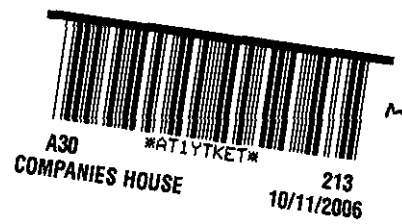


Company Registration Number: 4364716

MITIE Air Conditioning Limited

Annual Report and Accounts

31 March 2006



Directors: R McGregor-Smith
I R Stewart
C Acheson
S C Baxter

Secretary: MITIE Company Secretarial Services Limited
(appointed 30 June 2006)
C K Ross (resigned 30 June 2006)

Registered office: 8 Monarch Court, The Brooms,
Emersons Green, Bristol, BS16 7FH

Company number: 4364716

Directors' report

The directors present their annual report and unaudited financial statements for the year ended 31 March 2006.

Principal activities

The company has been dormant, as defined in Section 249AA of the Companies Act 1985, throughout the year.

Directors and their interests

The directors who served during the year were as follows:

I R Stewart
R McGregor-Smith
C Acheson
S C Baxter (appointed 8 May 2006)

No director held any interest in the share capital of the company during the year.

R McGregor-Smith, I R Stewart and C Acheson are directors of MITIE Group PLC, the parent undertaking, and their interests in the share capital of that company are shown in the accounts of MITIE Group PLC.

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



R McGregor-Smith
Director

29 September 2006

Balance Sheet as at 31 March 2006

	2006 £	2005 £
Current assets		
Debtor	1	1
Net assets	<u>1</u>	<u>1</u>
Share capital and reserves		
<i>Authorised</i>		
– 1,000 ordinary shares of £1 each		
<i>Called up, allotted and fully paid</i>		
– 1 ordinary shares of £1 each	1	1
Equity shareholder's funds	<u>1</u>	<u>1</u>

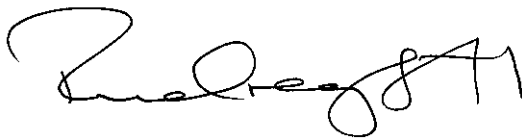
The company did not trade during the current or preceding year and has made neither profit nor loss, nor any other recognised gain or loss.

These annual accounts have not been audited because the company is entitled to the exemption provided by s249AA (1) Companies Act 1985 and no notice under s249B (2) has been deposited at the company's registered office requiring the company to obtain an audit of the accounts.

The directors acknowledge their responsibilities for ensuring that the company keeps accounting records that comply with s221 Companies Act 1985. The directors also acknowledge their responsibilities for preparing accounts which give a true and fair view of the state of the affairs of the company as at the end of the financial year in accordance with s226 Companies Act 1985, and which otherwise comply with the requirements of that Act relating to accounts, so far as applicable to the company.

These accounts were approved by the Board of Directors on 29 September 2006.

Signed on behalf of the Board of Directors



R McGregor-Smith
Director

The accompanying notes are an integral part of this balance sheet.

**Notes to the accounts
for the year ended 31 March 2006**

1 Accounting policy

The accounts are prepared under the historical cost convention and are prepared in accordance with applicable United Kingdom accounting standards.

2 Profit and loss account

No profit and loss account is presented with these financial statements because the company has not received income, incurred expenditure or recognised any gains or losses during either the year under review or the preceding financial year. There have been no movements in shareholders' funds during the year under review or the preceding financial year.

3 Information regarding directors and employees

No emoluments were payable to the directors, who were the only employees of the company, during the current or preceding financial year.

4 Contingent liabilities

The company is party with other group undertakings to cross-guarantees of each other's bank overdrafts. As at 31 March 2006, the overall commitment was nil (2005: nil).

5 Ultimate controlling party

The directors regard MITIE Group PLC, a company registered in Scotland, as the company's ultimate parent undertaking and controlling party. Copies of the group accounts can be obtained from the Company Secretary at the Registered Office.

6 Related party transactions

The cost of the annual return was borne by the company's parent company without any right to reimbursement.