put to the Annual General Meeting

For and on behalf of the board

P R Klimt Director

31/01/2008

DALESTREAM LIMITED STATEMENT OF DIRECTORS' RESPONSIBILITIES

The Directors are responsible for preparing the 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 for that period In preparing those financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgements and estimates that are reasonable and prudent,
- state whether applicable accounting standards have been followed, and
- 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 which disclose with reasonable accuracy at any time the financial position of the company and to 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.

DALESTREAM LIMITED INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF DALESTREAM LIMITED

We have audited the financial statements of Dalestream Limited for the year ended 31 December 2006 on pages 6 to 14 which have been prepared under the accounting policies set out therein

This report is made solely to the company's members, as a body, in accordance with Section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's 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 members as a body, for our audit work, for this report, or for the opinions we have formed

Respective responsibilities of directors and auditors

The directors' responsibilities for preparing financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland)

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you whether in our opinion the information given in the Directors' Report is consistent with the financial statements.

In addition we report to you if, in our opinion, the company has not kept proper accounting records if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed

We read the directors' report for the above year and consider the implications for our report if we become aware of any apparent misstatements within it

Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion, we also evaluated the overall adequacy of the presentation of information in the financial statements.

DALESTREAM LIMITED INDEPENDENT AUDITORS' REPORT (CONTINUED) TO THE MEMBERS OF DALESTREAM LIMITED

Opinion

In our opinion

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 December 2006 and of its profit for the year then ended,
- the financial statements have been properly prepared in accordance with the Companies Act 1985,
- the information given in the Directors' Report is consistent with the financial statements

Weston Kay

Chartered Accountants Registered Auditor 73/75 Mortimer Street London W1W 7SQ 31/01/2008

DALESTREAM LIMITED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2006

	Notes	2006 £	2005 £
Gross rental income	2	104,280	192,046
Irrecoverable property expenses		(45,468)	(6,745)
Net rental income		58,812	185,301
Administrative expenses		(4,989)	(21,249)
Operating profit	3	53,823	164,052
Profit on sale of investment properties	4	157,735	
Profit on ordinary activities before interest and taxation		211,558	164,052
Interest receivable and similar income	5	232,273	158,484
Profit on ordinary activities before taxation		443,831	322,536
Taxation on profit on ordinary activities	6	37,659	(604)
Retained profit for the year	12	481,490	321,932

The profit and loss account has been prepared on the basis that all operations are continuing operations

DALESTREAM LIMITED OTHER PRIMARY STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2006

Statement of total recognised gains and losses		
	2006 £	2005 £
Retained profit for the year	481,490	321,932
Unrealised surplus on revaluation of investment properties	<u>-</u>	575,000
Total recognised gains relating to the year	481,490	896,932
Note of historical cost profits and losses		
	2006 £	2005 £
Reported profit on ordinary activities before taxation	443,831	322,536
Realisation of property revaluation profit of previous years	611,942	
Historical cost profit on ordinary activities before taxation	1,055,773	322,536
Historical cost profit for the year retained after taxation	1,093,432	322,536
Reconciliation of movement on shareholders funds		
	2006 £	2005 £
Total recognised gains Dividends paid	481,490 (4,000,000)	896,932
	(3,518,510)	896,932
Opening shareholders' funds	5,304,067	4,407,135
Closing shareholders' funds	1,785,557	5,304,067

DALESTREAM LIMITED BALANCE SHEET AS AT 31 DECEMBER 2006

	Notes	2006 £	2005 £
Fixed assets Investment properties	7	-	2,950,000
Current assets Debtors	8	1,821,961	2,510,724
Creditors. amounts falling due within one year	9	(36,404)	(118,998)
Net current assets		1,785,557	2,391,726
Total assets less current liabilities		1,785,557	5,341,726
Provisions for liabilities and charges	10		(37,659)
Net assets		1,785,557	5,304,067
Capital and reserves Called up share capital Revaluation reserve Profit and loss account	11 12 12	100 - 1,785,457	100 611,942 4,692,025
Equity shareholders' funds		1,785,557	5,304,067

The financial statements were approved by the board 31/01/2008

P R Klimt Director

1 Accounting policies

1.1 Basis of preparation

These financial statements are prepared under the historical cost convention, modified to include the revaluation of investment properties

The financial statements are prepared in accordance with applicable accounting standards. The true and fair override provisions of the Companies Act 1985 have been invoked see 'Investment properties'

1.2 Cash flow statement

The company has taken advantage of the exemption in Financial Reporting Standard 1 from the requirement to produce a cash flow statement on the grounds that its results are included in the consolidated accounts of Dawnay, Day Properties Limited, this company's ultimate parent company

13 Investment properties

Investment properties are accounted for in accordance with SSAP 19. They are valued annually. The surplus or deficit on revaluation is transferred to the revaluation reserve unless on an individual property the deficit below original cost is expected to be permanent, in which case it is recognised in the profit and loss account for the year.

Although the Companies Act would normally require the systematic annual depreciation of fixed assets, the directors believe that the policy of not providing depreciation is necessary in order for the financial statements to give a true and fair view, since the current value of investment properties, and changes to that current value, are of prime importance rather than a calculation of systematic annual depreciation. Depreciation is only one of the many factors reflected in the annual valuation, and the amount which might otherwise have been included cannot be separately identified or quantified.

14 Deferred taxation

Deferred tax is provided in full on timing differences which result in an obligation at the balance sheet date to pay more tax, or a right to pay less tax, at a future date, at rates expected to apply when they crystallise based on current tax rates and law. Timing differences arise from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in the financial statements. Deferred tax is not provided on timing differences arising from the revaluation of tangible fixed assets where there is no commitment to sell the asset. Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered. Deferred tax assets and liabilities are not discounted.

15 Group relief for corporation tax

The company does not pay for group relief given on losses surrendered by fellow group members where there are no minority shareholders. Any losses surrendered to other group companies where there are no minority shareholders are not paid for by the company receiving the relief. All other group relief is paid for at the appropriate corporation tax rate

16 Loans

The financing for the property is held by the parent company. The subsidiary reflects its share of the funding via the intercompany loan account with the parent. Loan interest payable is included in the financial statements of the parent company.

Balances between group companies bear interest at bank base rate plus a margin of 200 basis points

2 Rental income

The rental income of the company for the period has been derived from its principal activity wholly undertaken in the United Kingdom

3 Operating profit

	2006	2005
	£	£
Operating profit is stated after charging		
Auditors' remuneration	-	3,250

Audit fees are payable by the parent company, Dawnay, Day Properties Limited and are not rechargeable to Dalestream Limited

Employees

The average number of employees during the year was nil (2005 - nil) None of the directors received any remuneration in the year

4 Profit on sale of investment properties

	2006 £	2005 £
Proceeds on sale of investment properties	3,192,153	-
Disposal costs on sale of investment properties	(84,418)	-
Net proceeds	3,107,735	-
Historical cost of investment properties	(2,338,058)	-
Revaluation surpluses realised on sale of investment properties	(611,942)	
	157,735	_

5 Interest receivable and similar income

	2006 £	2005 £
Group interest Other interest	231,972 301	156,868 1,616
	232,273	158,484

6 Taxation

(a) Analysis of the charge in year

	2006 £	2005 £
U K current year taxation	-	_
U K corporation tax at 30%	-	-
Adjustments in respect of previous years		
Current tax charge	-	-
Deferred taxation (credit)/charge	(37,659)	604
	(37,659)	604

(b) Factors affecting tax charge for the year

The tax charged assessed is lower than that resulting from applying the standard rate of corporation tax in the U $\,$ K $\,$ 30% (2005 - 30%) The differences are explained below

	2006 £	2005 £
Profit on ordinary activities before taxation	443,831	322,536
Tax at 30% thereon	133,149	96,761
Plus/(less) the effects of		
Permanent differences	30	30
Other timing differences	2,434	-
Indexation	(114,331)	-
Capital allowances in excess of depreciation	(1,813)	(605)
Group relief surrendered and not paid for	(203,052)	(96,186)
Adjustments in respect of previous year	· · · · · · · · · · · · · · · · · · ·	-
Revaluation	183,583	-
Current tax charge		
Current tax charge		

'	investment properties		
			Freehold £
	Cost or valuation As at 1 January 2006 Disposals		2,950,000 (2,950,000)
	As at 31 December 2006		-
	On an historical cost basis the property would have be (2005 - £2,338,058)	en included at an original	cost of £Nıl
8	Debtors		
		2006 £	2005 £
	Trade debtors Amounts owed by group undertakings Other debtors	6,352 1,812,363 3,246	6,444 2,479,288 24,992
		1,821,961	2,510,724
9	Creditors amounts falling due within one year		
		2006 £	2005 £
	Taxation and social security costs Other creditors Accruals	36,404	20 68,601 50,377
		36,404	118,998

Retained profit for the year

Dividends paid

Reserve written back

As at 31 December 2006

10	Provision for liabilities and charges		
	Deferred tax at 30% (2005 - 30%) on timing differences p as follows	rovided in the financia	al statements is
			2006 £
	As at 1 January 2006 Charge to profit and loss account		37,659 (37,659)
	As at 31 December 2006		•
	The amounts of deferred tax provided is as follows		
		2006 £	2005 £
	Other fixed asset timing differences Capital allowances in excess of depreciation	<u>-</u>	35,174 2,485
		-	37,659
11	Share capital		
		2006 £	2005 £
	Authorised 1,000 Ordinary shares of £1 each	1,000	1,000
	Allotted, called up and fully paid 100 Ordinary shares of £1 each	100	100
12	Statement of movements on reserves		
		Revaluation reserve £	Profit and loss account £
	As at 1 January 2006	611,942	4,692,025

481,490

611,942

(4,000,000)

1,785,457

(611,942)

13 Transactions with directors

P R Klimt is a consultant to Klimt & Co, Solicitors, who provide legal services to the company on normal commercial terms

14 Contingent liabilities

The company has cross guarantees in place with other group companies to secure group loans against their investment properties

The company has given a guarantee in respect of a bank overdraft facility given to the parent company, Dawnay, Day Properties Limited At the year end, the potential liability in respect of this overdraft was £Nil

15 Related party transactions

The company has taken advantage of the exemption conferred by Financial Reporting Standard number 8 from the requirement to make disclosures concerning group companies, since the results of this company are to be included in the consolidated financial statements of Dawnay, Day Properties Limited

Included within other creditors are accruals of £Nil (2005 - £2,151) relating to property management fees payable to Dawnay, Day Property Investment Limited

During the year property management fees of £ 6,437 (2005 - £7,170) were charged by Dawnay, Day Property Investment Limited

P R Klimt and G A Naggar are directors of and have material interests in Dawnay, Day Property Investment Limited P M Rogers is a director of Dawnay, Day Property Investment Limited

16 Control

The parent undertaking of the largest group, which includes the company and for which group accounts are prepared, is Dawnay, Day Properties Limited, a company incorporated in England and Wales Copies of the group financial statements of Dawnay, Day Properties Limited are available from Companies House, Crown Way, Maindy, Cardiff, CF14 3UZ

The ultimate controlling party is P R Klimt

GROUND CONSTRUCTION LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31ST MARCH 2007

13. CREDITORS: Amounts falling due within one year

	200) 7	200 (resta	
	£	£	£	£
Overdrafts		-		4,011
Trade creditors		7,720,595		4,047,635
Other creditors including taxation an	d social security			
Corporation tax	-		43,285	
PAYE and social security	535,171		134,356	
Hire purchase agreements	1,257,257		819,380	
Other creditors	164,694		19,020	
Directors current accounts	168,676		102	
		2,125,798		1,016,143
Accruals and deferred income		60,547		62,121
		9,906,940		5,129,910

The following liabilities disclosed under creditors falling due within one year are secured by the company

	2007	2006 (restated)
	£	£
Hire purchase agreements	1,257,257	819,380

Hire purchase agreements are secured on the assets to which they relate

14. CREDITORS: Amounts falling due after more than one year

	2007	2006
		(restated)
	£	£
Other creditors		
Hire purchase agreements	1,831,417	745,139
, •		

The following liabilities disclosed under creditors falling due after more than one year are secured by the company

	2007	2006
		(restated)
	£	£
Hire purchase agreements	1,831,417	745,139

Hire purchase agreements are secured on the assets to which they relate

GROUND CONSTRUCTION LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31ST MARCH 2007

15. COMMITMENTS UNDER HIRE PURCHASE AGREEMENTS

Future commitments under hire purchase agreements are as follows

	2007	2006 (restated)
	£	f.
Amounts payable within 1 year	1,413,399	890,512
Amounts payable between 1 and 2 years	1,974,008	-
Amounts payable between 3 and 5 years	-	785,473
	3,387,407	1,675,985
Less interest and finance charges relating to future		
periods	(298,733)	(111,466)
	3,088,674	1,564,519
Hire purchase agreements are analysed as follows		
Current obligations	1,257,257	819,380
Non-current obligations	1,831,417	745,139
	3,088,674	1,564,519

16. DEFERRED TAXATION

The movement in the deferred taxation provision during the year was

	2007	2006 (restated)
	£	£
Provision brought forward	82,089	230,643
Profit and loss account movement arising during the		
year	819,762	(148,554)
Provision carried forward	901,851	82,089

The provision for deferred taxation consists of the tax effect of timing differences in respect of

	2007	2006 (restated)
Excess of taxation allowances over depreciation on	£	£
fixed assets	901,851	82,089
	901,851	82,089

GROUND CONSTRUCTION LIMITED NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31ST MARCH 2007

17. COMMITMENTS UNDER OPERATING LEASES

At 31st March 2007 the company had annual commitments under non-cancellable operating leases as set out below

	Land & Buildings	
	2007	2006 (restated)
Operating leases which expire	£	£
After more than 5 years	95,000	85,000

18. TRANSACTIONS WITH THE DIRECTORS

Mr T Diviney and Mr P Shanahan have given personal guarantees totalling £300,000 in favour of Barclays Bank Plc

GROUND CONSTRUCTION LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31ST MARCH 2007

19. RELATED PARTY TRANSACTIONS

The company was under the control of Mr Diviney and Mr Shanahan throughout the current and previous year Mr Diviney and Mr Shanahan are the directors and majority shareholders

Transactions entered into during the year, under normal commercial terms, with related companies were as follows -

Ground Construction (Plant) Limited

Fixed assets of £688,818 (2006 - £98,250) were sold to Ground Construction (Plant) Limited Included within turnover is £nil (2006 - £157,780) invoiced by Ground Construction Limited Included within cost of sales is £345,453 (2006 - £335,553) invoiced by Ground Construction (Plant) Limited

At the balance sheet date £400,718 (2006 - £145,477 owed to) was owed by Ground Construction (Plant) Limited in respect of trading activities and £66,907 (2006 - £3,093 owed by) was owed to Ground Construction (Plant) Limited in respect of a short term interest free loan

Underground Construction Limited

Fixed assets of £488,516 (2006 - £nil) were sold to Underground Construction Limited Included within turnover is £86,403 (2006 - £9,800) invoiced by Ground Construction Limited Included within cost of sales is £260,834 (2006 - £155,015) invoiced by Underground Construction Limited

At the balance sheet date £348,811 (2006 - £85,159 owed to) was owed by Underground Construction Limited in respect of trading activities

Ground Skips Limited

Fixed assets of £62,400 (2006 - £nil) were sold to Ground Skips Limited Included within turnover is £154,612 (2006 - £nil) invoiced by Ground Construction Limited Included within cost of sales is £81,941 (2006 - £nil) invoiced by Ground Skips Limited

At the balance sheet date £200,726 (2006 - £nil) was owed by Ground Skips Limited in respect of trading activities and £92,076 (2006 - £nil) was owed to Ground Skips Limited in respect of a short term interest free loan

Tower Cranes Limited

Fixed assets of £110,000 (2006 - £nil) were sold to Tower Cranes Limited Included within turnover is £55,111 (2006 - £nil) invoiced by Ground Construction Limited

At the balance sheet date £194,005 (2006 - £nil) was owed by Tower Cranes Limited in respect of trading activities

GROUND CONSTRUCTION LIMITED NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31ST MARCH 2007

20. SHARE CAPITAL

Authorised share capital:

	2007	2006 (restated)
	£	£
500,000 Ordinary 'A' shares of £1 each	500,000	500,000
5,000 Ordinary 'B' shares of £1 each	5,000	5,000
5,000 Ordinary 'C' shares of £1 each	5,000	5,000
5,000 Ordinary 'D' shares of £1 each	5,000	5,000
5,000 Ordinary 'E' shares of £1 each	5,000	5,000
5,000 Ordinary 'F' shares of £1 each	5,000	5,000
5,000 Ordinary 'G' shares of £1 each	5,000	5,000
	530,000	530,000
Allotted, called up and fully paid:		
	2007	2006

	2007		2006 (restate	
	No	£	No	£
Ordinary 'A' shares of £1 each	24,002	24,002	24,002	24,002
Ordinary 'B' shares of £1 each	132	132	132	132
Ordinary 'C' shares of £1 each	8	8	8	8
Ordinary 'D' shares of £1 each	1	1	1	1
Ordinary 'E' shares of £1 each	1	1	1	1
Ordinary 'F' shares of £1 each	i	1	1	1
	24,145	24,145	24,145	24,145
			2007	2006 (restated)
Amounts presented in equity:			£	£
Ordinary 'A' shares of £1 each			24,002	24,002
Ordinary 'B' shares of £1 each			132	132
Ordinary 'C' shares of £1 each			8	8
Ordinary 'D' shares of £1 each			1	1
Ordinary 'E' shares of £1 each			1	1
Ordinary 'F' shares of £1 each			1	1
			24,145	24,145

GROUND CONSTRUCTION LIMITED NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31ST MARCH 2007

21. OTHER RESERVES

		2007	2006
		£	(restated) £
	Capital redemption reserve	12,067	12,067
22.	PROFIT AND LOSS ACCOUNT		
		2007	2006 (restated)
		£	£
	Balance brought forward	1,330,519	728,743
	Profit for the financial year	288,942	960,662
	Equity dividends paid (FRS 25)	(138,762)	(358,886)
	Balance carried forward	1,480,699	1,330,519

23. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	2007	2006 (restated)
	£	£
Profit for the financial year	288,942	960,662
Equity dividends paid (FRS 25)	(138,762)	(358,886)
Net addition to shareholders' funds	150,180	601,776
Opening shareholders' funds	1,366,731	764,955
Closing shareholders' funds	1,516,911	1,366,731